

# Critical mineral royalties and streams

Annual Report and Accounts 2024



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**Alternative performance measures** Throughout this report a number of financial measures are used to assess the Group's performance. The measures are defined below and are non-IFRS measures because they exclude amounts that are included in, or include amounts that are excluded from, the most directly comparable measure calculated and presented in accordance with IFRS, or are calculated using financial measures that are not calculated in accordance with IFRS. The non-IFRS measures may not be comparable to other similarly titled measures used by other companies and have limitations as analytical tools and should not be considered in isolation or as a substitute for analysis of the Group's operating results as reported under IFRS. The Group does not regard these non-IFRS measures as a substitute for, or superior to, the equivalent measures calculated and presented in accordance with IFRS or those calculated using financial measures that are calculated in accordance with IFRS.

**Portfolio contribution** Portfolio contribution reflects the underlying performance of the Group's assets both in terms of those already in production and the timing of the Group's development royalties coming into production.

Portfolio contribution is royalty and stream-related revenue (refer to note 5) plus royalties received or receivable from royalty financial instruments carried at fair value through profit or loss (FVTPL) and principal repayment received under the Denison financing agreement (refer to note 22) less metal stream cost of sales. Refer to note 35 to the financial statements for portfolio contribution.

**Operating profit** Operating profit represents the Group's underlying operating performance from its royalty and stream interests. Operating profit is royalty and metal stream related revenue, less metal stream cost of sales, amortisation and depletion of royalties and streams, operating expenses, and excludes impairments and revaluations. Operating profit reconciles to 'operating profit before impairments and revaluations' in the income statement.

**Adjusted EBITDA** Adjusted EBITDA is a defined term in the Group's revolving credit facility and used to determine the Group's leverage ratio and interest cover ratio. Adjusted EBITDA is portfolio contribution, less operating expenses excluding share based payments.

**Adjusted earnings per share** Adjusted earnings represents the Group's underlying operating performance from core activities. Adjusted earnings is the profit attributable to equity holders, plus royalties received from royalty financial instruments carried at fair value through profit or loss, less all valuation movements and impairments (which are non-cash adjustments that arise primarily due to changes in commodity prices), together with amortisation charges, foreign exchange gains/(losses), any associated deferred tax and any profit or loss on non-core asset disposals.

Adjusted earnings divided by the weighted average number of shares in issue gives adjusted earnings per share. Refer to note 12 to the financial statements for adjusted earnings/(loss) per share.

**Free cash flow per share** Free cash flow is net cash generated from operating activities, plus principal repayments received under commodity related financing agreements, proceeds from the disposal of mining and exploration interests and finance income, less finance costs and lease payments, divided by the weighted average number of shares in issue. Refer to note 34 to the financial statements for free cash flow per share.

**Net debt** Net debt is calculated as total borrowings less cash and cash equivalents.

Ecora Resources is building a portfolio of royalties aligned to decarbonisation and electrification. Base metals are at the core of the portfolio, a vital component of the energy transition and the infrastructure required for technological innovation.

Ecora is contributing to these trends through investing in projects that are extracting critical minerals whilst offering investors exposure to this thematic at the top line via the royalty model.

## 1 Our purpose

To provide capital to the natural resources sector with a focus on projects that will increase the supply of critical minerals.

## 2 Our strategy

### Portfolio diversification

We seek diversity of commodities, jurisdiction and asset maturity to balance portfolio risk.

### Commodity selection

Our focus is on providing investors with exposure to commodities that will drive electrification and making investments in line with our investment criteria.

### Capital allocation

We balance investing for growth, maintaining a strong balance sheet while focusing on shareholder returns.

[Read more on page 20](#)

## 3 Our sustainability summary

### Science Based Targets initiative (SBTi)

SBTi approved emissions targets.

### UN Global Compact

Submitted our second Communication on Progress (COP).

### Improved ratings

MSCI rating maintained at AA. Sustainalytics rating improved to 7.7 (negligible risk).

[Read more on page 52](#)

## 4 Our values

### Sustainability

We believe long-term value can only be achieved through sustainable and responsible investment.

### Integrity

We promote transparency and build trust through honest relationships.

### Respect and inclusion

We create an environment where everyone is seen, heard, valued and empowered to succeed.

### Collaboration

We believe teamwork is essential to achieving our vision and delivering value to our stakeholders.

[Read more on page 52](#)

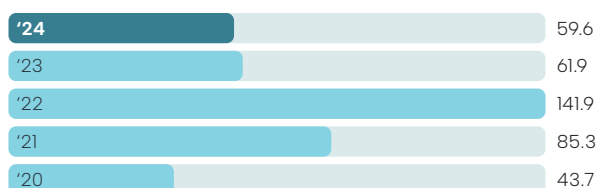
## Highlights

# At a turning point...

## Financial highlights

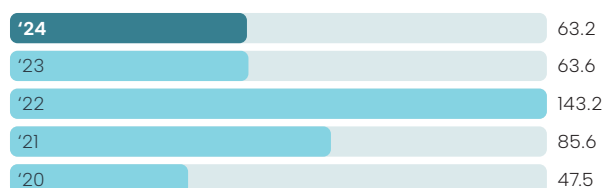
### Royalty and metal stream related revenue (\$m)

**\$59.6m (-4%)**



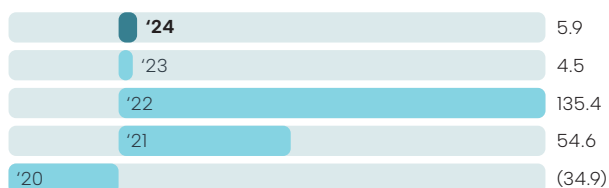
### Portfolio contribution (\$m)

**\$63.2m (-1)%**



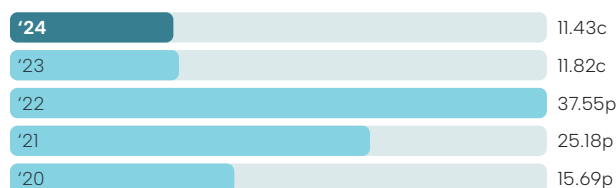
### Profit/(Loss) before tax (\$m)

**\$5.9m (+31%)**



### Adjusted earnings per share

**11.43c (-3%)**



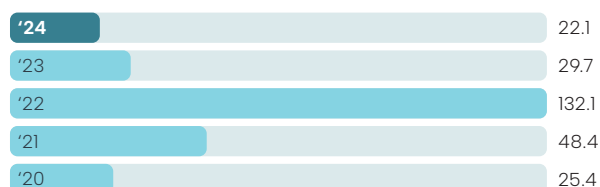
### Dividend per share<sup>(1)</sup>

**2.81c (-67%)**



### Free cash flow (\$m)

**\$22.1m (-26%)**



### Royalty assets acquired (\$m)

**\$8.5m (-70%)**



Read more about our royalty assets acquired on [page 7](#)

(1) Dividends were declared in GBP prior to 2023, from 2023 onwards dividends are declared in USD.



## Portfolio highlights

### Voisey’s Bay mine expansion

The Voisey’s Bay Mine Expansion Project was completed in December 2024. Cobalt delivered to the Group started to ramp up in the second half of 2024 and attributable volumes are expected to increase from 210 tonnes in 2024 to approximately 560 tonnes in 2026.

166%

increase in volumes from 2024 to steady state (mid-2026)

Read more on [page 33](#)

### Mantos Blancos record quarter

Mantos Blancos generated a record \$1.7m portfolio contribution in Q4 following the successful completion of work to address issues preventing the mill operating at the 20ktpd nameplate throughput capacity. The removal of this bottleneck is expected to lead to volume growth at Mantos Blancos in 2025.

20ktpd

mill throughput capacity at Mantos Blancos

Read more on [page 38](#)

### Phalaborwa royalty acquisition

Acquired a 0.85% gross revenue royalty over the Phalaborwa Rare Earths Project in South Africa. Phalaborwa has a low capital intensity, robust estimated project economics, low operating costs and is expected to generate strong cash flows throughout the commodity price cycle.

\$8.5m

purchase consideration

Read more on [page 29](#)

### Santo Domingo Feasibility Study

Capstone Copper Corp. published an updated Feasibility Study on the Santo Domingo project. This reiterated the project’s robust economics as a low cost operation with expected cash costs of \$0.33 per payable pound of copper over its 19-year mine life.

118t per annum

of copper production

Read more on [page 37](#)

### Materiality Assessment

During 2024 the Group engaged a number of key stakeholders to complete its first Materiality Assessment. The results of the project have been incorporated into the Group’s sustainability roadmap.

10

material issues

Read more on [page 53](#)

### Improved Sustainalytics score

During the year the Group’s Sustainalytics score improved to 7.7, rating Ecora’s risk of material financial impact driven by sustainability factors as negligible risk.

7.7

Sustainalytics score

Read more on [page 50](#)

Read more about our commitment to sustainability on [pages 50 to 59](#)

# Overview of the business

## What we do

Ecora is seeking to further diversify (income profile, commodity, jurisdiction) its world-class portfolio of royalties by continuing to acquire royalties over commodities which are essential to electrification and innovation trends. We specifically target royalties over low cost operations with strong management teams in established natural resource jurisdictions.

## How we do it

We utilise our extensive network of contacts and our reputation in the sector to originate, structure and execute on accretive royalty acquisitions.

### Royalties explained

A royalty is a non-operating interest in a project that provides the royalty holder with the right to a percentage of the revenues generated from extraction and sale of minerals from a specified area.

### Streams explained

A metal stream is an agreement that provides, for an upfront payment, the right to purchase all or a portion of one or more metals produced from a mine.

## Portfolio – diversified exposure<sup>(1)</sup>

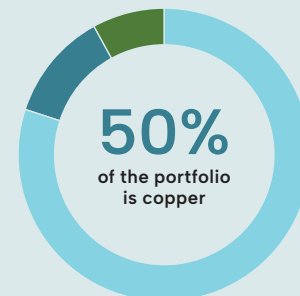
### Geographic exposure

- OECD 76%
- Brazil 10%
- Zambia 9%
- Other 5%



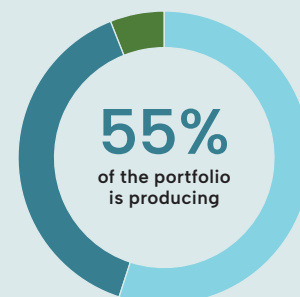
### Commodity exposure

- Base metals 80%
- Specialty metals and uranium 12%
- Bulks and other 8%



### Stage of development

- Producing 55%
- Development 39%
- Early stage 6%



## Our portfolio

### Base metals



### Specialty metals and uranium



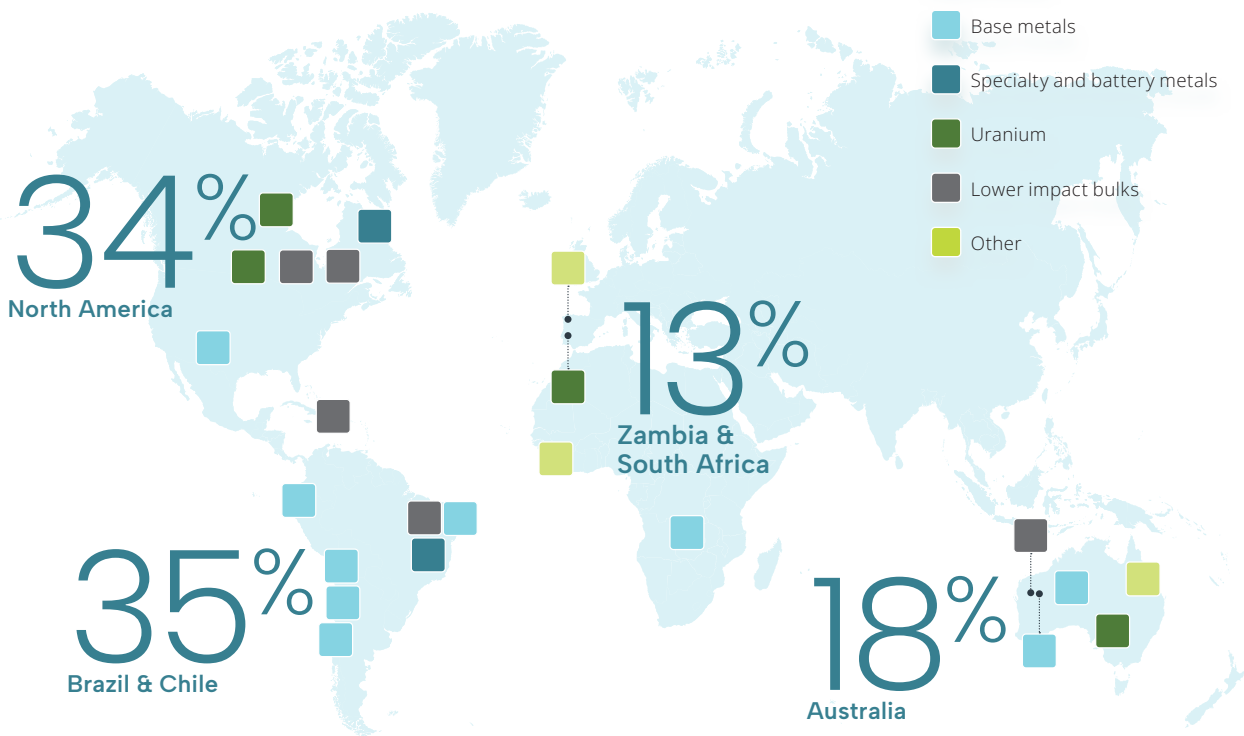
### Bulks and other



For more details of our portfolio visit [ecora-resources.com/our-portfolio/](https://ecora-resources.com/our-portfolio/)

(1) Based on consensus sell side analyst NAV estimates as at 10 March 2025.

## Our geographic exposure<sup>(1)</sup>



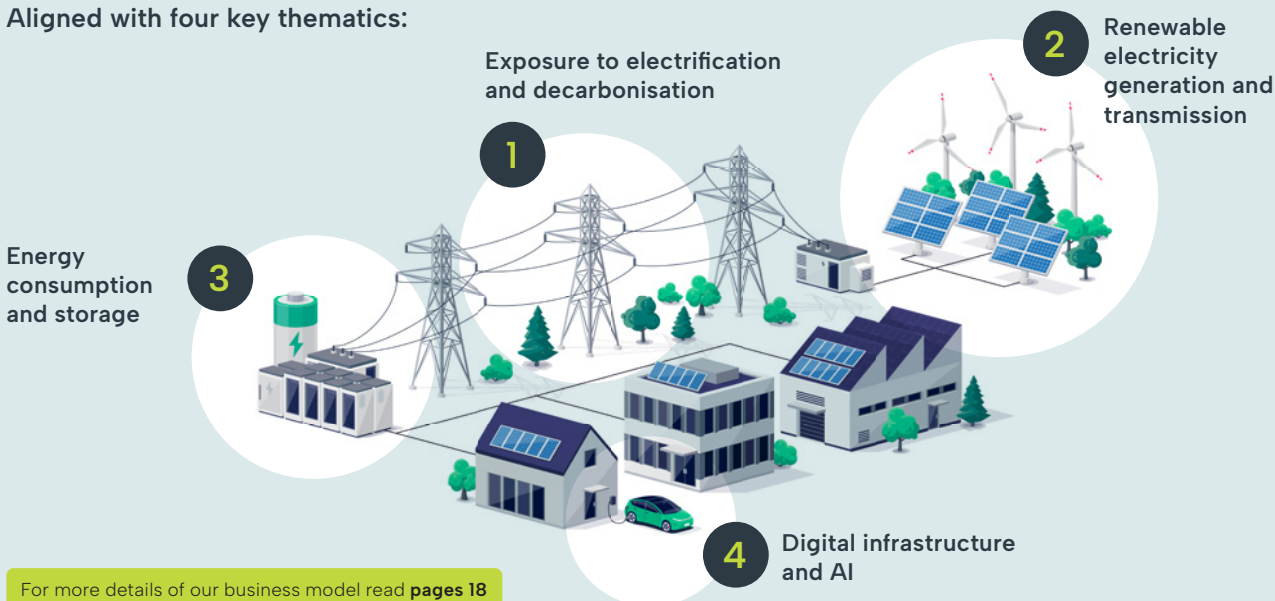
(1) As per sell side analyst consensus estimates as at 10 March 2025.

## Operator partners



## Markets – exposure to electrification

Aligned with four key thematics:



For more details of our business model read **pages 18**

# Critical minerals royalties and streams

Providing critical mineral price exposure through a diversified portfolio of royalties operated by some of the leading mining companies globally. Our model offers revenue exposure to low cost operations with strong operating margins in jurisdictions which prioritise natural resources as key to economic prosperity.

Diversified offering	Expertise	Capital allocation	Growth
<p><b>Compelling commodity mix</b></p> <p>We provide exposure to critical minerals such as copper, cobalt, nickel, and uranium that will be needed in increased quantity to meet strong long-term expected electrification-related demand growth.</p> <p>We invest the majority of capital into low cost mines primarily located in OECD jurisdictions that are operated by companies including Vale, Capstone Copper, Moxico Resources, BHP and Rio Tinto.</p>	<p><b>Proven track record</b></p> <p>The current management team has worked together since 2014 and consistently proven its ability to deliver high quality transactions and grow the Company.</p> <p>Over \$400m invested in growth-focused future facing commodity assets over the past four years.</p> <p><b>&gt;\$400m</b> Deployed over past four years</p>	<p><b>Balance sheet flexibility</b></p> <p>We refinanced our debt facility in early 2024, increasing the potential borrowing capacity to \$225m. Furthermore, we have revised our capital allocation framework to ensure that it appropriately balances deleveraging, growth and shareholder returns.</p> <p><b>\$225m</b> Size of Revolving Credit Facility (\$180m) and Accordion (\$45m)</p> <p><b>\$82m</b> Net debt as at 31/12/24</p>	<p><b>Attractive growth profile</b></p> <p>With Voisey's Bay starting to ramp up we have entered a period of growth that is expected to see the critical minerals portfolio contribution grow by over 400% over the next five years. The portfolio contribution will also evolve from being 64% coal to being nearly 90% base metals.</p>

Supported by our strong sustainability framework

See our business model on [pages 18 and 19](#)

PURPOSE IN ACTION

# Rare possibilities

## Acquisition of a royalty over the Phalaborwa Rare Earths Project

### Rare earth metals

Rare earth metals are vital for technology, defence, and renewable energy, with China controlling most of the production and refining capacity.

Growing demand for electric vehicles and wind turbines has spurred efforts to diversify supply chains, leading countries like the US and Australia to invest in mining and recycling of these metals. Producing separated rare earth oxides, however, remains costly and challenging both technically and environmentally.

### Why we chose this project

The Phalaborwa Rare Earths Project is recognised as one of the most advanced rare earth projects in development outside of China, boasting low capital intensity, robust estimated project economics and low operating costs expected to generate strong cash flows throughout commodity price cycles.

Located on a brownfield site, the project benefits from treating phosphogypsum stacks, a by-product of historic fertiliser production, eliminating the need for primary mining, crushing or grinding while fully rehabilitating the site.

The project is backed by a high quality management team and a strong shareholder base including TechMet and its option to invest \$50m as part of project financing funded by the U.S. International Development Finance Corporation (DFC).

### What they plan to produce

Targeting the permanent magnet market, which drives over 90% of global rare earth consumption by value, the project is set to produce an average of 1,750t of neodymium/praseodymium (NdPr) oxide, w60t of dysprosium (Dy) oxide, and 20t of terbium (Tb) oxide annually. The commodity basket positions the project well to capitalise on strong long-term demand growth fundamentals.

### Royalty transaction

The Company acquired a 0.85% gross revenue royalty over the Phalaborwa Rare Earths Project for US\$8.5m alongside a \$1.5m equity investment into Rainbow Rare Earths Ltd. The royalty structure protects Ecora against delays to achieving commercial production beyond October 2027 through incremental increases in the royalty rate. Proceeds from the royalty will primarily fund the completion of a Definitive Feasibility Study with pilot plant operations already underway to validate the flowsheet and produce product samples.

**\$10bn**

Forecast to grow by 2030

**\$7.4bn**

REE market valued in 2023



Watch the Rare Earths video at:  
[www.ecora-resources.com/assets/rare-earths](http://www.ecora-resources.com/assets/rare-earths)



# An overview of our markets

Despite the relatively less upbeat energy transition rhetoric in comparison to the previous year, the underlying data shows that the transition is still firmly on course with steep year-on-year growth across global electric vehicle sales and installed grid capacity, with a record year for battery energy stationary storage installations.

This trend is expected to continue on the back of global battery demand, which is forecast to grow at a >20% compound annual growth rate for the remainder of this decade. The energy transition thematic has taken a back seat amid slower electric vehicle (EV) adoption rates and a loosening of government targets, which has consequently filtered into reduced demand forecasts for the remainder of this decade.

More generally the world is expected to require more electricity in years to come, including to support artificial intelligence and data processing capacity. This was a prominent theme that took over the headlines in 2024 highlighting the need for grid upgrades, ultimately leading to additional demand for metals required to support this infrastructure.

These fast-growing markets have spurred a wave of supply of materials required to support them; however, in some instances this has outpaced the demand growth we have seen to date. Commodities where the balance has been tipped into oversupply include lithium, graphite, rare earths, nickel and cobalt. Copper, however, while at the heart of all of these trends, has followed a different path due to its relatively less elastic supply sources and diversified end markets.

For some of these commodities, the traditional supply-demand balance equation has become significantly more complex. Geopolitics, technological advances and government intervention now add another dimension of uncertainty which has contributed to what were already challenging capital market conditions for the mining sector. Equity valuations have remained subdued and the cost of borrowing still elevated, while cost inflation has increased the amount of capital required to develop new projects.


These conditions have arguably increased the importance of royalty and stream financing as a funding source, alongside private capital and government funding to the mining sector, particularly with respect to pre production project development as well as funding the construction and expansions of mining operations. 2024 saw the continuation of a trend whereby private capital providers to the mining sector often included royalty and stream financing alongside equity and/or debt funding packages.

Royalty and stream transactions totalled ~\$3.5bn in 2024 (vs ~\$2.6bn in 2023), of which 80% was attributable to precious metals. Within the non-precious royalty transaction subset, approximately 80% of the total number of announced royalty and stream transactions related to development state projects, although by value the ratio of development to producing transactions was circa 40:60%.

In terms of M&A activity in the metals and mining space, 2024 was dominated by gold although miners appear to increasingly consider acquisitions as a way of growing copper exposure. In 2024, the second largest acquisition in the mining sector was the acquisition of Filo Corp by Lundin Mining Corp. and BHP for ~US\$3.0bn, and whilst not resulting in an acquisition, it was reported that the ultimate goal behind BHP's bid for Anglo American – in what would have been one of the largest mergers in the mining sector – was to gain access to Anglo American's world-class copper assets.

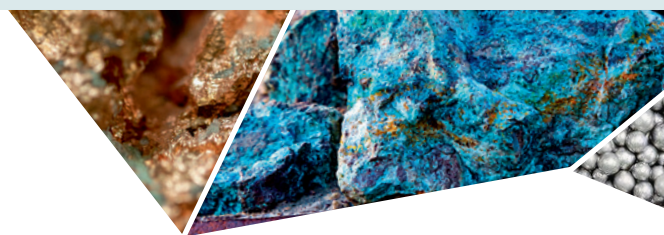
In the royalty sector, only one corporate transaction was completed in 2024 which was the acquisition of Trident Royalties Plc by Deterra Royalties Limited. Following the acquisition of Nova Royalty Corp by Metalla Royalties & Streaming Ltd in 2023, only a handful of listed royalty companies are focused on providing capital to the non-precious metals segment of the mining sector.

## Key to strategy

-  Commodity selection
-  Investment framework
-  Portfolio diversification
-  Capital allocation

## Key to principal risks

- 1** Catastrophic and natural catastrophic risk
- 2** Investment success
- 3** Future demand
- 4** Commodity prices
- 5** Operator dependence and concentration risk
- 6** Geopolitical events
- 7** Financing capability
- 8** Stakeholder support



## Base metals

### Price summary

LME copper price averaged \$4.15/lb over the course of 2024, and ranged from a peak of \$4.90/lb reached in May to a low of \$3.66/lb in February.

Fastmarkets MB alloy-grade cobalt price averaged \$15.6/lb in 2024, and standard grade cobalt averaged \$12.2/lb. The alloy-grade price ranged between \$14.0/lb and \$17.0/lb, while standard grade was between \$10.7/lb and \$13.7/lb.

LME nickel price averaged \$7.63/lb, and reached a maximum of \$9.68/lb in May and a minimum of \$6.75/lb in December.

### Commentary

Throughout 2024, the base metals that Ecora has direct exposure to were impacted by various market forces with each metal's price performance somewhat correlated to the maturity of its end market. Themes set in motion during 2023 continued into 2024, most notably in nickel and cobalt markets where oversupply from single geographies led to falling prices.

Mined copper production experienced a modest increase of approximately 2% in 2024. Growth benefited from a constrained output in 2023 as well as large-scale mining projects coming online in the Democratic Republic of Congo (DRC), Botswana and Mongolia. Copper output from the DRC is estimated to have grown by 10% driven by the ramp-up of Kinsanfu and expansions of the Tenke Fungurume and Kamoakao mines. The first two mines, owned by Chinese state-owned entity CMOC, produce cobalt as a by-product, and their rising output was a key factor for the surplus seen in this market.

The minor increase in mined copper production was accompanied with a substantial increase in smelting capacity, particularly in China where capacity rose by approximately 12% in the year, intensifying competition for copper concentrates. Capacity oversupply led to a sharp drop in treatment and refining costs as smelters battled to secure feedstock, reaching the lowest levels in at least two decades.

The International Copper Study Group indicates refined copper demand grew at a similar rate to copper production during 2024, curtailed by the continued slowdown in the Chinese property market and manufacturing sectors. Electrification trends such as the roll-out of EVs, renewable energy infrastructure and data centre hubs continued to gain traction throughout the year.

Electrification is forecast to drive copper demand growth over the next ten years at an annualised rate of 2.6%. It is expected that the three key demand centres will evolve, with traditional vs energy transition vs digital forecast to be split 71%-23%-6% by 2050 compared to the current split of 92%-7%-1%.

Cobalt, whilst exposed to many of the same trends as copper, experienced a year of low prices. Since it is predominantly produced as a by-product, its supply is not necessarily correlated to demand. With the DRC accounting for approximately 80% of global output, the recent surge in DRC copper activity with by-product cobalt production has had a material detrimental impact on cobalt prices – estimated to have reached 50-year lows after accounting for inflation.

Incentivised by the demand for copper concentrates, CMOC's ramp-up and expansion of Kinsanfu and Tenke Fungurume saw annual cobalt output from these mines double compared to a year earlier. Alongside growth from Indonesia's nickel operations, this was responsible for global cobalt supply surging by approximately 30% year on year, enabling the market surplus to reach an unprecedented 53kt.

In order to reduce the surplus, the DRC Government introduced a four-month cobalt export ban in February 2025, enabling prices to rebound in the early part of the year. There is the potential for annual export quotas to follow, which could help bring the market further into balance.

Cobalt's application in high performance batteries, smartphones and other electronics remained resilient despite reduced consumer spending power. The demand for superalloys in the aerospace and defence market also continued to recover following COVID-19, helping to support alloy grade prices.

The EV sector remains a significant consumer of cobalt, although the increasing adoption of lithium-iron-phosphate battery technologies, particularly in China, weighed on demand. The depressed price has led battery manufacturers to prolong the use of cobalt in EV batteries due to the increased safety and performance levels. The Cobalt Institute forecasts cobalt demand from batteries to more than triple, and account for 60% of overall cobalt demand by 2050.



## Base metals continued

### Commentary continued

In 2024, nickel markets also suffered from oversupply and a depressed price environment. A near 30% growth in Indonesian production in 2023 was expanded by a further 8% in 2024 to total an estimated 2.2 million tonnes. Indonesia is now responsible for nearly 60% of global nickel supply, up from 54% a year earlier.

The ongoing market surplus continued to weigh on prices prompting several high profile mine closures during the course of the year. Australian nickel operations were the hardest hit, with BHP's Nickel West operations, previously responsible for approximately 2% of global supply in 2023, being placed on care and maintenance.

Demand from the stainless steel sector, which remains the largest consumer of nickel, was robust demonstrating 6% year-on-year growth in the first half of the year. A surge of Chinese exports in the final months of 2024 took place as steel producers rushed to export products in anticipation of the incoming US administration. In response to depressed prices, the Indonesian Government announced plans to reduce its nickel mining quota for 2025 by approximately 15% to 200 million tonnes from 240 million tonnes previously.

[Link to strategy](#)



[Link to principal risks](#)



## Bulks and other

### Price summary

Metallurgical coal price averaged \$242/t during 2024, reaching a maximum of \$330/t in January and a minimum of \$177/t in September.

62% iron ore price averaged \$104/t in 2024, and ranged from a peak of \$136/t in January to a low of \$85/t in September.

### Commentary

Steelmaking coal, also known as metallurgical coal, benefited from robust demand from the steel industry, especially in emerging economies where blast furnace usage remains prevalent. Despite some environmental push-back in large producing regions such as Australia and the US, metallurgical coal cannot be easily substituted and remains a core raw material in steel fabrication.

The International Energy Agency estimates steelmaking coal demand to remain flat over the next three years, predominantly driven by steel demand in line with the economic outlook. Consumption growth in emerging economies such as India and Indonesia is predicted to be offset by a decline in China, absent material stimulus or wider trade disruptions. With global steel consumption in 2027 estimated to remain above 1.0bn tonnes, the adoption of new processes to produce steel without metallurgical coal is expected to remain limited.

The iron ore market was in minor surplus in 2024 contributing to prices of 62% product remaining rangebound around the \$100/t mark. A two-year price high in early January steadily decreased throughout the year prompting China to increase ore imports to a record 1.24bn tonnes, an increase of 5% on 2023's previously record year according to data from the China Iron & Steel Association.

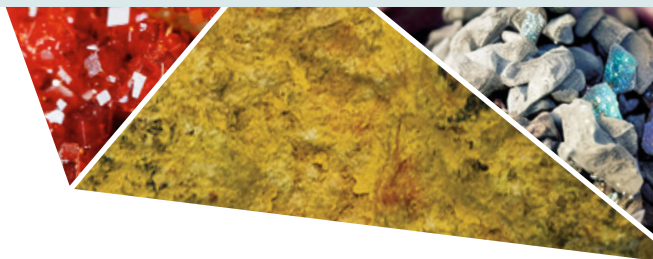
Higher iron ore imports into China are forecast to continue into 2025 despite the property downturn weighing on steel demand. This is driven by increased iron ore supply from Brazil and Australia, and a desire to sell ore before the large-scale, high grade Simandou project comes online.

[Link to strategy](#)



[Link to principal risks](#)





## Specialty metals and uranium

### Price summary

Cameco reported uranium spot price averaged \$85/lb over the course of 2024, with the long-term contract price averaging \$79/lb.

Fastmarkets MB vanadium price averaged \$5.86/lb in 2024, ranging between \$5.19/lb and \$6.88/lb.

Asian Metals' neodymium-praseodymium (NdPr) oxide price averaged \$54.6/kg in 2024, and reached a maximum of \$62.3/kg in January and a minimum of \$48.0/kg in March.

### Commentary

2024 saw continued strong sentiment for the nuclear industry with security of uranium supply a key focal point for nations seeking to diversify domestic energy sources. Specialty metals in Ecora's portfolio such as vanadium and rare earths were buffeted by global macro forces including new Chinese steel rebar standards that required higher vanadium content, and China's domination of the rare earth supply chain.

Uranium tailwinds from 2023 continued into the early months of 2024, with Cameco reporting January spot prices above \$100/lb. The peak was predominantly driven by market speculators since the majority of uranium transactions take place under long-term contracts, leaving relatively thin volumes available on the spot market. Whilst the spot price steadily declined over the year to end December at approximately \$73/lb, the long-term contracted price displayed the inverse, rising to \$81/lb from \$72/lb in January – the highest contracted price since 2008.

The contrasting fortunes between uranium spot and contract prices point to a growing expectation of increased demand for the fuel in the future. The World Nuclear Association projects a 28% increase in demand over 2023-2030, reflecting the anticipated growth in nuclear reactor capacity.

In response to high prices, previously idled supply began to restart. Cameco's McArthur River mine, the single largest source of supply in 2016, has resumed operations lifting Cameco's annual production by approximately 25% year on year. Production from Kazakhstan (38% of global supply) has remained stable, but geopolitical tensions forced Orano to place Niger's only operating mine on care and maintenance in October.

Bringing new supply online has proved difficult, with several junior miners trimming guidance and having their permits delayed.

Vanadium demand is primarily driven by its use in steel alloys, accounting for approximately 90% of consumption. In September, China introduced new rebar standards requiring more vanadium content in order to increase strength and reduce corrosion. The announcement corresponded with Chinese producers seeking to maximise steel exports to the US ahead of the incoming administration. Vanadium prices remained low as uncertainty centred on the Chinese real estate market and lack of stimulus depressed sentiment.

In the energy storage sector, vanadium redox flow batteries continued to gain traction as renewable energy deployment accelerated. The technology remains in its infancy but is expected to impact vanadium demand in the coming decades, and currently accounts for approximately 6% of global vanadium consumption.

During the course of 2024, Ecora added permanent magnet rare earths to its portfolio, viewing the pull back in prices as an opportunity to gain exposure to attractive long-term fundamentals. 2024 saw NdPr oxide prices hit three-year lows despite the magnet rare earth market growing approximately 5%. Project Blue forecast the NdPr market to nearly triple over the next 25 years, highlighting the multi-year trend of increased adoption of EVs and renewables.

Rare earth magnets account for 90% of the total rare earth sector's value, and despite these elements occurring naturally, are notoriously difficult to separate individually. China remained the market leader, producing over 90% of separated rare earths in 2024, with geographic concentration risk a focus area of the new US administration.

#### Link to strategy



#### Link to principal risks





# A strong position

I am writing to you for the first time as the Chairman of Ecora. When, at the end of 2023, the opportunity presented itself to join the Board of Ecora I was delighted to accept the invitation. Ecora is at an interesting point in its evolution from what was principally a single asset company, underpinned for over 20 years by the Kestrel met coal royalty, into a company with a much more diversified portfolio focused on critical minerals and with significant growth potential.

It feels very much as though we are at an inflection point, and following the disappointing news early in the year regarding the suspension of construction activity at West Musgrave, the Company has emerged in a strong position with key assets such as Voisey's Bay and Mantos Blancos ramping up in Q4 2024 and poised to deliver production growth in 2025. Post-year end we also added the Mimbula copper stream to the portfolio. Importantly, the Mimbula stream complements the rest of the portfolio as it is income-producing from day one and should see volume growth in 2026 and 2027.

The portfolio, both at production and development stages, provides exposure to high quality projects, with the vast majority of projects sitting low on the cost curve and with well-regarded operators. The addition of Mimbula grows copper to nearly 50% of the Group's net asset value and we believe that no other royalty company can offer such exposure to copper, expected to be a commodity in increased demand over the coming years. We believe that this provides an excellent platform for the Company to build on its unique positioning and unlock material value for our investors.

### Macro drivers

The world is becoming increasingly volatile with geopolitical tensions having intensified, with tariffs disrupting global supply chains for many critical minerals and leading to price volatility and uncertainty in supply and investment decisions. As a consequence, nations are re-evaluating supply chains with acts such as the European Union Critical Raw Materials Act, an example of regions looking to reduce dependence on external sources of supply by boosting domestic production. Royalty and/or streaming have become central parts of the funding solution for new mining projects, and these trends create opportunities for Ecora as an increased number of new projects seek funding solutions.

### Capital allocation policy and growth

During 2024 the Board decided that it was an appropriate time to update the Company's capital allocation framework, with the transition well underway from a portfolio dominated by Kestrel to one offering material growth through exposure to critical minerals.

The changes to the policy, detailed in the 2023 Annual Report, align the dividend with free cash flow generation and free up capital that can be used for growth, whilst maintaining an attractive dividend yield. The benefits of the new framework could be seen in 2024 when we reduced dividends by \$11m compared to the prior year, and were then able to invest \$8.5m into the Phalaborwa rare earths royalty without increasing our leverage.



**Andrew Webb**  
Chairman



Inevitably the change did not meet the mandates of all investors and led to a certain amount of churn in the share register, with corresponding downward pressure on the share price. However, we believe that a critical minerals-focused royalty company, with half of our value in copper, and offering material growth over the next five years, should carry broad appeal to institutional investors.

### Stakeholder engagement

On my appointment, and as part of a consultation around the updated capital allocation framework, I met with a number of Ecora's largest shareholders. On the whole, they were supportive of the strategy and recognised that the decision to change the capital allocation framework had followed deep consideration of the potential costs and benefits of making such a change. I look forward to maintaining an open dialogue with you, our shareholders, and with other stakeholders.

During the course of 2024 we also conducted our first ever Sustainability Materiality Assessment, canvassing stakeholders including shareholders, employees and operating partners on their views as to the most material issues for Ecora. The findings of this exercise have shaped our sustainability workstreams for 2025 and I would like to thank all those who took part in the exercise.

### Outlook

As we enter 2025, the world appears to be one of increased macroeconomic uncertainty and political volatility. Despite these factors, Ecora is well positioned for a future in which access to critical minerals will be of greater strategic significance as countries seek to secure supply of these vital and valuable commodities.

Our portfolio is well balanced between production, development and early stage projects, but what the most successful royalty and streaming businesses possess is scale and diversity. The Board is determined to continue to build scale and income on a per share basis which it believes will help to realise value for our shareholders. The acquisition in 2025 of the Mimbula copper stream was an excellent next step on this journey.

### Acknowledgements

On behalf of the Board I would like to thank my colleagues on the Board and Ecora's employees for the warm welcome they have given me and their support and commitment to helping Ecora deliver its strategic objectives.

### Andrew Webb

Chairman

26 March 2025



Royalty and streaming have become central parts of the funding solution for new mining projects creating opportunities for Ecora."

### Andrew Webb

Chairman

# Enabling growth

As we reflect on 2024, Ecora's diversified portfolio demonstrated strong performance amidst continued global macroeconomic weakness driven by inflationary pressures and contractionary monetary policies demonstrating the benefits of a royalty company in an uncertain world.

Ecora's producing royalty portfolio's strong results were driven by volume growth at Kestrel, Voisey's Bay and Mantos Blancos, momentum we expect to continue into 2025. In terms of our development portfolio, a key positive was the Santo Domingo copper project progressing towards a Final Investment Decision. BHP's decision to suspend construction of the West Musgrave nickel-copper project was disappointing, reflecting currently challenging nickel market conditions; however, we remain confident in the project's potential as a low cost operation over a 25-year mine life with the possibility of further extension.

Our strategy is to unlock shareholder value by continuing to grow and diversify our portfolio of critical mineral royalties. Twelve months following the implementation of an updated capital allocation framework prioritising growth, we are pleased to have acquired a royalty over the Phalaborwa Rare Earths Project and, more recently, a copper stream over the producing Mimbula mine.

The past year has been difficult for UK equity markets and the global small-cap resource sector. 2024 marked the second consecutive year of net capital outflows from UK-focused equity funds, impacting the sector and Ecora's share price. Ecora is not alone in this respect, and in many ways the backdrop for many small and mid-cap operators has created demand for alternative, and less dilutive, forms of financing, which includes royalties and streams.

We anticipate that the favourable window to further diversify and grow our portfolio by acquiring royalties over high quality mining operations and projects will persist in the short term, as demonstrated by our recent Phalaborwa rare earths and Mimbula copper stream transactions. Both transactions were originated through our industry network.

### Results

The producing portfolio generated a contribution of \$63.2m in 2024, up 9% year on year on a recurring basis (excluding 2023 income related to prior years). The key royalties and streams underpinning this growth were Kestrel, Voisey's Bay and Mantos Blancos. With cobalt prices at year end approaching 50-year lows (in real terms), the Group impaired the value of the Voisey's Bay stream by \$15.1m and the associated deferred tax asset by \$9.8m. Adjusted earnings per share was broadly flat at US11.43c/share (2023: US11.82c/share). Net debt increased to \$82.3m (2023: \$74.5m), reflecting acquisitions made during the year as well as final deferred payments related to royalty acquisitions made in 2022.

### Industry drivers

The long-term demand outlook for critical minerals remains strong, driven by continued urbanisation, growth in the electrification of energy consumption and energy storage, as well as expected growth in digital infrastructure and the adoption of consumer and business artificial intelligence services.

2024 saw a number of supply side developments impacting global commodity markets, including sizable supply additions of nickel, cobalt and lithium. The supply of nickel products from mining operations located in Indonesia, and cobalt products from operations located in the Democratic Republic of Congo ramped up substantially in 2024, suppressing the prices of these commodities.



**Marc Bishop Lafleche**  
Chief Executive Officer

This overshadowed otherwise healthy year-on-year demand growth for nickel and cobalt, estimated at 5% and 7% respectively.

In response, the Democratic Republic of Congo recently imposed a four-month cobalt export ban to stabilise cobalt prices, with subsequent export quotas under consideration. This has driven a price uplift of over 60%, with the medium and longer-term impact to be determined.

In the past year, vertical integration in battery commodities such as lithium and cobalt appears to have reduced certain producers' emphasis on capturing margins at the upstream mining stage. This is particularly evident in cobalt and lithium, where some producers have integrated raw material sourcing alongside battery production and EV manufacturing, and appear less sensitive to upstream commodity price levels.

2024 saw a continuation of governments adopting policies to aid the development of critical mineral supply chains, largely driven by national security concerns, economic independence and geopolitical competition. Policies have taken a variety of forms, including direct and indirect state investment and tax incentives. We have also seen instances of governments weaponising their control over critical mineral supply chains, although to date these policies have been relatively restrained.

## Outlook

In the upcoming year, our producing royalty portfolio is expected to benefit from strong volume growth, at the front end of an expected five-year period of strong organic growth. Ecora's longer dated development stage royalties provide further growth potential into the next decade and beyond.

Cash flows generated by Ecora's producing royalty portfolio are expected to drive material debt reduction over the next 12-24 months.

The Mimbula copper stream, acquired in Q1 2025, further enhances Ecora's short and medium-term growth profile, with a brownfield Phase II expansion to increase production from 14 Ktpa in 2024 to 56 Ktpa underway.

Ecora's reshaped critical minerals royalty portfolio, with copper exposure at its core, is approaching an inflection point and we look to the future with confidence.

## Marc Bishop Lafleche

Chief Executive Officer

26 March 2025



Our strategy is to unlock shareholder value by continuing to grow and diversify our portfolio."

**Marc Bishop Lafleche**

Chief Executive Officer

# Copper, essential to modern life

Copper is essential to the modern economy, powering infrastructure, transportation and technology. Its conductivity makes it crucial for electrical grids, EVs and renewable energy. Used in construction, manufacturing and telecommunications, copper drives industrial growth. As demand rises for green energy and electrification, copper’s role in economic development keeps expanding.

**Copper demand is set to continue outperforming with traditional demand drivers of:**

- Population growth
- Urbanisation
- Industrialisation
- Rising living standards
- Capital stock turnover

**Being complemented by new forms of demand:**

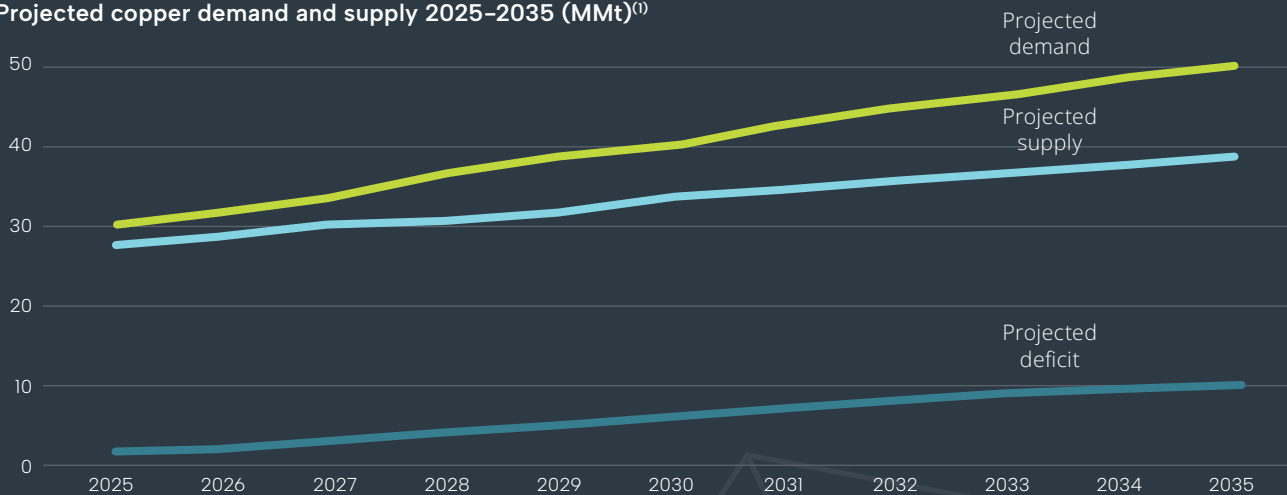
- Electrifying transport
- Low carbon energy sources
- Digital and AI infrastructure
- Decarbonising industry
- Electrifying buildings

**New supply has been constrained by:**

- Increased development costs
- Declining resource grades
- Lack of discoveries
- Regulatory uncertainty
- Geopolitical risk

Thus there is a significant demand/supply deficit

Projected copper demand and supply 2025–2035 (MMt)<sup>(1)</sup>



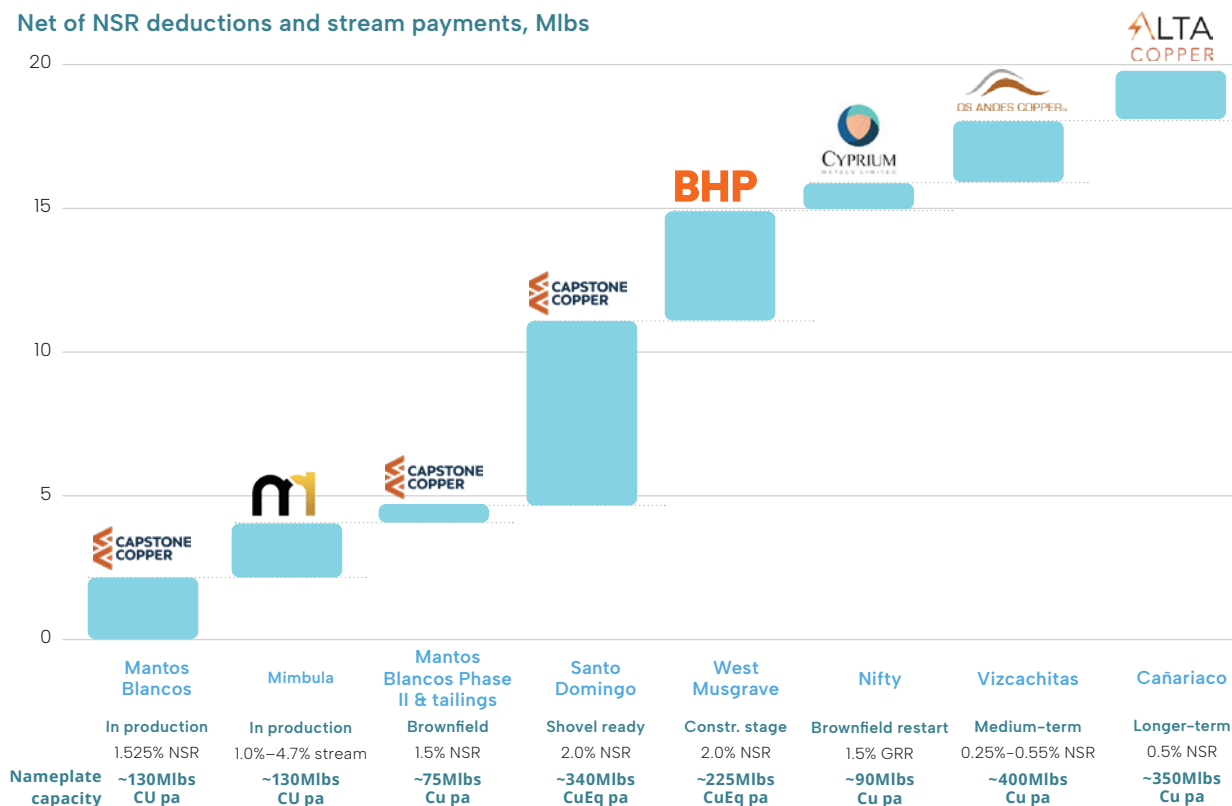
(1) These figures are illustrative, based on data from S&P Global's report 'The Future of Copper: Will the looming supply gap short-circuit the energy transition?'

**To bring new copper supply online and rebalance the market, the long-term copper price is expected to increase above the current long term broker consensus price of US\$4.28/lb.**

## Ecora has the royalty sector-leading copper growth pipeline:

### Illustrative annual copper production attributable to Ecora<sup>(1)</sup>

Net of NSR deductions and stream payments, Mlbs



(1) Production metrics shown fully ramped up at design capacity as per operator guidance.

## Mimbula copper stream acquisition

In February 2025 we acquired a copper stream over the producing Mimbula mine in Zambia.

Mimbula is a high quality ore body with low operating costs and a high quality management team. The stream will be immediately income generating and accretive to earnings and free cash flow.

The stream has been structured so that Ecora is entitled to 4.7% of the first 15ktpa of copper production, reducing to 2.5% between 15ktpa and 30ktpa and 1% for all volumes above 30ktpa. This structure has the benefit to Ecora of front-loading cash flows and providing material income growth.

The Mimbula mine produced ~14kt of copper in 2024 and is undergoing a brownfield expansion that is expected to increase production to a steady state capacity of ~56ktpa.

The life of mine is 11 years with potential to be extended.



**\$50m**

acquisition cost

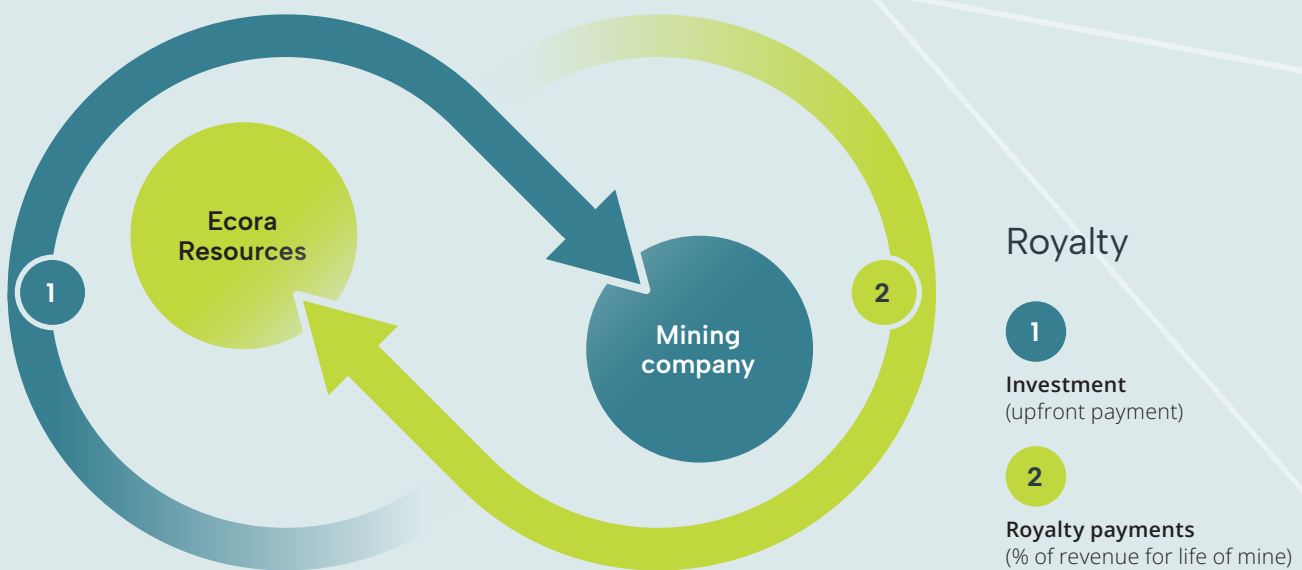
**56ktpa**

steady state copper production



# Applying a proven business model

Our business model is proven and offers low risk exposure to an increasingly important basket of commodities.



## Investing in royalties

### What is a royalty?

A form of financing. In its simplest form the royalty company provides the mine operator with an upfront payment and in return receives a percentage of revenue generated from production at the mine. A stream is similar but instead of percentage of revenue, the royalty company has the right to buy a percentage of production at an agreed, discounted price.

### Primary and secondary

Primary royalties are a direct investment in the mine and require the royalty company to negotiate the royalty agreement with the mine operator. A secondary royalty is an existing royalty that the royalty company acquires from the holder of the royalty rights.

## Benefits of royalty investments

### To the mine operator:

- 1. Non-dilutive**  
Compared to equity, it doesn't dilute existing shareholders
- 2. Asset specific**  
A royalty sits on one asset, not on the balance sheet
- 3. No fixed payments**  
Compared to debt, royalties have longer terms and no fixed payments
- 4. Keep full autonomy**  
The miner retains full control over the end product

### To the royalty company:

- 1. Inflation protection**  
Royalty payments are calculated based on revenue so avoid exposure to capital and operating cost inflation
- 2. Reduced risk**  
Portfolio diversification, across commodities, mines and jurisdictions, lowers earnings volatility
- 3. Exposure to upside**  
Royalty company benefits from production upside (life of mine extensions/exploration activities) and commodity price out-performance

## Inputs

### Internal

#### Capital

The Group utilises capital from a variety of sources, mainly cash flow from existing royalties, debt and equity, to invest in royalties and streams.

#### Expertise

The team has vast experience in structuring royalty agreements, understanding the commodity markets and completing technical due diligence, all of which inform our capital deployment decisions.

### External

#### Mine performance

The ability of the operator to safely execute the mine plan, meeting or beating expectations with regards to annual production volumes, is a key input to the success of the business model.

#### Commodity price

Commodity prices will be driven by macroeconomic factors and can have a material impact on the outcome of the investment decisions taken.

## Value creation

### Counterparties

Through funding the production of commodities essential to the energy transition we are playing a small role in enabling the world to lower its carbon footprint.

### Shareholders

Return capital to shareholders through a dividend of between 25% and 35% of free cash flow. Share buy-backs will be considered when the Group's stock price is trading at a significant discount to NAV.

### Employees

Provide a positive working environment with opportunities for professional development and an incentive scheme that ensures employees share in the success of the Company.

### Society

Through funding the production of commodities essential to the energy transition we are playing a small role in enabling the world to lower its carbon footprint.

# Our approach to investment

Our strategy is focused around four key pillars:

## Key to principal risks

- 1 Catastrophic and natural catastrophic risk
- 2 Investment approval
- 3 Future demand
- 4 Commodity prices
- 5 Operator dependence and concentration risk
- 6 Geopolitical events
- 7 Financing capability
- 8 Stakeholder support



## Commodity selection

Our focus is on providing investors exposure to commodities that will support a sustainable future.

### What it means?

- We focus on commodities that are required to complete the energy transition.
- Our current commodity exposure includes copper, nickel, cobalt, steelmaking coal, vanadium and uranium.

### 2024 performance

- We further diversified our commodity basket through the acquisition of a royalty over the Phalaborwa Rare Earths Project.
- We further divested our shareholding in the Labrador Iron Ore Royalty Company generating proceeds of C\$11m (\$8.1m).

### Future focus

Nickel, copper and cobalt markets offer attractive long-term entry points.

Our current focus is on adding income-producing royalties or streams with base metals being our preferred commodities.

We would consider smaller investments into commodities we would like to add to the portfolio such as lithium, high purity manganese, zinc, tin and graphite.

[Link to principal risks](#)



## Investment framework

We use a rigorous screening and due diligence process to inform our investment decisions.

### What it means?

We focus the majority of our investment in projects that:

- are relatively low cost;
- are in established mining jurisdictions;
- have strong management teams;
- achieve clear IRR targets;
- focus on commodities within our basket; and
- meet our sustainability investment criteria.

### 2024 performance

The Phalaborwa rare earths royalty was added to the portfolio, which is:

- focused on rare earths;
- expected to be in the lower quartile in the industry cost curve;
- in a project with no primary mining reducing operational risk;
- anticipated to hit mid-teens IRRs based on conservative long-term consensus pricing; and
- projected to have strong sustainability credentials.

### Future focus

Focus will remain on investing in projects that meet our investment framework.

[Link to principal risks](#)



## An evolving approach to investment

### 2013

#### Focus

Portfolio based around two income-generating royalties, which were Kestrel and EVBC.

#### Achievements

Royalty income totalled £14.7m and 64% of NAV was derived from coal (Kestrel). Company started to look for increased exposure to future-facing commodities. Net assets totalled £216m.

### 2013–2018

#### Focus

Added a number of income-producing royalties including Maracás Menchen (vanadium) and McClean Lake mill (uranium).

#### Achievements

Portfolio contribution was £46.1m, 61% of NAV was attributable to coal. Net assets totalled US\$218.9m.

### 2019–2024

#### Focus

Added income-producing Mantos Blancos royalty (copper) and Voisey's Bay stream (cobalt). Increased exposure to growth assets through a primary royalty at Piauí (nickel) and acquiring secondary royalties over West Musgrave (nickel-copper) and Santo Domingo (copper).

#### Achievements

Portfolio contribution of US\$63.2m and net assets of \$434.6m. 85% of NAV is future-facing commodities.

### 2025–2030

#### Focus

The critical minerals part of the portfolio is expected to grow from c. US\$20m in 2024 to over US\$100m by 2030. NAV will be c. 90% critical minerals.

#### Achievements

Added the Mimbula copper stream in February 2025, making base metals ~80% of NAV, with copper at the core.



### Portfolio diversification

We seek diversity of commodities, jurisdiction and asset maturity to balance portfolio risk.

#### What it means?

As we grow the portfolio we will seek to:

- reduce asset concentration;
- increase the commodity exposure;
- strike a balance between income generating and growth acquisitions; and
- deploy majority of capital into lower risk opportunities.

#### 2024 performance

- Entered the year with 53% of value in income producing assets.
- Added a royalty over a development stage rare earths project in Phalaborwa.
- Ended the year with 50% of the value in income-producing assets, 45% in assets in development and 5% in early stage assets.

#### Future focus

We will seek to continue to diversify the portfolio in terms of commodity, asset maturity and jurisdiction.

[Link to principal risks](#)



### Capital allocation

Our capital allocation framework focuses on growth, maintaining a strong balance sheet and distributions to shareholders.

#### What it means?

- Acquire high quality royalties to further diversify and grow the portfolio.
- Focus on post-transaction deleveraging.
- Distribute semi-annual cash dividends based on payout ratio of 25%-35% of free cash flow.
- Consider share buybacks in context of market price and estimated NAV.

#### 2024 performance

- Updated capital allocation framework to prioritise growth and balance sheet strength.
- Deployed US\$8.5m into royalty acquisitions.
- Made final payment of US\$9.2m to South32 related to the acquisition of a royalty portfolio in 2022.
- Completed a US\$10m share buyback.

#### Future focus

Management's focus is on adding producing, or near-term producing, royalties to the portfolio that will increase short-term revenue. Absent any acquisitions, the Group will look to de-leverage at the same time as maintaining a dividend in line with the capital allocation framework that was updated in 2024.

[Link to principal risks](#)

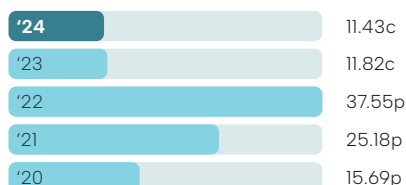


# Measuring our performance

Our KPIs provide a transparent means of assessing the effectiveness of strategic execution.

## Adjusted earnings per share

**11.43c (-3%)**



### Definition

Profit/loss attributable to equity holders, plus royalties received from royalty financial instruments carried at fair value through profit or loss, less all valuation movements and impairments, together with amortisation charges, unrealised foreign exchange gains and losses, and any associated deferred tax, and any profit or loss on non-core asset disposals.

### Why is it important?

It means that the Group is focused on delivering accretive growth for shareholders.

### How we performed

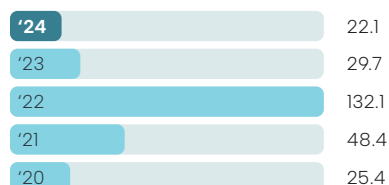
Adjusted earnings per share was broadly flat year on year as the slight reduction in portfolio contribution was offset by a reduction in the number of shares in issue post the share buyback programme.

#### Link to strategy



## Free cash flow (\$m)

**22.1m (-26%)**



### Definition

Free cash flow is the net cash generated from operating activities, plus principal repayments received under commodity-related financing agreements, proceeds from the disposal of mining and exploration interests, finance income, less finance costs and lease payments.

### Why is it important?

Under the Group's capital allocation policy, dividend distributions are calculated as a percentage of free cash flow. A cash flow metric is used as the structure and classification of a number of the Group's royalty and streaming arrangements result in a significant amount of cash flow not being included in the income statement.

### How we performed

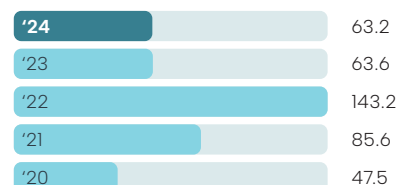
Free cash flow reduced year on year mainly as a function of higher finance costs associated with an increased debt position following the final payment to South32 relating to the royalty acquisition in 2022, as well as final tax payments relating to the prior year.

#### Link to strategy



## Portfolio contribution (\$m)

**\$63.2m (-1%)**



### Definition

Royalty and metal stream related revenue plus royalties received or receivable from royalty financial instruments carried at FVTPL and principal repayments received under the Denison financing agreement, less metal stream cost of sales.

### Why is it important?

It is the source of income generation for Ecora which funds future investments, debt repayment and capital returns to shareholders.

### How we performed

Portfolio contribution was broadly flat on a headline basis. When adjusting for one off payments of \$5.4m from Four Mile, received in 2023 but related to prior years, portfolio contribution was up 9% in 2024 following an increase in production volumes from Kestrel and Voisey's Bay.

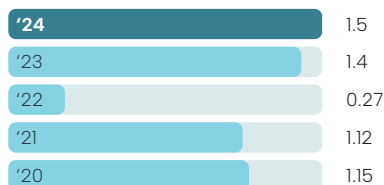
#### Link to strategy





**Leverage ratio (x)**

**1.5x +7%**



**Definition**

The ratio of net debt to adjusted EBITDA, being portfolio contribution less operating expenses excluding share based payments.

**Why is it important?**

It is a proxy of the ability of the Group's portfolio to service the level of debt drawn is a core financial covenant of the Group's revolving credit facility.

**How we performed**

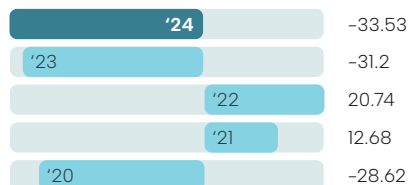
Leverage ratio remained stable during 2024 as the Group's expenditure was funded from organic cash generation.

**Link to strategy**



**Total shareholder returns (%)**

**-33.53% (-7%)**



**Definition**

It combines share price appreciation and dividends paid to show the total return to the shareholder expressed as an annualised percentage.

**Why is it important?**

Total shareholder return is a measure of the performance of Ecora's shares over time.

**How we performed**

Updates to the capital allocation framework resulted in lower dividend per share and the share price was impacted by income funds rotating out of the stock and continued outflows from UK equity funds.

**Link to strategy**



**Key to strategy**

-  Commodity selection
-  Investment framework
-  Portfolio diversification
-  Capital allocation

# Embarking on five years of growth

The completion of the Voisey’s Bay Underground Mine Expansion Project in December 2024 is an inflection point for the Group.

Cobalt volumes received from Voisey’s Bay increased by 300% during the year, from 24 tonnes in Q1 to 98 tonnes in Q4. This trend is expected to continue with growth (at the mid-point of 2025 guidance of 335-390 tonnes) of c. 75% relative to 2024 (210 tonnes). Further growth is expected until H2 2026 as the mine moves towards steady state production, which should result in the Group receiving an average of 560 tonnes of cobalt per annum.

In Q3, Capstone Copper resolved the issues with the mill at Mantos Blancos that were causing a bottleneck and the mine has subsequently operated at higher production rates, which led to a record portfolio contribution in Q4. Looking forward to 2025, at the mid-point of guidance, production from Mantos Blancos is expected to increase c. 20% vs 2024 (45kt).

The underlying growth in these two assets is the start of a five-year period where the critical minerals part of our portfolio should see income grow from c. \$20m to c. \$100m. This is not including other opportunities at Mantos Blancos that could see further volume growth of over 50% during this timeframe.

Looking at our portfolio of development royalties, it was disappointing to see BHP temporarily suspend operations at the West Musgrave nickel-copper project. The decision was driven by pressure on the nickel price caused by increased supply from Indonesia. BHP has acknowledged that West Musgrave remains a high quality project and has stated it will review the decision by February 2027.

Capstone Copper’s Santo Domingo project is progressing well with an updated Feasibility Study published during the year that confirmed the robust project economics. Capstone will spend \$50m on the project in 2025 whilst it continues to progress its financing strategy with a Final Investment Decision not expected before 2026.



Base metals now represent an estimated 85% of NAV with copper at the core.”

**Marc Bishop Lafleche**  
Chief Executive Officer

**560t/year**

of attributable cobalt once Voisey’s Bay is at a steady state

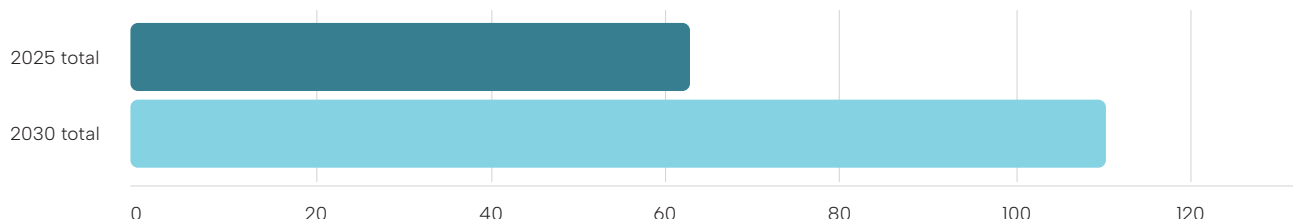
**50%**

potential increase to Mantos Blancos volumes

**US\$100m**

of expected annual portfolio contribution by 2030

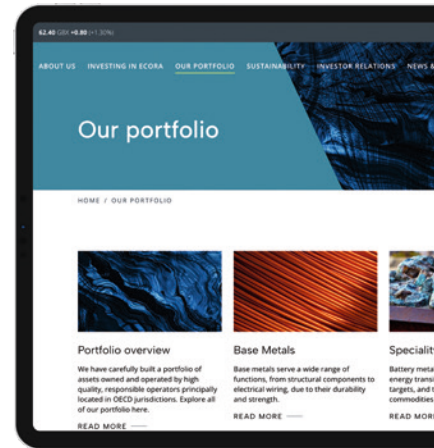
Estimated 75% revenue growth over five years (\$m)<sup>(1)</sup>



(1) Numbers based on consensus sell side analyst research estimates as at 10 March 2025.

# Exposure to world-class operators

Royalties cover mining operations run by some of the largest mining companies in the world.



Visit [www.ecora-resources.com/our-portfolio](http://www.ecora-resources.com/our-portfolio)

## Our portfolio

Asset	Commodity	Location	Development stage	Operator/developer	Royalty basis	Mine life	See more
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### Base metals

<b>Voisey's Bay</b>	Cobalt	Canada	● Producing	Vale	22.82% stream	15 years	p33
<b>Mantos Blancos</b>	Copper	Chile	● Producing	Capstone Copper	1.525% NSR	14 years	p26
<b>Mimbula</b>	Copper	Zambia	● Producing	Moxico Resources	1.0% to 4.7% <sup>(1)</sup>	11 years	p27
<b>Carlota</b>	Copper	US	● Producing	KGHM	5.0% NSR	4 years	p30
<b>Santo Domingo</b>	Copper and iron ore	Chile	● Development	Capstone Copper	2.0% NSR	19 years	p28
<b>West Musgrave</b>	Nickel and copper	Australia	● Development	BHP	2.0% NSR	24 years	p31
<b>Vizcachitas</b>	Copper	Chile	● Development	Los Andes Copper	0.25% NSR	26 years	p29
<b>Piauí</b>	Nickel and cobalt	Brazil	● Development	Brazilian Nickel	1.60% GRR	18 years	p32
<b>Nifty</b>	Copper	Australia	● Development	Cyprium Metals	1.5% GRR	20 years	p30
<b>Cañariaco</b>	Copper and gold	Peru	● Early stage	Alta Copper	0.5% NSR	28 years	p30

### Specialty metals and uranium

<b>Maracás Menchen</b>	Vanadium	Brazil	● Producing	Largo	2.0% NSR	30 years	p34
<b>McClellan Lake Mill</b>	Uranium	Canada	● Producing	Orano	22.5% of toll milling revenue	12 years	p35
<b>Four Mile</b>	Uranium	Australia	● Producing	Quasar Resources	1.0% NSR	5 years	p36
<b>Phalaborwa</b>	Rare earths	South Africa	● Development	Rainbow Rare Earths	0.85% GRR	16 years	p37
<b>Salamanca</b>	Uranium	Spain	● Development	Berkeley Energia	1.0% NSR	14 years	p36
<b>SW2</b>	Uranium	Canada	● Early stage	NexGen	2.0% NSR	N/A	p36

### Bulks and other

<b>Kestrel</b>	Steelmaking coal	Australia	● Producing	EMR Capital and Adaro	7.0–40.0% GRR	4 years <sup>(2)</sup>	p38
<b>EVBC</b>	Gold	Spain	● Producing	Orvana Minerals	2.5–3.0% NSR	4 years	p40
<b>IOC</b>	Iron ore	Canada	● Producing	Rio Tinto	7.0% GRR (indirect)	N/A	p39
<b>Incoa</b>	Calcium carbonate	Dominican Republic/US	● Development	Incoa	~1.23% GRR	N/A	N/A
<b>Amapá</b>	Iron ore	Brazil	● Development	Cadence Minerals plc	1% GRR	15 years	p39
<b>Dugbe 1</b>	Gold	Liberia	● Early stage	Pasofino Gold	2–2.5% NSR	14 years	p40
<b>Ring of Fire</b>	Chromite	Canada	● Early stage	Wyloo Metals	1.0% NSR	N/A	p39
<b>Pilbara</b>	Iron ore	Australia	● Early stage	BHP	1.5% GRR	N/A	p39

(1) Rate varies depending on cumulative annual production volumes.

(2) Although the mine has a life beyond 2029, mining beyond this date is expected to be outside the Group's private royalty area.

## Base metals: Copper

### Mantos Blancos

Primary commodity:



Copper



**Development stage**  
Producing

<b>Operator/ developer</b>	<b>Location</b>
Capstone Copper	Chile
	<b>Mine life</b>
	14 years

**Royalty basis**  
1.525% NSR

**Balance sheet classification**  
Royalty intangible

**\$5.8m**

Mantos Blancos generated \$5.8m of revenue in 2024

**50%**

Potential production increase from tailings reprocessing opportunity



In 2023 Mantos Blancos was awarded the Copper Mark. The Copper Mark Assurance Framework promotes the responsible production of copper

**Mantos Blancos is an open-pit copper mine located in the Antofagasta region of Chile and operated by Capstone Copper.**

#### What we own

The Group acquired a 1.525% net smelter return royalty over the Mantos Blancos copper mine in Chile for \$50.3m in 2019. The Mantos Blancos mine is an open-pit operation located in Chile, producing copper with silver by-products. The NSR entitlement applies exclusively to copper production at the mine.

The operation is owned by Capstone Copper, following the merger between Mantos Copper and Capstone Mining Corp in 2022.

#### Why we own it

Mantos Blancos is a long-life copper mine with upside potential in a recognised mining jurisdiction. Capstone Copper is a highly regarded operator with a wealth of in-country experience. Copper supply-demand fundamentals are widely expected to be attractive (see page 16) and it is management's belief that this will create upwards pressure on copper prices.

#### Performance

- Portfolio contribution of \$5.8m (2023: \$6.1m).
- Successful completion of concentrator de-bottlenecking project in Q3 achieved concentrator throughput rates > 20ktpd.
- Increased volumes post completion of de-bottlenecking project resulted in record quarterly portfolio contribution in Q4 of \$1.7m.

#### Outlook

- FY 25 production guidance from Capstone of 49-59kt (2024: 45kt), weighted towards H2 given maintenance planned in Q1.
- Capstone is evaluating a tailings reprocessing opportunity that could increase copper production by c. 25ktpa for 15 years with no additional mining or crushing costs.
- Capstone targeting completion of a Phase II Expansion Feasibility Study by end 2025.

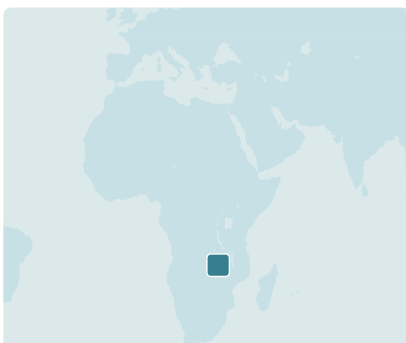


## Mimbula

Primary commodity:



Copper



**Development stage**  
Producing

<b>Operator/ developer</b>	<b>Location</b>
Moxico Resources	Zambia
	<b>Mine life</b>
	11 years

**Stream basis**  
1.0% to 4.7% (depending on production volumes)

**Balance sheet classification**  
Mineral streams

### 56ktpa

Expected annual copper production when brownfield expansion is completed (c. mid-2026)

### 2035

Projected mine life to 2035 with scope for life of mine extension

**Mimbula is a producing copper mine located in the Zambian Copperbelt Province, owned by Moxico Resources.**

#### What we own

Ecora owns a stream over copper production from the Mimbula mine. The stream entitlement varies depending on cumulative annual production levels. Ecora receives 4.7% of the first 15kt of annual copper production, 2.5% of copper production between 15ktpa and 30ktpa, and 1% of all copper produced over 30ktpa. Once Ecora has received 9.15 kt of copper, then the stream entitlement reduces to 1% for the life of mine. Ecora will make ongoing payments to Moxico equal to 30% of the LME quarterly average copper price.

#### Why we own it

The Mimbula mine is one of the lowest cost producing copper mines globally. It is located in a recognised copper jurisdiction and is operated by a well-regarded management team. The mine is in production with a brownfield expansion underway that will see production grow fourfold. The expansion is expected to be complete by mid-2026, at which point the mine should be producing 56ktpa of copper. The mine has an 11 year life of mine with potential for it to be extended. The stream provides Ecora with short and medium-term income growth and increases exposure to copper.

#### Performance

- Mine produced 14ktpa of copper in 2024 and commenced a brownfield expansion.

#### Outlook

- During 2025, copper production from Mimbula is expected to be between 15kt – 20kt.
- Brownfield expansion is underway that will drive production up to 56ktpa from mid-2026.





## Base metals: Copper continued

### Santo Domingo

Primary commodity:



Copper

Secondary commodity:



Iron ore



**Development stage**  
Development

<b>Operator/ developer</b> Capstone Copper	<b>Location</b> Chile
	<b>Mine life</b> 19 years

**Royalty basis**  
2.0% NSR

**Balance sheet classification**  
Royalty intangible

**118 tonnes**  
Average annual production expected to be ~118t of copper, 4.2kt of 65% pellet feed iron ore concentrate

**19-year**  
Mine life with extension potential

**Water**

Santo Domingo will use desalinated water, minimising water stress in an arid environment



**Santo Domingo is a high grade, fully permitted copper-iron ore project in Chile, owned and operated by Capstone Copper.**

#### What we own

The Group owns a 2.0% NSR royalty over the Santo Domingo project. The Company's royalty area covers the highest copper grade portion of the mine plan which is expected to be mined during the initial six to seven years of production.

Average annual production is expected to be approximately 118Kt of copper and 4.2Kt of 65% pellet feed iron ore concentrate. Total reserves are estimated to be 392Mt at 0.30% copper grade (as per the Capstone Copper Santo Domingo Project Technical Report) with an expected mine life of 19 years.

Capstone Copper has also identified a meaningful cobalt opportunity that has the potential to turn Santo Domingo into one of the world's largest and lowest cost cobalt producers. Cobalt production over the life of mine is forecast to total 10.4Mlbs per annum, the credits of which reduce the total mine's C1 cash costs per pound of payable copper to \$1.56 on a by-product basis.

#### Why we own it

Copper and cobalt are commodities that will be central to the energy transition. Capstone Copper has extensive experience constructing copper mines in Chile and there will be considerable cost efficiencies to be had by integrating with the nearby Capstone-operated Mantoverde mine. The project has strong sustainability credentials, for example using desalinated water from the Mantoverde desalination plant.

#### Performance

- Published an Updated Feasibility Study that confirmed Santo Domingo as one of the leading, fully permitted, greenfield copper projects in the Americas.

#### Outlook

- Capstone plans to identify financing partners in 2025.
- Further optimisation and exploration work set to continue.
- Potential project sanctioning decision from Q1 2026.



## Vizcachitas

Primary commodity:



Copper



**Development stage**  
Development

**Operator/ developer**  
Los Andes Copper

**Location**  
Chile

**Mine life**  
26 years

**Royalty basis**  
0.25% NSR

**Balance sheet classification**  
Royalty intangible

**26 years**  
A 26-year mine life and further extension potential

**Clean**

Expected to produce copper with low levels of deleterious materials

**Vizcachitas is a large-scale copper development project located in Chile, owned by Los Andes Copper.**

### What we own

The Group owns a 0.25% NSR royalty over any open-pit operations, stepping up in the event production is delayed beyond 30 June 2030.

### Why we own it

The Vizcachitas project is amongst the largest undeveloped copper deposits with a long life and in a well-established mining jurisdiction.

### Performance

- UAV magnetic survey carried out over Vizcachitas project and other identified areas of prospectivity.
- Continued community outreach and engagement.

### Outlook

- Completion of Feasibility Study Baseline Studies targeted for 2025. Environmental permitting and construction funding to be pursued prior to 2028.
- Construction commencement targeted for 2028 with a potential commencement of commercial operations in 2030.



## Base metals: Copper continued

### Nifty

Primary commodity:



Copper

**Nifty is a restart copper project in Western Australia, owned and operated by Cyprium Metals Limited.**

Ecora owns a 1.5% realised value royalty over the Nifty copper project in the north-eastern Pilbara region of Western Australia, owned and operated by Cyprium Metals Limited.

#### Performance

- Cyprium published a Pre-Feasibility Study for the Nifty Copper Mine Complex
- Initial cathode project will produce an annual average of 6Kt of copper over four years; forecast that the copper concentrate project will produce an annual average of 38.7kt of copper over an estimated 20-year reserve based mine life.

#### Outlook

- Cyprium is seeking to progress the initial cathode project to production.
- Progress Bankable Feasibility Study for sulphide mine and concentrator restart.

Nifty is classified on the balance sheet as a royalty intangible.

### Carlota

Primary commodity:



Copper

**As part of the royalty portfolio acquisition from South32, the Group acquired a 5.0% NSR royalty over the Carlota copper project in the US, owned and operated by KGHM Polska Miedz.**

Royalty revenues from Carlota totalled \$0.6m in 2024. With the open-pit mining having ceased in 2014, Ecora anticipates copper cathode production to continue to decline as heap leach becomes exhausted, and copper production ceases in around four years' time.

#### Performance

- Delivered portfolio contribution of \$0.6m in 2024 (2023: \$0.6m).

#### Outlook

- The Carlota operation is at the latter stages of life and operator will continue to try to maximise production before the end of mine life.

Carlota is classified on the balance sheet as a royalty intangible.

### Cañariaco

Primary commodity:



Copper

**Cañariaco is a large-scale copper project in northern Peru which includes the Cañariaco Norte deposit, the Cañariaco Sur deposit and the Quebrada Verde prospect.**

The Group has a 0.5% NSR royalty over the project which is majority owned by TSX-listed, Alta Copper Corp.

A Preliminary Economic Assessment (PEA) was completed on Cañariaco Norte which estimated a post-tax NPV of over \$1bn (at a copper price of \$3.50/lb) and a 2022 mineral resource totalling 9.3Blbs of contained copper in the Measured and Indicated category, plus 1.4Blbs of contained copper in the Inferred category. A resource estimate was also completed for Cañariaco Sur that estimated 2.2Blbs of contained copper in the Inferred category.

#### Performance

- Preliminary Economic Assessment published showing robust project economics.
- Received drilling permits from Ministry of Energy and Mines of Peru for a drill program to further define mineral resource.

#### Outlook

- Drilling program expected to commence in 2025.
- Planned Feasibility Study targeted for publication in 2027.

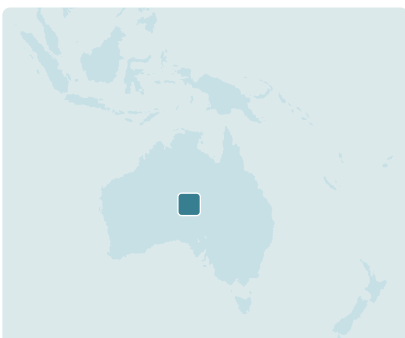
Cañariaco is classified on the balance sheet as a royalty intangible.

# Base metals: Nickel

## West Musgrave

Primary commodity:  **Nickel**

Secondary commodity:  **Copper**



 **Development stage**  
Development

<b>Operator/ developer</b> BHP	<b>Location</b> Australia
	<b>Mine life</b> 24 years

**Royalty basis**  
2.0% NSR

**Balance sheet classification**  
Royalty intangible

**24-year**  
Mine life and further extension potential

**2027**  
Construction was suspended in 2024 due to low nickel prices; the status will be reviewed by February 2027

 **80%**

The project will be 80% powered by renewable sources of energy, with plans to take it to 100%, which would make it one of the largest fully off-grid renewable powered mines in the world

**West Musgrave is a large-scale, BHP-owned, nickel and copper development project located in Western Australia, approximately 1,300km north-east of Perth.**

### What we own

The Group owns a 2.0% NSR royalty over the West Musgrave project in Australia.

Average annual production from West Musgrave is expected to be approximately 35Kt of nickel and 41Kt of copper over the first five years of production and 27Kt of nickel and 33Kt of copper thereafter. Total reserves are estimated at 270Mt at 0.31% nickel and 0.34% copper grades with an expected mine life of over 24 years (as per the OZ Minerals 2022 Mineral Resource and Ore Reserve Statement for West Musgrave).

### Why we own it

West Musgrave is a low cost, sustainable way of accessing two commodities, copper and nickel, that will play a vital role in the energy transition. Renewable sources of energy are expected to provide 80% of the power, with plans to increase it to 100%, which would make it one of the largest fully off-grid renewable powered mines in the world.

### Performance

- During 2024 BHP took the decision to temporarily suspend operations at its Western Australia nickel unit.
- West Musgrave forms part of the wider Western Australia nickel unit and construction, which is >21% complete, was suspended.

### Outlook

- The decision to temporarily suspend operations at the Western Australia nickel division will be reviewed by BHP by February 2027.



## Base metals: Nickel continued

### Piauí

Primary commodity:



Nickel

Secondary commodity:



Cobalt



#### Development stage

Development

#### Operator/ developer

Brazilian Nickel

#### Location

Brazil

#### Mine life

18 years

#### Royalty basis

1.60% GRR

#### Balance sheet classification

Royalty financial instrument

## 4.25%

Size of our royalty should we invest a further \$62.5m towards the construction of the full-scale facility



EVs

High purity and low carbon nickel and cobalt hydroxide products will be produced from Piauí for lithium ion batteries, electric vehicles, sustainable energy and the aerospace industry

The project is an open-pit nickel-cobalt mining operation located in the state of Piauí, in north-eastern Brazil.

#### What we own

The Group has a royalty over the Piauí nickel project in Brazil owned by Brazilian Nickel Ltd. Ecora Resources contributed an initial investment of \$2.0m for a 1.25% GRR on the project in 2017 and increased this to 1.60% in 2023 through investing a further \$7.5m. Ecora has, at its election, the right to increase this investment by a further \$62.5m for a total gross royalty of 4.25% upon the satisfaction of certain milestones.

#### Why we own it

Piauí is a low cost project located in an established mining jurisdiction. High purity nickel and cobalt hydroxide products to be produced from Piauí are expected to be used for lithium ion batteries, one of the key end markets for which is electric vehicles.

#### Performance

- Detailed engineering studies were completed and incorporated the learnings from the small-scale plant to optimise the flow sheet ahead of financing discussions for the construction of the project.
- In December, Brazilian Nickel received a letter of interest from the US International Development Finance Corporation (DFC) regarding a loan facility of up to \$550m.

#### Outlook

- Focus on converting the letter of interest from the DFC into a committed financing facility.
- Advance discussions with potential financing partners ahead of a project Final Investment Decision, expected in 2026.

#### Valuation

The Piauí royalty is classified as a royalty financial instrument on the balance sheet. It is carried at fair value by reference to the discounted expected future cash flows over the life of the mine. The option to invest further amounts is also classified as a royalty financial instrument on the balance sheet and carried at fair value. All valuation movements relating to the royalty and the option are recognised directly in the income statement.



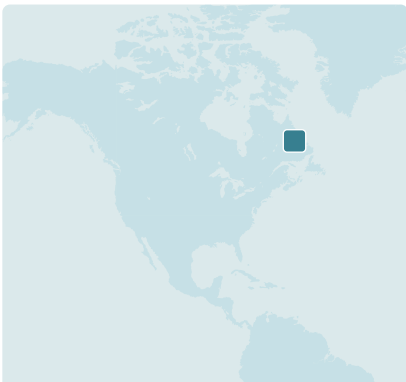
# Base metals: Cobalt

## Voisey's Bay

Primary commodity:



Cobalt



**Development stage**  
Producing

**Operator/ developer**  
Vale

**Location**  
Canada

**Mine life**  
15 years

**Royalty basis**  
22.82% stream

**Balance sheet classification**  
Metal stream

### 560 tonnes

Ecora's expected volume of attributable cobalt when the mine reaches steady state production (H2 2026)

### 2039

Projected mine life with potential for further mine life extension



100%

Target for 100% energy from renewable sources by 2030



CO<sub>2</sub>

Voisey's Bay is one of the lowest CO<sub>2</sub> emitters per unit of nickel produced



**Voisey's Bay is located in the Province of Labrador and Newfoundland, Canada, and operated by Vale Canada, a subsidiary of Vale S.A., one of the world's largest mining companies.**

### What we own

Ecora acquired a 70% net interest in a cobalt stream over the Voisey's Bay mine in Canada owned and operated by Vale. The Company is entitled to receive 22.82% of all cobalt production from Voisey's Bay up until 7.6kt of finished cobalt have been delivered, and 11.41% entitlement thereafter. Ecora will make ongoing payments equal to 18% of an industry cobalt reference price for each pound of cobalt delivered under the cobalt stream, until it has recovered the \$300m original upfront amount paid for the stream (through accumulating credit from 82% of the cobalt reference price) through cobalt deliveries; thereafter, the ongoing payments will increase to 22% of the cobalt reference price.

### Why we own it

Cobalt is a key commodity in the production of lithium ion batteries. Voisey's Bay is one of the largest sources of cobalt outside of the Democratic Republic of Congo. It is an established world-class, low cost operation and one of the lowest CO<sub>2</sub> emitters per unit of nickel produced.

### Performance

- The Voisey's Bay Mine Expansion Project was completed in December 2024.
- The Group received a total of 210 tonnes of cobalt during 2024 (2023: 154 tonnes) which generated \$5.0m of net portfolio contribution (2023: \$4.3m).
- The volume of cobalt delivered increased throughout the year as the mine ramped up, with 98 tonnes delivered in Q4 vs 24 tonnes in Q1.
- Average realised sales price of cobalt was \$13.34/lb, a 9% premium to the annual average Fastmarkets standard grade price.

### Outlook

- The mine will continue to ramp up throughout 2025 and is expected to reach steady state production levels in H2 2026.
- In 2025, the Group expects to receive between 335 tonnes and 390 tonnes of attributable cobalt.
- At steady state the Group expects to receive an average of around 560 tonnes of attributable cobalt per annum.

### Valuation

The Voisey's Bay cobalt stream is classified as a metal stream asset on the balance sheet. As such, this asset is carried at cost, less depletion and impairments. Metal stream assets are depleted once commercial production commences on a unit-of-production basis over the total expected deliveries to be received. With cobalt prices at year-end approaching 50 year lows (in real terms) the Group impaired the value of the Voisey's Bay stream by US\$15.1m and the associated deferred tax asset by US\$9.8m.

## Specialty metals and uranium: Vanadium

### Maracás Menchen

Primary commodity:  **Vanadium**



 **Development stage**  
Producing

<b>Operator/ developer</b>	<b>Location</b>
Largo	Brazil
	<b>Mine life</b>
	30 years

**Royalty basis**  
2% NSR

**Balance sheet classification**  
Royalty intangible

**\$2.2m**  
Totalled royalties from the Maracás Menchen mine in 2024

**8.9kt**  
Sales during 2024

 **95%**

95% of the water used in ore processing is recycled; the rest is lost in evaporation

 **CO<sub>2</sub>**

Vanadium redox flow batteries (VRFBs) are an innovative solution to store renewable energy for a low carbon future

**A vanadium mine operated by Largo Inc. (Largo) and located in the eastern Bahia State of Brazil, 250km south-west of Salvador, the capital of Bahia, and 800km north-east of Brasília, the capital of Brazil.**

#### What we own

The Group has a 2% NSR royalty on all mineral products sold from the area of the Maracás Menchen mine to which the royalty interest relates. The project covers an area in excess of the current mining permits which offers potential for exploration upside. Maracás Menchen is 99.97% owned and operated by TSX-listed Largo.

#### Why we own it

Maracás Menchen is one of the lowest cost and highest grade vanadium mines in the world. The majority of the vanadium goes into steel. Largo has a vertically integrated business model where some vanadium is used to produce long-duration grid scale vanadium redox flow batteries (VRFBs) for the renewable energy storage market.

#### Performance

- Largo focused on initiatives aimed at increasing productivity and lowering costs
- Annual V<sub>2</sub>O<sub>5</sub> production of 9.3kt (2023: 9.6kt).
- Average realised vanadium price of \$6.62/lb (2023: \$9.21/lb).
- Royalties totalled \$2.2m (2023: \$3.1m).
- Released an Updated Life of Mine Plan and Pre-Feasibility Study which included a 13-year increase in reserve based mine life and a 67% increase in Mineral Reserves.

#### Outlook

- Largo has announced production guidance for 2025 of 9.5kt–11.5kt.





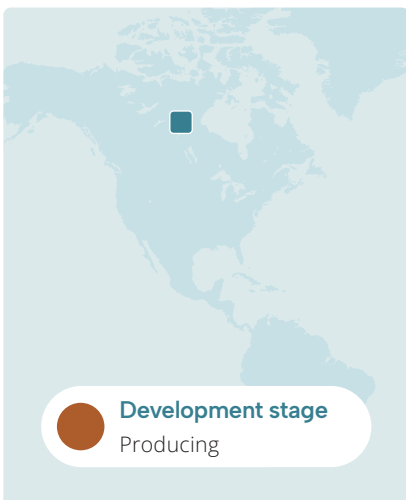
# Specialty metals and uranium: Uranium

## McClellan Lake Mill

Primary commodity:



Uranium



**Development stage**  
Producing

**Operator/ developer**  
Orano

**Location**  
Canada

**Mine life**  
12 years

**Royalty basis**  
22.5% of toll milling revenue

**Balance sheet classification**  
Loan and royalty financial instrument

**\$4.5m**  
Totalled portfolio contribution from the McClellan Lake Mill in 2024

**17.0Mlbs**  
Totalled production volumes in 2024



McClellan Lake Mill maintains its certification in ISO 14001 standard for environmental management and OHSAS 18001 standard for occupational health and safety management

### Cigar Lake is a world-class uranium mine operated by Cameco and located in the Athabasca Basin, Saskatchewan, Canada.

The McClellan Lake Mill is operated by Orano Group and processes all of the ore produced at the Cigar Lake mine in return for a C\$/lb tolling fee.

#### What we own

In 2017, Ecora s provided Denison Mines Inc ('Denison') with a C\$40.8m, 13-year loan bearing interest at a rate of 10% per annum. The interest payments are payable from the cash flows received by Denison from the toll revenue generated from its 22.5% interest in the McClellan Lake Mill. In any period where the cash flow from the toll revenue exceeds the interest payment, the balance is received by Ecora as a repayment of principal. In any period where the cash flows are less than the interest, the interest will capitalise and be repaid out of cash flows in the following period. Any amounts outstanding at maturity are due and payable regardless of the cash generated from the toll. As the income from the toll revenue is based on a C\$/lb of throughput, it is not sensitive to movements in the uranium price. As such, the Group's cash flows will not alter with uranium price fluctuations. The risk to the Group's cash flow is instead from any shut-down of the mine or the mill.

In addition to the loan, the Group also entered into a subsequent stream with Denison to purchase the entire share of its toll receipts received from Cigar Lake for C\$2.7m. This allows for potential mine life extension at Cigar Lake.

#### Why we own it

The nuclear industry has an important role to play in the provision of clean energy with demand set to increase as energy security and transition to low carbon electricity accelerate. Cigar Lake is one of the leading uranium mines in the world and this investment provides us with indirect exposure to the Cigar Lake mine.

#### Performance

- Production totalled 17.0Mlbs (2023: 15.0Mlbs).
- Toll milling receipts totalled \$4.5m (2023: \$4.1m). These toll milling receipts are applied against the Group's interest bearing loan receivable from Denison, initially against any outstanding interest and then principal.

#### Outlook

- Cameco has provided production guidance for Cigar Lake of 18Mlbs of uranium.

## Specialty metals and uranium: Uranium continued

### Four Mile

Primary commodity:



Uranium

The Group has a 1% NSR royalty on the Four Mile uranium mine in South Australia. Four Mile is operated by Quasar Resources Pty Ltd ('Quasar').

#### Commentary

- \$1.4m portfolio contribution (2023: 6.8m) (2023 numbers include US\$5.4m of accrued income released to the income statement following the favourable Four Mile judgement announced on 4 December 2023).
- Operator reported no royalty income in Q3 and Q4 as it was stockpiling production. Normal sales schedule expected from beginning of 2025.

Four Mile is classified on the balance sheet as a royalty intangible.

### SW2

Primary commodity:



Uranium

Ecora has a 2% NSR royalty over the SW2 property in the Athabasca Basin in Saskatchewan, Canada, which contains the Patterson Corridor East (PCE) uranium mineralisation zone which is 3.5km east of NexGen's Arrow deposit which forms the basis of the Rook 1 Project.

Rook 1 is the largest development stage uranium project in Canada.

#### Commentary

- NexGen Energy (NexGen) completed its 2024 drilling programme in the Patterson Corridor East (PCE), establishing a substantial 600m strike and 600m depth uranium zone only 3.5km from the flagship world-class Arrow deposit.
- In January 2025, NexGen commenced a 43,000m drill programme in PCE. This is 9,000m more than the 2024 campaign and is expected to be one of the largest drill programmes in the Athabasca Basin in 2025.

SW2 is classified on the balance sheet as a royalty intangible.

### Salamanca

Primary commodity:



Uranium

The Salamanca uranium project is being developed in a historical mining area located in the Salamanca Province in western Spain, 250km west of Madrid.

The Group has a 1% NSR royalty on the project, which is operated by ASX-listed Berkeley Energia Limited ('Berkeley'). The project consists of four main deposits (Retortillo, Alameda, Zona 7 and Gambuta).

Authorisation for construction for the uranium concentrate plant as a radioactive facility (NSC II) is the only key approval required to commence full construction of the Salamanca mine.

#### Commentary

- In May, Berkeley filed a Request for Arbitration for its investments in Spain, initiating arbitration proceedings against the Kingdom of Spain before the International Centre for Settlement of Investment Disputes.
- As part of its request, Berkeley alleges that Spain's actions against its Spanish subsidiaries have violated multiple provisions of the Energy Charter Treaty and it is seeking preliminary compensation of \$1bn.

Salamanca is classified on the balance sheet as a royalty intangible.



# Specialty metals and uranium: Rare earths

## Phalaborwa

Primary commodity:



Rare earths



**Development stage**  
Development

<b>Operator/ developer</b> Rainbow Rare Earths	<b>Location</b> South Africa
	<b>Mine life</b> 16 years

**Royalty basis**  
0.85% GRR

**Balance sheet classification**  
Royalty financial instrument

**16**  
Year mine life

**15%**  
Increase in Mineral Resource Estimate

**Phalaborwa is a long-life, low cost project located in the Limpopo region of South Africa. Amongst the highest quality rare earth projects globally, it is expected to generate strong cash flows throughout the commodity price cycle.**

### What we own

Ecora owns a 0.85% GRR over the project, which increases to 0.95% if commercial production does not occur prior to 1 October 2027, and to 1.1% if commercial production does not occur prior to 1 July 2028.

As well as the \$8.5m royalty acquisition, Ecora subscribed for 10,442,427 new ordinary shares in Rainbow Rare Earths Ltd for \$1.5m in cash.

### Why we own it

The Phalaborwa Project stands out as one of the lowest-cost prospective producers of rare earths, outside of China. Notably, production will be principally weighted to rare earth elements essential in the production

of permanent magnets, key components in renewable wind power turbines and electric vehicle motors. The royalty provides Ecora with a counter-cyclical entry point to further diversify our commodity exposure to include rare earth elements whose end markets are forecast to see sustained demand growth over the coming decades.

### Performance

- In September, Rainbow announced a 15% increase in the Mineral Resource Estimate for Phalaborwa, taking the total resource tonnage to 35Mt and increasing the project life by two years.
- In December Rainbow released an Interim Economic Study confirming the project as one of the highest margin rare earths projects globally outside of China.

### Outlook

- Rainbow is focused on preparing a Definitive Feasibility Study (“DFS”) for the project.
- Post the DFS, the focus will switch to completing financing and commencing construction.



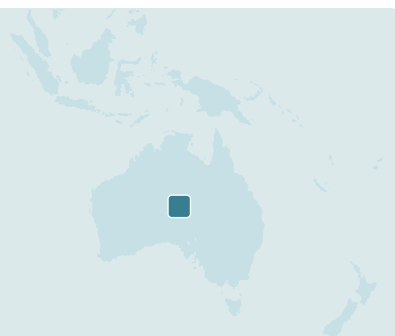
## Bulks & other: Steelmaking coal

### Kestrel

Primary commodity:



Steel making coal



**Development stage**  
Producing

**Operator/  
developer**  
Kestrel Coal  
Pty Ltd

**Location**  
Australia

**Mine life<sup>(1)</sup>**  
4 years

**Royalty basis**  
7–40% GRR

**Balance sheet classification**  
Investment property

**\$41.4m**

**Royalty contribution, with  
average coal prices of \$223/t.**



**250  
tonnes**

Approximately 250 tonnes of steelmaking coal are required to build a single offshore wind turbine, being used to construct every main component, including the generator, blades, tower and foundation

(1) Although the mine has a life beyond 2029, mining beyond this date is expected to be outside the Group's private royalty area.

**An underground steelmaking coal mine located in the Bowen Basin at Crinum, 51km north-east of Emerald in central Queensland, Australia.**

#### What we own

Kestrel is an underground coal mine located in the Bowen Basin, Queensland, Australia. It is operated by EMR Capital and PT Adaro Energy ('EMR' and 'Adaro'). The Group owns 50% of certain sub-stratum lands which, under Queensland law, entitle it to coal royalty receipts from the Kestrel mine.

The royalty rate to which the Group is entitled is prescribed by the Queensland Mineral Resources Regulations. These regulations currently stipulate that the basis of calculation is a six-tiered fixed percentage of the invoiced value of the coal based on the average realised coal price per tonne in the period, as follows: 7% of the value up to and including A\$100; 12.5% of the value over A\$100 and up to and including A\$150; 15% of the value over A\$150 and up to and including A\$175; 20% of the value over A\$175 and up to and including A\$225; 30% of the value over A\$225 and up to and including A\$300; and 40% thereafter.

#### Why we own it

Kestrel has been the Company's most important revenue-generating asset for many years. There are approximately three more years of mining expected in Ecora's private royalty area. Cash flows have been directed to fund the Group's transformation and Ecora will continue to recycle the cash generated by the Kestrel royalty into commodities that will support a sustainable future.

#### Performance

- Saleable production volumes within Ecora's private royalty area totalled 2.1Mt (2023: 1.6Mt).
- Average realised prices of \$223 per tonne (2023: \$238 per tonne).
- Royalty income of \$41.4m (2023: \$35.9m).

#### Outlook

- Saleable production volumes within the Group's private royalty area are expected to be 5-10% higher in 2025 than those achieved in 2024.
- Production is primarily expected to be in the Group's royalty area in Q2 and Q3 2025.

#### Valuation

The Kestrel royalty is classified as 'Coal royalties' on the balance sheet and accounted for as an investment property. As such, this asset is carried at fair value by reference to the discounted expected future cash flows over the life of the mine.

Further details on the valuation can be found in note 15 of the financial statements. The independent valuation of Kestrel was undertaken by a Competent Person in accordance with the Valmin Code (AusIMM, 2005), which provides guidelines for the preparation of independent expert valuation reports.

The Group monitors the accuracy of this valuation by comparing the actual cash received to that forecast. The value of the land is calculated by reference to the discounted expected royalty income from mining activity, as described in note 15. As the asset has a nominal cost base, the carrying value almost entirely represents the valuation surplus. The Group recognises a deferred tax provision against the valuation surplus and, as such, the net value on the balance sheet is \$34.1m (2023: \$54.1m).



## Bulks and other: Iron ore

### LIORC

Primary commodity:  Iron ore

**Produces premium iron ore pellets and high grade concentrate in Newfoundland and Labrador, Canada. The iron ore pellets are transported 418km by rail to the port at Sept-Îles, Quebec, where they are shipped to various markets throughout the world.**

During the year, the Group sold down 367,200 shares in Labrador Iron Ore Royalty Corporation (LIORC), a Toronto-listed company which holds both a royalty and equity interest in the Iron Ore Company of Canada (IOC) operations. This entitles LIORC to revenue from its 7% gross revenue royalty (along with a small commission) on sales from the operation, along with dividend income from its equity stake.

LIORC is classified on the balance sheet as a royalty financial instrument.

### Amapá

Primary commodity:  Iron ore

**The Amapá Project is located in the Amapá region, in North East Brazil and consists of an open-pit mine, an iron ore mine, a processing and beneficiation plant, a railway line and an export terminal.**

DEV and its subsidiaries own the Amapá Project. DEV is owned by PBA, a joint venture between Cadence Minerals Plc (Cadence) and Indo Sino Trade Pte Ltd (Indo Sino).

The Project ceased operations in 2014 after the port facility suffered a geo technical failure, which limited the export of iron ore. Before the cessation of operations, the Project generated an underlying profit of \$54 million in 2012 and \$120 million in 2011.

In 2019 Cadence and Indo Sino, alongside DEV, submitted a judicial restructuring plan (JRP) for approval by the unsecured creditors. As part of the JRP, DEV sought to redevelop the Amapá Project.

In 2024 Cadence Minerals announced that metallurgical test results had confirmed the ability of the project to produce high purity, Direct Reduction grade (DR-grade) iron concentrate. DR-grade products are essential for lower carbon intensity production of steel and command substantial price premiums. An updated PFS for the project was subsequently published that highlighted the project's robust economics.

Ecora also has a royalty over iron ore production from the neighbouring Mina Tucano gold mine (operated by Tucano Gold). The iron ore is contained in stockpiles and a programme of testing commenced in 2024.

Amapá is classified on the balance sheet as a royalty intangible.

### Pilbara

Primary commodity:  Iron ore

**Pilbara is an integrated system of four processing hubs and five mines connected by more than 1,000km of rail infrastructure and port facilities in the Pilbara region of northern Western Australia.**

The Group has a 1.5% life of mine GRR over three exploration tenements in the central Pilbara region of Western Australia, owned by a wholly owned subsidiary of BHP.

The tenements, covering 263km<sup>2</sup>, host a number of known iron occurrences, including the Railway deposit. The tenements are supported by extensive rail infrastructure including the rail lines from Rio Tinto's West Angeles and Yandicoogina mines and BHP's rail line serving its current operations at Mining Area C, which lie immediately to the east of the Railway deposit.

Pilbara is classified on the balance sheet as a royalty intangible.

## Gold

### Dugbe

Primary commodity:



Gold

The Group has a 2% NSR royalty over the Dugbe-1 gold project in Liberia, owned and operated by Hummingbird Resources and Pasofino Gold Ltd.

The Dugbe Shear Zone is located 64km bt road for the deep water port of Greenville, the capital city of County Sinoe.

The Tuzon and Dugbe F gold deposits were discovered by Hummingbird Resources in 2009 and 2011 respectively. A Feasibility Study was completed in June 2022.

On 7 January 2025, Nioko Resources Corporation acquired a majority interest in Hummingbird Resources PLC, with Hummingbird subsequently de-listing from the AIM market. The Group has certain change of control protections under its Dugbe royalty agreement. This includes the right to terminate the royalty and recover the \$15.0m royalty consideration from the operator, for which Hummingbird and Pasofino Gold Limited are co-guarantors. The Group is currently assessing next steps, whilst also in discussions with Hummingbird and Pasofino.

Dugbe is classified on the balance sheet as a royalty financial instrument.

## Chromite

### Ring of Fire

Primary commodity:



Chromite

Ontario's Ring of Fire Project is located approximately 500km north-east of Thunder Bay and covers about 5,000km<sup>2</sup>.

The Group has a 1% life of mine NSR royalty over a number of claims on the Black Thor, Black Label and Big Daddy chromite deposits owned by Wyloo Metals.

Ring of Fire is classified on the balance sheet as a royalty intangible.

## Gold

### EVBC

Primary commodity:

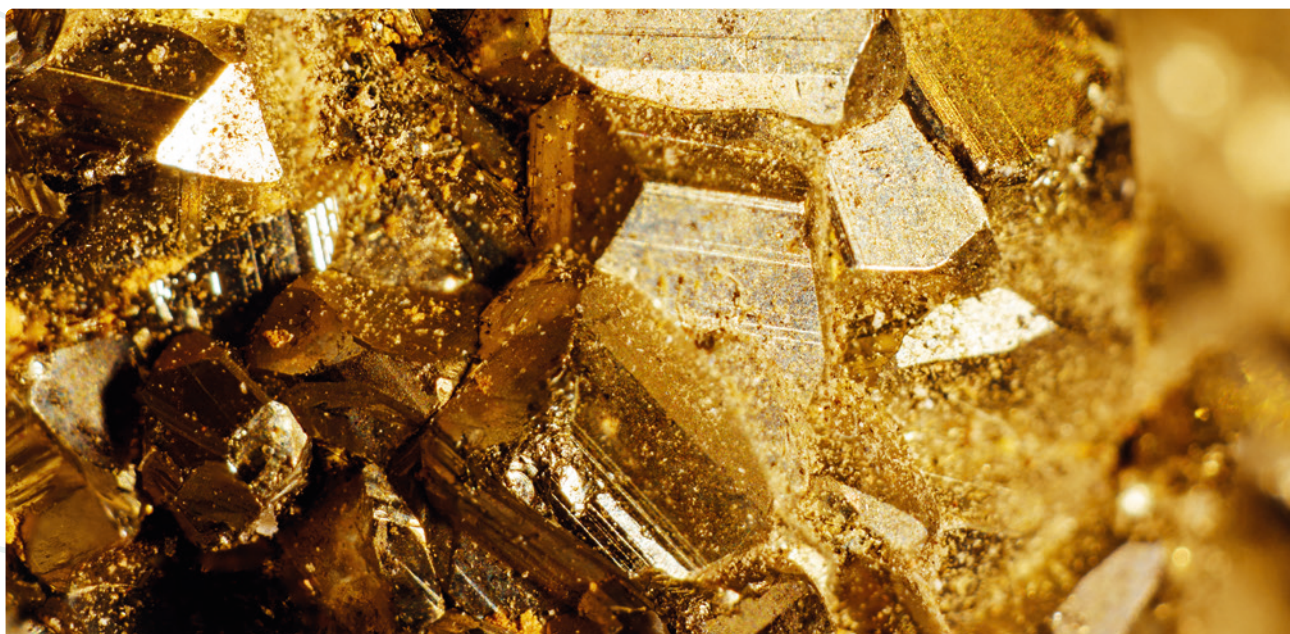


Gold

The Group has a NSR royalty of between 0.5–3.0% (depending on gold price) on the EVBC gold, copper and silver mine owned by TSX-listed Orvana Minerals Corp ('Orvana').

The EVBC royalty contributed \$1.8m in 2024 (2023: \$0.7m).

The EVBC royalty is classified as a financial asset within royalty financial instruments on the balance sheet. It is carried at fair value by reference to the discounted expected future cash flows over the life of the mine. All valuation movements are recognised directly in the income statement.





## Financial review

# Solid foundations

Volumes at Kestrel and Voisey's Bay increased significantly in 2024, in line with expectations, as production returned to the Group's private royalty lands at Kestrel in the first half of the year, and Vale completed the Voisey's Bay mine expansion project which saw a subsequent ramp-up of underground operations in the second half of the year.

While Kestrel volumes increased from 1.6Mt to 2.1Mt and Voisey's Bay attributable cobalt increased from 154 tonnes to 210 tonnes in 2024, softer prices for both steelmaking coal and cobalt throughout the year partially offset the impact of higher volumes. This resulted in portfolio contribution of \$63.2m in the year, in line with the \$63.6m reported in 2023. On a like for like basis, portfolio contribution year on year increased by 9% when taking into account that portfolio contribution in FY23 included \$5.4m received from Four Mile relating to underpaid royalties between 2014 and 2021.

Kestrel volumes are expected to be 5%-10% higher than 2024, with production expected to be weighted toward Q2 and Q3 2025.

Following completion of the Voisey's Bay underground mine expansion, attributable cobalt volumes in 2025 are expected to increase to between 335 tonnes and 390 tonnes. The cobalt price weakened significantly during the course of 2024 resulting in an impairment charge of \$15.1m in relation to the stream asset, together with a \$9.8m deferred tax charge relating to carry forward tax losses which, based on the price outlook at

as of the balance sheet date, are expected to remain unutilised at the end of the life mine. The impairment charge relates solely to the price outlook forecast at the balance sheet date, and does not reflect the recent surprise announcement by the Government of the DRC of an at least four-month ban on all cobalt exports, with the ban to be reviewed in three months. Further details on the impairment and deferred tax charge can be found in notes 16 and 26 to the financial statements.

Mantos Blancos achieved record copper production in Q4 2024 following the successful completion, in Q3 of a de-bottlenecking project. Capstone's Mantos Blancos 2025 copper production guidance is of 49,000t-59,000t (2024: 44,500t).

The Group remained active in FY24, deploying \$10.0m to acquire a 0.85% gross revenue royalty over the Phalaborwa Rare Earths Project in South Africa for \$8.5m, alongside a \$1.5m equity investment in Rainbow Rare Earths Limited, the majority owner of the Phalaborwa project. This investment marked the Group's first source of rare earths exposure, aligned with our strategy to diversify and grow the portfolio of critical mineral royalties and streams.

Subsequent to the year end, the Group announced the completion of a \$50.0m copper stream on the producing Mimbula copper mine in Zambia operated by Moxico Resources. In conjunction with this transaction, our existing lenders once again demonstrated their support by agreeing to increase, amend and extend the existing facility. As a result, total commitments under the facility have increased by \$30.0m to \$180.0m whilst extending the maturity of the facility by 12 months to January 2028. In addition, the Group retains an uncommitted accordion feature of up to an additional \$45.0m, together with the option to extend the facility's maturity by a further 12 months, subject to lender consent. The amendment and extension of the facility provide the Group with the financial flexibility to pursue the various growth opportunities we are currently seeing and expect to continue to see in 2025 and beyond.

The ongoing support from our lenders, who are amongst the largest lenders to the royalty and mining sector, is a strong endorsement of the quality of Ecora's royalty portfolio.

With volume growth expected across the portfolio in FY25, we were comfortable to increase the Group's near-term leverage to finance the Mimbula acquisition. Deleveraging is a key focus area, and we have already undertaken some portfolio initiatives to commence this process. We entered into an agreement with Whitehaven Coal in February 2025 to expedite payments due under the Narrabri sale agreement resulting in the receipt of a \$6.2m payment against all outstanding deferred and contingent payments between now and 31 December 2026.



**Kevin Flynn**  
Chief Financial Officer

## Financial review continued

### Results

The Group's portfolio contribution was in line with the previous period at \$63.2m (2023: \$63.6m). On a like for like basis, portfolio contribution increased 9% year on year. This excludes the impact of \$5.4m in previously underpaid royalties from Four Mile that were released to the income statement in 2023, after the original judgement in the Supreme Court of Western Australia in favour of the Group was upheld on appeal.

	2024 \$m	2023 \$m	YoY%
Kestrel	41.4	35.9	15%
Voisey's Bay	6.2	5.6	10%
Mantos Blancos	5.8	6.1	(5%)
Maracás Menchen	2.2	3.1	(29%)
Four Mile	1.4	6.8 <sup>(1)</sup>	(80%)
Carlota	0.6	0.6	—
<b>Royalty and stream income</b>	<b>57.6</b>	58.1	(1%)
Dividends – LIORC and Flowstream	0.5	2.0	(75%)
Interest – McClean Lake Mill	1.5	1.8	(17%)
Royalty and stream-related revenue	59.6	61.9	(4%)
EVBC	1.8	0.7	157%
Principal repayment – McClean Lake Mill	3.0	2.3	30%
Less:			
Metal streams cost of sales	(1.2)	(1.3)	(9%)
<b>Total portfolio contribution</b>	<b>63.2</b>	63.6	(1%)

(1) Includes \$5.4m of unpaid royalties from 2014 to 2021 released to the income statement following the favourable judgement of the Supreme Court of Western Australia, being upheld on appeal in December 2023.

In line with expectations, production at Kestrel within the Group's royalty area was heavily weighted to the first half of 2024. Total private royalty volumes increased by 31% year on year, to 2.1Mt in 2024 (2023: 1.6Mt), slightly above the upper end of the Group's full year guidance. The benefit of the increase in volumes was partially offset by softer steelmaking coal prices of \$223/t (2023: \$238/t) which resulted in an applicable royalty rate of 19.09% (2023: 21.23%) and a net increase in Kestrel royalties of 15% to \$41.4m (2023: \$35.9m).

The Voisey's Bay mine expansion project was completed in the second half of the year, resulting in a 36% increase in cobalt deliveries to 15 in 2024 (2023: 11) and an increase in net contribution from \$4.3m in 2023 to \$5.0m in 2024. Like Kestrel, the increased volumes were partially offset by lower realised prices of \$13.3/lb (2023: \$16.4/lb) due to continued oversupply from the DRC throughout 2024 and an increase in standard grade deliveries in Q3 2024 during the transition to underground mining activities.

Mantos Blancos was largely in line with the previous year at \$5.8m despite lower volumes in the period. The Group is expecting to see higher volumes in FY25 following the successful ramp-up of operations in H2 24 as a result of the completion of the de-bottlenecking project. Already, this has seen Mantos Blancos achieve monthly production records at the end of 2024, with momentum continuing into 2025. The outlook for copper also remains favourable, with further copper income expected in FY 25 following the Mimbula stream acquisition. Copper now accounts for approximately 50% of the Group's net asset value.

We were pleased to see sales returning at Four Mile at the end of 2024 following a period of approximately six months during the year where the operator was stockpiling production from the operation. The operator has indicated sales will return to a normal sales schedule from the beginning of FY25 at normal levels of production.

Elsewhere, volumes at Maracás Menchen were in line with guidance. The Group's royalty was impacted by weaker vanadium prices which averaged \$6.62/lb throughout 2024 (2023: \$9.21/lb) as a result of oversupply in Asia and Europe. Conversely the significant increase in the underlying gold price has resulted in the contribution from EVBC royalty increasing to \$1.8m (2023: \$0.7m) despite volumes decreasing by 17% to 36,126oz (2023: 43,542oz).

The following table outlines some commentary on the key royalties in the period.

<b>Kestrel</b> \$41.4m vs \$35.9m	<ul style="list-style-type: none"> <li>~30% increase in volumes to 2.1Mt (2023: 1.6Mt) as production moved back inside the Group's private royalty lands</li> <li>Realised steelmaking coal prices decreased to \$223/t (2023: \$238/t)</li> <li>Royalty rate decreased to 19.09% (2023: 21.23%) in response to lower pricing</li> <li>FY25: expect an increase of 5%-10% on the volumes achieved in 2024, with volumes weighted to Q2 and Q3 2025</li> </ul>
<b>Voisey's Bay</b> \$6.2m vs \$5.6m	<ul style="list-style-type: none"> <li>210t of attributable cobalt in 2024 (2023: 154t)</li> <li>Realised cobalt price decreased to \$13.34/lb (2023: \$16.36/lb)</li> <li>FY25: attributable volumes 335t-390t, as ramp-up of underground mine continues with nameplate capacity expected to be achieved in 2026</li> </ul>
<b>Mantos Blancos</b> \$5.8m vs \$6.1m	<ul style="list-style-type: none"> <li>Total payable copper production decreased to 43.2Kt in 2024 (2022: 49.3Kt) primarily due to lower cathode production due to lower dump throughput which has now been addressed</li> <li>Realised copper price increased to \$9,116/t (2023: \$8,492/t)</li> <li>FY25: Capstone Copper guidance indicates total copper production in the range of 49,000t-59,000t, after achieving record Q4 2024 production volumes following the successful completion of a project to increase throughput</li> </ul>
<b>Maracás Menchen</b> \$2.2m vs \$3.1m	<ul style="list-style-type: none"> <li>Sales volumes flat in 2024 at 8,900t (2023: 9,000t)</li> <li>Realised vanadium price was impacted by oversupply in Asia and Europe decreasing to \$6.62/lb (2023: \$9.21/lb)</li> <li>2024 production was impacted by lower ore grades and scheduled maintenance</li> <li>FY25: Largo guidance indicates sales in the range of 7,500t-9,500t</li> </ul>
<b>Four Mile</b> \$1.4m vs \$6.8m	<ul style="list-style-type: none"> <li>Sales volumes decreased in 2024 to 1.9Mlbs (2023: 5.0Mlbs) reflecting a build-up of inventory by operator</li> <li>Realised uranium price increased to \$75.01/lb (2023: \$50.88/lb)</li> <li>2023 contribution included \$5.4m in previously underpaid royalties, following the original judgement of the Supreme Court of Western Australia in favour of the Group being upheld on appeal</li> <li>FY25: volumes are expected to return to an average run rate of 5.0Mlbs in line with annual production,</li> </ul>
<b>Carlota</b> \$0.6m vs \$0.6m	<ul style="list-style-type: none"> <li>Sales volumes flat in 2024 at 3.0Mlbs (2023: 3.2Mlbs)</li> <li>Realised copper price increased to \$9,458/t (2023: \$8,466/t)</li> <li>FY25: expect volumes to decrease by ~20% compared to 2024, as mining progress towards the end of the mine life in 2028</li> </ul>
<b>Dividends</b> \$0.5m vs \$2.0m	<ul style="list-style-type: none"> <li>Decrease in dividends reflects the partial disposal of ~95% of the Group's holding in LIORC between Q4 2023 and Q2 2024</li> <li>Flowstream dividends remained flat at \$0.2m (2023: \$0.3m)</li> </ul>

Taking this portfolio contribution analysis, and allowing for operating, finance costs and tax, the following table outlines the Group's adjusted earnings for 2024.

	2024 \$m	%	2023 \$m
Royalty-related revenue	59.6	(4%)	61.9
EVBC royalties	1.8	157%	0.7
Metal streams cost of sales	(1.2)	(9%)	(1.3)
Operating expenses	(11.0)	1%	(10.9)
Finance costs	(8.9)	7%	(8.3)
Finance income	0.3	(67%)	0.9
Other income/(losses)	—	(100%)	1.6
Tax	(11.7)	(17%)	(14.1)
<b>Adjusted earnings</b>	<b>28.9</b>	(5%)	30.5
Weighted average number of shares ('000)	252,398		257,896
<b>Adjusted earnings per share</b>	<b>11.43c</b>	(3%)	11.82c

## Financial review continued

### Results continued

The Group's operating expenses have remained flat at \$11.0m (2023: \$10.9m) despite ongoing global rates of inflation.

The Group's borrowings have increased from \$82.4m at 31 December 2023 to \$90.2m at 31 December 2024. This reflects the \$9.2m paid during Q1 2024 in deferred consideration relating to the South32 portfolio acquired in 2022, as well as the final tax payments relating to the year ended 31 December 2023, made at the end of Q2 2024 when the Group's borrowings peaked at \$99.0m, before some deleveraging in the second half of the year. The increase in borrowings has resulted in a corresponding increase in the Group's finance costs for the year.

As a result of all of the above and including the contribution from EVBC, the Group generated adjusted earnings for the year of \$28.9m (2023: \$30.5m) and adjusted earnings per share of 11.43c (2023: 11.82c). Recognising valuation movements, amortisation, impairments (see below relating to Voisey's Bay) and the tax effect of these items, the Group generated a loss after tax for the year ended 31 December 2024 of \$9.8m (2023: profit US\$0.8m) and a basic loss per share of 3.89c (2023: earnings 0.33c).

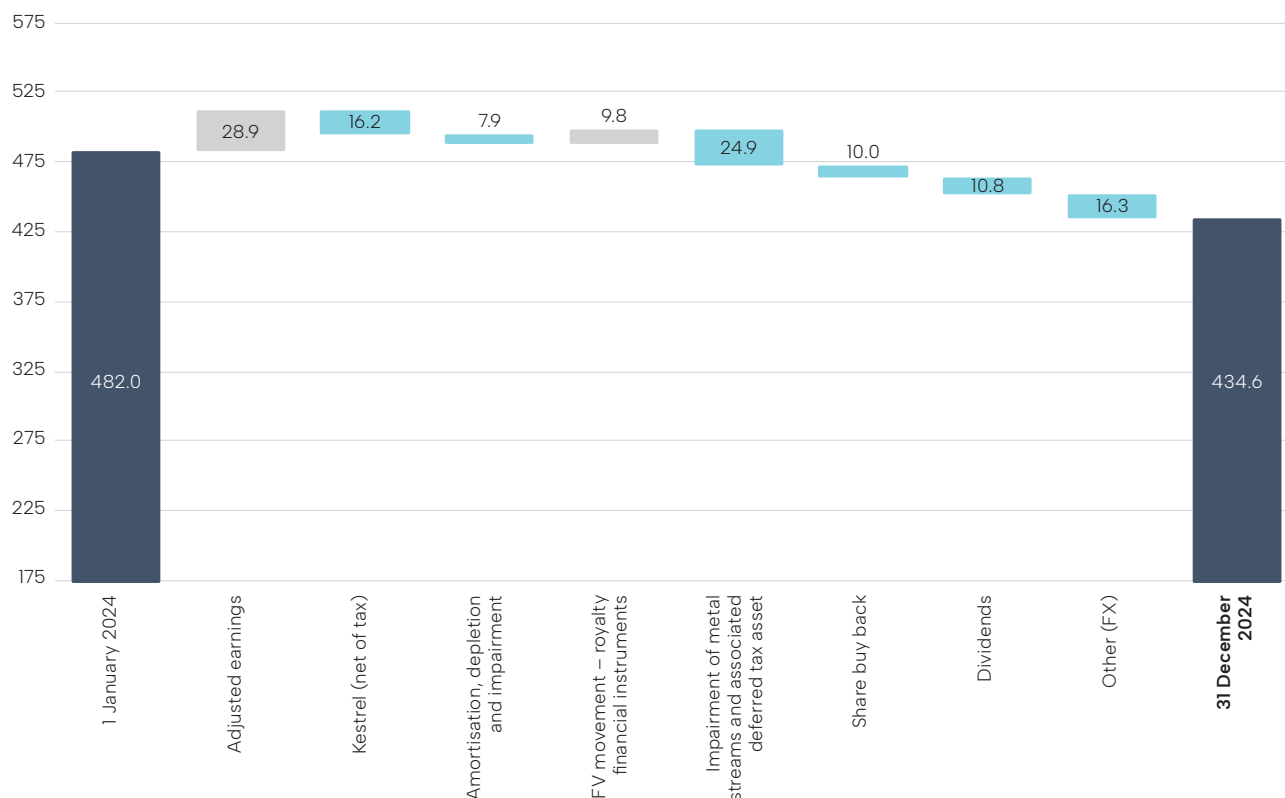
### Balance sheet

Net assets decreased by \$47.4m to \$434.6m during the year ended 31 December 2024 (31 December 2023: US\$482.0m). This was largely due to the \$16.2m decrease in the value of the Kestrel royalty (net of tax), \$7.9m in amortisation of the Group's producing royalties, the \$24.9m impairment of the Voisey's Bay cobalt stream and associated deferred tax asset, the \$10.0m share buyback programme undertaken in the first half of 2024, the distribution of \$10.8m in dividends, and the \$16.3m unrealised foreign exchange impact of the Australian dollar weakening against the US dollar. This was partially offset by the Group's adjusted earnings for the year of \$28.9m and the \$9.8m increase in the value of the Group's royalty financial instruments (net of tax).

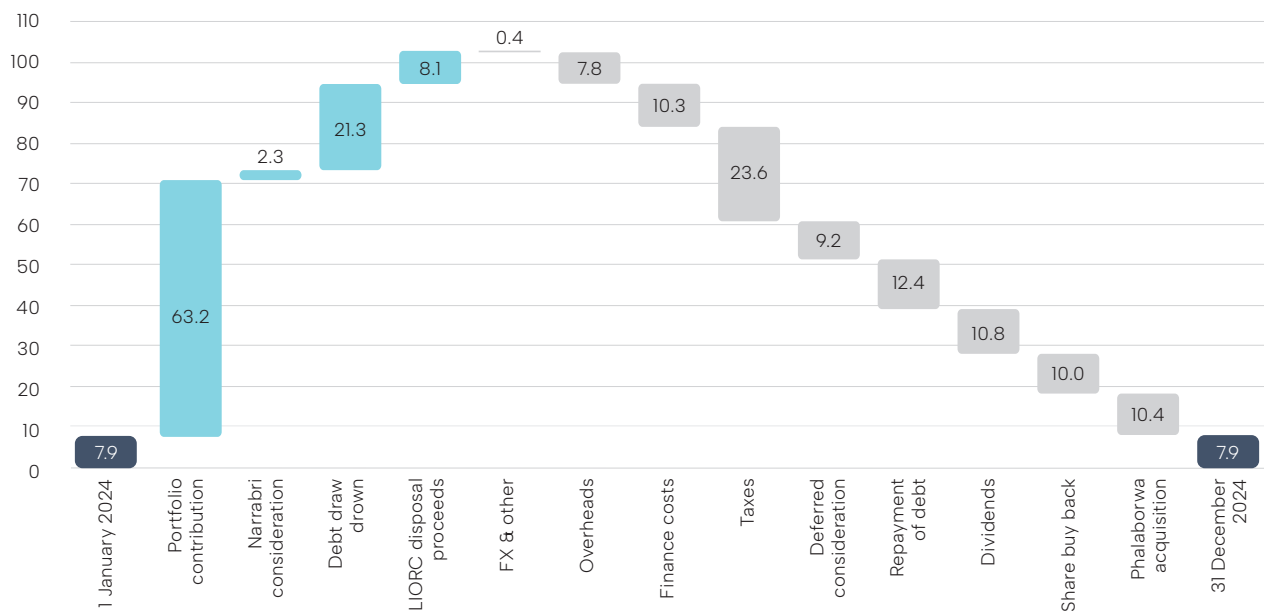
### Impairment of Voisey's Bay cobalt stream

Despite positive momentum at Voisey's Bay as operations continue to ramp up following the transition from the open-pit mine to the underground mine, the underlying cobalt price remained weak throughout 2024 as new supply from operations located in the DRC pushed the cobalt market into oversupply. As a result of this, together with a decline in cobalt price forecasts, the Group has recognised an impairment charge of \$15.1m on the Voisey's Bay metal stream for the year ended 31 December 2024, together with a deferred tax charge of \$9.8m related to tax losses which, based on this lower price deck would not be utilised in full. The impairment charge being recognised is purely price driven at the time of undertaking the impairment review. This review was conducted prior to the announcement by the DRC Government of temporary export restrictions aimed at providing price support. The DRC has indicated that there is

### Net asset reconciliation (\$m)



## Cash flow sources and usage (\$m)



the potential for further price support measures to take effect after this temporary ban ends. This has resulted in the cobalt price increasing by over 70%. Further details on the impairment of the Voisey's Bay cobalt stream can be found in notes 16 and 26 to the financial statements.

Net assets of \$434.6m at the end of December resulted in net assets per share of \$1.72 (£1.37) – a significant premium to the closing share price of £0.64 at 31 December 2024.

### Cash flow and liquidity

The Group's net cash generated from operating activities, largely represented by royalty related income less overheads and taxes, decreased to \$29.6m (2023: \$33.5m). Adjusting the cash flows from operating activities for finance costs of \$10.3m (2023: \$6.0m) and the principal repayments received from Denison Mines of \$3.0m (2023: \$2.3m) results in free cash flow of \$22.1m for the year ended 31 December 2024 (2023: \$29.7m), as detailed in note 34 to the financial statements.

During the year, the Group paid the final instalment of deferred consideration to South32 totalling \$9.2m in relation to the acquisition of the South32 royalty portfolio in July 2022. In addition, the Group acquired a 0.85% gross revenue royalty over the Phalaborwa Rare Earths Project in South Africa for \$8.5m and made a \$1.5m equity investment in Rainbow Rare Earths Ltd, operator of the Phalaborwa project.

Partially offsetting the deferred consideration, royalty acquisition, equity investment and associated transaction costs was the receipt of \$2.0m in deferred consideration and \$0.3m in price-linked contingent consideration arising from the 2021 disposal of the Narrabri royalty. Combined with the \$3.0m in principal repayments received under the Denison loan and the \$8.1m in proceeds realised through the partial disposal of the Group's holding in LIORC, this resulted in total cash used in investing activities for the year of \$6.3m (2023: \$43.2m).

Following the announcement of the Group's updated capital allocation policy in Q1 2024, the Group executed a \$10.0m share buyback programme between March 2024 and May 2024. The share buyback programme was primarily funded by recycling capital realised through the disposal of the majority of the Group's holding in LIORC.

The dividends of \$10.8m paid during the year represent the interim dividend for Q3 2023 of 2.125c per share and the final dividend for the year ended 31 December 2023 of 2.125c per share. The first dividend declared under the updated capital allocation policy (detailed below), was paid in January 2025.

The reduction in free cash flows along with the Group's investing activities resulted in the Group's net debt position increasing by \$7.8m to \$82.3m as at 31 December 2024 (2023: \$74.5m). Even though borrowings increased, the leverage profile associated with this remained very manageable and at the end of 2024 the key leverage covenant was 1.5x compared to the maximum 3.5x permitted.



## Financial review continued

### Cash flow and liquidity continued

In conjunction with the \$50.0m acquisition of the Mimbula copper stream completed in February 2025, the Group extended the maturity date of its revolving credit facility by 12 months to 30 January 2028 and increased the total commitments under the facility to \$180.0m by partially exercising the accordion feature and amended the following key terms:

- adjusted EBITDA to calculate the leverage and interest cover ratios will be calculated using annualised Kestrel income from the trailing six quarters;
- the interest cover covenant has been reduced from 4.0x to 3.0x for the period to 30 January 2028;
- interest payable is SOFR plus a ratchet between 2.25% and 4.50% depending on leverage levels (previously 2.25–4.00%);
- the uncommitted accordion feature has reduced to \$45.0m following the \$30.0m increase in total commitments under the facility; and
- the Group retains the option to extend the maturity of the facility by up to a further 12 months, subject to lender consent.

Following the completion of the Mimbula copper stream acquisition, the Group has net debt of \$129.2m at the date of this report and has access to \$45.8m of liquidity with a potential further \$45.0m by way of the accordion for future acquisitions.

As mentioned previously, the Group undertook a number of initiatives in conjunction with the Mimbula financing in order to prioritise deleveraging. This included bringing forward \$6.2m in payments from Whitehaven Coal due under the Narrabri disposal.

### Dividends

As announced in March 2024 under the Group's capital allocation policy, the dividend is now calculated based on a payout ratio of 25%-35% of the average free cash flow generated in the immediate two preceding six-month periods. The averaging of the two periods is designed to smooth out quarterly volatility from the Kestrel royalty as it moves in and out of the Group's private royalty lands.

The H2 2024 free cash flow of \$9.5m combined with the H1 2024 free cash flow of \$12.6m results in an average free cash flow over the two period of \$11.0m. The Board is proposing a final dividend of 1.11 cents per share, which equates to a payout ratio for the second half of the year of 25%. When combined with the interim dividend of 1.70 cents per share paid on 31 January 2025, the total dividend for the year ended 31 December 2024 is 2.81 cents per share.

Subject to approval by shareholders at the 2025 AGM, the final dividend will be paid on 25 July 2025, to all shareholders on the Register of Members on 27 June 2025.

**Kevin Flynn**  
Chief Financial Officer

26 March 2025

## Section 172(1) statement

# Our stakeholder engagement

**When making decisions, the Directors have acted in a way that they considered to be most likely to promote the success of the Company for the benefit of its members as a whole, while also considering the broad range of stakeholders who interact with or are impacted by its business. In doing so the Board had regard, amongst other matters, to:**

- the likely consequences of any decision in the long term;
- the interests of the Company's employees;
- the need to foster the Company's business relationships with its counterparties;
- the impact of the Company's operations on the community and the environment;
- the desirability of the Company maintaining a reputation for high standards of business integrity; and
- the need to act fairly as between members of the Company.

## How does the Board engage with stakeholders?

Due to the size of the Group's operations and the niche position it has as one of the few royalty companies focused on future-facing commodities on the London Stock Exchange, the Board will occasionally engage directly with certain stakeholders on certain issues. Where this is not possible or efficient, stakeholder engagement takes place at the Executive Committee level, led by the Chief Executive Officer.

The Board considers and discusses information from across the organisation to help it understand the impact of the Group's operations, and the interests and views of our key stakeholders. It also reviews strategy, financial and operational performance, and information covering areas such as key risks and legal and regulatory compliance. This information is provided to the Board through reports sent in advance of each Board meeting and through in-person presentations.

In addition to the principal decisions and the examples of our relationships with all of our stakeholders, the Board also considers the Group's impact on the environment as outlined in the Sustainability section on pages 50 to 59 and our TCFD disclosures on pages 70 to 83.

As a result of these activities, the Board has an overview of engagement with stakeholders and other relevant factors, which enables the Directors to comply with their legal duty under section 172 of the Companies Act 2006.

## ENGAGEMENT IN ACTION

The following are some examples of how the Directors have considered matters set out in sections 172(1)(a) – (f) when discharging their section 172 duties and the effect of such considerations on certain decisions taken by them. These examples also illustrate how the views and interests of some of the stakeholders set out on pages 48 and 49 impact the Directors' decision making.

## Principal decisions

### Distributions to shareholders and capital allocation

Ecora Resources published an updated capital allocation framework in 2024. The dividend is now between 25% and 35% of free cash flow. In 2024 the Board determined that the H1 dividend would equate to 33% of FCF 1.70c per share; in H2 the payout was 25% of FCF equating to 1.11c per share. Total dividend for the year was 2.81c per share.

The Board sanctioned a US\$10m share buyback during the year under which the Group acquired 9.5m shares at a volume weighted average price of 83.77 pence per share.

Details of the capital allocation policy can be found on page 21.

### Acquisitions/disposals

During the year the Group acquired a 0.85% royalty over the Phalaborwa Rare Earths Project for a cash consideration of \$8.5m. In connection with the royalty acquisition, the Group also subscribed for 10,442,427 shares in Rainbow Rare Earths Ltd for US\$1.5m.

The Group sold ~ 85% of its holding in LIORC realising \$8.1m which was used to partially fund a \$10m share buyback.

More information on the portfolio acquisition can be found on **pages 7 and 37**

# Strong engagement across all stakeholder groups

## Investment community

Our investor relations team leads the engagement with stakeholders across the investment community including debt providers, and retail and institutional investors. We aim to engage in a transparent and informative manner across multiple communications channels.

### How we engage

- Our Annual General Meeting provides all shareholders an opportunity to ask questions of the Board
- Annual Report and website provide detailed information on the Company
- Issue regular trading updates
- Meet with institutional investors on roadshows, at conferences and on an ad hoc basis
- Publish video and other content through social media platforms
- Hold presentations for retail investors via Investor Meet Company platform
- Regularly meet and speak to our lending group

### Topics of engagement

- Evolution of the Group's commodity portfolio
- Timeline of the Group's development assets
- Capital allocation policy
- Revisions to the Directors' remuneration policy
- Sustainability performance and disclosure

### Outcomes

- Updated capital allocation framework
- Focus on income producing royalty acquisitions
- Review sustainability disclosure to increase focus on biodiversity issues

Link to strategy



Link to principal risks



## Counterparties and mine operators

We maintain close relationships with mine operators and counterparties regarding potential new investments and ongoing monitoring of our existing investments.

### How we engage

- Regular meetings between key personnel at Ecora and the mine operator
- Site visits to the mine to view operations and meet employees
- Issue annual data request to monitor sustainability performance

### Key topics of engagement

- Evidence of environmentally and socially responsible performance and risk management
- Performance of the underlying operations and outlook
- Terms and conditions of the royalty and streaming agreements

### Outcomes

- Site visits have led to stronger relationships between the Group and members of operating companies

Link to strategy



Link to principal risks



### Key to strategy



Commodity selection



Investment framework



Portfolio diversification



Capital allocation

### Key to principal risks

1

Catastrophic and natural catastrophic risk

2

Investment success

3

Future demand

4

Commodity prices

5

Operator dependence and concentration risk

6

Geopolitical events

7

Financing capability

8

Stakeholder support

## Employees

Our employees are our biggest resource and we engage with them to ensure that we provide a positive working environment in order to maximise individual productivity and performance.

### How we engage

- Designated Non-Executive Director responsible for workforce engagement meetings
- HR function
- Weekly team meetings
- Employee well-being surveys
- Annual Company strategy day
- Regular 'lunch and learn' sessions to develop skills and knowledge
- Further detail of our employee engagement can be found on pages 57 and 58

### Topics of engagement

- Engagement and alignment with the Group's purpose and values
- Desire to review benefits package
- Opportunities for personal development
- Workforce remuneration policies, particularly focused on long-term retention

### Outcomes

- Implemented salary sacrifice scheme

#### Link to strategy



#### Link to principal risks



## Communities

As a royalty company we don't operate any of the underlying assets within our portfolio. While this impacts the direct involvement the Group has with the communities impacted by the operations underlying the portfolio, the Board, through the wider team, engages with mine operators seeking to influence and encourage compliance with relevant sustainability standards.

### How we engage

- Track operator metrics and disclosures
- Send sustainability questionnaires to operators
- Community engagement is an agenda item when we go on site visits to the mines in our portfolio

### Topics of engagement

- Updates on community engagement programmes and initiatives
- Impact on environment and local community

### Outcomes

- Donated to the Community Food Sharing Association, in Newfoundland, Canada, in partnership with Vale.
- The Ecora team spent a day with the Children's Book Project, a charity that seeks to tackle book poverty by distributing over 100,000 books each year across London and the South East.

#### Link to strategy



#### Link to principal risks



# Our approach to sustainability

## Sustainability highlights 2024

### SBTi near-term science based emissions target

We have achieved the target of zero Scope 1 and Scope 2 emissions.



### UNGC membership

This is our third full year as a UNGC participant and we submitted our second Communication on Progress in July 2024.



### MSCI ESG rating

Rated 'AA' by MSCI at the start of 2024.



### Sustainalytics rating

Rated 7.7.



### Engagement with our operators

We continued to work closely with our operators and in 2024 members of our team visited the Mantos Blancos, Voisey's Bay, EVBC, Mimbula and Phalaborwa projects.

5

Mine sites visited in 2024

At Ecora we are committed to integrating sustainability into our strategic decision making, capital allocation and corporate behaviour, and to providing transparency, where possible, in all sustainability matters.

### Climate Action

We continue to recognise that a significant portion of our Scope 3 emissions stem from our investments. We carefully monitor the carbon footprints and climate-related commitments, targets and initiatives of our operating partners' operations in which we deploy capital. Last year, for the first time, we have disclosed our attributable emissions from our investments ('financed emission') for the last few years. Accounting for these financed emissions provides a more complete profile of our Scope 3 emissions and it will enable us to work with our operators to set further meaningful science-based targets and define our combined net zero ambitions in the future.

In 2025, we will be exploring the possibility of providing financed emissions in copper equivalent terms' which will enable more accurate assessment of the relative emissions from our various investments.

### Materiality Assessment

Our approach to managing sustainability continues to evolve. In 2022, we revised our sustainability reporting framework and in 2023 we developed a sustainability strategy roadmap (the 'Roadmap'), which set out our short, medium and long-term sustainability objectives. In 2024, we conducted a Materiality Assessment to identify the material issues that our key stakeholders believe we should prioritise.

This exercise provided assurance that we are focused on the issues that matter most to our stakeholders. It also identified potential areas of further focus for our disclosures, such as the potential biodiversity impacts of projects, that we will look to address during 2025.

Further details on the Materiality Assessment can be found in the box on **page 51**





## Materiality Assessment

During 2024 we conducted our first ever Materiality Assessment with the aim of identifying the sustainability risks and opportunities that are deemed most important to the business by our key stakeholders. Following a tender process, we appointed Ever Sustainable to perform the independent Materiality Assessment.

We adopted a ‘compressed’ double materiality approach aligned with the key principles of ISSB and CSRD. Two phases informed our Materiality Assessment:

1. Impact materiality: we defined the issues that are relevant to Ecora from an impact perspective and assessed the external impact that our activities may have on the issue.
2. Financial materiality: we assessed the financial impacts and material effects of each sustainability issue identified in Phase 1.

We outline below the methodology followed to complete the Materiality Assessment:

### 1. Peer and collateral review

Detailed review of peer companies’ approach to sustainability and our current policies, activities and disclosures; completed a value chain mapping exercise.

### 2. Sustainability issues identification

Utilising research alongside a review of sustainability standards and frameworks to identify and develop a list of sustainability issues to be assessed from both an impact and financial materiality perspective.

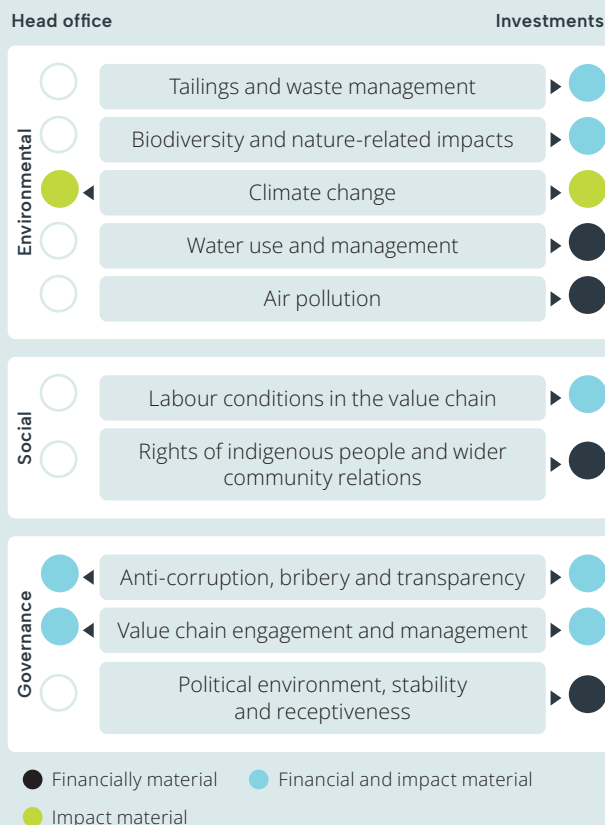
### 3. Stakeholder engagement

Key stakeholders, including employees, Board of Directors, shareholders and operating partners’ were engaged through a combination of surveys and interviews to determine our material impact against the agreed issues list. A financial materiality workshop was completed to determine the financial materiality of the sustainability issues.

### 4. Materiality output

Results from the impact and financial assessments were analysed to determine the material issues from both perspectives. Information was also collected on what stakeholders perceived as the key sustainability frameworks and ratings for Ecora.

Being a royalty and streaming business, we have a very light direct footprint with 12 employees, primarily based in one head office location. The results of the assessment were therefore broken down to assess impacts from a head office perspective and from the wider investment portfolio of mining projects. The chart opposite shows the issues that were highlighted as being material on either an impact basis, financial basis, or both.



The results of the Materiality Assessment were endorsed by the Board and it was agreed that we would review the following in 2025:

- value chain engagement – continuing to optimise our operator engagement and due diligence processes as a key means to mitigating sustainability risk at the operational level;

- biodiversity and nature related impacts – review the regulatory and voluntary frameworks for biodiversity disclosures and develop disclosures around these issues; and
- priority would be given to engaging with, and disclosing under, the ratings agencies and frameworks deemed most relevant by our key stakeholders

## UN Global Compact and Sustainable Development Goals

Ecora joined the United Nations Global Compact (UNGC) in February 2022. As a participant, we are committed to voluntarily aligning our operations and strategy with the UNGC’s Ten Principles in the areas of human rights, labour, environment and anti-corruption. As such, in our continued support of the UNGC, we completed our second Communication on Progress describing the practical actions that we have taken and the qualitative and quantitative results of our Company in furtherance of the Ten Principles. Our Communication on

Progress is available on the UN Global Compact website ([www.unglobalcompact.org/what-is-gc/participants/150805-Ecora-Resources-PLC](http://www.unglobalcompact.org/what-is-gc/participants/150805-Ecora-Resources-PLC)).

Initiatives across our business help advance a number of the United Nations Sustainable Development Goals (SDGs), which were adopted by the United Nations in 2015 as a universal call to action to end poverty, protect the planet, and ensure that by 2030 all people enjoy peace and prosperity.

**Marc Bishop Lafleche**  
Chief Executive Officer

# Responsible investors



Long-term value for all our stakeholders can only be achieved through sustainable and responsible investment. We look to finance resources that enable a sustainable future, and to potentially influence others in the mining sector towards sustainable outcomes.

## United Nations Sustainable Development Goals (SDGs)

Ecora's purpose is to provide capital to the natural resources sector with a focus on projects that will increase the supply of critical minerals. In addition to our business' strong alignment to the two SDGs which we previously reported, we believe our business is strongly aligned to SDG 12 and SDG 13, as set out below:



### 7. Affordable and clean energy

**Description:**

Ensure access to clean, affordable, reliable, sustainable and modern energy for all.

**Reason for alignment:**

Ecora invests in mining projects that will increase the supply of commodities central to the production, storage and transmission of renewable energy.



### 9. Industry, innovation and infrastructure

**Description:**

Build resilient infrastructure, promote inclusive and sustainable industrialisation and foster innovation.

**Reason for alignment:**

Ecora invests in mining projects that will increase the supply of commodities central to the energy transmission that will enable sustainable industrialisation.



### 12. Responsible consumption and production

**Description:**

Ensure sustainable consumption and production patterns.

**Reason for alignment:**

Ecora invests in mining projects that will increase the supply of commodities central to the production, storage and transmission of renewable energy.



### 13. Climate action

**Description:**

Take urgent action to combat climate change and its impacts.

**Reason for alignment:**

Ecora invests in mining projects that will increase the supply of commodities central to the production, storage and transmission of renewable energy.

**Update**

In 2024, we invested \$8.5m into a project that will produce rare earth elements that are integral to permanent magnets used in wind power turbines and electric vehicle motors. This project will help the achievement of goals 7, 9, 12 and 13.

We invest in projects that will increase the supply of critical minerals and mining operations that embed sustainable practices in their approach to business.

Since 2021, we have deployed over \$400m into copper, nickel, rare earths and cobalt royalties and streams. By 2027, over 90% of the Company's portfolio contribution is expected to be derived from future-facing commodities.



## Sustainability due diligence

**We commit to conducting robust sustainability risk due diligence throughout all of our investment decisions.**

### Progress in 2024

- Integrated sustainability operator monitoring during site visits to Voisey's Bay, Mantos Blancos and Mimbula
- Updated our sustainability due diligence process taking into account the development stage of each project and its forward-looking sustainability targets

### 2025 priorities

- Update sustainability due diligence framework to align with results of Materiality Assessment
- Develop sustainability due diligence framework for pre-production investment opportunities

Our sustainability investment process guides our approach to evaluating potential investment opportunities, which includes screening against our sustainability investment criteria (further details are available in the Sustainability section of the Company's website).

In the past few years, we have declined royalty and stream opportunities due to sustainability-related issues identified in our due diligence review process.

### Due diligence process for potential royalty transactions

We recognise that the most critical time for assessing and mitigating risks, including sustainability risks, relating to an asset is at the outset prior to entering into any royalty or stream agreement. Before completing any new investment, we undertake a thorough due diligence process using our sustainability risk due diligence framework. The due diligence process is tailored to each opportunity using a risk-based approach, varying based on the jurisdiction, counterparty and commodity, whether the project is an exploration, development or producing project and whether it is a primary or secondary royalty or stream transaction.

The Ecora team has many years of collective experience of carefully evaluating the risks, opportunities and long-term viability of potential projects and examining financial, technical, legal and sustainability factors, often supported by third-party industry experts and consultants.

### Our investment decision making involves the following key steps:

- 1 Initial screening**  
 We employ rigorous screening tools and strict investment criteria to evaluate initial investment opportunities.
- 2 Tailored due diligence**  
 We use a tailored and detailed due diligence framework to assess the full range of sustainability risks facing particular assets.
- 3 Assessment criteria**  
 We assess potential investments using a set of qualitative and quantitative criteria, which look at the level of a particular sustainability risk and the way in which it is being managed.
- 4 Regular review**  
 Our screening and due diligence tools are regularly reviewed and updated to ensure that they continue to reflect the most up-to-date developments and mining industry best practice.

We continually review our sustainability due diligence framework to ensure that our approach and assessment tools continue to reflect industry best practice. The Materiality Assessment highlighted an interest from our stakeholders in biodiversity issues and these will continue to be of focus going forwards.

We are proud of the ongoing commitment to sustainable and responsible mining from our operating partners, which remains a pre-requisite for us to consider when investing in a project.

### Engaging with operators

In 2024, we continued to engage with our operators, many of which publish detailed sustainability reports which contain an extensive set of key metrics. Consequently, we have adapted our processes such that initially, we extract as much data as possible from these sustainability reports. We then follow up with the operators to obtain specific sustainability-linked information not available in the public domain.

We focus on the following key metrics of our portfolio operations:

- water management;
- energy;
- climate;
- waste management;
- health and safety; and
- diversity.



## Engaging with our operators

Be a positive influence on our mining partners.

### Progress in 2024

- Continued to explore opportunities of partnering with operators on community engagement initiatives
- Donated to the Community Food Sharing Association in partnership with Vale
- Published financed emissions metrics for the first time

### 2025 priorities

- Review and update our operating partner sustainability due diligence questionnaire
- Continue to participate alongside operators on community engagement initiatives
- Take steps to measure Cu equivalent financed emissions

## Engaging with operators continued

All of our detailed operator sustainability metrics for 2019-2024 can be found in the Sustainability section of the Group website ([www.ecora-resources.com](http://www.ecora-resources.com)).

Using our sustainability risk due diligence framework, we continue to maintain close dialogue with our operating partners to proactively monitor the performance of our portfolio assets and ensure early identification of, and engagement on, any risks and opportunities. Our ongoing engagement includes regular discussions between our operating partners and our technical, legal and investment teams, which also allows for the opportunity to understand their sustainability practices and transition plans and any sustainability risks to be mitigated.

In addition to monitoring and disclosing our operating partners' sustainability performance, we encourage operators' adherence to sustainability best practice by: (i) monitoring external media reports and other publicly available information on the assets; (ii) engaging in regular dialogue with operating partners (including conducting periodic site visits); (iii) encouraging our operating partners to adopt policies on relevant sustainability issues; and (iv) gathering periodic reports from our mining partners on their sustainability activities.

## Community initiatives with operators

Ecora maintains an ongoing dialogue with its operating partners to identify opportunities to collaborate on charitable initiatives that positively impact the communities within the proximity of the projects in which the Group has invested. The Group is committed to investing in projects that have a positive long-term impact on communities and which help break the poverty cycle. As such, the Group is exploring projects that focus on the provision of healthcare, education and nutrition.

In 2024, Ecora once again partnered with Vale (operator of the Voisey's Bay mine) to donate to the Community Food Sharing Association in Newfoundland and Labrador, Canada.

Go to **page 82** for our greenhouse gas emission data







## Thematic investing

**Investing in commodities that support a sustainable future.**

### Progress in 2024

- 100% of capital deployed into future facing commodities
- Invested \$8.5m into Phalaborwa Rare Earths Project in South Africa

### 2025 priorities

- Add further scale and diversification to the portfolio
- Focus on income producing royalties and streams

We invest in projects that will increase the supply of critical minerals and mining operations that embed sustainable practices in their approach to business.

### Commodity mix

We are in a transitional phase as the income generated by the Kestrel steelmaking coal royalty, which is not expected to be material beyond 2026, is redeployed into future-facing commodities that play a vital role in the generation, storage and transmission of renewable forms of energy.

These minerals and metals are key for the general trend towards electrification with end uses including:

- data centres expansion;
- power storage and generation;
- construction of renewable energy infrastructure; and
- transmission of renewable energy.

Over the past four years, we have deployed over \$400m into copper, nickel, cobalt and rare earths royalties and streams. By 2027 over 90% of our revenue contribution will be derived from future facing commodities.

In 2024 we invested \$8.5m into a royalty over the Phalaborwa Rare Earths Project in South Africa. The principal rare earth elements found at Phalaborwa are neodymium and praseodymium, which are essential in the production of permanent magnets, key components in wind power turbines and electric vehicle motors.



# Responsible business



At Ecora, we promote health and safety, diversity and inclusion, and continuously develop our employee culture, well-being and skill set. We are committed to operating our business with the highest standards of ethics and integrity. We proactively seek to align our frameworks with globally recognised initiatives such as the UNGC.



## Membership and Commitments

**We are committed to improving our sustainability disclosures by aligning with suitable sustainability frameworks such as the UNGC and the SDGs.**

### Progress in 2024

- Embedded the sustainability roadmap as the pathway towards achieving longer-term sustainability goals
- Calculated and published financed emissions data for producing and near-term producing operators
- Incorporated financed emissions metrics into our TCFD disclosure
- Improved Sustainalytics score to 7.7 (negligible risk) and maintained MSCI rating at AA

### 2025 priorities

- Prepare for changes in UK statutory reporting requirements
- Further develop reporting and disclosure against UN SDGs
- Explore additional regulatory and voluntary frameworks for biodiversity disclosures and TPT disclosure requirements

As part of the Materiality Assessment, our key stakeholders provided feedback on the most relevant disclosure frameworks and sustainability ratings agencies for Ecora.

The UN Global Compact and SDGs were deemed to be most important. More detail on our updated SDGs can be found on page 52.

During the course of the year, the Ecora team engaged with both MSCI and Sustainalytics on the Group's business model and approach to sustainability. Consequently, our MSCI rating improved from A to AA, and we also achieved an improved Sustainalytics score of 7.7 (negligible risk). Identified by our stakeholders as the key ratings agencies during the Materiality Assessment, we will continue to engage with MSCI and Sustainalytics, amongst others as appropriate, in 2025.

The Group submitted its second Communication on Progress as a UNGC Participant during 2024. Further details of the Group's submission can be found at: [www.unglobalcompact.org/what-is-gc/participants/150805-Ecora-Resources-PLC](http://www.unglobalcompact.org/what-is-gc/participants/150805-Ecora-Resources-PLC).

In line with our Sustainability Policy, we seek to promote responsible and sustainable mining across our portfolio. In order to do so, Ecora endorses the International Council on Mining and Metals' ('ICMM') Ten Principles of Sustainable Development, which promote ethical and sustainable resource development. We also endorse other globally recognised mining standards such as the International Finance Corporation Performance Standards, the Equator Principles, the Voluntary Principles on Security and Human Rights, the UN Guiding Principles on Business and Human Rights, the World Gold Council's Responsible Mining Principles and the Global Industry Standard on Tailings Management.

Senior members of Ecora management belong to industry associations in order to enhance their personal development in their fields of expertise.



## Responsible employer

**We aim to create a safe working environment where everyone is seen, heard, valued and empowered to succeed. We promote and respect the benefits of diversity at all levels of the organisation and support personnel’s efforts to contribute to society through non-profit charitable activities.**

### Progress in 2024

- Enhanced employee well-being programme with the implementation of a new salary sacrifice and benefits scheme

### 2025 priorities

- Continue to participate in at least one annual charitable initiative scheme
- Continue charitable support through matched giving programme
- Expand on the Company’s employee health and well-being programme

## Diversity, inclusion and equal opportunities

We value diversity, inclusion and equal opportunities, recognising the benefits it can bring to our Board, senior management team and, ultimately, the long-term success of the Company.

In 2024, we continued to review and embed our diversity, inclusion and equal opportunities policies and commitments across the business, including with respect to our corporate initiatives, portfolio assets and new investments. Please refer to the Corporate Governance section for further information on our diversity disclosures.

## Health and well-being

Ecora is committed to promoting mental, physical and emotional health and well-being.

We offer an enhanced employee benefits package to all employees, which includes life insurance, and access to our long-term illness and sickness policy. To ensure the physical health of employees, we provide access to additional healthcare benefits, including medical and dental cover, regular eye tests and flu vaccinations.

In 2024, we introduced a new salary sacrifice and related benefits scheme package offering employees cost-effective options to lease electric vehicles and bicycles, amongst other things. This initiative aligns with our commitment to lower carbon emissions, promoting sustainable travel and supporting a healthier work-life balance.



### Gender diversity

- Female 58%
- Male 42%



### Employee nationalities

- British 42%
- Irish 17%
- Australian 8%
- Canadian 8%
- New Zealand 8%
- Slovakian 8%
- South African 8%



### Training and development

We believe that supporting the professional development of our employees leads to the establishment of a strong pipeline of talent and organic succession planning from within the business. In 2024, we provided opportunities for professional and personal development through workshops, speakers, online resources, courses and coaching.

We continue to operate an annual training programme for all Directors and employees, covering key areas related to corporate governance. Please refer to the Corporate Governance section for further information on our governance disclosures.

### Corporate charitable initiatives

We continue to support our employees' efforts to contribute to society through non-profit charitable activities. To encourage and support employees' personal charitable and fundraising efforts, we implemented its matched giving programme under its Charitable Donations Policy. In 2024 we made matched contributions of over \$6,000.

In 2024, as part of our social commitment to contribute to the local community through charitable initiatives in London, the team spent a day at the Children's Book Project, a charity aimed at tackling book poverty by giving every child the opportunity to own a book.

Employee relations	2024	2023	2022
Performance indicator			
Total number of employees (at 31 December)	12	14	14
Employee turnover rate (annual %)	14.3	0	7.1
% of employees who have been with the Company for more than ten years	42	31	31
Health and safety	2024	2023	2022
Performance indicator			
Fatality rate	zero	zero	zero
Lost time injury frequency rate	zero	zero	zero
Total recordable injury frequency rate	zero	zero	zero





## Effective governance

**Ecora is committed to conducting business ethically and transparently, in accordance with high corporate governance standards in all areas of our business.**

### Progress in 2024

- Appointed new Chair of the Board
- Reviewed and updated Modern Slavery Statement
- Adopted new cybersecurity policies
- Transferred listing from Equity Shares (Transition) Category to the Equity Shares (Commercial Companies) Category of the Official List of the FCA

### 2025 priorities

- Provide DEI training
- Completion of Modern Slavery Statement KPIs
- Roll out 2025 corporate governance training programme

## Corporate governance

In January 2024, Andrew Webb was appointed to the Board as a Non-Executive Director and became Chair of the Board in May 2024. The appointment of the new Chair followed an extensive search process overseen by the Nomination Committee with the assistance of external consultants. A full Director on-boarding process was undertaken by Andrew, including meeting with a number of shareholders.

Our Board and employees are committed to championing and embedding our purpose, values and standards, which are set out in our Code of Conduct. In 2024, we continued to review, update and implement key policies. The full list of our policies and terms of reference can be found on our website, [www.ecora-resources.com/about-us/governance/](http://www.ecora-resources.com/about-us/governance/).

We continue to operate an annual training programme for all Directors and employees, covering key areas related to corporate governance. All employees and Directors completed our 2024 Corporate Governance Training Programme, which included training on anti-bribery and corruption, conflicts of interest, the new UK Listing Rules, amongst other topics. Please refer to the Corporate Governance section for further information on our governance disclosures.

## Modern Slavery Statement

We are committed to embedding human rights and labour principles in our business and are a UN Global Compact participant. We published our annual voluntary Modern Slavery Statement, which demonstrates our commitment to human rights at the corporate level and through our supply chains. We completed our 2024 Modern Slavery Statement KPIs.

## Transfer of listing category

We are committed to upholding high corporate governance standards. In 2024, we transferred our listing from the Equity Shares (Transition) Category to the Equity Shares (Commercial Companies) Category of the Official List of the FCA. We updated our policies and procedures to ensure compliance with the new UK Listing Rules.

Diversity and inclusion	2024	2023	2022
Performance indicator			
% of female employees – all levels (at 31 December)	<b>58</b>	67	67
% of females in management or higher positions	<b>50</b>	50	-
% of female Executives/Board members (at 31 December)	<b>29</b>	29	14
Ethics and compliance	2024	2023	2022
Performance indicator			
% of employees who completed annual ABC and AML training	<b>100</b>	100	100
Corruption incidents	<b>zero</b>	zero	zero
Whistleblower reports	<b>zero</b>	zero	zero

# Our risks and risk management

The effective management of risk is integral to delivering our strategy.

Our strategy, values and risk appetite inform and shape our risk management and internal controls framework. The Board and the Executive Committee provide oversight of our principal and emerging risks, and the Audit Committee monitors the overall effectiveness of our risk management processes and internal controls. As understanding and effectively managing the Group's risks are fundamental to being able to execute our strategy, we are committed to a robust system of identifying and responding to the risks we face.

- manage the identified risks in appropriate ways;
- monitor the effectiveness of the management of these risks and intervene with improvements where necessary; and
- report to the Executive Committee and Board on a periodic basis on how principal risks have changed, are being managed and monitored, with any identified enhancements that are being made.

## The impact of risk on our strategy and viability

Risk can arise from events outside of our control or from operational matters. Each of the risks described on the following pages can have an impact on our ability to deliver our strategy and on the Group's ongoing viability.

## Risk management framework

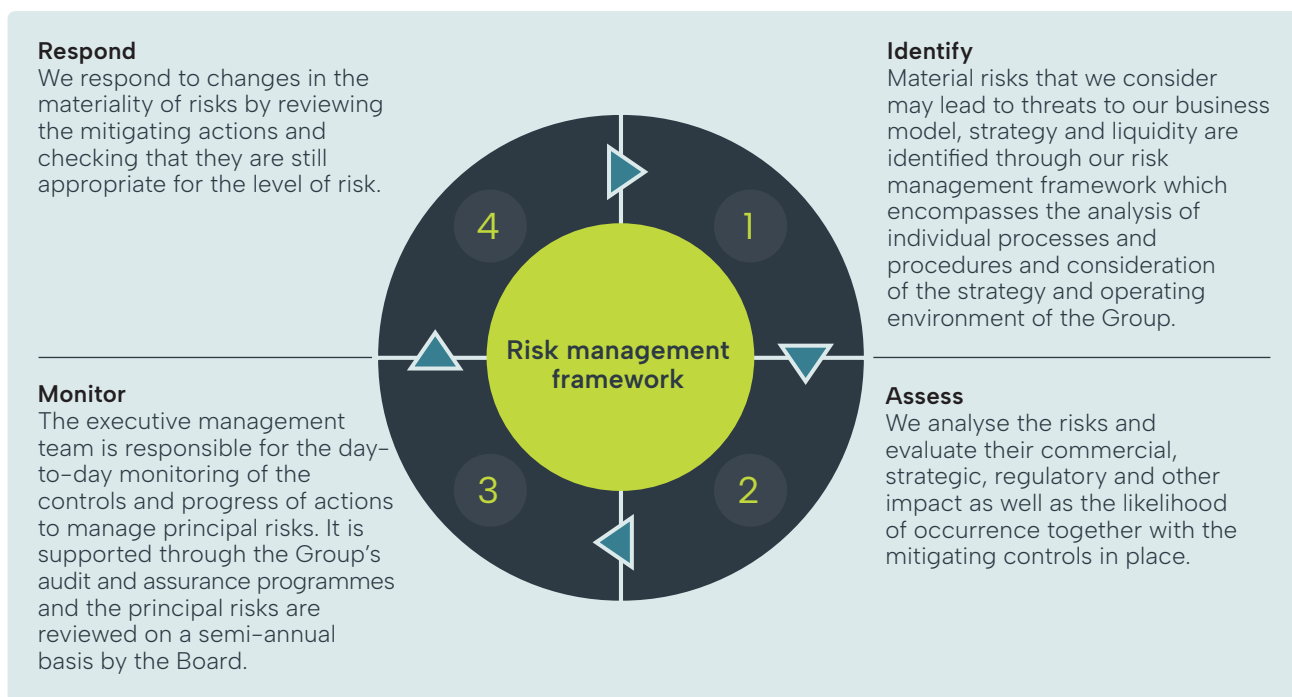
Our risk management processes are designed to provide a consistent and clear framework for embracing, managing and reporting risks from the Group's business activities to the Executive Committee and the Board by allowing us to:

- understand the risk environment, identify the specific risks, and assess the potential opportunities and exposure for Ecora;
- determine how best to deal with these risks to manage overall potential exposure;

## Risk appetite

In addition to approving the Group's strategy, the Board defines the level of risk that the Group is willing to accept while pursuing its objective of continuing to add value-enhancing royalties and streams to its portfolio. The Board look at risk appetite from the context of the severity of the consequences should a material risk materialise, any internal or external factors influencing the risk, and the status of management actions to mitigate or control the risk.

Throughout 2024 and at the date of this report, all of the Group's principal risks and uncertainties were operating within the limits of the Board's risk appetite.





## Risk assessment and classification

Our risk assessment process considers the likelihood and impact of risks, and the timescale over which a risk could occur. From this assessment, we classify the risks faced by the Group as emerging risks, principal risks and catastrophic risks.

### Emerging risks

We define risks as emerging if we need to know more about how likely they are to materialise, or what impact they might have if they did materialise. We investigate, analyse and monitor these risks further to assess if they should be classified as principal risks. Typically, emerging risks are those on a three-year horizon, in line with our Viability Statement.

For more on the Group's emerging risks refer to **page 62**

### Principal risks

We define a principal risk as a risk or combination of risks that would threaten the business model, future performance, solvency or liquidity of the Group. While principal risks are typically current risks that could affect our ability to achieve our long-term objectives, they are also considered over the next three years as a minimum, with the Group recognising that many of them will be relevant for a longer period.

For more on the Group's principal risks refer to **pages 63 to 69**

In addition to principal risks, we continue to be exposed to other risks related to the day-to-day operation of the business, for example credit risk, foreign currency risk and cybersecurity. The impact of these risks is not expected to be so significant as to materially affect the Group's business model, future performance, or solvency. The identification and mitigation of these risks are through the Group's internal control framework, the effectiveness of which is reviewed at least annually by the Chief Financial Officer as outlined on page 96, 102 and 103.

### Catastrophic risks

The Group also faces certain risks that are deemed catastrophic risks. These are very high severity, very low likelihood events, outside of the Group's control, that could result in an unplanned fundamental change to the Group's strategy and have significant financial consequences. The Board does not consider 'likelihood' when assessing these risks, as the potential impact means these risks must be treated as a priority. Catastrophic risks are included as principal risks.

### Changes to our risks in 2024

The Group's risk profile continued to evolve in 2024 as the broader macroeconomic environment continued to be impacted by the rising geopolitical uncertainty in the lead up to and following the US elections, together with the ongoing war between Ukraine and Russia and conflict in the Middle East.

The change in the US administration is expected to further increase geopolitical uncertainty throughout 2025 and beyond with the imposition of tariffs between major trading blocs and increased volatility making long term investment decision making more complicated. The impact of such trade measures, together with the expected rolling back of environmental targets' are likely to add increased volatility to commodity prices already impacted by a number of supply shocks, in particular nickel and cobalt.

## Cybersecurity

The impact of the loss or harm to the Group's information technology infrastructure is unlikely to materially affect the Group's business model, future performance or solvency as it is not linked to the operations underlying our portfolio of royalties and streams. The Group retains a third-party cybersecurity risk specialist to undertake an annual cybersecurity risk assessment and audit, together with providing ongoing monitoring of the Group's information technology infrastructure and education and training of all employees and Directors. Working with our cybersecurity risk specialist we have maintained our UK Cyber Essentials certification.

Through the Group's principal risk of 'operator dependence' the Board considers the indirect impact of the loss or harm to the information technology infrastructure of our operating partners as it is their responsibility for managing the cybersecurity risk that exists in their operations.

Of direct consequence to the Group in 2024 was the continued impact of supply shocks in the nickel and cobalt markets as a result of considerable additional supply from Indonesia and the Democratic Republic of Congo. This market imbalance and the impact on nickel prices led to the announcement by BHP to temporarily suspend its Australian nickel operations, including the West Musgrave project over which the Group holds a 2% NSR, from October 2024 with this decision to be reviewed by February 2027. Given the attractive return profile expected from this royalty, the delay to the start date has not resulted in any impairment charge in the period.

Cobalt prices have been similarly impacted by market imbalance resulting in prices remaining depressed throughout 2024. The result of lower prices led to an impairment provision of the Group's Voisey's Bay cobalt stream, despite strong operational performance. There is, however, a positive development with the recent announcement by the Democratic Republic of Congo Government seeking to implement controls to stabilise prices in the near-term and possibly beyond. Should prices continue their recent gains, it is possible that the pricing led impairment charge recognised during the period could be reversed at some point in the future.

The temporary suspension of the West Musgrave project, together with the lower returns from the Voisey's Bay cobalt stream, highlight that not only have geopolitical and commodity price risks increased, the risks from operator dependence, financing capabilities and investment success have also increased over the past 12 months. The Group's other principal risks have remained neutral. Catastrophic risk remains our highest priority risk, given the potential consequences.

In response to the principal risks that have increased, the Group is prioritising the acquisition of producing royalties and streams as evidenced by the acquisition of the \$50 million copper stream over the producing Mimbula project in February 2025 outlined in note 37 to the financial statements. In conjunction with the Mimbula acquisition, the Group also increased, amended and extended its revolving credit facility, providing the Group with further financing capacity to pursue growth. The prioritisation of acquiring producing royalties and streams will diversify the Group's income profile and should reduce the risks of operator dependence and investment success, and provide a clear path to deleveraging, and therefore reduce the risk of financing capabilities.

## Emerging risks

Emerging risks that are currently being monitored are:

### Climate change

#### Cause

The physical impacts from climate change, together with the impact of the response to address climate change, may have a significant impact on the Group's existing portfolio of royalties and streams together with its ability to acquire further royalties and streams in the future.

#### Commentary

During 2024, we again assessed the physical and transitional risks and opportunities associated with climate change detailed on pages 74 to 76.

Supporting our assessment of the physical and transitional risks and opportunities, together with our assessment of the resilience of our existing portfolio to these risks, was the scenario analysis undertaken in the prior year as detailed on pages 77 to 80.

While our assessment to date does not indicate that climate change will have a material adverse impact on the Group's business model given the commodity mix underlying our portfolio, the assessment is an iterative process, as assumptions relating to both the physical and transitional impacts are refined. As a result, we continue to classify climate change as an emerging risk.

### Inflation

#### Cause

Persistent higher rates of inflation continue to be experienced across most of the jurisdictions in which the mines and mills underlying the Group's portfolio are located.

The increased costs could delay or prevent expansion projects or development projects in the case of our non-producing royalties.

#### Commentary

The royalty model largely insulates the Group from the impact of inflation, with costs primarily limited to corporate overheads in comparison to the operating costs and capital expenditure incurred by the operators of the mines and mills underlying the Group's portfolio.

The significant increase in operating costs and capital expenditure could result in projects becoming uneconomic with operations or development suspended temporarily or entirely. This could in turn result in delays over the short term of royalty revenue and potentially impact the valuation of the Group's royalties. To address this potential risk, the Group's strategy is to acquire royalties and streams over projects operating in the lower half of industry cost curves which provides headroom to protect the economics of the underlying project.

This risk is closely linked with the principal risk of 'operator dependence' and 'investment success', particularly with a focus on the cost curve position of the investments undertaken and the ability of operations to remain economic through cycle.

### Supply chain disruption

#### Cause

Severe supply chain and logistics disruptions have the potential to impact not only the production and distribution of our operators' underlying commodities but also the timely delivery of development projects in the case of our non-producing royalties.

#### Commentary

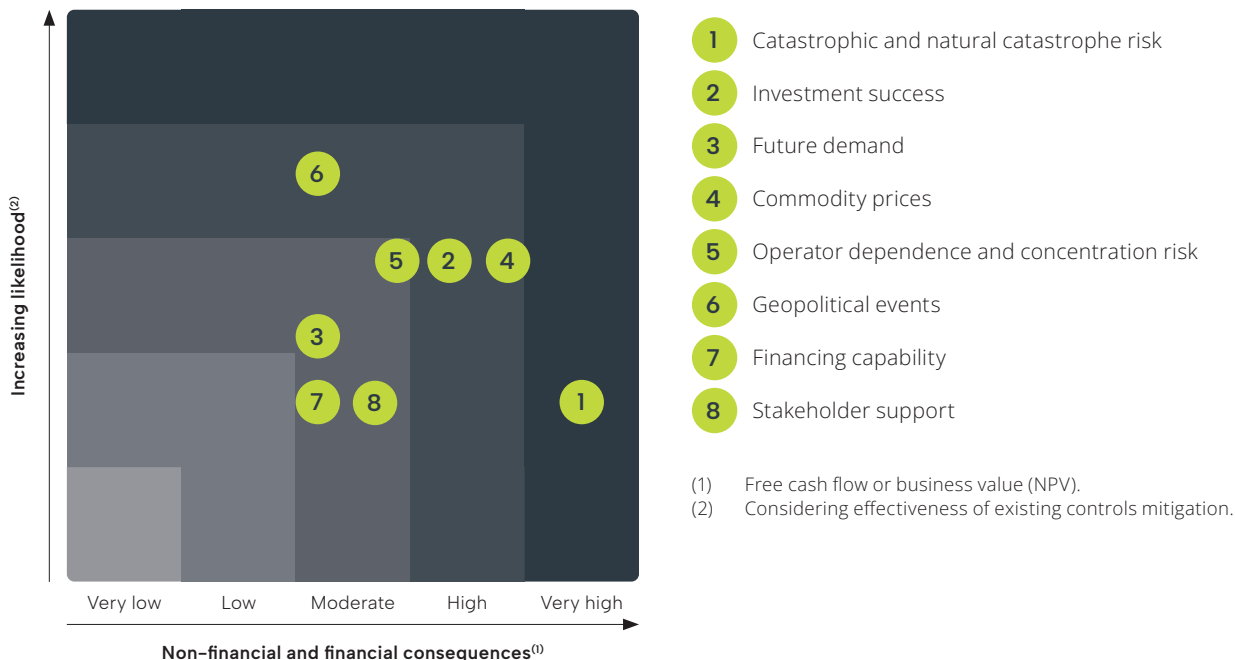
Supply chain and logistics disruptions continue to be observed, typically resulting in higher capital expenditure and maintenance costs. While the Group is shielded from such costs through the royalty model, there is the potential for delays over the short-term of royalty related revenue.

This risk is closely linked with the principal risks of 'operator dependence' and 'geopolitical events'.

# Principal risks and uncertainties

## Current assessment of principal risks and uncertainties

To ensure we can prioritise our efforts and resources, we regularly assess the materiality of our principal risks in terms of potential consequence and likelihood. This allows us to implement responses that mitigate or otherwise reduce negative impacts and realise the benefits of opportunities. These assessments, and the effectiveness of our associated mitigants, reflect management’s current expectations, forecasts and assumptions.



- 1 Catastrophic and natural catastrophe risk
  - 2 Investment success
  - 3 Future demand
  - 4 Commodity prices
  - 5 Operator dependence and concentration risk
  - 6 Geopolitical events
  - 7 Financing capability
  - 8 Stakeholder support
- (1) Free cash flow or business value (NPV).  
 (2) Considering effectiveness of existing controls mitigation.

The Group’s principal risks and uncertainties are:

## Catastrophic and natural catastrophe risk

**A potentially catastrophic incident such as a mine shaft failure, slope wall failure, fire or flood at one of the operations underlying the Group’s portfolio or royalties and streams, which could result in the loss of life, the destruction or loss of ore body or render it uneconomic.**

**Risk movement since 2023:**



**Link to strategy**



### Cause

Inadequate design or construction, adverse geological conditions, natural events such as seismic activity or floods.

### Impact

A major incident could result in our mining partner losing its licence to operate. In addition, such an incident could result in loss of resource or destruction of the ore body together with a halt in production or metal deliveries, resulting in lower cash flows, potential impairments/valuation losses, ability to service debt obligations and limiting the Group’s ability to pursue its growth strategy.

### Mitigation

Although these risks cannot be easily mitigated or transferred, the Group undertakes extensive due diligence engaging both internal and external experts to assess the viability of the project, before proceeding with an investment.

The Group monitors, through ongoing engagement with its mining partners, technical and sustainability related matters. Any significant sustainability risks and opportunities are reviewed and discussed by the Sustainability Committee.

### Commentary

While such risks have a low frequency, their impact is potentially very high, as a result they are treated with the highest priority.

### Climate change risks and opportunities:

Physical risk

See more on **pages 75 and 76**

### Key to strategy

- Commodity selection
- Investment framework

- Portfolio diversification
- Capital allocation

### Risk movement

- Increasing
- Decreasing
- Neutral

## Investment success

**Ecora Resources' success will depend on the Board making sound investment decisions to ensure that the royalties and streams acquired match or exceed expectations at the point of acquisition.**

**Risk movement since 2023:**



**Link to strategy**



### Cause

The actual performance of the royalties and streams acquired fail to achieve the expected returns, due to variations in the commodity prices, production volumes and start dates assumed in the investment base case model.

### Impact

The underperformance of an investment could result in the inability to achieve cash flow or profitability targets. In turn the Group's ability to obtain funding for future growth, service its debt obligations and provide shareholder returns could be significantly reduced.

Potential damage to Ecora Resources' reputation, and loss of support from stakeholders.

### Mitigation

The Group undertakes a thorough due diligence and screening process when considering each investment opportunity, which is key to reducing the risks of making a bad investment.

Disciplined approach to investment, based on key criteria set out on pages 20 and 21, with all material investments subject to review and challenge by the Executive Committee and the independent Directors.

### Commentary

Despite positive momentum at Voisey's Bay as operations continue to ramp up, the impact of a lower pricing environment has resulted in an impairment charge in the period. While the Group's stream is expected, based on consensus pricing to generate less income over its life, the income profile over the next three years adequately supports the Group's borrowing position and projected leverage profile.

In addition, the timing of first income from West Musgrave has been pushed out compared to the investment case, following BHP's decision to temporarily suspend construction given the weakness in the near-term outlook for nickel pricing.

The issues experienced at these operations reflect short-term supply shocks which have impacted significantly on pricing. Pricing is often very difficult to predict and can be influenced by events outside of the Group's or the operators' control. However, the Group seeks to obtain exposure to long-life assets which are sufficiently low on the cost curve which can remain operational and profitable through cycle. Whilst short-term lower pricing can be endured, it is vital that technical and operational aspects of the Group's diligence are accurate such that existential issues around investments do not materialise.

### Climate change risks and opportunities:

Transition risk and opportunity

See more on **pages 74 to 76**

## Future demand

**Demand for financing via royalties and streams may change depending on macroeconomic conditions.**

**Increased competition within the royalty and streaming sector may impact the ability to continue adding accretive assets to the portfolio.**

**Risk movement since 2023:**



**Link to strategy**



### Cause

High commodity price environments typically reduce the demand for near-term financing through royalties or streams, as operators have greater access to conventional sources of financing. Conversely inflationary pressure and increases in cost of capital for operators may increase the demand for near-term financing through royalties and streams.

Increased competition in the royalty and stream sector could also make it difficult to execute deals.

### Impact

Royalties and streams are, by their nature, depleting assets, and as a result failing to acquire new assets may lead to lower cash flows, profitability and valuation, which in turn limit the Group's ability to pursue its growth strategy.

### Mitigation

Disciplined application of investment criteria which includes the preference for long-life assets that will generate returns through the cycle.

Ecora Resources has built a credible global brand and network, backed by a successful track record of identifying and executing royalty transactions.

### Commentary

The Group has remained active with two acquisitions in the past twelve months and has a stable medium-term revenue profile to support growth initiatives. In addition, the Group's portfolio of development stage royalties, notably the royalties over the Santo Domingo copper-iron ore project and Phalaborwa Rare Earths Project will provide medium to long-term portfolio contribution growth, while the option to upsize the Piaui royalty provides an additional organic growth opportunity within the existing portfolio.


The Group continues to face competition for royalty and streaming opportunities although the last two acquisitions were on a bi-lateral basis, leveraging the Group's network and connections. Competition from larger precious metals peers is expected to continue, as they look to increase their exposure to critical minerals. The ongoing competition within the royalty and streaming sector has not changed in comparison to 2023; therefore, the risk of future demand remains neutral year on year.

### Climate change risks and opportunities:


Transition risk

See more on **pages 74 and 75**

### Key to strategy

 Commodity selection

 Investment framework

 Portfolio diversification

 Capital allocation

### Risk movement

 Increasing

 Decreasing

 Neutral



## Commodity prices

**Global macroeconomic conditions leading to sustained low product prices and/or volatility.**

**Risk movement since 2023:**



**Link to strategy**



### Cause

Commodity prices react to many macroeconomic events. Recent examples include armed conflict involving major economies, global trade disputes and sanctions and economic slowdown in a leading economy.

### Impact

Low commodity prices can result in higher cost operations becoming uneconomic which can in turn result in lower levels of cash flow, profitability and valuation. Lower cash flows and valuations may in turn constrain the Group's ability to fund the acquisition of new royalties and streams, or meet financial covenants associated with its borrowing facility.

Low commodity prices may also result in our mining partners delaying or suspending operations, which would also result in lower levels of cash flow and the impairment of the Group's portfolio.

### Mitigation

Maintaining a portfolio of royalties and streams that is diversified by both commodity and geography.

Regular updates of economic analysis and commodity price assumptions are discussed by the Executive Committee and the Board.

Disciplined approach to investment decisions, including the assessment of commodity price forecasts, with a focus on generating shareholder returns through the cycle.

### Commentary

The Group's diversified portfolio should reduce the impact of volatility in commodity prices. However, the significant decline in the nickel price over the past 18 months driven by new supply from Indonesian operators resulted in the closure of a number of Australian operators together with the announcement by BHP to suspend of the development of the West Musgrave project in July 2024.

In addition to the weakness in the nickel price, the cobalt price has remained depressed throughout 2024 as a result of DRC supply coming back online. The impact of lower cobalt price forward pricing has resulted in an impairment charge for the Group's Voisey's Bay cobalt stream in the period, despite improved operational performance.

As a result of the sustained weakness in both nickel and cobalt prices – two commodities which underpin the Group's forward-looking portfolio – the commodity price risk has increased year on year.

Despite the supply side imbalance in certain commodities, particularly nickel and cobalt, there are some encouraging signs that countries are now seeking to monetise their natural resources in a more economic manner. The Indonesian and DRC Governments are seeking to implement supply controls designed to stabilise prices, the effects of which are already being seen.

### Climate change risks and opportunities:

Transition risk and opportunity


See more on **pages 74 to 76**


## Operator dependence and concentration risk

**The Group is dependent on its counterparties operating effectively while upholding industry best practices to provide the returns expected at the time of investment.**

**Of the Group’s nine producing royalties and streams, two accounted for 73% of our portfolio contribution in 2024.**

**Risk movement since 2023:**

 **Link to strategy**



**Cause**

Ecora Resources is not directly involved in the ownership or operation of mines and mills underlying its portfolio. As a result, it is generally the owners and operators that determine the manner in which the underlying projects are mined, including decisions to expand, advance, continue, reduce, suspend or discontinue production, together with decisions about the marketing of the minerals extracted from the projects.

**Impact**

The timing and quantum of cash flows may differ materially from those expected at the time of investment, potentially resulting in asset impairments/valuation losses, reduced profitability and lower corporate valuation. Lower cash flows and valuations may in turn constrain the Group’s ability to fund the acquisition of new royalties and streams required to pursue its growth strategy.

**Mitigation**

When assessing potential investment opportunities, the Group undertakes extensive counterparty due diligence. For our existing portfolio, we maintain ongoing engagement with our mining partners, to understand the mine plans and development timetables associated with our assets.

On certain royalties and streams, the Group has information and audit rights which it generally exercises on the identification of any unexpected royalty outcome. It has also developed a Sustainability Risk Assessment and Monitoring Framework which assist pre- and post-acquisition reporting on matters which are fundamental to the Group’s investment thesis.

The Group aims to include transfer restriction/change of control clauses into its new royalty agreements to help ensure its exposure continues to be to trusted counterparties underpinned by strong sustainability principles.

The Group is actively expanding and diversifying its portfolio of royalties and streams, as demonstrated by the Mimbula copper stream acquisition subsequent to year end, to ensure that it has a well-balanced and diversified source of income to reduce reliance on any one operation, operator, commodity or jurisdiction.

**Commentary**

For further details on the Group’s operator engagement refer to pages 48, 53 and 54.

As income from the Kestrel royalty winds down over the next two years, the Group’s income profile and financing capacity become more reliant on the successful ramp-up of operations at Voisey’s Bay and the development stage projects (Santo Domingo, Phalaborwa, Piaui and West Musgrave) over which the Group holds royalties commencing commercial production.



The decision by BHP to suspend the development of the West Musgrave project announced in July 2024, with the decision to be reviewed by February 2027, has resulted in the risk of operator dependence and concentration risk increasing year on year and highlights that even some of the most economic operations can incur market forces which result in commercial decisions being taken which differ from the investment thesis.



**Climate change risks and opportunities:**

Physical and transition risk




See more on **pages 74 to 76**

**Key to strategy**

-  Commodity selection
-  Investment framework

-  Portfolio diversification
-  Capital allocation

**Risk movement**

-  Increasing
-  Decreasing
-  Neutral

### Geopolitical events

**Geopolitical events and tensions have the potential to negatively impact our business.**

**Risk movement since 2023:**



**Link to strategy**



#### Cause

Geopolitical disputes including armed conflict involving world powers and restrictions or constraints to free trade can have a direct impact on commodity prices. Furthermore, the results of recent elections could alter the outlook for commitments to climate change reduction and the speed at which countries commit to the energy transition.

The introduction of new policies linked to natural resources or capital controls as a result of changes in the domestic politics of the countries our counterparties operate may impact our business.

#### Impact

Commodity price and sales volume volatility experienced by the operations underlying the Group's portfolio as a result of trade actions (increased tariffs, retaliations and sanctions) could lead to lower levels of cash flow, profitability and valuation, which in turn could constrain the Group's ability to fund the acquisition of new royalties and streams, or meet financial covenants associated with its borrowing facility.

If capital controls are introduced by a country, this could subsequently lead to a counterparty being unable to remit funds to the Group.

#### Mitigation

The Group's portfolio of royalties and metal streams is diversified by both commodity and geography.

#### Commentary

The ongoing war between Russia and Ukraine, the escalation of the Israeli-Palestinian conflict, together with China's economic outlook, create uncertainty. In addition, the results from recent elections in the US with the threat of international tariffs and the withdrawal from international climate agreements result in the risk from geopolitical events increasing year on year.

### Financing capability

**The Group is dependent on access to capital in order to achieve its growth ambitions.**

**Risk movement since 2023:**



**Link to strategy**



#### Cause

Sudden adverse change in capital market conditions, including higher cost of capital. Production issues or significant commodity price volatility.

#### Impact

The inability to access either debt or equity funding could materially impact the Group's ability to achieve its growth ambitions.

#### Mitigation

The Group has a strong shareholder base and a syndicate of lenders who understand the royalty and streaming business model and are supportive of the Group's strategy.

We regularly meet with advisers, shareholders and lenders to discuss the types of transactions we are considering to gauge their support.

#### Commentary

The Group has taken on additional leverage with its recent acquisition of a copper stream on the Mimbula operation. The leverage profile depends on the Group's portfolio operating in line with expectations' which supports a deleveraging profile over the next three years. Beyond this time horizon, the advancement of the Group's development assets will be key to enabling the Group to continue financing acquisitions from its balance sheet.

The Group has extended the maturity of its borrowing facility to January 2028 and has no fixed amortisation or step-downs associated with the facility.

#### Climate change risks and opportunities:

Transition risk and opportunity

## Stakeholder support

### Ecora Resources needs to be well supported by all stakeholders including:

- Operating counterparties
- Employees
- Shareholders
- Lending banks
- Brokers/analysts

### Risk movement since 2023:



### Link to strategy



### Cause

Failure to identify, understand and respond to the needs and expectations of our stakeholders.

### Impact

A breakdown in the relationship between Ecora Resources and any of its stakeholders could materially impact its ability to achieve its strategy, fund future growth and execute on new acquisitions.

### Mitigation

The Group's Code of Conduct governs its interaction with all our stakeholders. In addition, the Executive Committee and the Board have regular and ongoing interaction with all of its stakeholders, with the support of external advisers.

### Commentary

The Group has had considerable engagement with its largest shareholders during the year on a number of matters. In addition, the refinancing of the Group's borrowing facility is testament to the support being received from the Group's lending syndicate.



Further information on how we engage with our stakeholders can be found on pages 47 to 49.



### Climate change risks and opportunities:

Transition risk and opportunity




See more on **pages 74 to 76**

### Key to strategy

-  Commodity selection
-  Investment framework

-  Portfolio diversification
-  Capital allocation

### Risk movement

-  Increasing
-  Decreasing
-  Neutral

# Climate-related risks and opportunities

## Task Force on Climate-related Financial Disclosures ('TCFD')

Climate change continues to be one of the biggest challenges of our times. As a result, we have a responsibility to our stakeholders to assess the physical and transitional risks and opportunities together with the financial implications associated with climate change that could potentially impact our business model. The Group has used the TCFD framework, as set out below, to facilitate this assessment.

While the Group does not control or directly operate any of the mines or mills from which it receives royalties or physical metal deliveries, it does control its strategy and investment decisions; accordingly, our most significant exposure to climate-related risks and opportunities arises indirectly through the operations underlying our portfolio of royalties and streams. It is in this context that we:

- undertake our assessment of climate-related risks and opportunities, including the scenario analysis used;
- respond to the risks and opportunities identified; and
- will look to expand our metrics and targets to be used in managing climate-related risks and opportunities as well as measuring the Group's performance.

The climate-related financial disclosures on pages 70 to 83, are therefore, consistent with all four TCFD pillars and the 11 recommended disclosures.

### Governance

Ultimate responsibility for the long-term sustainable success of the Company lies with the Board, which determines the purpose, values, culture, strategy, governance and risk management framework. The Sustainability Committee is a subcommittee of the Board, consisting of two Independent Non-Executive Directors and the Chief Executive Officer, and has the mandate of overseeing the development, recommendation and subsequent implementation of the Group's Board approved sustainability strategy and sustainability related policies. The Sustainability Committee is responsible for reviewing the Group's assessment of the sustainability risk and opportunities, including those linked to climate change, across the Group's existing portfolio and potential investments. In addition, the Sustainability Committee collaborates with the Audit Committee to oversee the Group's risk management processes, with a particular focus on climate-related risks and opportunities, including the identification of such risks and opportunities and the scrutiny of the mitigation plans. The Sustainability Committee Report on pages 104 and 105 details its roles and responsibilities, together with the climate-related decisions taken in the year.

Some climate-related decisions and matters are reserved for the Audit and Remuneration Committees with delegated authority from the Board, as highlighted as follows.

### Audit Committee

In addition to collaborating with the Sustainability Committee in overseeing the Group's risk management processes, the Audit Committee monitors the integrity of climate-related disclosures and the Group's compliance with climate-related reporting requirements.

### Remuneration Committee

The Remuneration Committee designs and implements the Group's remuneration policy, which includes setting sustainability targets in collaboration with the Sustainability Committee. The Remuneration Committee monitors performance against the targets set and approves remuneration accordingly.

### Management's role

The Executive Committee, supported by the Group's senior leadership team, is responsible for executing the Group's strategy of building a portfolio of royalties and streams through a disciplined approach to investment in commodities that directly enable the energy transition or will lower the carbon intensity of a product supply chain. Central to the successful execution of the Group's strategy is the investment approval process, which is underpinned by the Group's investment framework outlined on pages 20 to 24 and includes an extensive due diligence process to identify and address among other factors, climate-related risks and opportunities. As investment success could affect the Group's ability to achieve its long-term objectives, it continues to be classified as a principal risk (refer to page 64).

Once an investment is made, the Executive Committee is ultimately responsible for the day-to-day monitoring of the performance of the Group's portfolio including sustainability and climate-related incidents. In addition, the Executive Committee is responsible for maintaining the Group's risk register and undertaking a semi-annual enterprise risk assessment which includes sustainability and climate-related risks for the Board and its Committees to review and challenge.



## TCFD framework

### Governance

#### Our response

Sustainability Committee established in 2020, to assist with the Board's scrutiny and oversight of all sustainability matters, including climate-change related risk and opportunities.

#### Focus for FY25

Continued monitoring of the impact of climate change on the Group's existing portfolio and in the assessment of new royalty and stream acquisitions.

Board training agenda includes specific sessions on climate change to ensure members have the expertise to meet their responsibilities.

#### Further information

Refer to the Sustainability Committee Report on pages 104 and 105.

The Group's governance processes for climate risks and opportunities are described in the Group's Sustainability Policy which can be found on the Group's website [www.ecora-resources.com/sustainability](http://www.ecora-resources.com/sustainability).

### Risk management

#### Our response

Monitored and reviewed the Group's climate risk register.

The climate risk register was presented to and discussed in detail by the Board as part of the enterprise-wide risk discussions during the year.

#### Focus for FY25

Monitoring of risk mitigation and opportunity implementation through the Sustainability and Audit Committees.

#### Further information

Refer to the Group's approach to risk management and principal risks and uncertainties on pages 60 to 69.

Refer to pages 74 to 76 for the highest ranked climate related risks and opportunities.

### Strategy

#### Our response

Monitored and reviewed climate-related risks and opportunities most material to the Group.

Updated the Group's climate change scenarios to reflect the assumptions included in the IEA Announced Pledges Scenario and Stated Policies Scenario, together with the NGFS Nationally Determined Contributions scenario, which better reflect the Group's exposure to transition and physical risk factors and the likely future demand for the commodities underlying the Group's portfolio of royalties and streams.

The Sustainability and Audit Committees considered management's conclusions in relation to the scenario analysis and assessed the appropriateness of the Group's strategy. In addition, the results were considered as part of the Group's assessment for indicators of impairment, the valuation of those royalty assets carried at fair value, and the Group's going concern and viability statement assessment.

#### Focus for FY25

Further refine the scenarios to enable the financial impact to be quantified.

Ongoing review of climate risks and opportunities to ensure impact assessment are updated with the latest climate science and business understanding.

#### Further information

Highest ranked climate related risks and opportunities, are shown on pages 74 to 76.

Scenario analysis and results is detailed on pages 72 to 80.

### Metrics and targets

#### Our response

The Group's Scope 1, Scope 2 emissions and Scope 3 (upstream) emissions are disclosed on pages 80 to 83.

At the start of 2023, the Group achieved approval of its scope 1 and 2 reduction targets by the Science-based Targets Initiative (SBTi) for small to medium enterprises (SMEs), and continues to report against these targets, as detailed on page 83.

Given the Group's business model, our Scope 3 financed emissions are the most material category of emissions. As a result, we have established a methodology for calculating Scope 3 financed emissions for our royalties and streams, which are disclosed on pages 81 and 82.

This methodology has been applied to the emissions inventory collated for the operations underlying the Group's portfolio for 2023 as detailed on page 82.

#### Focus for FY25

The Board will continue to assess the available climate related data in addition to absolute GHG emissions for relevant metrics which could be used to assess climate-related risks and opportunities in line with the Group's strategy.

As the Group's material exposure to GHG emissions arises from Scope 3 downstream emissions, management will continue to engage with the Group's operating partners to encourage transparent climate change disclosure with a view to provide a more complete emissions inventory and to understand what % of our financed emissions are currently covered by net zero emissions targets aligned with science-based targets.

The Group will consider adapting its financed emissions methodology overtime if further guidance becomes available.

#### Further information

Refer to pages 80 to 83 for the Group's Scope 1, Scope 2, Scope 3 (upstream) emissions and Scope 3 financed emissions and reduction targets, together with emissions data published or provided by our operating partners.

**Risk management**

To fully understand the implications of climate change, the Group’s semi-annual enterprise wide risk assessment includes a detailed review of the key climate change related risks to and opportunities of the Group’s business model, together with identifying the timeframes over which they are expected to materialise. The Group’s climate risk and opportunities register, considered both the physical effects of changing weather and the economic and regulatory transitions required for society to either mitigate climate change or adapt to a new environment and is reviewed and discussed in detail by the Board semi-annually.

Given the specialised knowledge required to understand and respond to climate risk, the Group engaged Ever Sustainable, to review and update the Group’s tailored climate change scenarios to assist the Executive Committee and senior leadership team assess the Group’s strategic resilience against the scenarios and to identify mitigation plans where applicable. The results of the 2024 scenario analysis indicated that under both scenarios the demand for the commodities underlying the Group’s portfolio remained strong given the alignment with requirements of the energy transition.

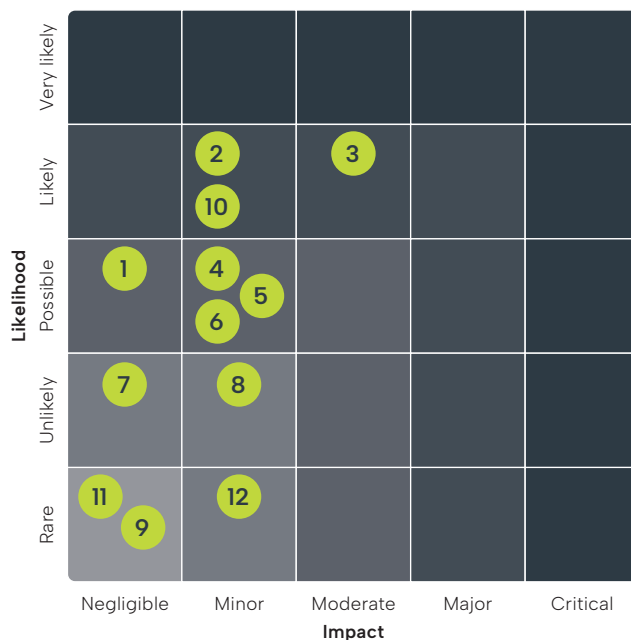
**Risk assessment criteria**

The likelihood and potential impact of each risk were rated in line with the Group’s existing risk ranking system including within its sustainability due diligence framework, the results of which are summarised in the risk assessment heat map.

The likelihood assessment reflects the probability of the risk having an impact on the Group in the short to medium-term time horizon and takes into consideration desktop research in addition to evidence of historical impacts on the Group’s portfolio. The impact assessment is on a post-mitigation basis and reflects the estimated income statement impact of that risk within the financial year. The Group’s definition of a significant financial impact is where the impact is of over \$6.5m (2023: \$7m) which aligns with the materiality set by the Group’s statutory auditor, as set out on page 130. In this context, a significant impact refers to an operational or financial effect that would require an active response or strategic planning by senior management.

Climate risks are categorised into ‘physical risks’, being risks arising from the physical effects of climate change, and ‘transition risks’, being the risks related to the transition to a lower carbon economy. The Group’s climate-related transition risks, physical risks and opportunities with the highest risk ratings are shown on pages 74 to 76. The time frames presented are the period over which the risks and opportunities could manifest to a significant impact and are defined as follows:

<b>Short term:</b>	12–24 months – aligned with the Group’s going concern analysis
<b>Medium term:</b>	3–5 years – aligned with the Group’s Viability Statement period of 3 years
<b>Long term:</b>	5+ years – most of the Group’s producing and near-term development royalties and streams are over mines with an expected life in excess of 5 years



- 1 Rising temperatures
- 2 Extreme weather
- 3 Pressure from financiers
- 4 Heavy rainfall
- 5 Stakeholder concern for climate
- 6 Drought and water scarcity
- 7 GHG emissions pricing
- 8 Uncertain demand for commodities
- 9 Rising sea level
- 10 Increasing climate regulation
- 11 Unpredictable technological development
- 12 Climate litigation

### Risk management and response

The Sustainability Committee and Audit Committee review the climate risk register as part of the semi-annual risk review to ensure that the assigned mitigating actions remain appropriate and are being implemented. Priority is given to those risks with a high rating that may manifest over the short to medium term. The Board also formally considers the Group's risk in designated sessions at the Group's semi-annual strategy days, in addition to the reports it receives from the Sustainability Committee and Audit Committee.

Ongoing oversight of the implementation and effectiveness of these actions is delegated to the Executive Committee supported by the senior leadership team. The senior leadership team meets monthly to review sustainability action items and monitor sustainability and climate-related incidents.

### Strategy

We identified in the middle of the last decade that in order to manage climate change, a significant shift in energy origination, consumption and storage would be needed in future years. We realised that a significant amount of base metals and rare earths would be required to construct the technologies which would be required to drive such a step change and began to shape our strategy and investment decisions towards these future facing commodities. We continue to believe that considerable quantities of these commodities will be required for the energy transition and so our investment priorities are to focus on such materials. We also recognise that both physical and transition climate risks and opportunities could impact our investment strategy, and we are committed to understanding and mitigating any potential financial impacts on our business.

### Our climate-related risks and opportunities

The following tables outline the transition risks, physical risks and opportunities with the highest impact ratings that could affect the Group directly through our own operations or indirectly through the operations of our mining partners underlying our portfolio.

To the extent that climate change adversely affects our business and financial position, it may also have the effect of heightening a number of our principal risks and uncertainties detailed on pages 63 to 69. For example, the Group's portfolio contribution may be impacted by changes to production, for a variety of reasons including, but not limited to, climate change and the impact on production closely linked to the principal risk of 'operator dependence'. Where relevant, we have detailed the related principal risks and uncertainties that may be exacerbated by climate change risks in the tables on the following pages.

## Transition risks

### Pressure from financiers

#### Risk description:

Providers of debt and equity funding are increasingly making more stringent demands relating to climate impacts and decarbonisation, and in some cases raising the rate of loans or divesting completely from organisations that do not align with their criteria. Financiers are increasingly focused on understanding the impacts of Scope 3 emissions.

#### Related principal risks and uncertainties:

- Operator dependence
- Investment success
- Financing capability
- Stakeholder support

### Potential impact

#### Operators

- Delays, suspension or abandonment of development or production projects linked to unexpected decrease in commodity demand, rendering the project uneconomical

#### Potential impact on Ecora

- Divestment from the Group's securities due to sustainability constraints
- Debt providers withhold or increase the cost of capital

#### Potential financial impacts for Ecora

- Market price: Decrease in the Group's market value and cost of shares
- Cost of capital: Reduced access and/or increased costs of capital
- Asset valuation: Potential impairment or write-off of the carrying value of the Group's royalty-related assets
- Revenue: Medium-term delays in royalty and metal stream revenue

#### Mitigating activities:

- Provision of data through reporting frameworks like the TCFD
- Work to enhance sustainability rating scores with providers like MSCI and Sustainalytics
- Clear and transparent reporting on climate impacts, including Scope 3 emissions
- Aligning with recognisable net zero initiatives like SBTi

**Time horizon:**

12–24 months

**Overall rating:**

Moderate

### Increasing regulation and reporting

#### Risk description:

Policymakers will need to set stricter emissions and environmental compliance regulations, which are likely to be localised according to the priorities and ambitions of different regions. Companies may therefore encounter changing expectations related to their climate impacts.

#### Related principal risks and uncertainties:

- Investment success
- Operator dependence

### Potential impact

#### Operators

- Increased costs and possible project abandonment related to longer timelines and more arduous mining permitting processes
- Delays, suspension or abandonment of projects linked to costs to address mandatory compliance with local or national greenhouse gas emission laws, rendering the project uneconomical

#### Potential impact on Ecora

- More resources need to meet more complex climate reporting obligations
- Failure to retrieve sufficient data from operators to report accurately

#### Potential financial impacts for Ecora

- Asset valuation: Potential impairment or write-off of the carrying value of the Group's royalty-related assets
- Revenue: Medium-term delays in royalty and metal stream revenue
- OPEX: Increased operational costs to meet reporting obligations

#### Mitigating activities:

- Proactive work to enhance greenhouse gas inventory methodology and align with standardised sustainability reporting frameworks including TCFD, UNGC and SBTi
- Extensive operator due diligence process which focuses on environmental aspects, including efforts to reduce emissions
- Regular market and regulation scans and forecasting in operator jurisdictions

**Time horizon:**

12–24 months

**Overall rating:**

Minor

## Transition risks continued

### Stakeholder concern for climate change

#### Risk description:

Stakeholders becoming more aware of and concerned by the impacts of climate change on their daily lives and the future, as well as the role and responsibilities of businesses in either supporting or detracting from the energy transition.

#### Related principal risks and uncertainties:

- Operator dependence
- Stakeholder support

### Potential impact

#### Operators

- Disruption, suspension or abandonment of production or development projects due to community opposition or protests related to underlying commodity or high-carbon mining operations

#### Potential impact on Ecora

- Stigmatisation of the industry leads to challenges in talent acquisition and retention within the organisation

#### Potential financial impacts for Ecora

- Revenue: Short or medium-term delays in royalty and metal stream revenue
- Asset valuation: Potential impairment or write-off of the carrying value of the Group's royalty-related assets
- OPEX: Higher costs to attract adequate talent to achieve the Group's strategy

#### Mitigating activities:

- Enhancing reporting transparency and communication efforts to illustrate the organisation's role in the energy transition
- Encouraging operators to invest in the decarbonisation of their operations
- Participation in industry forums to raise the profile of the wider industry

### Time horizon:

12–24 months

### Overall rating:

Minor

## Physical risks

### Extreme weather events

#### Risk description:

Increased frequency and intensity of acute weather events including more frequent and intense storms, floods and fire weather. These events may lead to damage to infrastructure and disruption to supply chains and livelihoods in the mining sector.

#### Related principal risks and uncertainties:

- Catastrophic events
- Operator dependence

### Potential impact

#### Operators

- Delays, suspension or abandonment of production or development projects linked to partial or full destruction of assets
- Project delays linked to impacts on local labour force including staff health and safety and availability or higher costs associated with developments in response to climate-related events

#### Potential impact on Ecora

- Direct impacts likely minimal

#### Potential financial consequence for Ecora

- Revenue: Short to medium-term delays in royalty and metal stream revenue
- Asset valuation: Potential impairment or write-off of the carrying value of the Group's royalty and metal stream-related assets

#### Mitigating activities:

- Extensive operator due diligence process which focuses on environmental aspects, including exposure to extreme weather events

### Time horizon:

3–5 years

### Overall rating:

Minor



## Physical risks continued

### Drought and water scarcity

#### Risk description:

Changes to precipitation patterns and increasing aridity are likely to affect groundwater and surface water availability and water quality in several regions around the globe.

#### Related principal risks and uncertainties:

- Operator dependence
- Investment success
- Stakeholder support

### Potential impact

#### Operators

- Higher CAPEX investments to mitigate water impacts/availability (e.g. desalination plants) or OPEX costs associated with water treatment and discharge, potentially rendering the project uneconomical
- Project delays or suspension linked to conflict with surrounding communities on water withdrawal

#### Potential impact on Ecora

- Direct impacts likely minimal

#### Potential financial impacts for Ecora

- Revenue: Medium-term and potentially recurring delays in royalty and metal stream revenue
- Asset valuation: Potential impairment or write-off of the carrying value of the Group's royalty-related assets

#### Mitigating activities:

- Extensive operator due diligence process which focuses on environmental aspects, including water usage

### Time horizon:

3–5 years

### Overall rating:

Minor

## Opportunity

### Increased demand for commodities

#### Opportunity description:

85% of the Group's portfolio contribution in 2026 is expected to be generated from royalties and streams directly linked to commodities required for a low carbon future – copper, cobalt, nickel and vanadium – demand for these commodities is expected to increase between 2x and 4x from 2023 to 2050 as outlined in the Group's scenario analysis.

#### Related principal risks and uncertainties:

- Investment success
- Future demand
- Commodity prices
- Geopolitical events

### Potential impact

#### Potential financial impacts for Ecora

- Revenue: the increase in demand for the commodities underlying the Group's portfolio should result in higher prices, increasing the medium to long-term royalty and streaming revenue
- Price premium may eventuate for those commodities ethically sourced or derived from operations with low carbon footprints and high sustainability credentials – eg. cobalt from Voisey's Bay which has strong sustainability credentials and low carbon footprints.

### Time horizon:

3–5 years

### Overall rating:

High

## Scenario analysis

In 2024 the senior leadership team with the support of external consultancy Ever Sustainable, undertook climate scenario analysis to enhance our understanding of the risks facing our business and to assess the resilience of the Group's investment strategy. The underlying assumptions of the two bespoke and challenging scenarios developed in 2022 to explore how our identified risks and opportunities might develop over the short, medium and long term were reviewed in 2023 with management concluding that the scenarios remain appropriate.

The key parameters used to define the scenarios were:

Parameter	Selection	Rationale
<b>Scenario source</b>	Combination of NGFS and IEA with some input from IPCC	<ul style="list-style-type: none"> <li>■ The nature of our business as a provider of financial capital creates natural alignment to the financial focus of the NGFS.</li> <li>■ The IEA provides specific data and commentary on commodity demand outlook in the context of the energy transition that is highly relevant to our business and strategy.</li> <li>■ Supplementing physical scenarios with IPCC data allows for deeper understanding of physical risks.</li> </ul>
<b>Base scenarios</b>	1.7°C – Delayed Transition (emphasis on transition risk)	<ul style="list-style-type: none"> <li>■ Given the Group's strategic emphasis on providing capital to support the energy transition, this scenario was chosen to understand how delayed time horizons could impact our strategy as well as the expectation of greater financial instability in markets.</li> </ul>
	2.3–3°C – Current Policies (emphasis on physical risk)	<ul style="list-style-type: none"> <li>■ The impact of climate change on mining operators is most evident in 'Hot House World' style scenarios, and this scenario was selected to understand how our operator dependence risk could evolve in light of increased physical climate risk.</li> </ul>
<b>Time frame</b>	Short term: 12–24 months Medium term: 3–5 years Long term: 5+ years	<ul style="list-style-type: none"> <li>■ The time horizons selected align with our business planning horizons. Because climate risks are longer term in nature and for the purpose of this exercise, we looked out to 2050 to gauge potential long-term impacts.</li> </ul>
<b>Geographies</b>	Global with some focus on South America, North America and Australia	<ul style="list-style-type: none"> <li>■ To better understand the breadth of climate-related risks, geographical emphasis was kept wide with some tailoring towards regions with the greatest portfolio exposure.</li> </ul>
<b>Commodities</b>	Cobalt, Copper, Nickel and Vanadium	<ul style="list-style-type: none"> <li>■ Where possible, data and trends relevant to these commodities was emphasised due to Ecora's portfolio exposure to these metals.</li> <li>■ While the contribution from the Group's Kestrel royalty was material in 2024, production will transition outside of the Group's private royalty lands over the next 5 years, as a result metallurgical coal is not a focus commodity for the scenario analysis.</li> </ul>

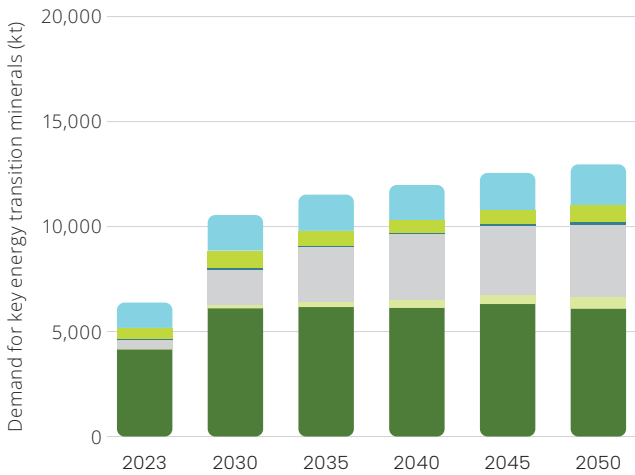
The first scenario was influenced by the NGFS Delayed Transition Scenario with inputs from the IEA Announced Pledges Scenario (APS). This scenario assumes that global emissions do not begin to decline until 2030 when sudden and stringent policy action is taken. The second scenario, Hot House World, relies primarily on the NGFS Nationally Determined Contributions (NDC) and IEA Stated Policies Scenario (STEPS). This scenario describes a pathway in which only currently implemented policies are continued, with carried implementation of NDCs, leading to severe physical risks and irreversible changes like sea level rise.

Scenario analysis continued

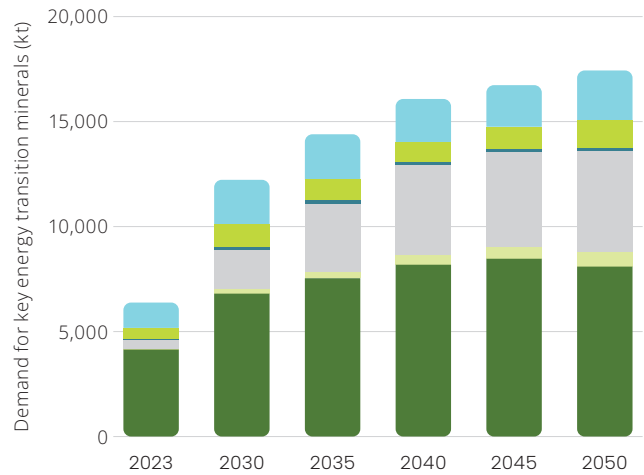
Assessing our resilience

The key highlight from the scenario analysis continues to be that with the Group's current commodity mix, the potential financial upside for the Group in the Delayed Transition Scenario is stronger, while the trajectory of commodity demand in line with expectations outlined in the Hot House World Scenario remains attractive for the Group's financial prospects. The Executive Committee, Sustainability Committee and Board have considered the outcomes of the scenario analysis exercise and conclude that our investment strategy remains resilient under both scenarios.

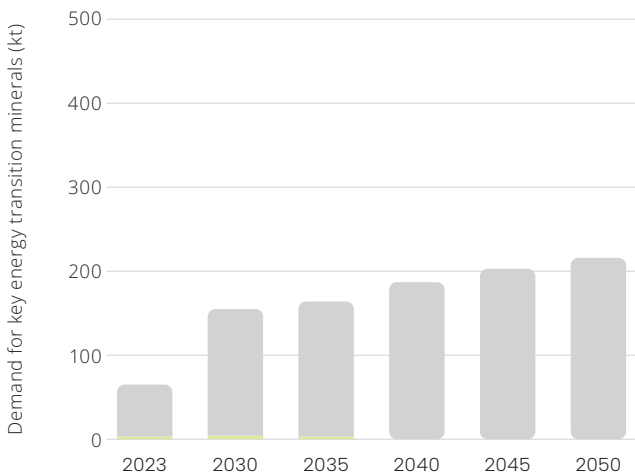
Copper – Stated Policies Scenario (STEPS)



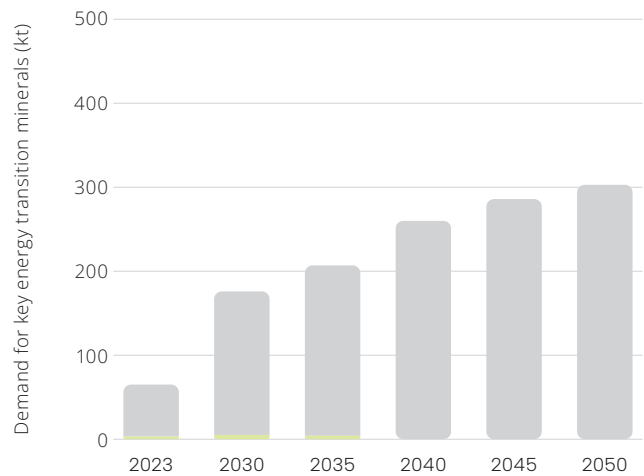
Copper – Announced Pledges Scenario (APS)



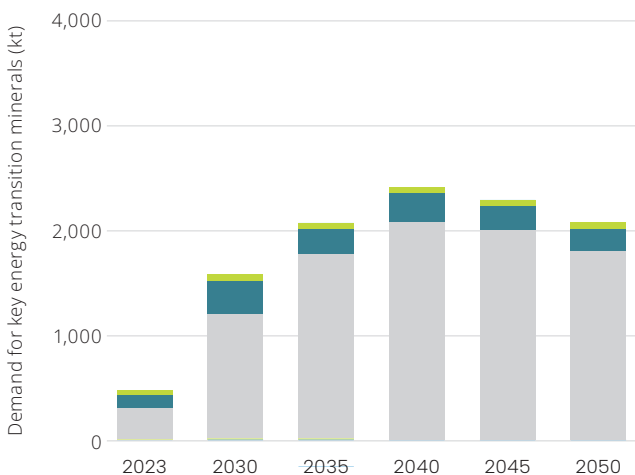
Cobalt – STEPS



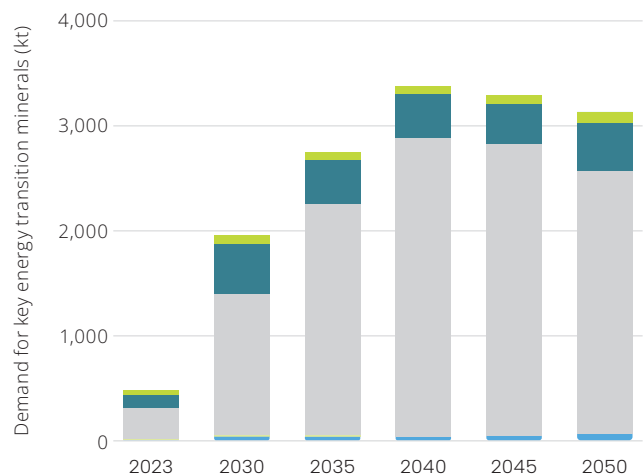
Cobalt – APS



Nickel – STEPS



Nickel – STEPS



- Solar PV
- Wind
- Other low emissions power generation
- Electric vehicles
- Grid battery storage
- Electricity networks
- Hydrogen technologies

Other key findings from the scenario analysis were:

Delayed Transition

- Depending on the form of carbon pricing introduced, Ecora could be directly impacted. However, the Group’s focus on low carbon operators helps to mitigate its exposure to high costs, and the Group would expect any eventual costs to pose a minimal impact to the business.
- Increased volatility in the marketplace may disrupt the Group’s ability to raise capital in public markets temporarily. However, poor market conditions may also provide opportunities for the Group to identify attractive deals.
- Development projects in particular could face regulatory headwinds from government in the medium term, although the Group’s portfolio exposure is limited.
- In the short term, Ecora’s exposure to coal will roll off, greatly reducing associated reputational or financial risks.

Hot House World

- Understanding the physical climate risks facing the Group’s assets would be helpful in determining the Group’s exposure to physical climate impacts in the long term. The Group is enhancing its assessment of physical climate exposure as part of its sustainability due diligence framework.
- Lower productivity levels at mine sites due to environmental hazards such as heatwaves could exacerbate the existing talent shortage facing the industry.
- Lower demand or market uncertainty linked to depressed GDP could lead to periods of reduced income; however, long-term supply dynamics suggest that even in a reduced demand scenario, there will still be shortfalls in supply that will need to be met.

Management have also considered the likelihood of Group’s climate-related risks detailed on pages 74 to 76 manifesting of the short, medium and long term in the context of both scenarios, as summarised below.

Delayed transition

Risk category	Risk	Short	Medium	Long
<b>Physical risk</b>	Extreme weather			
	Drought and water scarcity			
	Rising temperatures			
	Rising sea level			
	Heavy rainfall			
<b>Transition risk</b>	Increasing climate regulation			
	GHG emissions pricing mechanisms			
	Climate litigation			
	Uncertain demand for commodities			
	Unpredictable technological developments			
	Pressure from financiers			
	Stakeholder concern for climate change			

Low Moderate High



### Hot House World

Risk category	Risk	Short	Medium	Long
<b>Physical risk</b>	Extreme weather			
	Drought and water scarcity			
	Rising temperatures			
	Rising sea level			
	Heavy rainfall			
<b>Transition risk</b>	Increasing climate regulation			
	GHG emissions pricing mechanisms			
	Climate litigation			
	Uncertain demand for commodities			
	Unpredictable technological developments			
	Pressure from financiers			
	Stakeholder concern for climate change			

Low Moderate High

### Overall assessment of the impact of climate change

The Sustainability Committee, Audit Committee and Board have considered the outputs of the scenario analysis, and after applying existing consensus pricing to the future demand scenarios have concluded that climate change is not expected to have a material impact on the Group’s business model. As a result, we do not consider a quantitative analysis to be material to our disclosures at this stage. The Board continue to believe the assessment of the impact of climate change on the Group’s business model is an iterative process, as assumptions relating to both the physical and transitional impacts are refined as more data becomes available. As a result, we continue to classify climate change as an emerging risk. While only qualitative descriptions of the potential impact of the Group’s climate related risks and opportunities have been provided in 2024, as further data becomes available and as methodologies become more consistent across the royalty and streaming sector, the Group will look to provide quantitative descriptions of the impact of the climate risks and opportunities where appropriate.

### Metrics

The Sustainability Committee having considered the cross-industry metric guidance, together with the available data that could be used to assess the climate related risks and opportunities identified on pages 74 to 76, concluded that that the Group’s Scope 1, 2 and 3 (upstream) emissions, together with the Group’s Scope 3 (downstream) emissions continue to be the most relevant metrics for assessing the Group’s transition risks and those physical risks with a short-term time horizon of 12 – 24 months.

In relation to the longer-term physical risks and opportunities, the Sustainability Committee is continuing to assess the available data. Given the Group’s most material exposure to climate risk and opportunities arises from our investment decision, consideration is currently being given to a metric that maps the alignment of the emissions reduction plans of our operating partners with science-based targets. It may also be possible that such a metric could applied when assessing investment opportunities in the future. The Sustainability Committee will continue to consider this metric in 2025 in the context of the Group’s roadmap to developing a net zero transition plan.

### Greenhouse Gas Emissions

At the start of 2024, we began collating the Group’s greenhouse gas emissions inventory following the Greenhouse Gas Protocol Corporate Accounting and Reporting Standard and Scope 2 Guidance for Ecora’s Scope 1, 2 and 3 (upstream) emissions at the corporate level. The table below details the Group’s greenhouse gas emissions from 2021 to 2024.

Greenhouse gas emission type	2024	2023	2022	2021
Direct (Scope 1) GHG Emissions	—	—	—	—
Indirect (Scope 2) GHG Emissions	—	4.5t	—	—
<b>Total Scope 1 and Scope 2</b>	<b>—</b>	<b>4.5t</b>	<b>—</b>	<b>—</b>
Scope 3 GHG Emissions – upstream at a corporate level	<b>179.7t</b>	192.1t	102t	35t



### Scope 1 (direct) and Scope 2 (indirect) emissions

As a royalty and streaming company, Ecora has a small direct carbon footprint with only one office and 13 employees. As a result, the Company does not produce Scope 1 (direct) emissions. Ecora had no Scope 2 (indirect) emissions in 2021 or 2022, as our office electricity was from renewable energy sources. In 2023 the Group relocated to a more energy efficient office, however, for the first half of the year the electricity supply was unable to be connected to a supplier with a green tariff. This was rectified for the second half of 2023, resulting in the Group's Scope 2 (indirect) emissions reducing to nil in 2024 after the Group's office electricity was once again from 100% renewable sources.

### Scope 3 (upstream) emissions

The majority of our Scope 3 (upstream) emissions arise from business travel. International travel is an essential part of our business. Engaging with and monitoring our operator partners and connecting with our stakeholders is a key part of our wider sustainability strategy of responsible operations and responsible investments.

Scope 3 (upstream) emissions have decreased in 2024 compared to 2023 due to a slight reduction in international travel. While international travel is essential given the locations of the operation underlying the Group's portfolio, we continue to look at ways to reduce the associated carbon emissions. We set out our commitment to the measurement and reduction of these emissions below:

- Ecora encourages employees to make sustainable travel choices where possible through its sustainable travel and expenses policy, which will be reviewed during 2025 to understand whether additional changes can be made to improve our sustainable travel choices.
- Under the existing travel policy, all international flights of employees need to be authorised by a member of the Executive Committee.
- Ecora commits to using, where possible, airlines that have committed to the reduction of carbon emissions in line with science-based targets, and we hope to see more airlines in the future align to the SBTi (or equivalent).
- Ecora continues to measure its Scope 3 (upstream) emissions and invest in carbon reduction and removal projects on an annual basis, noting that carbon credits do not count towards any of Ecora's science-based targets but are a means to finance additional climate mitigation beyond its ongoing reduction efforts.

Since 2021, Ecora has purchased offsets to neutralise all emissions that are currently reported in its emissions inventory. Ecora remains committed to offsetting emissions that it has historically measured and for which it has the most control. These mainly include emissions associated with Scope 3 (upstream) emissions (being employee commuting and employee travel). With respect to our global emissions for 2024, through ClimatePartner we invested in a Gold Standard VER (GS VER) carbon reduction project that distributes improved cookstoves in Zambia. The improved cookstoves burn biomass fuels more efficiently, reducing greenhouse gas and particulate matter emissions, and improving household air quality. With the Mimbula copper mine located in Zambia, we chose to invest in this carbon reduction project as Ecora is committed to supporting and promoting sustainable development in the regions where we invest.

### Scope 3 (downstream) emissions and Scope 3 financed emissions

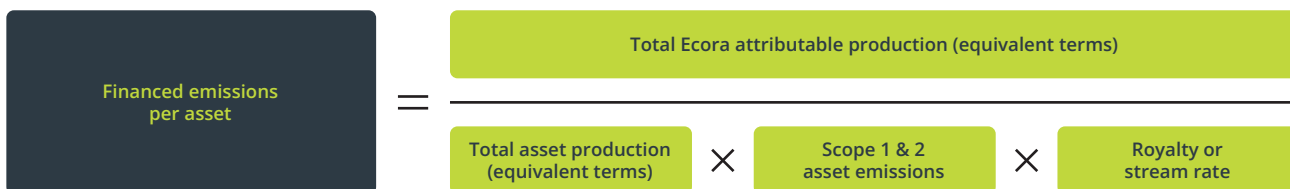
We are committed to capturing a complete picture of our emissions profile including our operating partners' or Scope 3 (downstream) emissions. As a provider of capital to the mining sector we recognise that a significant proportion of our Scope 3 emissions stem from our investments in operating mines. Though these emissions are not directly created or controlled by Ecora, we are committed to monitoring our operating partners' annual emissions data to enable us to track our ongoing emissions exposure.

### Methodology

Financed emissions refers to Ecora's attributable share of emissions generated by the operations underlying our portfolio of royalties and streams. There is currently no defined methodology for calculating financed emissions for royalty and streaming companies and although the Partnership for Carbon Accounting Financials has developed guidance to help the financial industry assess and disclose financed emissions, this guidance currently does not cover royalty and stream investments.

As there is currently no royalty sector methodology for calculating financed emissions, after detailed analysis by the Sustainability Committee, we have applied a methodology referencing our proportional production which is described in more detail below. We will consider revising or adapting the methodology as further applicable guidance becomes available. The calculations rely on our operating partners' to provide production and emissions data. Ecora cannot verify the accuracy of the asset data and each of the operators may have differing methodologies, reviews or judgements in the collation of emissions information.

### Applied methodology



## Greenhouse Gas Emissions continued

## Scope 3 (downstream) emissions and Scope 3 financed emissions continued

## Methodology continued

## Applied methodology continued

A production coefficient is calculated for each operating mine listed in the table below. Royalty investments typically cover all metals produced; in these cases the production coefficient would equal 1. Streams are often linked to a specific commodity requiring a production coefficient to be calculated by representing all production in equivalent terms of the mine's primary commodity. For example total production of nickel, copper and cobalt at Voisey's Bay (where Ecora holds a cobalt stream) would be represented as a single nickel equivalent production figure.

Conversion into equivalent terms is linked to commodity prices. In order to reduce the impact of price volatility, we have used five-year average spot prices. This wide time period will allow for improved visibility and monitoring of changes to actual emissions in subsequent years, with less influence from annual price fluctuations.

## Emissions data

We have received the following Scope 3 (downstream) emissions data from our operating partners which is set out in the table below. Due to the timing of GHG emissions reporting from our operating partners, the majority of 2024 mine emissions data was not available in time for publication of this report, as a result we have presented the data for 2020, 2021, 2022 and 2023. This data is in relation to the operators' total Scope 1 & 2 emissions generated from operations underlying the Group's associated royalty or stream. For each asset with data, we have calculated Ecora's total financed emissions over the previous three years using the methodology described above.

Emissions breakdown		2020 tCO <sub>2</sub> e	2021 tCO <sub>2</sub> e	2022 tCO <sub>2</sub> e	2023 tCO <sub>2</sub> e
Voisey's Bay	Scope 1 – LHPP	41,458	35,958	31,505	18,672
	Scope 1 – VB	73,397	83,745	91,521	128,440
	Scope 2 – LHPP	8,205	9,044	7,403	4,223
	Scope 2 – VB	—	—	—	—
	<b>Total (tCO<sub>2</sub>e)</b>	123,061	128,746	130,429	151,335
	<i>Ecora financed emissions attr. (tCO<sub>2</sub>e)</i>	3,264	3,421	3,363	2,889
Mantos Blancos	Scope 1	132,848	156,382	129,397	138,909
	Scope 2	65,043	71,689	72,157	55,334
	<b>Total</b>	197,891	228,071	201,554	194,243
	<i>Ecora financed emissions attr. (tCO<sub>2</sub>e)</i>	2,878	3,348	2,922	2,790
Kestrel	Scope 1	970,726	1,178,560	1,236,654	1,453,834
	Scope 2	133,270	142,117	148,269	154,576
	<b>Total</b>	1,103,996	1,320,677	1,384,923	1,608,410
	<i>Ecora financed emissions attr. (tCO<sub>2</sub>e)</i>	45,622	68,533	80,878	51,571
Maracas	Scope 1	78,506	77,817	82,948	93,872
	Scope 2	4,169	8,036	2,816	2,907
	<b>Total</b>	82,675	85,853	85,764	96,779
	<i>Ecora financed emissions attr. (tCO<sub>2</sub>e)</i>	1,654	1,717	1,715	1,936
Carlota	Scope 1	0.4	0.4	0.3	0.3
	Scope 2	—	—	—	—
	<b>Total</b>	0.4	0.4	0.3	0.3
	<i>Ecora financed emissions attr. (tCO<sub>2</sub>e)</i>	0	0	0	0
McClellan Lake Mill <sup>(1)</sup>	Scope 1	22,758	28,695	32,775	26,341
	Scope 2	23,802	24,900	27,250	26,199
	<b>Total</b>	46,560	53,595	60,025	52,540
	<i>Ecora financed emissions attr. (tCO<sub>2</sub>e)</i>	10,476	12,059	13,506	11,822
Piauí	Scope 1	—	1,209	1,411	1,639
	Scope 2	—	31	133	366
	<b>Total</b>	—	1,240	1,544	2,005
	<i>Ecora financed emissions attr. (tCO<sub>2</sub>e)</i>	—	16	19	25
EVBC	Scope 1	5,612	6,168	7,113	2,082
	Scope 2	24,876	23,904	23,404	22,387
	<b>Total</b>	30,488	30,072	30,517	24,469
	<i>Ecora financed emissions attr. (tCO<sub>2</sub>e)</i>	915	902	916	734
<b>Total Ecora financed emissions attr (tCO<sub>2</sub>e)<sup>(2)</sup></b>		64,807	89,997	103,319	71,766

- (1) GHG emissions and waste recovery metrics include site (McClellan Lake), Saskatoon office and exploration activities.
- (2) Excludes the emissions from the Four Mile uranium mine, as the operator is not required to disclose greenhouse gas emissions. The Group does not consider the emission from the Four Mile uranium mine to be material in the context of the Group's overall Scope 3 (downstream) and Scope 3 financed emissions.

## Other cross-industry climate related metrics

### Internal carbon pricing

With negligible Scope 1, 2 and 3 (upstream) emissions, the Group's material exposure to greenhouse gas emissions arises from the Scope 3 financed emissions generated by the operations underlying our portfolio, as a result carbon pricing is unlikely to have a direct impact on the Group. The indirect impact of carbon pricing is likely to be the effect it has on cost structures of the operations underlying our portfolio, which highlights the importance of our operators having emission reduction plans aligned with science-based targets.

### Remuneration

Following the runoff of the Kestrel royalty, the Sustainability Committee will investigate reporting emissions on an intensity basis. Once the emissions intensity of our portfolio can be accurately calculated, the Remuneration Committee in consultation with the Sustainability Committee will consider if appropriate targets for this metric can be set for inclusion as a performance measure in the LTIP. Before proceeding with the introduction of this metric as a performance measure for the LTIP however, the Committee will consult with leading shareholders, to obtain feedback on whether such a metric aligns with their sustainability priorities.

### Targets

The Sustainability Committee continues to consider greenhouse gas emissions are the most relevant metric for assessing those climate related risks with a short-term time horizon. As a result, consideration has been given to setting meaningful targets to mitigate the carbon impacts of the Group's business.

In relation to the Group's Scope 1 and 2 greenhouse gas emissions, Ecora committed to reducing absolute Scope 1 and Scope 2 GHG emissions by 46% by 2030 from a 2019 base year. This target was approved by the Science Based Targets initiative (SBTi) in 2023, as the Group has less than 500 employees and therefore meets the definition of a Small to Medium Enterprise (SMEs).

The Group achieved this target in 2024 as the Scope 2 greenhouse gas emissions reduced to nil after the Group's office electricity supply was once again from 100% renewable sources.

In addition to informing our approach to achieving zero Scope 1 and 2 emissions in 2023 and reducing our Scope 3 (upstream) emissions, the SBTi guidance for SMEs has enhanced our understanding of what it means to be net zero. The Group is continuing its efforts to develop a sustainability strategy roadmap, which includes how Ecora can look to become net zero at the corporate level and eventually across our portfolio. In this spirit, Ecora has also committed to the following additional objectives:

- Ecora commits to maintaining zero Scope 1 and 2 GHG emissions.
- Ecora commits to measure and reduce its scope 3 (upstream) emissions
- Where Ecora cannot reduce its emissions, we will invest in carbon reduction or removal projects with respect to our Scope 3 (upstream) emissions on an annual basis, noting that carbon credits do not count towards any of Ecora's science-based targets but are a means to finance additional climate mitigation beyond its ongoing reduction efforts.
- Ecora will continue to engage with its operating partners to understand their emission reduction and net zero targets and respective action plans.
- Ecora will continue to calculate its Scope 3 financed emissions on an annual basis and look to review and expand the methodology for Scope 3 financed emissions as more guidance becomes available.
- While the Group acknowledges that the Scope 3 financed emissions from its operating partners are its material GHG exposure, a target to reduce these emissions has not been set for the following reasons:
  - It is the Group's strategy to continue to grow the underlying portfolio of royalties and streams which, all things being equal, would result in Scope 3 financed emissions increasing in absolute terms.
  - The Group's royalties and streams are by their nature depleting assets which means over time Scope 3 financed emissions would decrease if the assets are not replaced or where the commodity mix changes as a result of depletion, to less carbon intensive commodities.

Expanding on the depletion of our royalties and streams and the impact this will likely have on the Group's GHG emissions, the Kestrel royalty, which is the Group's single largest contributor to Scope 3 financed emissions is expected to commence its runoff in 2026. As a result, between 2025 and 2030 there is a reasonable expectation that the Group's GHG emissions will significantly reduce, absent any material acquisitions of producing royalties.

In light of the limitations in setting targets for the absolute reduction in Scope 3 financed emissions described above, consideration is currently being given to a metric that assesses the percentage of the Group's portfolio with operating partners that have emissions reduction plans aligned with science-based targets, with a view to setting a target of an agreed percentage of our financed emissions being covered by emissions reductions plans aligned with science-based targets.

We continue to monitor our existing assets within our portfolio through our sustainability risk due diligence framework and monitoring tools. Part of this process includes continuing to engage with our operating partners to understand their current and historic emissions including how such emissions are calculated, their emission reduction and net zero targets and respective action plans, which, in time, will enable Ecora to set its own net zero transition plan.

## Viability statement

In accordance with provision 31 of the 2018 UK Corporate Governance 2018, the Directors have assessed the prospects of the Group over a longer period than the 12 months required by the 'going concern' provision. The Directors confirm that they have a reasonable expectation that Ecora will continue to operate and meet its liabilities, as they fall due, over the next three years. The Directors' assessment has been made with reference to Ecora's current position and prospects, its strategy, the Board's risk appetite and Ecora's principal risks and how these are managed, as detailed on pages 60 to 69 in the Strategic Report.

The Board reviews our internal controls and risk management policies and approves our governance structure and code of conduct. It also appraises and approves major investment and financing decisions, and evaluates and monitors the performance and prospects of Ecora as a whole. The focus is on continuing to apply the Group's disciplined approach to investment and build our portfolio through the acquisition of royalties and streams to sustain our long-term financial performance.

The Board reviews Ecora's strategy and makes significant investment decisions over a long-term time horizon, based on a multi-year assessment of return on capital, the performance of the company, and the outlook for commodities. This approach is aligned with the long-life but depleting nature of the Group's royalties and streams. However, since many external factors, such as commodity prices, become increasingly unpredictable over longer time horizons, Ecora focuses its detailed, bottom-up base case financial forecast on a three-year cycle.

The base case financial forecast is reviewed and approved at least annually by the Board. The Board believe that a three-year assessment period for the Viability Statement is most appropriate as it aligns with the Group's well established business planning processes that balance the long-term nature of our royalties and streams with an assessment of the period over which analysis of near-term business performance is realistically visible.

### Assessment process and key assumptions

The base case financial forecast covering the next three years is based on a number of key assumptions, the most important of which include commodity prices and estimated volumes as provided the operators of the mines and mills underlying the Group's portfolio. In addition, the base case assumes no further acquisitions or investment, holds our cost base constant and the continued application of the Group's capital allocation policy, whereby dividends are determined as a percentage of free cash flows. On this basis, the Group would expect to remain covenant compliant throughout the tenure of its borrowing facility with a manageable refinance ratio at maturity.

### Assessment of viability

Assessment of the Group's viability is based on a financial forecast covering the next three years, which is consistent with the Group's medium-term planning horizon and the terms of its borrowing facility. The Directors stress tested the base case financial forecast on a 'severe but plausible' scenario to see whether the same conclusion would be reached should this materialise. The scenario is amended each year as required, to reflect the key areas of sensitivity by the Board and for the current assessment the following adjustment were made to the Group's base case financial model:

- 10% reduction in volumes
- 10% reduction in consensus commodity price assumptions

This scenario is directly related to the following principal risks: commodity prices, operator dependence and concentration and geopolitical events. The other principal risks are either likely to manifest outside the three-year viability period or will be addressed by general mitigating strategies available to the Group such that they are unlikely to jeopardise the Group's viability over the three-year period.

The three-year review also assumes there are no additional acquisitions during the period and that the Group's existing revolving credit facility is refinanced on maturity in January 2028.

The combination of the above downside scenarios would result in a ~22% reduction in portfolio contribution over the assessment period. Despite the decrease in portfolio contribution under this scenario, the Group retains sufficient liquidity headroom to operate within the financial covenants of its existing facility. The Directors, therefore, have a reasonable expectation that even under the severe but plausible scenario, the Group will be able to continue in operation and meet its liabilities as they fall due over the three-year period of assessment.

### Approval

The strategic report on pages 1 to 84 was approved by the Board on 26 March 2025 and signed on its behalf by

**Marc Bishop Lafleche**  
Chief Executive Officer

# Governance report

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**Andrew Webb**  
Chairman

**This section of the Annual Report provides an overview of the means by which the Company is directed and controlled. The Board is there to support and challenge management and to ensure that the decisions taken promote the long-term success of Ecora.**

### **Our approach towards corporate governance**

Following changes to the listing categorisations of the Official List on 29 July 2024, where the Company's listing was initially assigned to the Equity Shares (Transition) category, the Board concluded that the Equity Shares (Commercial Companies) category of the Official List was the most appropriate listing segment for the Company. As a result, the Company requested and the FCA approved the transfer of the Company's listing to the Equity Shares (Commercial Companies) category with effect from 30 October 2024.

Following the transfer of the Company's listing category, the Company complies with certain additional provisions of the UK Listing Rules that apply to the Company (some of which the Company has applied on a voluntary basis since 2015). These additional provisions, which are set out under UKLR 4 and UKLR 6 to UKLR 10 (inclusive), relate to the following matters:

- UKLR 4 Sponsors: responsibilities to issuers;
- UKLR 6 Equity shares (commercial companies): continuing obligations;
- UKLR 7 Equity shares (commercial companies): significant transactions and reverse takeovers;
- UKLR 8 Equity shares (commercial companies): related party transactions;
- UKLR 9 Equity shares (commercial companies): further issuances, dealing in own securities and treasury shares; and
- UKLR 10 Equity shares (commercial companies): contents of circulars.

Prior to the transfer of listing categories, as a standard listed company on the London Stock Exchange, the Company was required to comply with, at a minimum, the relevant Listing Rules, the Disclosure, Guidance and Transparency Rules, the Prospectus Rules and UK Market Abuse Regime. However, it was not required by law to comply with the super-equivalent provisions of the previous Listing Rules which applied to companies with a premium listing. The Company was, however, complying on a voluntary basis with related party requirements that were substantially equivalent to those set out in the predecessor to Chapter 8 of the UK Listing Rules (which was Listing Rule 11).

### **Compliance with the UK Corporate Governance Code**

The Board supports the principles and provisions of the UK Corporate Governance Code (the Code) issued by the Financial Reporting Council (FRC), which is available on the FRC's website ([www.frc.org.uk](http://www.frc.org.uk)). While the Company was not subject to the Code prior to the transfer to the Equity Shares (Commercial Companies) listing category, on account of its standard listing on the London Stock Exchange, the Company voluntarily adhered to the requirements of the Code. It is the Board's view that the Company has complied throughout the financial year ending 31 December 2024 with the Code.

The Code specifically requires companies to report on how it complies with five main areas of governance: board leadership and company purpose; division of responsibilities; composition, succession and evaluation; audit, risk and internal control; and remuneration.

## The Board

### Chairman

Andrew Webb leads the Board, shaping the culture of the boardroom to ensure the Directors function effectively as a team. His main responsibilities include: chairing the Board and Nomination Committee and setting their agendas; Board composition encompassing Director performance, induction, training and development and succession planning; supporting the Chief Executive Officer and his team; engagement with external stakeholders; and attendance by the Board at shareholder meetings.

### Senior Independent Director (SID)

Varda Shine was appointed SID on 1 June 2023, following an orderly transition from James Rutherford.

The SID acts as a sounding board for the Chairman and engages with shareholders to develop a balanced understanding of their interests and concerns. The SID leads the annual review of the performance of the Chairman and is available to meet with shareholders as required.

### Independent Non-Executive Directors (NEDs)

The role of the NEDs is to support, constructively challenge and provide advice to Executive management; effectively contribute to the development of the Group's strategy; scrutinise performance of management; and monitor the delivery of the Group's strategy.

### Chief Executive Officer

Marc Bishop Lafleche formulates and leads the implementation of the Group's strategy as agreed by the Board, chairs the Executive Committee through which he carries out his duties and oversees corporate relations with shareholders and other stakeholders. He has overall responsibility for the Group's sustainability policy and practices.

### Chief Financial Officer

Kevin Flynn is a member of the Executive Committee and plays a key role in the overall management and direction of the Group in partnership with the Chief Executive Officer. He is responsible for devising and implementing the Group's financial strategy and policies.

## Board Committees

### Nomination Committee

Responsible for the composition of the Board ensuring an optimum mix of skills and experience, succession planning for the Board and senior management, and annual effectiveness evaluation of the Board, Committees and individual Directors.

For more info see pages 97 and 98

### Audit Committee

Oversight of financial reporting, audit, internal control and risk management.

For more info see pages 99 to 103

### Sustainability Committee

Responsible for the development and implementation of the Group's sustainability strategy and overseeing sustainability issues including environment, climate change and social performance.

For more info see pages 104 and 105

### Remuneration Committee

Designs the Group's overall remuneration strategy and policy. Sets the remuneration of the Executive Directors, the Chairman and senior management and considers the remuneration policy for the wider workforce.

For more info see pages 106 to 122

## Chief Executive Office

### Executive Committee

Supports the Chief Executive Officer in fulfilling his duties. Responsible for formulating strategy, setting targets/budgets and managing the Group's portfolio of royalties and streams.

## Corporate governance continued

### Board of Directors



#### 1 – Andrew Webb

Chairman, 56

N

Appointed Non-Executive Director and Chairman Designate in January 2024. Andrew has over 25 years' experience in corporate finance and capital markets with significant financial and natural resources experience. He has a BA in Natural Sciences from the University of Cambridge and was previously a managing director at Rothschild & Co. in the Global Advisory team, where he worked for 25 years until 2018. During this time, Andrew advised governments, private and listed companies and joint ventures on strategy, fundraising, debt financing, mergers, on and off-market acquisitions, disposals and restructurings. Andrew currently serves as Chairman of Kenmare Resources plc and acts as a non-executive director of a number of private and not for profit companies.

#### 2 – Marc Bishop Lafleche

Chief Executive Officer, 41

E

Joined the Board as Chief Executive Officer on 1 April 2022. He brings a deep understanding of the royalty and stream sector, Ecora Resources' current portfolio as well as its culture and values developed over the past ten years. Marc joined Ecora Resources in 2014 and was instrumental in the transformational Voisey's Bay cobalt stream acquisition in 2021 and the acquisition of the South32 portfolio of copper and nickel royalties in 2022, pivoting the Group towards critical minerals and away from its coal heritage. Prior to joining the Group, he worked at Citigroup primarily in the metals and mining investment banking team as well as in the European leveraged finance team, where he worked on a variety of M&A transactions as well as debt and equity financings for clients across the metals and mining and other sectors. He has an MSc in Banking and International Finance from Bayes Business School and a BA (Hons) in Political Science from the University of Western Ontario, and became a CFA charterholder in 2013.

#### 3 – Kevin Flynn

Chief Financial Officer, 44

E

Joined Ecora Resources as Chief Financial Officer in January 2012, and was appointed Executive Director in January 2020. Kevin is a member of the Executive Committee and plays a key role in the overall management and direction of the Company in partnership with the Chief Executive Officer. He is a Chartered Accountant with over 20 years of experience in corporate finance both in practice and in the London listed market, having held senior roles within FTSE 100 and FTSE 250 real estate businesses. In his time with Ecora Resources, he has originated and negotiated all of the Group's borrowing facilities and played a leading role in raising equity. Kevin is closely involved in all investment decisions and in driving the Company's strategy.

#### Committee membership:

A Audit

R Remuneration

N Nomination

E Executive

S Sustainability

Chair

**4 – Varda Shine****Senior Independent Director, 61****A R N**

Appointed Non-Executive Director in August 2021. She is also the Group's Senior Independent Director and Chair of the Remuneration Committee. Varda is a highly experienced non-executive director, executive mentor and mining industry adviser with a career spanning over 30 years. Previously she was CEO of De Beers Trading Company, where she worked with stakeholders across the supply chain to introduce new distribution and price strategies for the business. In addition, Varda has worked extensively as an executive mentor focusing on leaders and business growth and transformation. Varda was previously a non-executive director of Lonmin plc and served on the board of Petra Diamonds plc from January 2019 to November 2024, initially as a non-executive director before being appointed chair of the board in November 2023. While at Petra Diamonds plc, Varda also served as chair of the nomination and investment committees. In addition to her role at Ecora Resources, Varda is also lead independent director and remuneration committee chair of Sarine Technologies, and trustee of the Teenage Cancer Trust.

**5 – Christine Coignard****Independent Non-Executive Director, 61****R N S**

Appointed Non-Executive Director in January 2023. She has over 30 years' experience in the finance and mining sectors. Christine is founder and managing director of Coignard & Haas GmbH, a strategy and corporate finance advisory firm specialising in emerging markets and a range of commodities including nickel, copper, gold, PGMs, lithium, iron ore, PGMs and rare earths. She has worked as managing director of HCF International Advisers, a leading independent strategic and corporate finance adviser to the metals and mining sector. Prior to that Christine was head of investment, strategy and corporate finance at Norilsk Nickel PJSC following several years of serving in various risk, project finance and corporate finance roles at the Royal Bank of Canada, Société Générale and Citi. Between 2014 and 2020 she was an independent non-executive director of Polymetal International Plc, serving as a member of the audit and risk committee, the nomination committee and the remuneration committee throughout this period, chairing the remuneration committee from 2015 to 2020. Between 2014 and 2018 Christine was also Polymetal's senior independent director. Christine is currently a non-executive director of Eramet SA where she is a member of the nomination committee, the strategy and sustainability committee, and the audit, risk, and ethics committee. She is also a non-executive director of Rigel Resources Acquisition Corp. since 2021, a SPAC listed on the NYSE.

**6 – Graeme Dacomb****Independent Non-Executive Director, 69****A R N**

Appointed Non-Executive Director in November 2019. He was a partner at Ernst and Young LLP for 26 years where, for his last 12 years, he was a lead partner in the extractive industry, responsible for co-ordinating the provision of a full suite of services to multinational mining and oil and gas clients including Xstrata, Fresnillo, and BP across a broad range of countries including emerging markets. In addition to audit services, Graeme provided critical advice for his clients on corporate governance structures, risk management, acquisitions, disposals and financial systems and controls. From 2011 to 2018, Graeme was a member of the Financial Reporting Review Panel. Graeme was a non-executive director of Ferrexpo plc from June 2019 to December 2023, where he also served as chair of the audit committee. In addition to his role at Ecora Resources, since December 2024 Graeme has served on the board of Capital Limited as a non-executive director and chair of the audit committee and as a member of the remuneration and nomination committees.

**7 – James Rutherford****Independent Non-Executive Director, 65****A R N S**

Appointed Non-Executive Director in October 2019. He has over 25 years' experience in investment banking and investment management, specialising in the global mining and metals sector. James has extensive international experience, and brings to the Board considerable financial insight from the perspective of the capital markets and a deep understanding of the mining industry. He has held senior appointments with various companies including senior vice president with Capital International Investors, a division of Capital Group, and vice president of Equity Research at the investment bank HSBC James Capel in New York. James has also held investment analyst roles with Credit Lyonnais, covering diversified industrials, and with CRU international, covering the copper industry. He has previously served as a non-executive director of Anglo American plc from 2013 to 2020 and was the senior non-executive director of GT Gold Corp from 2019 to 2021 when it was taken over by Newmont Corporation. James stepped down as a non-executive director of Evraz plc on 3 March 2022 having served on the board since 15 June 2021. James served on the board of Centamin plc from January 2020 initially as deputy non-executive chairman and then as non-executive chairman from July 2020 to November 2024 when it was taken over by AngloGold Ashanti plc.

**Committee membership:****A** Audit**R** Remuneration**N** Nomination**E** Executive**S** Sustainability**●** Chair

## 1. Board leadership and Company purpose

### Role of the Board

The Company's governance is structured to deliver an effective and entrepreneurial Board which:

- is effective in providing challenge, advice and support to management;
- drives informed, collaborative and accountable decision making; and
- creates long-term sustainable value for our shareholders, having regard to our other stakeholders.

The Board is collectively responsible for approving the Group's purpose, long-term objectives and strategy and for reviewing performance against them. The Board is also responsible for the general oversight of the Group's operations and management.

### The Company's purpose, values and strategy and alignment with culture

Through the Ecora Resources Code of Conduct, the Board sets the Company's purpose, values and standards for the Group's Directors, employees, contractors, consultants and agents. The Company's purpose and values are detailed on page 1. The Board is committed to acting in accordance with these values, championing and embedding these in the organisation. The Board assesses and monitors the ongoing alignment of the Company's culture with its purpose, values and standards. The Company has an open culture where employees are encouraged to provide their views on strategic direction and ways in which communication can be improved. This is overseen by the Designated Non-Executive Director responsible for workforce engagement, as described below in "Stakeholder engagement", and on page 49.

### Company performance and risk management

The Board oversees the Company's performance and reviews material investments at several stages prior to transacting. It aims to make informed, quality decisions in a timely manner to achieve the Company's objectives, in alignment with its purpose, values and strategy.

The role of the Board in establishing and monitoring the internal control environment is set out in more detail on page 96. The way in which the Company assesses and manages risk is set out in the Principal Risks and Uncertainties section on pages 60 to 69.

The formal schedule of matters reserved for the Board's decision, available on our website: [www.ecora-resources.com/about-us/governance](http://www.ecora-resources.com/about-us/governance), covers areas including: setting the Group's purpose and strategic vision; monitoring performance and the delivery of the approved strategy; approving major investments, acquisitions and divestments; the oversight of risk and the setting of the Group's risk appetite; and reviewing the Group's governance framework.

### Stakeholder engagement

The Group recognises the importance of developing a fuller understanding of its business model and risks amongst investors through effective two-way communication with fund managers, retail and institutional investors and analysts. This is particularly important in ensuring that the Company's values and objectives are aligned with our current and prospective stakeholders, as further explained in our section 172 (1) statement, set out on pages 47 to 49.

### Non-Executive Director engagement with employees

The Company's small number of employees are centrally located at the Company's London headquarters, which aids regular direct engagement with the whole Board. Since 2018 the role of Designated Non-Executive Director responsible for workforce engagement has been rotated between the Company's Non-Executive Directors to further enhance the Board's interaction with and exposure to the Company's employees. Graeme Dacomb was appointed the Designated Non-Executive Director in May 2023, following the retirement from the Board by Robert Stan, who had been appointed as the Designated Non-Executive Director since November 2020. During 2024, Graeme Dacomb held two town halls with the Company's employees. In addition to the town halls, all employees attend the annual strategy sessions with the Board, where they are encouraged to contribute to and participate in the Board's discussions.

The terms of reference for the Designated Non-Executive Director are available on the Group's website: [www.ecora-resources.com/about-us/governance](http://www.ecora-resources.com/about-us/governance)

### Community engagement

As a royalty and streaming company, we do not operate any of the underlying assets within our portfolio. While this limits the direct involvement the Group has with the communities impacted by the operations underlying the portfolio, the Board, through the wider team, engages with mine operators seeking to influence and encourage compliance with relevant sustainability standards.

In 2024 we were pleased to once again partner with Vale, the operator of the Voisey's Bay mine, to donate to the Community Food Share Association which manages the collection and distribution of food through 54 food banks to more than 10,700 children, women and men throughout Newfoundland and Labrador. We are committed to investing in projects that have a positive long-term impact on communities impacted by the operations underlying our portfolio and are exploring projects that focus on the provision of healthcare, education and nutrition.

In addition to partnering with our operating partners, our employees in our London headquarters have been encouraged throughout 2024 to participate in community initiatives and volunteering, together with making charitable donations through the Group's matched giving programme.

Further details of the Group's community initiatives and charitable donations are provided on **page 58**



## Investor engagement

The Group has an active engagement programme with stakeholders across the investment community, including debt providers, retail and institutional investors, sell-side analysts as well as potential shareholders.

Our investor relations team manages the interaction with these stakeholders through quarterly roadshow meetings, presentations including at the time of the interim and full year results, retail investor questions and answer sessions, as well as regular attendance at industry conferences. Key topics covered include market outlook, financial performance, updates on the performance of and development at the operations underlying the Group's portfolio and governance matters.

In addition to the investor relations team, the Group has three joint brokers, RBC Capital Markets, Berenberg and Peel Hunt, and the Board remains satisfied that the United Kingdom, Europe and North America, which are the jurisdictions likely to make up most of our shareholder base, are well covered by brokers with significant local expertise.

The Board receives a briefing at each meeting from the Head of Investor Relations communicating the feedback from meetings held with shareholders, commentary on the perception of the Company, views expressed by the investment community, media reports, share price performance and analysis, so as to ensure that all Directors are made aware of the major shareholders' issues and concerns. In addition, the Committee Chairs also engage with their relevant stakeholders and details of this engagement are provided in each of the Committee reports on pages 97 to 122.

## Annual General Meeting (AGM)

The Company's AGM is the highlight of the year for the Board, as it provides an excellent opportunity for active engagement with investors and to further the investors' understanding of the current business activity of the Group. The Board values the AGM as an opportunity for its retail shareholders to raise questions and provide feedback to the Board. As the attendance at the 2024 AGM remained low, additional avenues for engaging with our retail shareholders were once again investigated, resulting in an increase in virtual meetings, online presentations and roadshows, all of which have been well received.

## Our workforce policies and practices

Ecora's core values and principles and the standards of behaviour to which personnel across the Group are expected to work are set out in the Group's Code of Conduct. These values and principles are applied to our suppliers and our stakeholders. The Group has detailed policies and procedures in place on a range of relevant areas such as business ethics, diversity and inclusion, insider dealing and share dealing, health and safety, human rights and modern slavery. The list of all the Group's policies and procedures can be found on the website [www.ecora-resources.com/about-us/governance](http://www.ecora-resources.com/about-us/governance). Depending on the nature of their role, Directors and employees of the Group receive more detailed training on those policies both as part of their induction process and Ecora's ongoing training programme. A corporate governance training programme developed by the Company Secretary and the Head of Legal in consultation with the Board is delivered annually which addresses regulatory updates and other topics such as insider dealing, cybersecurity and conflicts of interest.

## Whistleblowing and anti-corruption policies and practices

All of the Company's workforce-related policies are approved by the Board. The Board is ultimately responsible for our whistleblowing process, with day-to-day oversight by the Audit Committee. Every member of the workforce has access to 'Safecall' an independent third-party provider enabling all employees to raise any matters of concern anonymously. There were no instances of whistleblowing over the past year. In addition to our whistleblowing policy, the Group also has in place an Anti-Bribery, Corruption and Money Laundering Policy. Compliance training is conducted across the Group, appropriate due diligence is carried out on counterparties and suppliers, and there are anti-bribery and corruption provisions in our agreements. On an annual basis, all employee and Directors confirm their observance of and compliance with the Code of Conduct and the Group's Anti-Bribery, Corruption and Money-Laundering Policy which also details the Group's policy on gifts and hospitality.

## Conflicts of interest

In accordance with the Companies Act 2006 and the Articles of Association, conflicts of interest must be authorised by the Board and this ensures that the influence of third parties does not compromise the independent judgement of the Board. Directors are required to declare any potential or actual conflicts of interest that could interfere with their ability to act in the best interests of the Group. The Company Secretary and the Head of Legal maintain a conflicts register, which is a record of actual and potential conflicts, together with any Board authorisation of the conflict. The authorisations are for an indefinite period but are reviewed annually by the Board, which also considers the effectiveness of the process of authorising Directors' conflicts of interest. The Board retains the power to vary or terminate these authorisations at any time.

### 2. Divisions of responsibility

The Chairman, Andrew Webb, leads the Board and is responsible for its overall effectiveness. He was independent on the date of his appointment. He recognises the importance of creating a boardroom culture which encourages openness and debate and fosters a constructive relationship between Executive and Non-Executive Directors. This facilitates rigorous challenge while providing the necessary support to execute the Group's strategy.

The Chairman is responsible for: the management of the Board and its Committees; Director performance; induction; training and development; succession planning; engagement with external stakeholders and attendance by the Board at shareholder meetings. The Chairman is supported by the Senior Independent Director, the Chief Executive Officer (CEO), the Company Secretary and the Head of Legal.

The day-to-day management of the Group is delegated to the CEO, save for certain matters reserved for consideration by the Board. The Chairman and CEO have distinct roles which have been defined in writing and agreed by the Board. The CEO supported by the Chief Financial Officer, Investment Manager and Head of Legal form the Executive Committee. The Executive Committee is responsible for formulating the Group's strategy, setting budgets and managing the Group's portfolio of royalties and metal streams.

Other responsibilities are devolved to the Nomination, Remuneration, Audit and Sustainability Committees; their members are all Non-Executive Directors, save for the Sustainability Committee where the CEO is a member, and their work is described more fully in the respective Committee reports on pages 97 to 122. The terms of reference of each Committee, and the matters reserved to the Board, are available on the Group's website.

The Senior Independent Director, Varda Shine, is responsible for acting as a sounding board for the Chairman and engages with shareholders to develop a balanced understanding of their interests and concerns. The Senior Independent Director is not required to seek meetings with shareholders, however, is available to do so if required in order to understand shareholder concerns and take them to the Board for discussion.

### Time commitment

All potential new Directors are asked to disclose their other significant commitments. The Nomination Committee then takes this into account when considering a proposed appointment to ensure that the potential new Directors can discharge their responsibilities to Ecora effectively. This means not only attending and preparing for formal Board and Committee meetings, but also making time to understand the business, and to undertake training. The time commitment is agreed with each Non-Executive Director on an individual basis. In addition, all Directors must seek approval before accepting any significant new commitment.

Where circumstances require it, all Directors are expected to commit additional time as necessary to their work on the Board. The Company Secretary and the Head of Legal maintain a record of each Director's commitments. For the year ended 31 December 2024 and as at the date of publication, the Board is satisfied that none of the Directors are over-committed and that each Director allocates sufficient time to his or her role in order to discharge their responsibilities effectively.

Directors' attendance at Board and Committee meetings which they were eligible to attend during 2024 was as follows:

	Independent	Full Board	Audit	Nomination	Remuneration	Sustainability
Andrew Webb <sup>(1)</sup>	N/A	6/6	—	1/1	—	—
Marc Bishop Lafleche	No	6/6	—	—	—	4/4
Kevin Flynn	No	6/6	—	—	—	—
Christine Coignard	Yes	6/6	—	2/2	4/4	4/4
Graeme Dacomb	Yes	6/6	5/5	2/2	4/4	—
Patrick Meier <sup>(2)</sup>	N/A	3/3	—	2/2	—	—
James Rutherford	Yes	6/6	5/5	2/2	4/4	4/4
Varda Shine	Yes	6/6	5/5	2/2	4/4	—

(1) Andrew Webb was appointed to the Board and Nomination Committee on 15 January 2024.

(2) Patrick Meier stepped down from the Board on 2 May 2024, having served nine years.

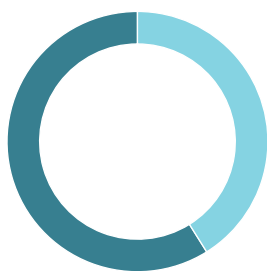
### 3. Composition, succession and evaluation

#### Appointments to the Board

All Directors are subject to election by shareholders at the first opportunity after their appointment. Under the terms of the Company's Articles of Association, all Directors are required to retire and seek re-appointment by shareholders at an AGM on the third anniversary of their appointment. All current Non-Executive Directors were appointed for an initial three-year term, renewable at the Board's discretion for up to two further three-year periods thereafter, and the Board intends that all future Non-Executive Director appointments will be on similar terms. Notwithstanding this, it is the Board's intention that all Directors, including the Non-Executive Directors, shall be subject to re-election at each AGM.

The Nomination Committee ensures a formal, rigorous and transparent procedure for the appointment of new Directors. It is also responsible for Board and senior management succession planning, regularly assessing the balance of skills, experience, knowledge, diversity and capacity required to oversee the delivery of Ecora's strategy.

The remit of the Nomination Committee includes reviewing proposals for appointments to the Executive Committee, and monitoring senior management succession planning, including ensuring that both of these are based on merit and objective criteria and within this context seeks to promote diversity of gender, social and ethnic backgrounds, cognitive and personal strengths. All Non-Executive Directors are members of the Nomination Committee. The Committee is chaired by the Chairman, apart from when the Committee is dealing with the appointment of his or her successor. The Nomination Committee Report on pages 97 and 98 details the process followed by the Committee to identify Andrew Webb as the successor for Patrick Meier, who stepped down from the Board at the conclusion of the 2024 Annual General Meeting, having served for nine years.



**Board gender diversity**

- Female 28.6%
- Male 71.4%

#### Board diversity policy statement: gender and ethnicity targets

The Board is committed to ensuring that it has the right balance of skills, experience and diversity to ensure it is equipped to successfully execute the Group's strategy. The Board acknowledges the targets of the FTSE Women Leaders and Parker reviews on gender and ethnic diversity, together with the targets in the UK Listing Rules; however, two out of the three targets are not currently met.

At the date of this report, the Company meets the UK Listing Rule target that at least one of the senior positions on the Board (defined under the UK Listing Rules as the chair, chief executive officer, senior independent director or chief financial officer) is held by a woman, with Varda Shine having been the Company's Senior Independent Director since 1 June 2023.

The Company does not currently meet the UK Listing Rule targets that at least 40% of the board are women and at least one board director is from a non-White ethnic minority background. At the date of this report, two (28.5%) of the seven Directors are female, while no Board members identify as minority ethnic.

Appointments to the Board will continue to be made in line with the Company's Diversity, Inclusion and Equal Opportunities Policy, which includes the Company's policy on diversity at the Board and Executive management level, and the Nomination Committee Terms of Reference. The Company recognises and embraces the benefits of having differences in the skills, regional and industry experience, background, race, gender and other attributes of Directors. The Nomination Committee is responsible for ensuring that any appointments to the Board are made on merit following rigorous search processes, ensuring the overall composition of the Board and its Committees continue to reflect an appropriate mix of capabilities, experience and diversity of gender, ethnicity, nationality, age and perspectives. The natural evolution in the Board composition will provide the Nomination Committee with the opportunity to consider and balance achieving the two targets not currently met against the replacement of the capabilities and skills lost as a result of future retirements from the Board.

The additional diversity data required under the UK Listing Rules is set out on page 125. Further details on the Group's approach to diversity, inclusion and equal opportunity, including the gender diversity of our wider workforce, can be found on page 57. The Company's Diversity, Inclusion and Equal Opportunities Policy and the Nomination Committee Terms of Reference are reviewed annually and are available on the Company's website.

## 3. Composition, succession and evaluation continued

### Skills, experience and knowledge of the Board and its Committees

The Group's succession planning aims to bring a diverse and complementary range of skills, knowledge and experience to the Board, so that the Board is equipped to navigate current and future challenges, and maximise value from current and future opportunities. Achieving the right blend of skills, experience, knowledge and diversity to support effective decision-making is a continuing process and forms part of the annual Board effectiveness review, which also attempts to identify any skills gaps.

The Chairman regularly reviews the Directors' training needs and, where appropriate, the Group provides the resources to meet the Directors' requirements. At least biannually external subject matter experts are engaged to update and advise the Board on governance and secretarial changes. In addition, the Board has in place a formal induction process for new Directors on joining the Board, which is tailored to the needs of the individual.

### Board experience and diversity

Name	Core industry	Financial, audit & risk	Legal/public policy	Senior Executive	Environmental & social	Technical/engineering	M&A/capital markets	International markets	Health & safety
Andrew Webb	✓	—	—	✓	—	—	✓	✓	—
Marc Bishop Lafleche	✓	—	—	✓	—	—	✓	✓	—
Kevin Flynn	✓	✓	—	✓	—	—	✓	✓	—
Christine Coignard	✓	—	—	✓	✓	—	✓	✓	—
Graeme Dacomb	✓	✓	—	✓	—	—	✓	✓	—
James Rutherford	✓	—	—	✓	✓	—	✓	✓	—
Andrew Webb	✓	—	—	✓	✓	—	✓	✓	—

### Independence of the Non-Executive Directors

Throughout 2024 and as at the date of this report, at least half of the Board are independent Non-Executive Directors. The Board determines all of the Non-Executive Directors (other than the Chairman) to be independent of management and free from any business or other relationship which could materially interfere with the ability to exercise independent judgement. The Code does not consider a chairman to be independent due to the unique position the role holds in corporate governance. Andrew Webb succeeded Patrick Meier as the Group's Chairman at the conclusion of the 2024 AGM and met the independence criteria contained in the Code on appointment.

To ensure the continued effectiveness of the Board, the Chairman and the Non-Executive Directors regularly meet without the Executive Directors present. The Chairman also meets each of the Non-Executive Directors, at least annually. On an annual basis, the Senior Independent Director leads the other Non-Executive Directors in the appraisal of the Chairman's performance.

### Board effectiveness

A Board and Committee effectiveness evaluation is carried out each year. The evaluation considers (but is not limited to): the balance of Board members' skills and experience; independence; diversity; the running of the Board; and Directors' knowledge of the Company. At least every three years, the Board evaluation is externally facilitated. The last externally facilitated effectiveness review of the Board was undertaken in 2023, the results of which were reported in the 2023 Annual report.

From the 2023 external review, the Board identified three effectiveness priority areas for 2024. An action plan to address these areas was developed in 2024 and progress measured throughout the year, as illustrated in the table opposite.

Actions taken in 2024 to address the areas identified by the Board as effectiveness priority areas following the external evaluation in 2023 are summarised below.

Topic	Areas identified for action	Actions taken in 2024
<b>Strategy</b>	Continue to focus the majority of the Board's time on further developing the Group's growth strategy, led by the Chief Executive Officer in collaboration with the Chairman and supported by the Non-Executive Directors, leveraging their experience.	The Board considered strategic issues at every meeting in 2024 and held a two-day dedicated strategy meeting. The Board discussed progress towards delivery of the Group's strategic priorities and investment pipeline.
<b>People</b>	Facilitate increased contact between the Non-Executive Directors and the wider team, with a particular focus on the non-Board members of the Executive Committee and senior management team.	The Board continued to engage with the Group's small number of employees through the two town halls held with the Designated Non-Executive Director and through informal one-to-one meetings with the Non-Executive Directors and non-Board members of the Executive Committee.
<b>Director development</b>	Strengthen the ongoing development of the Board of Directors to more effectively leverage the diversity of thought on the Board.	The Board continued to leverage the experience and expertise of each of the Directors, particularly in relation to the Group's strategy.  This was achieved by the Chairman effectively leading discussions in which each Director contributed their perspectives and insights to shape the Group's strategy.

In 2024, the Directors completed a questionnaire-based internal effectiveness review. The 2024 review reaffirmed that the Board believes it is performing well, with no significant issues identified. The importance of the Board's annual designated strategy session together with allocating sufficient time at each Board meeting to discuss strategy, were again highlighted in the review, for providing clarity and alignment on strategy, particularly in relation to the Group's investment priorities in terms of stage of development and commodity mix.

Building on the priority areas and actions taken in 2024, and taking into account the findings of the 2024 internal review, the Board has identified the following effectiveness priorities for 2025:

Topic	Areas identified for action
<b>Strategy</b>	Ensure that the Board's focus is on the most pressing issues that will determine success for Ecora, including the Group's investment priorities to continue to grow and diversify the Group's portfolio of critical minerals royalties and metal streams.

The review of the Chairman's performance was led by the Senior Independent Director. The Chairman was not present during the discussions with both Executive and Non-Executive Directors as it related to him. All Directors are of the view that as Chairman, Andrew Webb fosters a positive and supportive culture that facilitates meaningful contributions from each Director. In addition, the leadership provided by the Chairman to the Executive Directors and wider workforce, is having a positive impact on the organisational culture of the Company as a whole.

#### Committee effectiveness in 2024

The internal Committee evaluations concluded that each of the Committees was believed to be performing well, was appropriately constituted and had addressed the focus areas for 2024 that had been identified as part of the 2023 external evaluation. In addition, the 2024 internal evaluations looked at ways in which the Committees could further enhance their overall effectiveness and identified areas of focus for 2025 which have been incorporated into the Committees' work plans.

#### Board information and support

All Directors have full and timely access to the information required to discharge their responsibilities fully and effectively. They have access to the advice and services of the Company Secretary, other members of the Group's senior management team and employees, and external advisers. Directors may take independent professional advice in the furtherance of their duties, at the Company's expense.

Where a Director is unable to attend a Board or Committee meeting, he or she is provided with all relevant papers and information relating to that meeting and encouraged to discuss issues arising with the respective Chairs and other Board and Committee members. In 2024, all Directors attended 100% of the meetings they were eligible to attend, as evidenced in the table on page 92.

All Non-Executive Directors are provided with access to papers for each of the Board's Committees, including those who do not serve as members of those committees. Non-Executive Directors regularly attend meetings of the Board's Committees they do not serve on, at the invitation of the respective Committee Chair.

#### Board induction and development

Following appointment and as required, Directors receive training and development appropriate to their level of experience and knowledge. This includes the provision of a comprehensive, tailored induction programme and individual briefings with the Executive Directors, members of the senior management team and their respective team members to provide newly appointed Directors with information about the Group's business, culture and values, and other relevant information to assist them in effectively performing their duties and contributing to Board discussions.



### 4. Audit, risk and internal control

#### Internal and external audit

The Audit Committee monitors the independence and effectiveness of the external auditors, and makes an annual assessment of whether an internal audit function is required. The Audit Committee is responsible for reviewing key judgements within the Group's financial statements and narrative reporting, with the aim of maintaining the integrity of the Group's financial reporting.

The Group's policies and systems of internal control are designed to provide the Directors with reasonable assurance that the Group will not be hindered in achieving its business objectives, or in the orderly and legitimate conduct of its business, by circumstances that may reasonably be foreseen. However, no system of internal control can eliminate the possibility of poor judgement in decision-making, human error, fraud or other unlawful behaviour, management overriding controls, or the occurrence of unforeseeable circumstances and the resulting potential for material misstatement or loss.

The key elements of the Group's control system in operation are:

- The Board meets regularly with a formal schedule of matters reserved to it for decision and has put in place an organisational structure with clear lines of responsibility and appropriate delegation of authority.
- There are established procedures for planning and approving investments and information systems for monitoring the Group's financial performance against budgets and forecasts.
- The Chief Financial Officer is required to undertake an annual assessment process to identify and quantify the risks that face the Group's businesses and functions, and to assess the adequacy of the prevention, monitoring and mitigation practices in place for those risks. This process covers all material controls, including financial, operational and compliance controls.
- The Board is responsible for reviewing the risk assessment and risk management processes for completeness and accuracy.
- In addition to its work on the above, the Audit Committee also receives reports about significant risks and associated control and monitoring procedures. The Group's internal controls and procedures documentation are regular agenda items for the Committee. The Committee also receives regular reports from the external auditors.
- The Audit Committee reports regularly to the Board on these matters, so as to enable the Directors to review the effectiveness of the system of internal control. The Board also receives regular reports or updates from its other Committees and directly from management in addition to carefully considering the Group's risk register at regular intervals.
- The Group's internal control system accords with the Financial Reporting Council's Guidance on Risk Management, Internal Control and Related Financial and Business Reporting.

There are no significant issues disclosed in the report and financial statements for the year ended 31 December 2024 and up to the date of approval of the report and financial statements that have required the Board to deal with any material internal control issues.

The Directors confirm that the Board has reviewed the effectiveness of the system of internal control during the period and concluded that the controls and procedures are adequate. The Board will continue to review the adequacy of the Company's internal controls on an ongoing basis and will test the controls and procedures again during 2025.

For further detail, please refer to the Audit Committee Report on pages 99 to 103

#### Fair, balanced and understandable assessment

The Board is responsible for the presentation of a fair, balanced and understandable assessment of the Company's position and prospects, not only in the Annual Report. The Company has a thorough process in place for the preparation of the interim and Annual Reports, together with quarterly trading updates and other market announcements, to ensure that this is the case.

#### Risk management and internal control framework

The Board is ultimately responsible for aligning the risk appetite of the Company with its long-term strategic objectives, taking into account the principal and emerging risks faced by the Company and the risks it is willing to take in achieving its strategic objectives and how these support the Group's longer-term Viability Statement. The Board has risk as a regular agenda item in order to identify and respond to significant and sudden changes which may impact the Group's ability to achieve its strategic objectives, as and when they materialise. The Audit Committee monitors the work that the Board does in relation to risk on a regular basis.

The Group's principal risks are discussed in detail on pages 63 to 69. These are determined based on two formal reviews undertaken each year.

### 5. Remuneration

The Remuneration Committee is responsible for establishing and developing the Group's general policy on executive and senior management remuneration, together with determining the specific remuneration packages for the Chairman, Executive Directors and members of the Group's Executive management. In determining the Executive remuneration, the level of pay and conditions throughout the Group are taken into consideration.

In addition to the consideration given to the remuneration of the wider workforce, the Remuneration Committee consults with the Company's shareholders to obtain feedback on the existing remuneration policy and any revisions. Further details on the Remuneration Committee's work in 2024, together with the revised remuneration policy, are set out on pages 106 to 122.

**Andrew Webb**  
Chairman

26 March 2025

## Nomination Committee



**Andrew Webb**  
Chairman

### Committee members

	Meetings attended
Andrew Webb – Chairman – appointed 15 January 2024*	1/1
Christine Coignard	2/2
Graeme Dacomb	2/2
Patrick Meier – retired 2 May 2024	2/2
James Rutherford	2/2
Varda Shine	2/2

\* Andrew Webb was appointed to the Nomination Committee as a Non-Executive Director on 15 January 2024, before succeeding Patrick Meier as both Chairman of the Company and the Committee on 2 May 2024.

The Chief Executive Officer, Chief Financial Officer and the Company Secretary also participate in meetings of the Committee, when relevant to do so.

For more on biographies and Board experience details refer to **pages 88 and 89**

### Role and responsibilities

The role of the Nomination Committee is to review the composition of the Board and of its committees. The Committee leads the process for appointments and makes recommendations to the Board as part of succession planning for both Non-Executive and Executive Directors. It also monitors the succession planning and development of senior management.

The Committee's objectives and responsibilities are set out in our terms of reference, which are available to view online.

For more information, visit [www.ecora-resources.com/about-us/governance/our-committees](http://www.ecora-resources.com/about-us/governance/our-committees)

### Committee focus in 2024

The Committee met twice during 2024. Discussions at the meetings covered the responsibilities outlined above, with a particular focus on Non-Executive Director succession planning and committee membership.

The following matters were considered during 2024:

- the composition, structure and size of the Board and its Committees, and the leadership needs of the Group;
- recommending to the Board the appointment of Andrew Webb as a Non-Executive Director and Chairman Designate from 15 January 2024;
- the planned succession of the Chairman at the conclusion of the 2024 AGM;
- the time commitment expected from each of the Non-Executive Directors to meet the expectations of their roles;
- recommending that the Board supports the election or re-election of each of the Directors standing at the 2024 AGM. The length of tenure of Non-Executive Directors was taken into account when considering to support their re-election, to ensure they remain independent and recognising the need to progressively refresh the Board;
- succession planning for both the Non-Executive and Executive Directors; and
- reviewing the Committee's terms of reference.

### Process used in relation to Non-Executive Board appointments

We base our appointments to the Board on merit making use of objective selection criteria, with the aim of optimising the mix of skills, experience, diversity and perspectives necessary for Ecora Resources to achieve its strategic objectives now and in the future.

As detailed in the 2023 Annual Report and Accounts, the appointment of Andrew Webb as a Non-Executive Director and Chairman Designate on 15 January 2024 was the result of an orderly succession process to identify a successor to Patrick Meier as Chairman, who having served for nine years stepped down from the Board at the conclusion of the 2024 AGM on 2 May 2024. To assist with the search for Patrick Meier's successor, Independent Search Partners was appointed in the second half of 2023, following a competitor tender process. Independent Search Partners has previously worked for the Group in recruiting for non-executive and senior leadership appointments and accordingly has a good understanding of the Board's requirements. It is accredited under the UK Government's Voluntary Code of Conduct for Executive Search Firms and has no connections with Ecora Resources PLC or its Directors.

### Process used in relation to Non-Executive Board appointments continued

Prior to the search commencing, the Nomination Committee led by the Senior Independent Director, Varda Shine, agreed the skills and experience it considered necessary for the role of Chairman and provided this to Independent Search Partners. A long list of gender and ethnically diverse candidates was then identified by Independent Search Partners and discussed with the Committee to agree a shortlist to be interviewed. Shortlisted candidates were interviewed by the Senior Independent Director, Varda Shine, and James Rutherford, who recommended the final four candidates to be interviewed by members of the Committee and other Board members.

Following the conclusion of the formal process, the Committee concluded that Andrew Webb had the requisite skills, attributes and capabilities to take on the role as a Non-Executive Director and Chairman Designate, and agreed to recommend Andrew Webb's appointment to the Board for approval. As announced in January 2024, Andrew's appointment was approved by the Board with effect from 15 January 2024 as a Non-Executive Director and he assumed the role of Chairman on 2 May 2024.

The Committee will continue to review the composition of the Board and its Committees throughout 2025 to ensure the appropriate mix of capabilities, experience and diversity is maintained as part of the Company's standard succession planning processes.

### Board and Executive management diversity

The Board's statement on its approach to gender and ethnicity targets, including the diversity targets set out in the UK Listing Rules, can be found on page 93. The additional numerical data on the diversity of the Board and Executive management, in the format prescribed by the UK Listing Rule 6.6.6R(10), can be found on page 125.

### Andrew Webb

Chairman of the Nomination Committee  
26 March 2025

Information on the Group's policy on inclusion and diversity, and the details of Ecora Resources' gender balance, can be found on **page 93**. The numerical data required by UK Listing Rule 6.6.6R(10) can be found on **page 125**.



We will continue to review the composition of the Board and its Committees to ensure the appropriate the mix of skills, experience, diversity and perspectives is maintained for Ecora to achieve its strategic objectives now and in the future."

### Andrew. Webb

Chairman of the Nomination Committee

# Audit Committee



**Graeme Dacomb**  
Chairman of the Audit Committee

## Committee members

	Meetings attended
Graeme Dacomb* – Chairman	5/5
James Rutherford	5/5
Varda Shine	5/5

\* The Chairman of the Audit Committee is deemed to have recent and relevant financial experience in accordance with the UK Corporate Governance Code. The Committee as a whole has competence relevant to the sector.

The Chairman, the Chief Executive Officer, the Chief Financial Officer, the Head of Legal, the Group Financial Controller and Company Secretary and the external auditor also participate in meetings of the Committee, as required.

For more on biographies and Board experience details refer to **pages 88 and 89**

## Role and responsibilities

The Committee’s objectives and responsibilities are set out in its terms of reference, which are available to view online.

For more information, visit [www.ecora-resources.com/about-us/governance/our-committees](http://www.ecora-resources.com/about-us/governance/our-committees)

The Committee’s main responsibilities are:

- monitoring the integrity of the annual and interim financial statements, the accompanying reports to the shareholders and corporate governance statements;
- making recommendations to the Board concerning the adoption of the annual and interim financial statements;
- reviewing and challenging the consistency of, and any changes to, accounting policies, methods and standards;
- overseeing the Group’s relations with the external auditor, including the assessment of its independence and its effectiveness;
- making recommendations to the Board on the appointment, retention and removal of the external auditor and the tendering of the external audit;
- advising the Board on the external auditor’s remuneration for both audit and any non-audit work;
- reviewing the reports from management on the principal risks of the Group outlined on pages 63 to 69 and monitoring the management of those risks;
- monitoring and reviewing the adequacy and effectiveness of the Group’s internal controls;
- considering the need for an internal audit function and reviewing the Group’s approach to assessing the effectiveness of internal controls in the absence of an internal audit function;
- reviewing and challenging management’s assumptions underlying the going concern assessment, together with overseeing completion of the Viability Statement; and
- reviewing and monitoring the Group’s whistleblowing procedure and the Group’s systems and controls for the prevention of bribery, corruption and money laundering;

The Committee has authority to investigate any matter within its remit. It has the power to use any Group resources it may reasonably require and it has direct access to the external auditor. The Committee can also obtain independent professional advice at the Group’s expense where it deems necessary. The Committee Chairman reports to the Board after each meeting on the main items discussed.

## Fair, balanced and understandable

A key requirement of the Group’s annual financial statements is that they be fair, balanced, understandable and provide the information necessary for shareholders to assess the Group’s position, performance, business model and strategy. The Audit Committee and the Board are satisfied that the 2024 Annual Report and Accounts meet this requirement and that appropriate weight has been given to both positive and negative developments in the year.

## Audit Committee continued

### Fair, balanced and understandable continued

In justifying this statement, the Audit Committee has considered the robust processes which operate in producing the 2024 Annual Report and Accounts, including:

- early engagement with the external auditor on significant accounting matters by the finance team in advance of the year-end reporting process;
- the thorough process of review, evaluation and verification by senior management to ensure the accuracy and consistency of information presented in the 2024 Annual Report and Accounts;
- the provision of advice by external advisers to management and the Board on best practice regarding the preparation of the 2024 Annual Report and Accounts;
- a meeting of the Audit Committee held specifically to review and consider the draft 2024 Annual Report and Accounts in advance of the final sign-off by the Board. This review included the significant accounting matters explained in the notes to the consolidated financial statements; and
- consideration by the Audit Committee of the conclusions of the external auditor on the key audit matters that contributed to its audit opinion, specifically the assessment of the Group's royalty intangible assets and metal stream for indicators of impairment and the valuation of the Kestrel royalty.

### Committee focus in 2024

Throughout 2024, the Audit Committee focused on the valuation of the Kestrel royalty and the Group's royalty financial instruments, management's assessment for indicators of impairment in relation to the Group's royalty intangible assets and metal stream, the accounting classification and treatment of the Phalaborwa royalty acquired from Rainbow Rare Earths Ltd, taxation matters and the smooth transition of external auditor following the 2023 tender process. In addition, the Committee reviewed the system of internal control and risk management.

The Audit Committee held five meetings in 2024 and has met twice to date in 2025, covering the key topics set out in the tables below.

Significant issues considered by the Audit Committee in relation to the Group's financial statements

Response of the Audit Committee

<b>Assessment for indicators of impairment in relation to the Group's royalty intangible assets and metal stream</b>	<p>The Committee reviewed management's assessment for indicators of impairment in relation to the Group's royalty intangible assets and metal stream, and challenged management's key assumptions including production profiles, future commodity prices and nominal discount rates used to estimate the recoverable amount of each royalty and compared this to the respective carrying value.</p> <p>The Committee reviewed the disclosures related to the Group's impairment policy outlined in note 3 and the impairment charge of \$15.1m recognised in relation to the Group's Voisey's Bay cobalt stream, together with the associated write-off of carry forward tax losses that are no longer expected to be utilised resulting in a deferred tax charge of \$9.8m, as described in notes 16 and 26 for the year ended 31 December 2024.</p> <p>The Committee concluded that the impairment charges recognised during the year ended 31 December 2024, together with the associated write-off of carry forward tax losses that are no longer expected to be utilised were appropriate and have been adequately disclosed.</p>
<b>Review of carrying value of the Kestrel coal royalty</b>	<p>The Committee reviewed the independent valuation of the Group's Kestrel coal royalty, together with management's review and challenge of the key assumptions used by the independent valuer, including management's own assessment of the nominal discount rates and future commodity prices used to determine the carrying value of the coal royalty as at 31 December 2024.</p> <p>The Committee reviewed the disclosures related to the revaluation loss of \$23.1m in relation to the Kestrel coal royalty described in note 15, for the year ended 31 December 2024.</p> <p>The Committee concluded that the fair value has been calculated in accordance with the Group's accounting policy outlined in note 3, is appropriate as at 31 December 2024 and is adequately disclosed.</p>
<b>Review of carrying value of royalty financial instruments</b>	<p>The Committee reviewed and challenged management's key assumptions including production profiles, future commodity prices and nominal discount rates used to determine the carrying value of those royalties held at fair value.</p> <p>The Committee reviewed the disclosures related to the revaluation gain of \$12.0m in relation to royalty financial instruments, described in note 17 for the year ended 31 December 2024.</p> <p>The Committee concluded that the fair value has been calculated in accordance with the Group's accounting policy outlined in note 3, is appropriate as at 31 December 2024 and is adequately disclosed.</p>



Significant issues considered by the Audit Committee in relation to the Group's financial statements

Response of the Audit Committee

<p><b>Review of accounting classification and treatment of completed acquisitions</b></p>	<p>The Committee reviewed and challenged management's accounting classification and treatment of the Phalaborwa royalty acquired from Rainbow Rare Earths Ltd for cash consideration of \$8.5m.</p> <p>The Committee concurs with management's classification of the Phalaborwa royalty as a royalty financial instrument on the balance sheet, accounted for in accordance with IFRS 9 – Financial Instruments, as the royalty agreement includes a number of protective measures which permit the Group to transfer the royalty to a separate and unrelated mine operated by Rainbow Rare Earths Ltd, or may lead to the repayment of the cash consideration.</p> <p>The Committee reviewed the disclosures related to the acquisition detailed in note 17.</p>
<p><b>Group tax exposures</b></p>	<p>The Committee considered management's assessment of any potential or uncertain tax exposures. The Committee challenged management, and its professional advisers, on tax positions taken and concluded that the disclosures contained in notes 11 and 36 are sufficient and that no additional provision is appropriate.</p>
<p><b>Going concern basis of accounting in preparing the financial statements</b></p>	<p>The Committee reviewed and challenged the outcome of management's half-yearly and year-end reviews of current and forecast net debt positions, together with the headroom on existing borrowing facilities and ongoing compliance with debt covenants.</p> <p>The Committee also considered the outcome of management's downside scenario analysis, which included possible reductions in commodity prices and production volumes, before concluding that the application of the going concern basis for preparation of the financial statements continued to be appropriate.</p>

Other issues considered by the Audit Committee

Response of the Audit Committee

<p><b>Application of the policy for calculating adjusted earnings</b></p>	<p>The Committee reviewed the Group's policy for the calculation of adjusted earnings and confirmed the consistent application of this policy year on year.</p> <p>Adjusted earnings is the profit/(loss) attributable to equity holders plus royalties received from financial instruments carried at fair value through profit or loss, less all valuation movements and impairments, amortisation charges, unrealised foreign exchange gains and losses, and any associated deferred tax, together with any profit or loss on non-core asset disposals.</p> <p>A reconciliation of adjusted earnings to profit/(loss) attributable to equity holders is presented in note 12.</p>
<p><b>Risk management</b></p>	<p>The Committee reviews and monitors the mitigation plans in place and the appropriate senior management responsibilities to address the principal risks (refer to pages 63 to 69) identified by the Board.</p>
<p><b>Viability Statement</b></p>	<p>The Committee reviewed the time period over which the assessment is made, along with the scenarios that are analysed, the potential financial consequences and assumptions made in the preparation of the Viability Statement.</p> <p>The Committee concluded that the downside scenarios analysed were sufficiently severe but plausible and the time period of the Viability Statement was appropriate, given the alignment with the budgeting process.</p>
<p><b>External audit</b></p>	<p>The Committee reviewed and approved the planning report from the Group's external auditor, Ernst &amp; Young LLP, outlining the final audit plan and fee, in December 2024, having given due consideration to the audit approach, materiality levels and audit risks. In March 2025, the Committee reviewed the output of the external audit work that contributed to the auditor's opinion, including the challenge to the Group's assumptions on the issues noted in this report.</p>

## Committee focus in 2024 continued

Other issues considered by the Audit Committee	Response of the Audit Committee
<b>Engagement with Financial Report Council</b>	<p>The Committee considered the Financial Reporting Council's request for information and other observations made following the review of the 2023 Annual Report and Accounts carried out by the Corporate Reporting Review team.</p> <p>The Committee reviewed and approved the Company's response which explained: the accounting treatment applied to early-stage royalty and streaming arrangements subject to production risk; the basis on which the West Musgrave royalty was accounted as a royalty intangible asset and not as a royalty financial instrument; and that the accounting treatment applied to royalty financial instruments once certain financial protection mechanisms in the contracts fall away was not currently relevant, which enabled the Financial Reporting Council to close its enquiry<sup>(1)</sup>.</p> <p>In addition to these questions that the FRC raised with the Company, some suggestions were made as reporting improvements (to the extent they are considered to be material and of relevance). The Audit Committee considered the recommendations as part of its review of this year's Annual Report and, in respect of those areas considered to be of relevance, are satisfied that they have been addressed.</p> <p>The Committee reviewed and considered the findings of the Financial Reporting Council's Audit Quality Review team following its inspection of the audit of the Group's financial statements for the year ended 31 December 2023 by Deloitte LLP. The Committee has shared the findings from the inspection with Ernst &amp; Young LLP who were appointed as the Group's external auditors at the 2024 AGM, to assist with the audit for the year ended 31 December 2024.</p>
<b>Internal audit</b>	<p>The Committee considers on an annual basis whether an internal audit function is required. The Committee's present view is that one is not currently justified given the Group's relatively uncomplicated control environment and business processes, together with the level of oversight and involvement in individual transactions by the Executive Directors.</p> <p>For the same reasons, the Committee does not believe the absence of an internal audit function adversely affects the Directors' assessment of the Group's control environment or the work of the external auditor.</p>
<b>Ethical business conduct</b>	<p>The Committee reviewed and challenged management's annual anti-bribery, corruption and money laundering risk assessment. In addition, the Committee, along with all other Board members, senior management and staff completed the annual certification of compliance with the Group's Anti-Bribery, Corruption and Money Laundering Policy.</p>

(1) The letter received from the CRR provides no assurance that the annual report and accounts are correct in all material respects; the FRC's role is not to verify the information provided to it but to consider compliance with reporting requirements. The FRC (which includes its officers, employees and agents) accepts no liability for reliance on its communication by the Company or any third party, including but not limited to investors and shareholders.

### Ensuring independence of the external auditor

To safeguard the objectivity and independence of the external audit process, it remains the Committee's practice to review and approve all fees related to non-audit services. With the exception of the interim review, no non-audit services were provided during 2024 by the Group's external auditor.

Other safeguards include:

- The external auditor is required to adhere to a rotation policy based on best practice and professional standards in the UK. The maximum period for rotation of the audit engagement partner is five years. The audit engagement partner, Jessy Maguhn, was appointed in 2024 and will rotate off at the end of the 2028 audit in accordance with this requirement.
- The external auditor is required to assess periodically whether, in its professional judgement, they are independent of the Group and confirm this to the Audit Committee.
- The Audit Committee ensures that the scope of the auditor's work is sufficient and that the auditor is fairly remunerated. The Committee reviewed and discussed the 2024 fee proposal, concluding that the proposed fees were appropriate for the scope of work required. Details of the external auditor's remuneration are disclosed in note 7.

- An annual assessment is undertaken of the auditor's effectiveness through joint discussions between the Committee, the Chief Financial Officer, the Group Financial Controller and the Group Reporting Manager. The assessment identifies strengths and areas for improvement which are discussed with the auditor and action plans agreed. The assessment conducted in 2024 of the 2023 external audit concluded that the Group's outgoing external auditor, Deloitte LLP, was independent, objective and effective in the delivery of the audit.

### Conclusions of the Audit Committee for 2024

The Committee has satisfied itself that the external auditor's independence was not impaired.

The Committee held meetings with the external auditors without the presence of management on two occasions and the Chairman of the Committee held regular meetings with the audit engagement partner during the year.

## Consideration given to the appointment of the external auditor

Following the conclusion of a formal tender process in 2023, Ernst & Young LLP was appointed as the Group's external auditor at the AGM held in May 2024 for the year ending 31 December 2024.

The Audit Committee's assessment of the external auditor's performance independence underpins its recommendation to the Board to propose to shareholders the re-appointment of Ernst & Young LLP as auditor until the conclusion of the AGM in 2026. Resolutions to authorise the Board to re-appoint and determine the remuneration of Ernst & Young LLP will be proposed at the AGM on 5 June 2025.

## Risk management and internal control

Risk management is the responsibility of the Board and is integral to the achievement of the Group's objectives. The Board establishes the system of risk management, setting risk appetite and maintaining the system of internal control to manage risk within the Group. A robust process for identifying and evaluating the principal and emerging risks, detailed on pages 60 to 63, was in place during 2024 and up to the date of this report. The Group's system of risk management and internal control is monitored by the Audit Committee under delegation from the Board.

The key elements of the control system in operation are:

- The Board meets regularly with a formal schedule of matters reserved to it for decision and has put in place an organisational structure with clear lines of responsibility and appropriate delegation of authority.
- There are established procedures for planning and approving investments and information systems for monitoring the Group's financial performance against budgets and forecasts.
- The Chief Financial Officer is required to undertake an annual assessment process to identify and quantify the risks that face the Group's businesses and functions, and to assess the adequacy of the prevention, monitoring and mitigation practices in place for those risks. This process covers all material controls, including financial, operational and compliance controls. The process undertaken during the year is discussed in more detail within the Principal Risks and Uncertainties section on pages 63 to 69. The Audit Committee, on behalf of the Board, is responsible for reviewing the risk assessment process for completeness and accuracy.
- In addition to its work on the above, the Audit Committee also receives regular reports about significant risks and associated control and monitoring procedures. The Group's risk register and internal controls and procedures documentation are regular agenda items for the Committee. The Committee also receives regular reports from the external auditor.
- The Audit Committee reports to the Board on these matters, so as to enable the Directors to review the effectiveness of the system of internal control. The Board also receives reports from its other Committees and directly from management.

In carrying out its role and determining in its opinion that the system of risk management and internal controls was effective during 2024, the Committee reviewed and considered the following:

- regular updates of key internal control matters in respect of the Group financial reporting processes, such as financial reporting systems and controls;
- the key risk areas of judgement and estimation uncertainty within financial reporting and mitigating actions taken by management;
- procedures developed by management to identify and evaluate key business, financial and operational risks, and the effectiveness of the responses being implemented to mitigate the potential impacts;
- the output of external audit work; and
- policies and procedures in place to detect, monitor and investigate activity in respect of anti-fraud, bribery and corruption, including the Group's whistleblowing facilities.

## Whistleblowing programme

The Group operates a whistleblowing programme provided by an independent third-party service provider. The whistleblowing programme is called Safecall and is available to all employees. Safecall enables employees to confidentially and anonymously report any matters of concern about potentially unethical, unlawful or unsafe conduct or practices that conflict with the Group's values and Code of Conduct.

During 2024, there were no reports received through the Safecall channel or any other instances of whistleblowing (2023: nil).

There are no significant issues disclosed in the report and financial statements for the year ended 31 December 2024 and up to the date of approval of the report and financial statements that have required the Board to deal with any related material internal control issues.

## Graeme Dacomb

Chairman of the Audit Committee

26 March 2025

# Sustainability Committee



**James Rutherford**  
Chairman of the Sustainability Committee

## Committee members

	Meetings attended
James Rutherford – Chairman	4/4
Marc Bishop Lafleche	4/4
Christine Coignard	4/4

The Chairman, the Chief Financial Officer, the Company Secretary, Head of Legal, Head of Technical and members of the Investor Relations team also attend meetings of the Committee. Other members of the Group are invited to attend where necessary.

For more on biographies and Board experience details refer to **pages 88 and 89**

## Role and responsibilities

The role of the Sustainability Committee, on behalf of the Board, is to oversee the Group's sustainability strategies, targets, performance, disclosures, policies and processes designed to promote the long-term success of the Company and contribute positively to wider society. The Committee manages the Group's sustainability risks and ensures compliance with its sustainability-linked responsibilities and commitments.

The Committee's objectives and responsibilities are set out in its terms of reference, which are available to view online. For more information, visit [www.ecora-resources.com/about-us/governance/our-committees](http://www.ecora-resources.com/about-us/governance/our-committees)

The Committee's main responsibilities are summarised in more detail below:

- approving the development and implementation of the Group's sustainability strategy;
- ensuring that the Group's sustainability priorities are reflected in the Group's culture by alignment with the corporate strategy, purpose, values and the Code of Conduct;
- approving and overseeing the implementation, review and ongoing monitoring of, and compliance with, the Group's Sustainability Policy and other sustainability processes and policies;
- considering material regulatory and voluntary developments in the sustainability regulatory and reporting landscape, and in each case, advising the Board on implementing any consequent changes required to the Group's policies, processes and strategies;
- recommending annually to the Board the Group's sustainable development targets, metrics key performance indicators, objectives and commitments against which the Group's implementation of its sustainability strategy can be monitored and evaluated;
- making recommendations to the Group's Remuneration Committee in relation to appropriate sustainability and sustainability-related performance objectives for Executive Directors, and providing an assessment of the outcomes of the sustainability-related performance objectives at the end of the reporting period;
- considering and reviewing the Group's sustainability ratings and accreditations;
- overseeing and advising the Board on the Group's sustainability-related engagement efforts with key stakeholders;
- evaluating the effectiveness of the processes and reporting systems put in place by management to deal with identifying sustainability related risks across the business and its investments;
- co-ordinating the Committee's non-financial risk management work with the Audit Committee, in particular in relation to reporting to the Board;
- overseeing the process for selection and engagement of any external consultants engaged to assess the sustainability performance of potential investments together with the ongoing monitoring of the Group's portfolio;
- reviewing management's sustainability assessment of potential investments and the ongoing monitoring of the portfolio's sustainability performance, including reviewing any sustainability incidents reported by the Group's operating partners;



We are committed to providing transparency in all our sustainability disclosures relating to our business and our investments."

**James Rutherford**  
Chairman of the Sustainability Committee

- reviewing and overseeing the Group's charitable programmes and community investment activities; and
- prior to making recommendations to the Board, meeting independently with the Head of Legal and the Company Secretary at least annually to review effectiveness of the Group's Sustainability Policy.

The Sustainability Committee has authority to investigate all matters falling within its remit. It has the power to obtain, at the Group's expense, any external independent professional or expert advice, which it deems necessary and has direct access to the Group's resources as it may reasonably require, including access to management. The Sustainability Committee Chair reports to the Board after each meeting on the matters discussed.

### Our approach to sustainability

Our approach to sustainability can be found on pages 50 to 59.

### Committee focus in 2024

The Committee met four times during 2024, with full attendance (either virtually or in-person). Discussions at the meetings covered the responsibilities outlined above, with a particular focus on:

- setting the Group's sustainability objectives and priorities for 2024;
- conducting a Materiality Assessment;
- monitoring and evaluating any sustainability risks and opportunities across the Group's portfolio; and
- enhancing the Group's due diligence and screening tools, particularly in relation to the ongoing monitoring of the Group's portfolio.

In addition to the Committee's standing agenda items, the following matters were discussed by the Committee during 2024:

#### Climate change

- considered the Science Based Targets Initiative's informative guidance regarding value chain decarbonisation and evaluated the ways in which the Group may substantiate the credibility of its emissions reduction goals;
- the strategy to maintain carbon neutrality for the Group's corporate operations alongside continuing efforts to reduce its carbon footprint in the office workplace;
- explored ways in which to monitor, measure and reduce the Group's Scope 3 GHG emissions;
- the Group's carbon reduction and removal opportunities, where it cannot reduce its Scope 3 (upstream) emissions, on an annual basis;
- the impact of climate change risk on the Group's existing portfolio and any future investments;
- collaborated and liaised with the other Board Committees, including the Audit Committee, to oversee the Group's non-financial risk management processes (including an annual review of the risk register) with a focus on climate-related risks and opportunities, including identification of such risks and opportunities and scrutiny of the mitigation plans;
- as part of the Group's annual TCFD disclosure, reviewed the climate risk register on a semi-annual basis to ensure that the assigned mitigating actions remain appropriate and are being implemented;
- considered ways in which to assess our operating partners' decarbonisation efforts and net zero alignment with respect to the Group's Scope 3 (Downstream) GHG emissions; and
- calculated and considered the costs of offsetting the Group's financed emissions with respect to the Group's producing assets.

### Sustainability reporting and governance framework

- conducted a Compressed Double Materiality Assessment and assurance exercise with key internal and external stakeholders to increase understanding of key stakeholder priorities, confirm disclosure priorities and ensure the Group's sustainability strategy is appropriately informed and resourced;
- submission of the Group's annual Communication on Progress for the UNGC;
- considered additional disclosure frameworks against which the Group may report;
- reviewed the Group's compliance with its corporate governance training programme;
- annual review and development of the Group's sustainability due diligence framework to ensure the Group continues to assess key sustainability risks and opportunities for new investments appropriately;
- monitored the Group's performance against the Modern Slavery Statement key performance indicators;
- advised on engagement with sustainability rating agencies to ensure the Group's sustainability profile is scored accurately;
- made recommendations to the Board on the adequacy of the reporting on sustainability, disclosures, opportunities, risks and issues in the Annual Report and other relevant public documents;
- reviewed the Group's sustainability strategy roadmap against the findings of the Materiality Assessment and identified key areas of development;
- reviewed and amended several Group policies including the Code of Conduct, Sustainability Policy, Bribery, Corruption and Anti-Money Laundering Policy and associated business integrity policies, and approved a new Menopause Policy;
- approved new and amended policies as a result of the change in the Group's listing, including Significant Transactions Policy, Related Party Transactions Policy and Inside Information Policy;
- the setting of key performance indicators in the Modern Slavery Statement for 2025; and
- the Committee's effectiveness review (including a review of the Committee's terms of reference).

### Communities and social performance

- building on the Group's community investment and charity programme, oversaw the evaluation of corporate social responsibility programmes in collaboration with the Group's operating partners;
- discussed and approved enhancements to the Group's corporate charitable initiatives programme, including implementation of the Group's matched giving programme; and
- expanded on the Group's employee health and well-being programme, including the introduction of additional employee benefit

For further details refer to our Sustainability Progress Report on pages 50 to 59

### James Rutherford

Chairman of the Sustainability Committee

26 March 2025





**Varda Shine**  
Chair, Remuneration Committee

## Committee members

Varda Shine – (Chair)	4/4
Christine Coignard	4/4
Graeme Dacomb	4/4
James Rutherford	4/4

The Chairman, the Chief Executive Officer, the Chief Financial Officer and the Company Secretary also attend meetings of the Committee by invitation.

For more on biographies and Board experience details refer to **pages 88 and 89**

## Role and responsibilities

The Committee's objectives and responsibilities are set out in our terms of reference, which are available to view online.

For more information, visit [www.ecora-resources.com/about-us/governance/our-committees](http://www.ecora-resources.com/about-us/governance/our-committees)

The Committee's main responsibilities are:

- establishing and developing the Group's general policy on executive and senior management remuneration;
- determining specific remuneration packages for the Executive Directors and members of the Group's Executive Committee and agreeing the Chairman's fee;
- designing and operating the Company's share incentive schemes;
- reviewing the remuneration of the wider workforce and associated policies; and
- consulting shareholders and other stakeholders, when appropriate, regarding executive remuneration.

The Committee takes account of the level of pay and conditions throughout the Group when determining Executive remuneration.

The Remuneration Committee held four meetings in 2024 and has met twice to date in 2025, to fulfil its responsibilities as set out in the Committee's terms of reference.

## Committee focus in 2024

- Approval of incentive results for the 2023 annual bonus and vesting levels of the 2021 LTIP.
- Finalising the 2024 remuneration policy to be presented at the 2024 AGM.
- Setting of incentive targets for the 2024 annual bonus and LTIP.
- Providing guidance to the Chief Executive Officer on salaries, bonuses and long-term incentives to be awarded to the wider workforce.
- Review of updated 2024 UK Corporate Governance Code and new guidelines issued by shareholders and proxy advisory bodies.

## Committee focus in 2025

- Assessment of 2024 incentive outcomes, including for the 2024 annual bonus and 2022 LTIP award.
- Setting of incentive targets for 2025, including the 2025 annual bonus and 2025 LTIP award.
- Providing guidance to the Chief Executive Officer on total compensation levels for the wider workforce.
- Review of corporate governance in relation to remuneration issues, remuneration market trends and any implications for the Group.

## Directors' remuneration report

### Introductory letter

Our primary role as the Remuneration Committee is to ensure that the remuneration arrangements for the Executive Directors are aligned with the successful delivery of the Company's strategy, both in the short and long term, to generate sustainable shareholder value. The link between pay and our shareholders' experience is therefore paramount.

As expected, volumes at Kestrel and Voisey's Bay increased significantly in 2024, with production returning to the Group's private royalty lands at Kestrel in the first half of the year, and Vale completing the Voisey's Bay mine expansion project which saw a subsequent ramp-up of underground operations in the second half of the year. Challenging macro-economic conditions led to softer prices for both steelmaking coal and cobalt throughout the year, partially offsetting the impact of higher volumes and resulted in portfolio contribution of \$63.2m in the year, in line with the \$63.6m reported in 2023. The Group's portfolio contribution flowed through to adjusted earnings per share 11.43c/share for the year, compared to 11.82c/share in 2023.

The macro-economic headwinds which led to the softer commodity prices were once again compounded by the continued stagnation in small-cap UK equity markets during 2024, with continued redemptions and a flight of capital outside of the UK. As anticipated, the revisions to the Group's capital allocation policy, detailed in the 2023 Annual Report, to align the dividend with free cash flow generation and free up capital for growth did not meet the mandates of all investors leading to additional turnover in the share register. The combination of these factors contributed to Ecora's share price falling 36% during the course of the year.

Despite this challenging backdrop, the management team continued to execute and deliver on the Group's strategy, deploying \$8.5m to acquire a gross revenue royalty over the Phalaborwa Rare Earths Project located in South Africa, providing the Group's first exposure to rare earths and making an equity investment of \$1.5m in Rainbow Rare Earths Ltd, the majority owner of the Phalaborwa project. This acquisition was funded largely through the revisions to the capital allocation policy and reiterates our continued focus on growth and our commitment to delivering sustainable long-term shareholder value.

In making our decisions on remuneration outcomes for the Executive Directors in 2024, we had regard for the context outlined above. As a Committee, we sought to make decisions that struck an appropriate balance between rewarding and continuing to incentivise the Executive Directors to deliver value for all our stakeholders over both the short and long term.

### 2024 remuneration policy

As detailed in last year's Directors' Remuneration Report, an updated remuneration policy was put to a vote at the AGM on 2 May 2024. I am pleased to report that the new policy passed with extremely strong support; 97.18% of shareholders voted for the policy.

The Committee engaged extensively with shareholders and stakeholders as part of a comprehensive review of the policy and I would like to extend my personal thanks to all of those who took part in the consultations for their constructive dialogue and feedback.



"I would like to thank those shareholders who took part in our consultation on the revisions to the remuneration policy."

**Varda Shine**

Chair of the Remuneration Committee

As a reminder, the key changes in the 2024 policy were:

- the maximum opportunity under the LTIP was increased to 200% salary for Executive Directors, with the Committee committing to consult with significant shareholders prior to making any award in excess of 175% of salary. Following the approval of the 2024 policy by shareholders, the following awards were granted to the Executive Directors:
  - Chief Executive Officer – 175% of salary; and
  - Chief Financial Officer – 150% of salary;
- the LTIP performance measures, portfolio contribution and adjusted earnings per share, will be set and assessed on the aggregate performance over three years, instead of the performance of a single year, three years later.

### 2024 outcomes

#### Annual bonus outcomes

Employees, including the CEO and CFO, each had individual bonus objectives for 2024. The bonus award criteria relate to a series of agreed corporate and personal performance targets which are each scored, as outlined on pages 115 and 117.

In the context of the Group's financial performance during 2024 described above, the financial measures within the annual bonus paid out at 18.3% of the opportunity. This outcome reflects the fact that the Committee set challenging targets at the start of each year, the delivery of which has been impacted in 2024 by softer commodity prices despite the significant increase in volumes at both Kestrel and Voisey's Bay, as described elsewhere in this report. The Committee will continue to set challenging targets which strike the balance between incentivising management and reflecting the shareholder experience.

For the 2024 annual bonus, the Committee expanded the growth performance measure to include both the acquisition of new royalties and streams, and an assessment of the performance of acquisitions against their investment case. Taking into account the Phalaborwa royalty acquisition described above, together with the performance of the royalties and streams acquired since 2019 against their respective investment cases as described on page 115, the growth and investment strategy measures within the annual bonus paid out at 20% of the opportunity.

### Directors' remuneration report continued

#### 2024 outcomes continued

##### Annual bonus outcomes continued

Further details on payout for the sustainability and personal objective elements of the annual bonus are provided on pages 115 and 117. Overall, the Chief Executive Officer was awarded a bonus of £156,000 under the bonus criteria (33.1% of the total potential award) and the Chief Financial Officer was awarded a bonus of £111,000 (33.1% of the total potential award).

##### 2022 LTIP outcomes

Over the three-year performance period, the Executive Directors have consistently worked towards the successful execution of the Group's strategy to grow and diversify its portfolio of critical mineral royalties and metal streams. In 2022 the Executive Directors led the acquisition of a portfolio of development stage royalties from South32. This was followed by the acquisition of the Vizcachitas copper project in 2023, which further enhanced the Group's portfolio of medium to long-term copper royalties, and the 2024 acquisition of the Phalaborwa royalty which provided the Group's first exposure to rare earths.

Despite the successful execution of the Group's strategy, economic headwinds have resulted in softer steelmaking coal and cobalt commodity prices in 2024, which, when combined with a slower than anticipated ramp-up of cobalt deliveries from Voisey's Bay, the temporary suspension of the development of West Musgrave by BHP and the challenging equity market conditions ongoing in the United Kingdom, has resulted in a total TSR outcome of (43.2%) over the performance period.

As detailed in the 2023 Annual Report and explained on page 119, the S&P/TSX Global Base Metals Index was chosen to replace the EMIX Global Mining Index (excluding gold and energy) after it was discontinued in July 2023. Over the performance period, the S&P/TSX Global Base Metals Index generated a TSR of 26.2%, which is significantly higher than the Group's TSR outcome, resulting in 0% vesting from the total of one-third of the award linked to the TSR performance condition.

The one-third of the award dependent on portfolio contribution vested at 69.9% based on the Group's portfolio contribution for the year ended 31 December 2024 of \$63.2m, compared to the threshold and stretch targets of \$44.2m and \$76.0m respectively, resulting in an outcome of 23.30%.

Consistent with the approach taken in relation to the 2021 LTIP as disclosed in the 2023 Annual Report, in assessing the vesting of the one-third of the award dependent on adjusted earnings per share (AEPS), the Committee has exercised its discretion to exclude the shares issued to acquire the portfolio of development royalties from South32 in 2022. This is because the issuance of shares to acquire non-producing royalties was not included in the assumptions underlying the 2022 LTIP targets set for AEPS and the acquisition of non-producing royalties was a change in strategy given the previous focus had been on income-producing royalties.

Excluding the shares issued for the South32 acquisition the Group's AEPS for the year ended 31 December 2024 increased from 11.43c/share to 13.81c/share, compared to the threshold and stretch targets of 12.1c/share and 24.4c/share respectively, resulting in 35.45% of the performance hurdle being achieved and an outcome of 11.82%.

The 2022 LTIP awards granted on 25 February 2022 vested at 35.12% of the maximum on 25 February 2025. The 2022 LTIP awards granted on 12 May 2022 will also vest at 35.12% of the maximum on 12 May 2025.

#### Discretion

The Committee carefully considered the annual bonus and LTIP outcomes and concluded that no discretion was required beyond the adjustment made to the AEPS element of the LTIP detailed above. The Committee believes that the annual bonus and LTIP outcomes are both appropriate, based on the Company's performance during the year, and proportionate, having had regard to the experience of the Company's broad range of stakeholders.

#### Operation of the policy in 2025

##### Salaries

The Committee approve a 3% increase to the Executive Directors' salaries for 2025, in line with the 3% awarded to the Group's wider workforce.

##### Implementation of incentives for 2025

Performance measures attached to the 2025 annual bonus and LTIP awards are in line with the terms of the 2024 policy and are designed to drive the execution of Group's strategy to grow and diversify our portfolio of critical mineral royalties and streams. Details of the performance conditions and maximum opportunities can be found on page 112.

##### Engagement with employees

With fewer than 15 employees, engagement takes place in a less formal manner than would occur with larger workforces. However, as part of the change in operation of both the annual bonus plan and long-term incentives, presentations were held and opportunities for feedback were provided to employees. In addition, the Group's Designated Non-Executive Director for workforce engagement facilitated two town hall meetings during 2024, with feedback on the matters discussed, including remuneration, provided to the Board.

#### Conclusion

The Committee believes that the decisions it has taken in respect of the 2024 remuneration outcomes and our proposed approach for 2025 reinforce our commitment to ensuring the remuneration arrangements of our Executive Directors supports the delivery of Group's strategy to grow and diversify our portfolio of critical mineral royalties and metal streams, while delivering sustainable shareholder value. We therefore, hope you will support the Directors' Report on remuneration at the 2025 AGM.

#### Varda Shine

Chair, Remuneration Committee

26 March 2025

## At a glance

This section provides a summary of the key information presented in the Remuneration Report.

### Summary of our remuneration structure

#### Summary of 2024 – 2026 remuneration policy components

Element	Key features
<b>Fixed pay</b>	
<b>Base salary</b> Recruitment and retention of high-calibre executives	<ul style="list-style-type: none"> <li>Reviewed annually by the Remuneration Committee</li> <li>Increases based on Group performance, individual performance, levels of increase for the wider workforce and inflation</li> <li>No maximum salary increase</li> </ul>
<b>Benefits</b> Aligned with wider workforce	<ul style="list-style-type: none"> <li>Include medical and life insurance</li> <li>No prescribed maximum cost of benefits</li> </ul>
<b>Pension</b> Aligned with wider workforce	<ul style="list-style-type: none"> <li>10% of base salary</li> </ul>
<b>Annual bonus</b>	
<b>Cash</b> Rewards delivery of strategic priorities and financial success	<ul style="list-style-type: none"> <li>Maximum bonus award of 100% of base salary</li> <li>Outcome based on the achievement of a combination of corporate, financial and personal performance targets</li> <li>The Committee uses a balanced scorecard approach to assess performance against targets at the end of the year</li> <li>Cash bonus subject to malus and clawback</li> </ul>
<b>Deferral</b> Encourages sustained performance in line with shareholder interests	<ul style="list-style-type: none"> <li>Executive Directors will be required to use that part of their cash bonus that exceeds 50% of their base salary to purchase and hold shares for a three-year period</li> <li>Cash bonus used to purchase shares subject to malus and clawback</li> </ul>
<b>LTIP</b>	
Encourages long-term shareholder return and accomplishment of longer-term strategic objectives	<ul style="list-style-type: none"> <li>Awards granted with a maximum face value of 200% of base salary, with significant shareholders being consulted prior to making any award in excess of 175% of base salary</li> <li>Awards vest after a three-year performance period</li> <li>Vested awards have a further two-year holding period</li> <li>Vesting based on performance measures linked to strategic priorities</li> <li>LTIP awards are subject to malus and clawback, which may be applied during the two-year holding period</li> </ul>
<b>Shareholding guidelines</b>	
<b>In-post</b> To align with long-term shareholder interests	<ul style="list-style-type: none"> <li>Executive Directors expected to hold two times basic salary within five years of appointment</li> </ul>
<b>Post-employment</b> To align with long-term shareholder interests	<ul style="list-style-type: none"> <li>Lower of the in-post requirement at the time of cessation and the actual shareholding at cessation to be held for two years post-employment</li> <li>Two-year holding period applies to all shares awarded under the LTIP</li> </ul>
<b>Non-Executive Director remuneration</b>	
<b>Fees</b>	<ul style="list-style-type: none"> <li>Maximum annual aggregated fees for all Non-Executive Directors (including the Chairman) of £600,000</li> </ul>

## Directors' remuneration policy

### 2024 Executive Directors' Remuneration Policy

The 2024 remuneration policy was set out in the 2023 Annual Report and Accounts and was presented for shareholder approval at the AGM on 2 May 2024. This policy was approved with 97.18% support. It is intended that this policy will apply until the Company's 2027 AGM.

The full remuneration policy can be found in the 2023 Annual Report and Account available on the Group website [www.ecora-resources.com/investor-relations/results-reports-presentations](http://www.ecora-resources.com/investor-relations/results-reports-presentations)

### How our remuneration policy addresses UK Corporate Governance Code provision 40 principles

The 2024 remuneration policy was designed taking into consideration the principles of provision 40 of the UK Corporate Governance Code. The table below summarises how the policy addresses each of those principles:

Principle	How this is addressed in the 2024 remuneration policy
<b>Clarity</b>	Our remuneration structure is clearly defined. Performance-based elements, metrics and vesting schedules are clearly disclosed on payment.
<b>Simplicity</b>	Our remuneration elements comprise of well-understood UK market standard elements.
<b>Risk</b>	Our policy limits the risk of unfair or excessive remuneration through the following measures: <ul style="list-style-type: none"> <li>■ clearly defined limits on the maximum opportunities of incentive awards;</li> <li>■ annual bonus awards in excess of 50% of the Executive Directors' base salary require the purchase of shares which are subject to a minimum holding period;</li> <li>■ operation of post-vesting holding period for LTIP awards;</li> <li>■ strong powers of discretion for the Remuneration Committee to adjust formulaic outcomes of incentive awards to ensure payouts are aligned to Group performance; and</li> <li>■ robust malus and clawback provisions on all incentives.</li> </ul>
<b>Predictability</b>	The policy has defined limits which can be used to determine potential values. Scenario charts were presented before approval of the policy to illustrate potential payout scenarios under the new policy.
<b>Proportionality</b>	Payouts under incentive awards are linked to the fulfilment of performance conditions that support the Group's long-term strategy. The annual grant of awards ensures performance measures will continue to be aligned.  The Committee's powers of discretion ensure that there will be no rewards under incentives for poor performance.
<b>Alignment to culture</b>	Focus on share ownership and long-term sustainable performance is reflected in the policy. LTIP measures support a long-term focus for the Executive Directors.



## Summary of policy and statement of implementation of policy in 2025

The following pages provide a summary of the key elements of our Directors' Remuneration Policy. The last column of the table states how the Remuneration Policy will be applied for 2025. For 2025, there are no significant changes in the structure of the remuneration package for Directors compared to last year.

### 2024 Remuneration Policy Table

#### Key aspects of the remuneration policy for Executive Directors

Element, purpose and link to strategy	Operation	Opportunity/performance measures	Implementation for 2025
<p><b>Salary</b></p> <p>To recruit and retain Executives of a suitable calibre for the roles and duties required.</p>	<p>Salaries are set with reference to individual performance, experience and responsibilities to reflect the market rate for the individual and their role, determined with reference to remuneration levels in companies of similar size and complexity, taking into account pay levels within the Company in general.</p> <p>Salaries are reviewed annually. Increases for Executive Directors will normally be in line with those for the general workforce except where there is a change of role or responsibilities or in other exceptional circumstances.</p>	<p>There is no prescribed maximum annual increase.</p>	<p>The salaries of the Executive Directors and wider workforce were subject to an external benchmarking exercise.</p> <p>With effect from 1 January 2025, the full-time equivalent rates of salary for the Executive Directors will be:</p> <ul style="list-style-type: none"> <li>■ Marc Bishop Lafleche – £485,000; and</li> <li>■ Kevin Flynn – £344,750.</li> </ul>
<p><b>Annual bonus</b></p> <p>To encourage and reward delivery of the Company's operational objectives for the relevant year.</p> <p>To ensure, through the required holding of shares, that longer-term focus is encouraged and in line with shareholder interests.</p>	<p>Executive Directors will be required to use that part of their cash bonus that exceeds 50% of their salary to purchase and hold shares for a three-year period.</p> <p>Bonus outturns are determined based on the achievement of a combination of corporate, financial and personal performance targets. Corporate and financial performance targets are agreed by the Board at the beginning of the year.</p> <p>Personal performance targets are agreed with the Chairman and the Committee.</p> <p>The Committee uses a balanced scorecard approach to assess performance against targets at the end of the year, while retaining overall discretion in the calculation of the final bonus outturn.</p> <p>Malus and clawback provisions apply as described below.</p>	<p>The maximum annual bonus opportunity is 100% of salary.</p> <p>The bonus earned at threshold performance is no more than 25% of the maximum, normally increasing on a straight-line basis to the various targets set.</p> <p>The annual bonus can be based on a mix of financial, strategic and personal conditions and is measured over one financial year.</p>	<p>The bonus opportunity for each Executive Director remains at 100% of salary earned in the year.</p> <p>The performance measures and weightings for the 2025 annual bonus will be as follows:</p> <ul style="list-style-type: none"> <li>■ growth &amp; Investment Strategy (45%) – delivery of the Group's strategic objectives and the acquisition of new royalties and streams;</li> <li>■ financial performance (30%) – performance against budget for portfolio contribution, adjusted earnings per share and P/NAV;</li> <li>■ sustainability (15%) – delivery of 2025 strategic priorities agreed with the Sustainability Committee, including enhanced sustainability disclosures together with maintaining and improving externally evaluated sustainability risk ratings; and</li> <li>■ individual strategic targets (10%) – individually tailored targets to motivate the execution of the Group's strategy.</li> </ul>

## Remuneration Committee continued

### Directors' remuneration policy continued

#### 2024 Remuneration Policy Table continued

#### Key aspects of the remuneration policy for Executive Directors continued

Element, purpose and link to strategy	Operation	Opportunity/performance measures	Implementation for 2025
<p><b>Long-term incentives – PSP</b></p> <p>To encourage and reward the achievement of long-term sustainable shareholder returns and delivery of the Company's strategic objectives.</p> <p>To align Executive Director and senior management interests to shareholder interests.</p>	<p>Conditional awards of shares or nil-cost options will be capable of being granted annually, with a performance period and vesting period of at least three years.</p> <p>Any awards that vest are subject to a holding period so that the overall PSP time horizon is at least five years.</p> <p>Vested awards may not generally be sold during the holding period, other than to cover tax liabilities arising on vesting.</p> <p>Dividend equivalents (normally satisfied in shares) accrue over the vesting/holding period and are payable in respect of awards that vest.</p> <p>Malus and clawback provisions apply as described below.</p>	<p>The maximum annual PSP opportunity is 200% of salary. Significant shareholders will be consulted prior to making any award in excess of 175% of salary.</p> <p>The Committee will review the Executive Directors' PSP award sizes annually, prior to grant, to ensure they are appropriate.</p> <p>For each performance element, threshold performance warrants no more than 25% vesting of the element, rising normally on a straight-line basis to 100% for achieving stretch targets.</p> <p>Performance below threshold results in zero vesting.</p> <p>Performance measures attached to each award should be linked to the Group's strategy and may include, but are not limited to, TSR, portfolio contribution, adjusted earnings per share, free cash flow and other strategic objectives.</p>	<p>The LTIP opportunity for the roles of CEO and CFO are 175% and 150% of the rate of salary respectively.</p> <p>The performance criteria (and weighting) for the 2025 LTIP, to be achieved over the three-year period ending 31 December 2027, will be as follows:</p> <ul style="list-style-type: none"> <li>■ TSR vs S&amp;P/TSX Global Base Metals Index (33%) – 25% vesting for TSR equal to index; 100% for Index performance + 7% per annum;</li> <li>■ aggregate portfolio contribution (33%) – 25% vesting for achieving threshold (\$131.5m); 100% for achieving stretch (\$196.5m); and</li> <li>■ aggregate adjusted earnings per share (33%) – 25% vesting for achieving threshold (22.0c); 100% for achieving stretch (35.0c).</li> </ul> <p>With straight-line vesting for performance between the targets.</p>
<p><b>Pension</b></p> <p>To provide a market-competitive level of pension provision, taking account of the provisions for the wider workforce, to attract and retain high performing Executive Directors.</p>	<p>A Company contribution to a money purchase pension scheme, or a cash allowance in lieu of pension at the request of the individual.</p>	<p>The maximum pension contribution or cash allowance is aligned with the contribution levels available for the wider workforce.</p>	<p>The pension contributions for Executive Directors for 2025 remain unchanged.</p> <p>Marc Bishop Lafleche and Kevin Flynn receive pension allowances of 10% of salary, in line with the wider workforce.</p>
<p><b>Other benefits</b></p> <p>To provide market-competitive benefits.</p>	<p>The main benefits currently provided are: death in service, long-term illness and private medical insurance schemes which are provided to all employees.</p>	<p>The value of benefits is set at a level which the Committee considers to be appropriate, taking into account the overall cost to the Company, benefits provided to the wider workforce and market practice.</p>	<p>The other benefits for the Executive Directors for 2025 remain unchanged.</p> <p>In line with the wider workforce, Marc Bishop Lafleche and Kevin Flynn receive private medical insurance, long-term illness insurance and death in service insurance which is capped at five times salary.</p>

#### Performance measures

The annual bonus targets for 2025 are considered by the Board to be commercially sensitive; they will be disclosed in the 2025 annual report on remuneration. Specific details of individual and strategic performance targets for 2025 will also be included in the 2025 report.

## Malus and clawback

Awards under the annual bonus and the LTIP are subject to malus provisions and clawback provisions, which may be applied during the period of two years after the date of vesting. Malus refers to the reduction, including to nil, of unvested or unpaid awards or the requirement for additional performance measures to be met for vesting of the award. Clawback refers to the recovery of paid or vested amounts. Malus and clawback may be applied in the circumstances below, as well as in other exceptional circumstances, at the Committee's discretion:

- material misstatement in results;
- gross misconduct;
- material failing of management resulting in material downturn in financial or operational performance or serious reputational damage;
- error in calculation; and
- corporate failure.

## Shareholding guidelines

Within five years of appointment, Executive Directors are expected to hold shares in the Company with a value of two times basic salary. The Committee will take into consideration these in-post guidelines when making grants under the Company's various incentive plans.

In order to provide further long-term alignment with shareholders, and in line with the UK Corporate Governance Code, Executive Directors will normally be expected to maintain a holding of Company shares for a period after their employment. Executive Directors will normally be required to continue to hold the lower of the in-post requirement at the time of cessation and the actual shareholding at cessation. The requirement applies for a two-year period post-termination and applies to all share awards under the Deferred Share Bonus Plan and LTIP, but excludes shares purchased by the Director from his/her own resources, or shares from incentive awards granted prior to appointment to the Board.

## Non-Executive Director fee policy

The full remuneration policy for our Non-Executive Directors (NEDs) is outlined in the 2023 Directors' Remuneration Report. The policy does not set limits for individual fees, but provides that the maximum annual aggregate basic fees for all NEDs (including the Chairman) should not exceed £600,000.

### Chairman and Non-Executive Director fees: implementation for 2025

For 2025, the Chairman's fee was increased by 5.0%, which is above the 3.0% increase for the Executive Directors and wider workforce to reflect the increased time commitment required from the Chairman going forward. The NEDs' base and incremental Committee membership fees were increased by 3.0% in line with the increase for the Executive Directors and wider workforce. The incremental fees for Senior Independent Director and Committee chairmanship are unchanged. The 2025 fees are shown in the table below.

Determining the fees paid to the NEDs is a matter for the Board, with the NEDs abstaining; therefore, the increases for 2025 were approved by the Chairman and Executive Directors. No Directors were involved in any decision as to their own fees.

	2025	2024	% Increase
Chairman	183,750	175,000	5%
Base fee	53,500	52,000	3%
<b>Increment</b>			
Senior Independent Director	11,000	11,000	—
Committee chairmanship			
– Audit or Remuneration	10,500	10,500	—
– Sustainability	7,500	7,500	—
Committee membership	7,750	7,500	3%

## Remuneration Committee continued

### Annual remuneration report for 2024

This part of the report details the remuneration paid to Directors during 2024 with a comparison to the previous year.

#### Audited information

Elements of this section of the report have been audited. The areas of the report subject to audit are indicated in the headings.

#### Single figure for total remuneration (audited)

		Salary/fees £'000	Benefits <sup>(1)</sup> £'000	Total bonus £'000	LTIP <sup>(2)(3)</sup> £'000	Pension £'000	Other £'000	Total remuneration £'000	Total fixed remuneration £'000	Total variable remuneration £'000
<b>Executive Directors</b>										
Marc Bishop Lafleche	<b>2024</b>	<b>471</b>	<b>5</b>	<b>156</b>	<b>98</b>	<b>47</b>	<b>5<sup>(4)</sup></b>	<b>782</b>	<b>528</b>	<b>254</b>
	2023	417	4	174	54	42	8 <sup>(4)</sup>	699	471	228
Kevin Flynn	<b>2024</b>	<b>335</b>	<b>3</b>	<b>111</b>	<b>69</b>	<b>34</b>	<b>—</b>	<b>552</b>	<b>372</b>	<b>180</b>
	2023	325	3	143	85	33	7 <sup>(5)</sup>	596	368	228
<b>Non-Executive Directors</b>										
Andrew Webb <sup>(6)</sup>	<b>2024</b>	<b>135</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>135</b>	<b>135</b>	<b>—</b>
	2023	—	—	—	—	—	—	—	—	—
Christine Coignard	<b>2024</b>	<b>60</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>60</b>	<b>60</b>	<b>—</b>
	2023	55	—	—	—	—	—	55	55	—
Graeme Dacomb	<b>2024</b>	<b>70</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>70</b>	<b>70</b>	<b>—</b>
	2023	65	—	—	—	—	—	65	65	—
Patrick Meier <sup>(7)</sup>	<b>2024</b>	<b>60</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>60</b>	<b>60</b>	<b>—</b>
	2023	153	—	—	—	—	—	153	153	—
James Rutherford <sup>(8)</sup>	<b>2024</b>	<b>67</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>67</b>	<b>67</b>	<b>—</b>
	2023	66	—	—	—	—	—	66	66	—
Varda Shine <sup>(9)</sup>	<b>2024</b>	<b>81</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>81</b>	<b>81</b>	<b>—</b>
	2023	71	—	—	—	—	—	71	71	—
Robert Stan <sup>(10)</sup>	<b>2024</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>
	2023	20	—	—	—	—	—	20	20	—

(1) Benefits value consists of health insurance premiums.

(2) The 2022 LTIP vesting was confirmed by the Remuneration Committee at its meeting in February 2025. The 2024 value consists of the 2022 awards with a performance period ending 31 December 2024 that have or are expected to vest as detailed on pages 117 and 118, multiplied by the share price on 25 February 2025 of 59.60 pence per share which applies to 63,542 vested awards of Marc Bishop Lafleche and 90,547 vested awards of Kevin Flynn. The 60,711 awards granted to Marc Bishop Lafleche that are expected to vest on 12 May 2025 have been multiplied the three-month average share price ending 31 December 2024 of 64.29 pence per share to calculate the value and will be trued up in the 2025 report. In addition, the value includes the dividend on vesting shares of 16.89 pence per share.

(3) For the 2021 LTIP that vested in 2024, the value disclosed in the 2023 Annual Report was based on the three-month average share price up to 31 December 2023 of 91.90 pence per share and the dividend equivalent of 22.82 pence per share. The value has been restated above based on the share price at the date of vesting of 82.80 pence per share and total dividend equivalents of 24.52 pence per share. There was no increase in value as a result of any share price movement between grant and vesting date.

(4) Other remuneration for Marc Bishop Lafleche consists of £5,000 (2023: £8,000) paid under the Company's annual leave buyback programme which is available to all staff.

(5) Other remuneration in 2023 for Kevin Flynn consisted of £5,000 paid under the Company's annual leave buyback programme which is available to all staff and £2,000 in dividends received under the Deferred Share Bonus Plan. No such other remuneration was received in 2024.

(6) Andrew Webb was appointed to the Board on 15 January 2024 and became Chairman of the Board on 2 May 2024.

(7) Patrick Meier stepped down from the Board on 2 May 2024.

(8) James Rutherford was Senior Independent Director until 1 June 2023.

(9) Varda Shine was appointed Senior Independent Director on 1 June 2023.

(10) Robert Stan stepped down from the Board on 10 May 2023.

## Annual bonus for the year ending 31 December 2024 (audited)

A set of individually crafted corporate and personal bonus criteria was agreed with the Executive Directors for the 2024 financial year which took into account the evolving corporate and financial priorities of the Group.

### Discretion

Incentives are designed to ensure they drive appropriate short and long-term behaviours, and it is the Committee's general preference to avoid making any adjustments. The Committee did not make any discretionary adjustments to the 2024 annual bonus outcomes.

The bonus matrices for the Executive Directors for 2024 are detailed below.

### 2024 CEO scorecard – Marc Bishop Lafleche

	Criteria	Maximum award (%)	Actual outcome (%)
Corporate performance criteria	<b>Growth &amp; Investment Strategy</b> Measures for assessment included: <ul style="list-style-type: none"> <li>■ acquisition of new value-adding producing and/or near producing royalties;</li> <li>■ significant value-adding M&amp;A deal to grow the size of the Company; and</li> <li>■ performance against investment case for capital deployed.</li> </ul>	45	9.0
	<b>Sustainability</b> Measures for assessment included: <ul style="list-style-type: none"> <li>■ improving disclosures and voluntary compliance with globally recognised sustainability frameworks;</li> <li>■ enhancing the Group's sustainability risk due diligence; and</li> <li>■ enhancing the Group's sustainability risk rating as assessed by ratings agencies.</li> </ul>	15	11.1
	<b>Financial performance</b> Measures for assessment included: <ul style="list-style-type: none"> <li>■ portfolio contribution, AEPS and P/NAV (equally weighted).</li> </ul>	30	5.5
Personal performance criteria	<b>Personal objectives</b> Measures for assessment included: <ul style="list-style-type: none"> <li>■ leadership and direction;</li> <li>■ team development and succession planning;</li> <li>■ stakeholder engagement; and</li> <li>■ personal development.</li> </ul>	10	7.5
<b>Total</b>		<b>100</b>	<b>33.1</b>

**Growth & Investment Strategy:** The Group's leading portfolio of critical mineral royalties and metal streams was further enhanced during 2024 through the acquisition of a 0.85% gross revenue royalty over the Phalaborwa Rare Earths Project located in South Africa for \$8.5m, providing the Group's first exposure to rare earths. In addition to acquiring the royalty, the Group made an equity investment of \$1.5m in Rainbow Rare Earths Ltd, the majority owner of the Phalaborwa project. The growth element threshold (0% vesting) to stretch (100% vesting) hurdles were \$0m to \$100m, and as the acquisition and equity investment totalled \$10.0m (excluding transaction costs), the Committee determined that 10% of the hurdles had been achieved, resulting in a score of 3.25% being awarded.

In 2024, the Committee introduced a second element to the Growth & Investment Strategy performance metric, to measure the performance against the investment case for each of the Group's royalties and streams acquired from 2019 onwards, with threshold (25% vesting) to stretch (100% vesting) hurdles set at achieving not more than 10% less than the investment case to achieving or exceeding the investment case. The Committee determined that the Mantos Blancos royalty had achieved threshold performance and the Piaui royalty had made such progress that its performance was between threshold and stretch, while the Group's investment in LIORC and the status of Santo Domingo had achieved or exceeded their investment cases. Conversely, the sustained weakness in the cobalt price, together with the slower than anticipated execution of the expansion project, resulted in the Group's Voisey's Bay cobalt stream not achieving threshold performance. Similarly, the temporary suspension of the West Musgrave project also resulted in that acquisition not achieving threshold performance. Taking the average performance of the acquisitions against their respective investment cases resulted in an outturn of 45.8%, resulting in a score of 5.75%.

The combined outturns of the growth and investment strategy elements result in an overall bonus score of 9% being awarded.

**Sustainability:** Throughout 2024 the Group made substantial progress in delivering the external sustainability commitments and internal sustainability priorities set by the Sustainability Committee including undertaking a Materiality Assessment and assurance exercise with key stakeholders, as detailed on pages 50 and 51, as the foundation to the Group's sustainability roadmap. The progress in delivering these priorities was reflected in the Group's sustainability ratings issued by MSCI and Sustainalytics increasing from A to AA and from 10.5 – Low to 7.7 – Negligible respectively in 2024. In consultation with the Sustainability Committee, it was determined that 74% of the hurdles had been achieved, resulting in an overall bonus score of 11.1% being awarded.



## Annual remuneration report for 2024 continued

### Annual bonus for the year ending 31 December 2024 (audited) continued

#### Discretion continued

#### 2024 CEO scorecard – Marc Bishop Lafleche continued

**Financial performance:** The Group's financial performance for the year ended 31 December 2024 is detailed in the finance review on pages 41 to 46. For the annual bonus, 25% of each financial performance element vests for threshold performance, 50% vests for target performance and 100% vests for stretch performance.

The portfolio contribution target range was \$63.4m for threshold and \$76.6m for stretch; the AEPS target range was 11.3c for threshold and 15.1c for stretch; and the P/NAV trading multiple with a target range of 0.5x for threshold and 1.0x for stretch. After adjusting for the impact of the Group's \$10.0m share buyback on portfolio contribution and AEPS, the Group's portfolio contribution increased from \$63.2m to \$63.9m, while AEPS reduced from 11.43c per share to 11.42c per share. The Group achieved a P/NAV of 0.46x for the year. As above threshold performance was only achieved for the portfolio contribution and AEPS elements, a score for financial performance was determined from these elements alone. Based on the portfolio contribution and AEPS for the year, the Committee determined that 27.8% and 27.3% of the hurdles had been achieved respectively, resulting in an overall score of 5.5%.

**Personal objectives:** The CEO has demonstrated strong leadership throughout 2024, effectively managing key stakeholders as the Group's updated capital allocation policy was implemented at a time when equity markets in the UK, as well as the global small-cap resource sector, were experiencing the second consecutive year of net capital outflows. As anticipated, the new policy did not meet the mandate of all investors and led to additional turnover in the Group's share register. Through a comprehensive investor relations programme, the CEO ensured key shareholders were supportive of the Group's repositioning to being growth focused. In addition, the CEO has continued to build awareness of Ecora and its reputation as a reliable partner, building strong multi-year relationships across the mining sector which culminated in the acquisition of the Phalaborwa rare earths royalty in 2024 and the recently announced \$50m income producing Mimbula copper stream. An overall score of 7.5% was awarded.

**Bonus outcome:** The overall bonus score was agreed at 33.1% under the bonus scoring matrix for a total award of £156,000 (33.1% x £471,000). The Committee assessed that the level of bonus was reflective of the significant strategic progress delivered during the year. As the bonus payout is below 50% of salary, the bonus is paid entirely in cash and no portion has been deferred.

#### 2024 CFO scorecard – Kevin Flynn

	Criteria	Maximum award (%)	Actual outcome (%)
Corporate performance criteria	<b>Growth &amp; Investment Strategy</b> Measures for assessment included: <ul style="list-style-type: none"> <li>■ acquisition of new value-adding producing and/or near producing royalties;</li> <li>■ significant value-adding M&amp;A deal to grow the size of the Company; and</li> <li>■ performance against investment case for capital deployed.</li> </ul>	45	9.0
	<b>Sustainability</b> Measures for assessment included: <ul style="list-style-type: none"> <li>■ improving disclosures and voluntary compliance with globally recognised sustainability frameworks;</li> <li>■ enhancing the Group's sustainability risk due diligence; and</li> <li>■ enhancing the Group's sustainability risk rating as assessed by ratings agencies.</li> </ul>	15	11.1
	<b>Financial performance</b> Measures for assessment included: <ul style="list-style-type: none"> <li>■ portfolio contribution, AEPS and P/NAV (equally weighted).</li> </ul>	30	5.5
Personal performance criteria	<b>Personal objectives</b> <ul style="list-style-type: none"> <li>■ Leadership and direction;</li> <li>■ Team development and succession planning;</li> <li>■ Process improvement;</li> <li>■ Stakeholder engagement; and</li> <li>■ Personal development.</li> </ul>	10	7.5
<b>Total</b>		<b>100</b>	<b>33.1</b>

**Growth & Investment Strategy:** The CFO was assessed on the same basis as the CEO above for an overall bonus score of 9.0%.

**Sustainability:** The CFO was assessed on the same basis as the CEO above for an overall bonus score of 11.1%.

**Financial performance:** The CFO was assessed on the same basis as the CEO above for an overall bonus score of 5.5%.

**Personal objectives:** The CFO played a significant role in supporting the CEO in stakeholder engagement particularly following the implementation of the Group's updated capital allocation policy in 2024, at a time when equity markets in the UK, as well as the global small-cap resource sector, were experiencing strong headwinds. Building on the successful implementation of the new information system in 2023, the CFO led improvements to the real-time financial reporting and analysis provided to the Board and importantly the investment team, significantly strengthening the financial focus across the Group. An overall bonus score of 7.5% was awarded.

**Bonus outcome:** The overall bonus score was agreed at 33.1% under the bonus scoring matrix for a total award of £111,000 (33.1% x £334,750). The Committee assessed that the level of bonus was reflective of the significant strategic progress delivered during the year. As the bonus payout is below 50% of salary, the bonus is paid entirely in cash and no portion has been deferred.

## 2022 LTIP award vesting (audited)

### Performance assessment for 2022 LTIP awards

Performance criteria	Weighting	Threshold performance (25% vesting)	Stretch performance (100% vesting)	Actual performance	Vesting outcome
TSR	33.3%	Index	Index +7% p.a. or above	(43.2%)	0%
Portfolio contribution	33.3%	\$44.2m	\$76.0m	\$63.2m	23.30%
Adjusted earnings per share	33.3%	12.1c/share	24.4c/share	13.81c <sup>(1)</sup>	11.82%
<b>Estimated vesting (% of award)</b>					<b>35.12%</b>

(1) Adjusted earnings per share of 13.81c/share reflects the exclusion of the shares issued to acquire the South32 portfolio of royalties in 2022, as described below.

### TSR

Following the discontinuance of the EMIX Global Mining Index (excluding gold and energy) in July 2023, the Committee considered a number of alternative indices before determining that the S&P/TSX Global Base Metals Index was the most suitable replacement. Over the performance period, the S&P/TSX Global Base Metals Index generated a TSR of 26.2% compared to the Group's TSR of (43.2%), resulting in 0% vesting from the total of one-third of the award linked to the TSR performance condition.

### Portfolio contribution

The Group's portfolio contribution for the year ended 31 December 2024 of \$63.2m, compared to the threshold and stretch performance measures for portfolio contribution set at \$44.2m and \$76.0m respectively, resulted in 69.9% of the performance hurdle being achieved and an outcome of 23.30%.

### Adjusted earnings per share ('AEPS')

Consistent with the approach taken in relation to the 2021 LTIP as disclosed in the 2023 Annual Report, in assessing the vesting of the one-third of the award dependent on AEPS, the Committee has exercised its discretion to exclude the shares issued to acquire the portfolio of development royalties from South32 in 2022. This is because the issuance of shares to acquire non-producing royalties was not included in the assumptions underlying the targets set for AEPS at the time of granting the 2022 LTIP and the acquisition of non-producing royalties was a change in strategy given the previous focus had been on income-producing royalties.

Excluding the shares issued for the South32 acquisition, the Group's AEPS for the year ended 31 December 2024 increased from 11.43c/share to 13.81c/share, compared to the threshold and stretch performance measures of 12.1c/share and 24.4c/share respectively, resulting in 35.45% of the performance hurdle being achieved and an outcome of 11.82%.

The 2022 LTIP awards granted on 25 February 2022 vested at 35.12% of the maximum on 25 February 2025. The 2022 LTIP awards granted on 12 May 2022 will also vest at 35.12% of the maximum on 12 May 2025.

### Discretion

With the exception of the adjustment made to the AEPS element of the LTIP detailed above, the Committee did not exercise any discretion in relation to the annual bonus or LTIP and believes that the outcomes are both appropriate, based on the Company's performance during the year, and proportionate, having had regard to the experience of the Company's broad range of stakeholders.

## Annual remuneration report for 2024 continued

### 2022 LTIP award vesting (audited) continued

#### Total outcome of the 2022 LTIP

	Number of shares awarded	Number of shares vesting at 35.12%	Dividend equivalents on vested value <sup>(1)</sup>	Value based on vesting at 35.12% <sup>(2)</sup>	Total value <sup>(1)</sup>
Marc Bishop Lafleche	353,812	124,253	£20,983	£76,905	£97,888
Kevin Flynn	257,834	90,547	£15,291	£53,966	£69,257

- (1) Dividend equivalents on vested value is the cash value of 16.89 pence per share, equivalent to the dividends that the Executive Directors would have received on the 2022 LTIP shares from award date determined by the USD:GBP exchange rate prevailing on the record date for each dividend.
- (2) The vesting share price on 24 February 2025 was 59.60 pence per share and applies to 63,542 awards granted to Marc Bishop Lafleche and 90,547 awards granted to Kevin Flynn. The 60,711 awards granted to Marc Bishop Lafleche that will vest on 12 May 2025 have been multiplied the three-month average share price ending 31 December 2024 of 64.29p to calculate the value and will be trued up in the 2025 report.

#### Restatement of value of 2021 LTIP

	Number of shares vesting	2023 estimated dividend equivalents value <sup>(1)</sup>	2023 estimated value (ex dividends) <sup>(2)</sup>	2023 estimated total value	Actual dividend equivalent value <sup>(3)</sup>	Actual value of award at vesting (ex dividends) <sup>(4)</sup>	Restated 2021 LTIP value
Marc Bishop Lafleche	49,903	£11,388	£45,840	£57,228	£12,235	£41,320	£53,555
Kevin Flynn	79,565	£18,157	£73,087	£91,244	£19,507	£65,879	£85,386
Julian Treger <sup>(5)</sup>	64,288	£14,671	£59,054	£73,725	£15,761	£53,230	£68,991

- (1) 2023 estimated dividend equivalents value uses cash value of 22.82 pence per share being the dividends with a record date falling between the date of grant and the publication of the 2023 Annual Report.
- (2) 2023 estimated value uses three-month average share price up to 31 December 2023 of 91.90 pence per share as stated in the 2023 Annual Report.
- (3) Actual dividend equivalent is 24.52 pence per share, being the total of the dividends with record dates falling between the date of grant and vesting on 27 May 2024.
- (4) The share price on vesting was 82.80 pence per share.
- (5) Julian Treger stepped down from the Board on 31 March 2022.

#### Scheme interests granted during 2024 (audited)

The table below summarises LTIP-PSP share awards granted to Executive Directors during 2024.

The LTIP-PSP is granted in the form of conditional shares and vesting is dependent on the Group's performance over 2024-2026 based on the performance metrics detailed.

Type of award	Performance criteria (weighting)	Vesting schedule	Performance period end	Director	Basis of award	Number of shares awarded	Face value at grant
LTIP – PSP awards	TSR vs S&P/TSX Global Base Metals Index (33%)	25% for TSR equal to the Index; 100% for the Index +7% p.a. or above	31/12/2026	Marc Bishop Lafleche	175% of salary	1,023,532 <sup>(1)</sup>	£824,250 <sup>(1)</sup>
				Kevin Flynn	150% of salary	622,927 <sup>(1)</sup>	£502,125 <sup>(1)</sup>
	Three-year aggregate portfolio contribution (33%)	25% for achieving threshold; 100% for achieving stretch					
	Threshold: \$170.0m						
	Stretch: \$250.0m						
	Three-year aggregate adjusted earnings per share (33%)	25% for achieving threshold; 100% for achieving stretch					
	Threshold: 29.5c						
	Stretch: 53.0c						

- (1) The 2024 LTIP-PSP awards were granted to Marc Bishop Lafleche and Kevin Flynn in two tranches. The first tranche of 882,367 shares awarded to Marc Bishop Lafleche and 522,598 shares awarded to Kevin Flynn were granted on 20 February 2024 and had a price at the time of grant of 80.69 pence per share, being the volume weighted average share price for the five dealing days ended 19 February 2024. The second tranche of 141,165 shares awarded to Marc Bishop Lafleche and 100,329 shares awarded to Kevin Flynn were granted on 23 October 2024 and had a price at the time of grant of 83.41 pence per share, being the volume weighted average share price for the five dealing days ended 2 May 2024. The face value at grant is calculated by multiplying the number of share awards granted by the price at the time of grant. As receipt of the LTIP-PSP awards is conditional on performance, the actual value of these awards may be nil. Vesting outcomes will be disclosed in the Remuneration Report for 2026.

### Total pension entitlements (audited)

The Company makes contributions to employees' pensions and has designated the National Employment Savings Trust (NEST) as its stakeholder pension provider. The Committee may pay a cash allowance in lieu of part or all of a Director's pension contribution.

### Loss of office payments and payments to former Directors (audited)

There were no loss of office payments made to Directors or payments to former Directors in 2024 (2023: nil) other than the vesting of PSP awards to Julian Treger disclosed in this report.

### Directors' shareholding and share interests (audited)

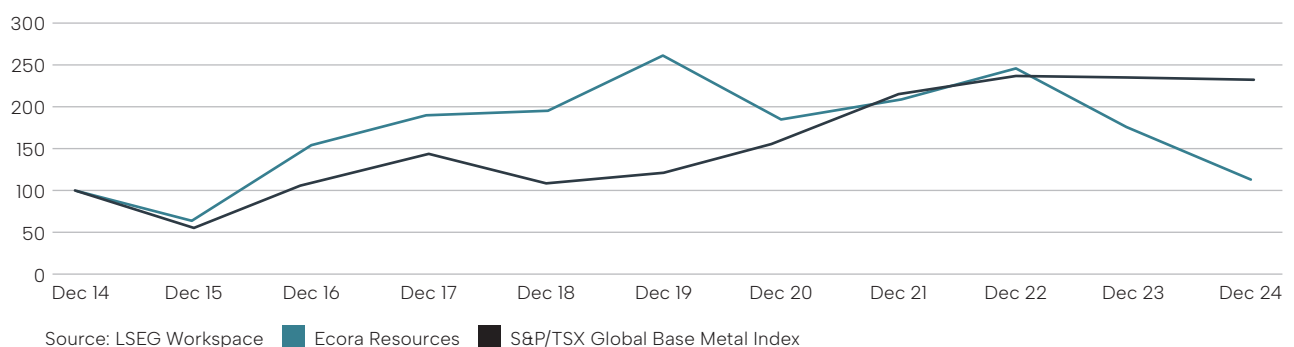
Details of the Directors' interests in shares are shown in the table below.

	Beneficially owned at 24 March 2025 <sup>(1)</sup>	Beneficially owned at 31 December 2024	% of salary shareholding achieved <sup>(2)</sup>	Shareholding requirement met <sup>(3)</sup>	Not subject to performance conditions		Subject to performance conditions
					Share options	Deferred bonus shares	LTIP – PSP
<b>Executive Directors</b>							
Marc Bishop Lafleche	942,954	942,954	120%	No	—	—	1,833,746
Kevin Flynn	335,264	335,264	73%	No	—	—	1,177,185
<b>Non-Executive Directors</b>							
Andrew Webb	25,000	25,000	N/A	N/A	—	—	—
Christine Coignard	—	—	N/A	N/A	—	—	—
Graeme Dacomb	130,000	130,000	N/A	N/A	—	—	—
Patrick Meier	N/A	476,051	N/A	N/A	—	—	—
James Rutherford	118,593	118,593	N/A	N/A	—	—	—
Varda Shine	10,001	10,001	N/A	N/A	—	—	—

- (1) None of the Directors hold their shares in hedging arrangements or as collateral for loans. Such an arrangement would require the express permission of the Board.
- (2) The share price used to determine the percentage of the shareholding of salary achieved is 64 pence per share based on the share price as at 31 December 2024.
- (3) The shareholding guideline for the Executive Directors is 200% of their salary within five years of appointment. From cessation, Executive Directors are normally required to hold the lower of the in-post requirement at the time of cessation and the actual shareholding at cessation for two years.
- (4) Patrick Meier stepped down from the Board on 2 May 2024; the shareholding presented represents his shareholding as at that date.

### Total shareholder return

S&P/TSX Global Base Metals Index vs Ecora Resources PLC



As detailed in the 2023 Annual Report, the S&P/TSX Global Base Metals Index was chosen to replace the EMIX Global Mining Index (excluding gold and energy) after it was discontinued in July 2023. The S&P/TSX Global Base Metals Index was deemed the most suitable replacement, as its constituent companies' commodity mix closely reflects the Group's diversified portfolio of royalties and metal steams.

The TSR chart shows the Group's TSR performance against the performance of the S&P/TSX Global Base Metals Index from 1 January 2015 to 31 December 2024. Both have been re-based at the start of the period in order to provide a graphical measure of comparative performance.

The middle-market price of an ordinary share on 31 December 2024 was 64.0p. During the year, the share price ranged from a low of 57.8p to a high of 98.7p.

## Annual remuneration report for 2024 continued

### Total remuneration for the CEO over time

The table below shows the total remuneration for the CEO during each of the financial years. The total remuneration figure is taken from the single figure remuneration table on page 114. The bonus outturn percentage is expressed as a percentage of the cap, where applicable, for the period in question.

	2015	2016	2017	2018	2019	2020	2021	2022	2022	2023	2024
	Julian Treger <sup>(1)</sup>							Marc Bishop Lafleche <sup>(2)</sup>			
Total remuneration (£'000)	374	563	655	696	737	594	800	192	532	699	<b>782</b>
Bonus outturn (%)	—	47%	71%	72%	74%	35%	92%	66%	83%	42%	<b>33%</b>
LTIP vesting (%)	—	—	—	—	—	—	—	—	—	36%	<b>35%</b>

(1) Julian Treger stepped down as CEO on 31 March 2022.

(2) Marc Bishop Lafleche was appointed CEO on 1 April 2022.

### Change in Directors' remuneration compared to UK employees

The following table sets out the year-on-year changes for the Directors' basic salary, benefits and annual bonus amounts between 2024 and 2020 and the year-on-year changes. We show the average change in each element for all of the Group's UK-based employees, all of whom are employed by Ecora Resources PLC directly. The Committee has chosen this comparator as it feels that it provides a more appropriate reflection of the earnings of the average worker than the movement in the Group's total wage bill.

	FY20 year-on-year change in pay			FY21 year-on-year change in pay			FY22 year-on-year change in pay			FY23 year-on-year change in pay			FY24 year-on-year change in pay		
	Salary/fees <sup>(1)</sup>	Benefits <sup>(2)</sup>	Bonus	Salary/fees <sup>(1)</sup>	Benefits <sup>(2)</sup>	Bonus	Salary/fees <sup>(1)</sup>	Benefits <sup>(2)</sup>	Bonus	Salary/fees <sup>(1)</sup>	Benefits <sup>(2)</sup>	Bonus	Salary/fees <sup>(1)</sup>	Benefits <sup>(2)</sup>	Bonus
<b>Executive Directors</b>															
Marc Bishop Lafleche <sup>(3)</sup>	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	54%	53%	(23%)	<b>13%</b>	<b>13%</b>	<b>(10%)</b>
Kevin Flynn <sup>(4)</sup>	N/A	N/A	N/A	—%	5%	171%	14%	30%	5%	14%	12%	(36%)	<b>3%</b>	<b>3%</b>	<b>(22%)</b>
<b>Non-Executive Directors</b>															
Andrew Webb <sup>(5)</sup>	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	<b>N/A</b>	<b>N/A</b>	<b>N/A</b>
Christine Coignard <sup>(6)</sup>	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	<b>8%</b>	<b>—%</b>	<b>—%</b>
Graeme Dacomb	—%	—%	—%	10%	—%	—%	—%	—%	—%	14%	—%	—%	<b>8%</b>	<b>—%</b>	<b>—%</b>
Patrick Meier <sup>(7)</sup>	—%	—%	—%	—%	—%	—%	16%	—%	—%	6%	—%	—%	<b>(60%)</b>	<b>—%</b>	<b>—%</b>
James Rutherford <sup>(8)</sup>	—%	—%	—%	3%	—%	—%	3%	—%	—%	(1%)	—%	—%	<b>2%</b>	<b>—%</b>	<b>—%</b>
Varda Shine <sup>(9)</sup>	N/A	N/A	N/A	—%	—%	—%	4%	—%	—%	25%	—%	—%	<b>14%</b>	<b>—%</b>	<b>—%</b>
UK employees	(2%)	(22%)	(45%)	6%	14%	161%	6%	20%	(6%)	9%	1%	(58%)	<b>9%</b>	<b>9%</b>	<b>18%</b>

(1) There was no increase in NED base or Committee fees in 2020 or 2021; an increase is due to individuals taking on additional Committee memberships or Committee chairmanships.

(2) Benefits comprise of pension and medical cover, these being the most material; the increase between 2021 and 2022 reflects the impact of both an increase in the pension contribution from 8.5% of base salary to 10.0% for all employees and Kevin Flynn, together with an increase in the underlying base salary.

(3) Marc Bishop Lafleche was appointed Chief Executive Officer and appointed to the Board on 1 April 2022, the year-on-year increase in FY23 compares the salary received as Chief Executive Officer for eight months in 2022 to a full year in 2023. The change in full year equivalent salaries from 2022 to 2023 was 16%.

(4) Kevin Flynn was appointed to the Board on 1 January 2020.

(5) Andrew Webb was appointed to the Board on 15 January 2024 and assumed the role of Chairman on 2 May 2024.

(6) Christine Coignard was appointed to the Board on 1 January 2023.

(7) Patrick Meier stepped down from the Board on 2 May 2024.

(8) James Rutherford was Senior Independent Director until 1 June 2023.

(9) Varda Shine joined the Board on 23 August 2021; her full year equivalent fee in 2021 was 4% lower than 2022. Effective 1 June 2023, she was appointed Senior Independent Director.



## Distribution statement for 2024

The table below sets out the total expenditure on employee reward compared to the dividends received by shareholders, acquisitions during the year and income taxes paid.

	2024 \$m	2023 \$m	% (decrease) /increase
Employee benefit expense <sup>(1)</sup>	6.7	5.6	20%
Dividends	10.8	22.1	(51%)
Acquisition of royalty and metal stream-related assets <sup>(2)</sup>	10.0	27.5	(64%)
Income taxes paid <sup>(3)</sup>	23.6	23.4	1%

- (1) Employee benefit expense for the financial year as per note 7a to the financial statements.
- (2) Acquisition of royalty and metal-related assets during the financial year is the sum of the cash flows for the purchase of mining and exploration interests, royalty intangible assets, metal streams and royalty financial instruments per the Group's statement of cash flows, excluding deferred consideration payments and transaction costs.
- (3) Income taxes paid are as per the Group's statement of cash flows.

## Statement of shareholder voting

At last year's AGM held on 2 May 2024, the resolutions relating to the 2023 Directors' remuneration report and the 2024 remuneration policy were approved by shareholders by a poll. Details of the valid proxy votes received for the resolution are detailed below:

Resolution	Votes for	Votes against	Votes withheld <sup>(1)</sup>
Approval of Directors' Remuneration Report	118,842,804	3,369,907	49,764
	97.24%	2.76%	
Approval of the Directors' Remuneration Policy	118,756,034	3,444,383	62,058
	97.18%	2.82%	

- (1) A vote 'withheld' is not a vote in law and is not counted in the calculation of the proportion of votes for and against the resolution.

## External advisers

The table below details the external advisers to the Committee and the fees paid for services provided during 2024. The fees for external advisers are charged on a time and expenses basis and are in accordance with the terms and conditions set out in the relevant engagement letter.

The Committee are satisfied that the Korn Ferry engagement team, which provides remuneration advice to the Committee, does not have connections with Ecora Resources PLC or its Directors that may impair its independence. The Committee reviewed the potential for conflicts of interest and judged that there were appropriate safeguards against such conflicts. Korn Ferry is a signatory to the Remuneration Consultants' Code of Conduct and has no other connection with the Company.

### External advisers and fees

Advisers	Fees for Committee assistance
<b>Korn Ferry</b> Appointed by the Committee as external advisers from February 2020 following a competitive tender process. Support during 2024 included attendance and advice at Remuneration Committee meetings, specialist share award valuation services, remuneration benchmarking and advice on the remuneration arrangements for the Directors.	£45,385

## Directors' service agreements

The Executive Directors are employed under rolling service contracts with no fixed term. The service contracts of Marc Bishop Lafleche and Kevin Flynn provide for a six-month notice period and an additional payment equivalent to six months' basic salary in line with the Group's redundancy policy. In the event of change of control of the Company, there is no enhancement to contractual terms. The dates of the Executive Directors' service agreements are set out below.

	Date of appointment
Marc Bishop Lafleche	1 April 2022
Kevin Flynn	1 January 2020

### Annual Remuneration Report for 2024 continued

#### Directors' service agreements continued

The Chairman and NEDs are appointed by the Company under letters of appointment and do not have service contracts or contracts for service. All NEDs are expected to serve for an initial period of three years, subject to annual re-election by shareholders at the AGM. At the Board's discretion, NEDs may have their service contracts renewed for up to two further three-year periods. The Chairman and the NEDs have a notice period of not less than one month from either side. The dates of each NED's original appointment are set out below.

	Date of appointment	Date of most recent term	Date of expiry
Andrew Webb	15 January 2024	15 January 2024	15 January 2027
Christine Coignard	1 January 2023	1 January 2023	1 January 2026
Graeme Dacomb	1 November 2019	1 November 2022	1 November 2025
James Rutherford	1 November 2019	1 November 2022	1 November 2025
Varda Shine	23 August 2021	23 August 2024	23 August 2027

#### Approval

This report was approved by the Board on 26 March 2025 and signed on its behalf by

#### Varda Shine

Chair of the Remuneration Committee

## Directors' report

The Directors present their report and audited consolidated financial statements for the year ended 31 December 2024.

### Principal activities

The Group's principal royalty activities are set out in the Strategic Report on pages 1 to 82.

### Going concern

The financial position of the Group and its cash flows are set out on pages 138 and 141. The Directors have considered the principal risks of the Group which are set out on pages 63 to 69, and considered key sensitivities which could impact the level of available commitments under its existing revolving credit facility. As at 31 December 2024, the Group had cash and cash equivalents of \$7.9m, as set out in note 23, and borrowings of \$90.2m under its revolving credit facility, as set out in note 25.

On 26 February 2025, the Group partially exercised the accordion option available under its revolving credit facility, increasing total commitments from \$150m to \$180m. In addition to increasing total commitments, the Group's revolving credit facility was amended and its maturity date extended by 12 months to 30 January 2028, as detailed in note 25 and note 37.

On 4 March 2025, the Group completed the acquisition of the Mimbula copper stream, as detailed in note 37, for cash consideration of \$50.0m funded by drawing on the Group's revolving credit facility. The Group having made repayments of \$6.0m subsequent to year end, now has total borrowings of \$134.2m, and subject to continued covenant compliance, has access to a further \$45.8m through its secured \$180m revolving credit facility as at the date of this report.

The Directors considered the Group's cash flow forecasts for the period to 31 March 2026 under base and downside scenarios, with reference to the Group's principal risks, the events outlined above and in note 37. The basis for the cash flow forecasts considered, is set out in the Group's Viability Statement on page 84. In all of the scenarios modelled (including an aggregate downside scenario, which combines adverse movements of 10% in respect of both volume and pricing) the Group maintains sufficient liquidity and remains in compliance with the financial covenants of its revolving credit facility throughout the period assessed.

The Board is satisfied that the Group's forecasts and projections, taking account of reasonably possible changes in trading performance and other uncertainties, together with the Group's cash position and access to the revolving credit facility, show that the Group will be able to operate within the level of its current facilities for the period of at least 12 months from the date of approval of the financial statements. For this reason, the Group continues to adopt the going concern basis in preparing its financial statements.

### Results and dividends

The consolidated income statement is set out on page 136 of the financial statements.

The Group reported a loss after tax of \$9.8m (2023: profit \$0.8m).

Total dividends for 2024 will amount to 2.81c per share (2023: 8.50c per share), combining the recommended final dividend of 1.11c per share for the year ended 31 December 2024 with the interim dividend of 1.70c per share paid on 31 January 2025. The final dividend for the year ended 31 December 2024 is

subject to shareholder approval at the 2025 AGM. The Board proposes to pay the final dividend on 25 July 2025 to shareholders on the Company's share register at the close of business on 27 June 2025. The shares will be quoted ex-dividend on the London and Toronto Stock Exchanges on 26 June 2025.

### Outlook

The outlook for, and likely future developments of, the Group are described within the Chairman's Statement on pages 12 and 13, together with the Chief Executive Officer's Statement on pages 14 and 15, and the Group's Strategic Report on pages 1 to 82.

### Directors

The names of the Directors in office on the date of approval of these financial statements, together with their biographical details and other information, are shown on pages 88 and 89.

With regard to the appointment and replacement of Directors, the Company is governed by its Articles of Association, the Companies Act 2006 and related legislation. However, in accordance with the Code, all Directors are subject to annual re-election.

All Directors will stand for election or re-election at the 2025 AGM.

A table of Directors' attendance at Board and Committee meetings during 2024 is on page 92.

### Directors' powers

The Directors may exercise all the powers of the Company, subject to applicable legislation and regulation and the Company's Articles of Association. The Company's Articles of Association may be amended by special resolution of the shareholders.

At the 2024 AGM, held on 2 May 2024, the Directors were given the power to:

- issue new shares up to an aggregate nominal amount of £1,700,875 (equivalent to one-third of the Company's issued share capital) together with a further aggregate nominal amount of £1,700,875 (equivalent to one-third of the Company's issued share capital) in connection with a pre-emptive offer by way of a rights issue to existing shareholders. This power will expire at the earlier of the conclusion of the 2025 AGM or 30 June 2025;
- make market purchases of ordinary shares up to a maximum number of 25,770,840. This power will expire at the earlier of the conclusion of the 2025 AGM or 30 June 2025; and
- to allot equity shares or sell treasury shares for cash other than pro rata to existing shareholders up to an aggregate nominal amount of £515,417 (equivalent to 10% of the Company's issued ordinary share capital) for general purposes and an additional power to disapply pre-emption rights up to an aggregate nominal amount of £515,417 (equivalent to 10% of the Company's issued ordinary share capital) for transactions which the Directors determine to be an acquisition or other capital investment as defined by the Pre-emption Group in the Statement of Principles on Disapplying Pre-emption Rights (2022). These powers will expire at the earlier of the conclusion of the 2025 AGM or 30 June 2025.

The Group maintains insurance for its Directors and officers against certain liabilities in relation to the Group. The Group has entered into qualifying third-party indemnity arrangements for the benefit of all its Directors in a form and scope which comply with the requirements of the Companies Act 2006.

## Political donations

No political donations were made during 2024 (2023: nil). Ecora Resources has an established policy of not making donations to, or incurring expenses for the benefit of, any political party in any part of the world, including any political party or political organisation as defined in the Political Parties, Elections and Referendums Act 2000.

## Our greenhouse gas emissions

Ecora is a small organisation, with twelve employees and two Executive Directors, which means that any emission sources within its operational and financial control, such as business travel, purchase of electricity, heat or cooling by the Group, are limited. The Group's Scope 1, Scope 2 and Scope 3 (upstream) emissions are reported on page 80, in addition, our Scope 3 financed emissions attributable to our portfolio of royalties and streams are reported on page 82. During the year ended 31 December 2024, the Group consumed less than 40,000kWh of energy (2023: <40,000kWh) and is therefore exempt from reporting under the UK Government's Streamlined Energy and Reporting Statutory Instrument: 2018/1155.

## Capital structure

The structure of the Company's ordinary share capital at 26 March 2025 was as follows:

	Issued No.	Nominal value per share	Total £	% of total capital
Ordinary shares	261,732,553	0.02	5,234,651	100%

Of the Company's ordinary share capital, 13,134,660 ordinary shares are held in treasury. Therefore, the total voting rights in the Company as at 26 March 2025 is 248,597,893 votes.

## Change of control

A number of agreements terminate upon a change of control of the Company, such as certain commercial contracts and the revolving credit facility. None of these are considered significant in terms of the business as a whole. There is no change of control provision in any of the Directors' contracts.

## Rights and obligations

### Dividends

The £0.02 ordinary shares carry the right to dividends determined at the discretion of the Board.

### Voting rights

The £0.02 ordinary shares carry the right to one vote per share.

## Relationship agreement

On 19 July 2022, the Company entered into a relationship agreement with South32 SA Investments Limited (South32), a shareholder holding approximately 16.9% of the issued capital of the Company, which contains a number of undertakings from South32 which are intended to ensure, subject to certain carve-outs, that the Company can operate its business independently of South32, that all transactions between the Company and South32 will be conducted in accordance with the related party transaction provisions contained in Chapter 8 of the UK Listing Rules and that South32 does not take any action to prevent the Company complying with its UK Listing Rule obligations. The relationship agreement also grants South32 the right to appoint a director to the Board of the Company (although this appointment right has not been exercised to date). The relationship agreement (including the Board appointment right) will terminate if South32's shareholding falls below 10%.

The Board confirms that, since the relationship agreement was entered into by the Company on 19 July 2022, as at 26 March 2025 (being the latest practicable date prior to the publication of this Annual Report and Accounts):

- the Company has complied with the independence provisions included in the relationship agreement;
- so far as the Company is aware, the independence provisions included in the relationship agreement have been complied with by South32 and its group companies/associates as applicable; and
- so far as the Company is aware, the procurement obligation relating to compliance by South32's group companies/associates included in the relationship agreement has been complied with by South32.

## Restrictions on transfer of holdings

At the date of this report, there are no specific restrictions on the size of a holding nor on the transfer of the Company's shares, which are both governed by the general provisions of the Company's Articles of Association and prevailing legislation.

## Special control rights

The Company's ordinary shares are subject to transfer restrictions and forced transfer provisions that are intended to prevent, among other things, the assets of the Company from being deemed to be 'plan assets' under US Employment Retirement Income Security Act of 1974 (ERISA). For more information refer to the important notices section.

## Employee share schemes

Details of employee share schemes are set out on pages 174 and 175 and in note 29 to the financial statements.

## Shares held in treasury

As at 31 December 2024, the Company holds 13,134,660 £0.02 ordinary shares in treasury following the share buybacks undertaken in 2020 and 2024, detailed in note 28 to the financial statements.

## Allotment of ordinary shares

There were no allotments of ordinary shares during the year ended 31 December 2024 (2023: nil). As a result, the Company has not issued any new ordinary shares (other than as part of a pre-emptive offer) in the 12 months preceding the date of this Annual Report and Accounts.

## Purchase of own shares

On 27 March 2024, the Company announced the initiation of a share buyback programme to purchase ordinary shares in the Company for up to a maximum aggregate consideration of U\$10m. The share buyback programme was in line with the authority given for the Company to purchase, in the market, up to 25,790,340 ordinary shares at the AGM held on 10 May 2023, with such authority expiring at the 2024 AGM.

Between 27 March 2024 and 1 May 2024, the Company repurchased 6,421,504 ordinary shares for a total consideration of \$6.7m (£5.3m), at a volume weight average price of 82.92p per share.

At the AGM held on 2 May 2024, authority was given for the Company to purchase, in the market, up to 25,770,840 ordinary shares. This authority will expire at the 2025 AGM and, in accordance with usual practice, a resolution to renew it for another year will be proposed.

Between 2 May 2024 and 30 May 2024, the Company completed the share buyback programme announced on 27 March 2024, repurchasing a further 3,069,813 ordinary shares under the share buyback programme announced on 27 March 2024, for a total consideration of \$3.3m (£2.6m), at a volume weighted average price of 85.54p per share.

In aggregate the Company repurchased 9,491,317 ordinary shares under the share buyback programme announced on 27 March 2024, for total consideration of \$10m, at a volume weighted average price of approximately 83.77p per share. The share buyback programme was primarily funded by the proceeds from the Group's partial sale of its holding in Labrador Iron Ore Royalty Corporation. The repurchased shares are held in treasury.

## Substantial shareholdings

The Company has been notified, of the following interests of 3% or more in the share capital of the Company pursuant to Rule 5 of the Disclosure Guidance and Transparency Rules ("DTR"). As at 26 March 2025 (being the latest practicable date for inclusion in this report), the Company has not received any additional notifications pursuant to DTR 5.

	Ordinary shares of 2p each	Representing
South32	43,625,091	17.6%
Aberforth Partners	20,515,982	8.3%
Schroder Investment Management	16,008,978	6.4%
Ransome's Dock Limited	7,941,120	3.2%

## Directors' interests

See page 119 for a list of Directors' interests in shares.

## Internal controls

The Directors confirm that there have been no significant changes to the system of internal controls, nor have there been any significant breaches reported during the year. As a result, the Board has concluded that the controls and procedures are adequate.

## Data on diversity of the Board and Executive Management

The Board's statement on its approach to gender and ethnicity targets, including the diversity targets set out in the UK Listing Rules, can be found on page 93. The additional numerical data on the diversity of the Board and Executive management, in the format prescribed by UK Listing Rule 6.6.6(10), is outlined below as at 31 December 2024. The underlying data was collected directly from the Board and the Executive Committee.

The Group defines Executive management as the members of the Executive Committee which consists of the Chief Executive Officer and the Chief Financial Officer, who are both Directors of the Company, together with the Investment Manager and Head of Legal.

### (a) Gender identity or sex

	Number of Board members	% of Board	Number of senior positions <sup>1</sup>	Number in Executive management	% of Executive management
Men	5	71.4%	3	2	50%
Women	2	28.6%	1	2	50%
Not specified/ Prefer not to say	—	—	—	—	—

(1) Senior positions include: Chair, CEO, CFO and SID

### (b) Ethnic background

	Number of Board members	% of Board	Number of senior positions <sup>1</sup>	Number in Executive management	% of Executive management
White British or Other White	7	100%	4	3	75%
Mixed/ Multiple Ethnic Groups	—	—	—	—	—
Asian/ Asian British	—	—	—	1	25%
Black/ African/ Caribbean/ Black British	—	—	—	—	—
Other Ethnic Groups	—	—	—	—	—
Not specified/ Prefer not to say	—	—	—	—	—

(1) Senior positions include: Chair, CEO, CFO and SID.



## Directors' report continued

### Disclosure table pursuant to UK Listing Rule 6.6.1

UK Listing Rule	Information to be included	Disclosure
6.6.1(1)	Interest capitalised by the Group	Not applicable – no interest capitalised
6.6.1(2)	Unaudited financial information (LR 6.2.23R)	None
6.6.1(3)	Long-term incentive scheme only involving a director (LR 9.3.3R)	None
6.6.1(4)	Directors' waivers of emoluments	None
6.6.1(5)	Directors' waivers of future emoluments	None
6.6.1(6)	Non-pro rata allotments for cash (issuer)	None
6.6.1(7)	Non-pro rata allotments for cash (major subsidiaries)	None
6.6.1(8)	Listed company is a subsidiary of another company	Not applicable
6.6.1(9)	Contracts of significance involving a director	None
6.6.1(10)	Contracts of significance involving a controlling shareholder	Not applicable – no controlling shareholder
6.6.1(11)	Waivers of dividends	None
6.6.1(12)	Waivers of future dividends	None
6.6.1(13)	Statement confirming ability to carry on business independently from a controlling shareholder (LR 6.2.3R)	Not applicable – no controlling shareholder

### Auditor

The auditor, Ernst & Young LLP, has indicated its willingness to continue in office, and a resolution that it be re-appointed will be proposed at the 2025 AGM.

### Statement as to disclosure of information to auditor

The Directors who were in office on the date of approval of these financial statements have confirmed that, as far as they are aware, there is no relevant audit information of which the auditor is unaware. Each of the Directors has confirmed that they have taken all the steps that they ought to have taken as Directors to make themselves aware of any relevant audit information and to establish that such audit information has been communicated to the auditor.

### Other statutory and regulatory information

The Directors' Report comprises the Corporate Governance Report on pages 86 to 96, the Directors' Report on pages 123 to 126 and the policy on financial risk management in note 33 to the consolidated financial statements.

For the purposes of compliance with Disclosure Guidance and Transparency Rules 4.1.5R(2) and 4.18R, the Strategic Report and this Directors' Report (including the other sections of the Annual Report incorporated by reference) comprise the Management Report.

Information in relation to the Group's payment policy can be found in note 27 and a statement on going concern is provided in note 31.1.

### Designated Foreign Issuer status

The Company continues to be listed on the TSX and to be a 'reporting issuer' in the Province of Ontario, Canada. The Company also continues to be a 'designated foreign issuer', as defined in National Instrument 71-102 – Continuous Disclosure and Other Exemptions Relating to Foreign Issuers of the Canadian Securities Administrators. As such, the Company is not subject to the same ongoing reporting requirements as most other reporting issuers in Canada. Generally, the Company will be in compliance with Canadian ongoing reporting requirements if it complies with the UK Financial Conduct Authority in its capacity as the competent authority for the purposes of Part VI of the Financial Services and Markets Act 2000 (United Kingdom), as amended from time to time, and the applicable laws of England and Wales (the 'UK Rules') and files on its SEDAR profile at [www.sedar.com](http://www.sedar.com) any documents required to be filed or furnished pursuant to the UK Rules.

By Order of the Board

### Jason Gray

Company Secretary  
26 March 2025

Registered office  
Kent House  
3rd Floor North  
14 – 17 Market Place  
London  
W1W 8AJ

## Statement of Directors' responsibilities

The Directors are responsible for preparing the Annual Report and the Group and parent company financial statements in accordance with applicable law and regulation.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the Group and parent company financial statements in accordance with United Kingdom adopted International Accounting Standards.

Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and parent company and of the profit or loss of the Group for that period. In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable UK-adopted International Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group and parent company will continue in business.

The Directors are responsible for safeguarding the assets of the Group and parent company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Group's and parent company's transactions and disclose with reasonable accuracy at any time the financial position of the Group and parent company and enable them to ensure that the financial statements and the Directors' Remuneration Report comply with the Companies Act 2006.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Group's website, [www.ecora-resources.com](http://www.ecora-resources.com). Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

### Directors' confirmations for the year ended 31 December 2024

The Directors consider that the Annual Report and Accounts, taken as a whole, is fair, balanced and understandable and provides the information necessary for shareholders to assess the Company's performance, business model and strategy.

Each of the Directors, whose names and functions are set out on pages 88 and 89, confirm that, to the best of their knowledge:

- the Group and parent company financial statements, which have been prepared in accordance with United Kingdom adopted International Accounting Standards, give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group and parent company; and
- the Strategic Report, on pages 1 to 84, which is incorporated in the Directors' Report, includes a fair review of the development and performance of the business and the position of the Group and parent company, together with a description of the principal risks and uncertainties that it faces.

By Order of the Board

#### Marc Bishop Lafleche

Chief Executive Officer  
26 March 2025

#### Kevin Flynn

Chief Financial Officer  
26 March 2025

# Financial statements

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# Independent auditor's report to the members of Ecora Resources plc

## Opinion

In our opinion:

- Ecora Resources PLC's group financial statements and parent company financial statements (the "financial statements") give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2024 and of the Group's loss for the year then ended;
- the group financial statements have been properly prepared in accordance with UK adopted international accounting standards;
- the parent company financial statements have been properly prepared in accordance with UK adopted international accounting standards as applied in accordance with section 408 of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Ecora Resources PLC (the 'parent company') and its subsidiaries (the 'Group') for the year ended 31 December 2024 which comprise:

Group	Parent company
Consolidated income statement for the year ended 31 December 2024	Company balance sheet as at 31 December 2024
Consolidated statement of comprehensive income for year ended 31 December 2024	Company statement of changes in equity for the year ended 31 December 2024
Consolidated balance sheet as at 31 December 2024	Company statement of cash flows for the year ended 31 December 2024
Consolidated statement of changes in equity for the year ended 31 December 2024	
Consolidated statement of cash flows for the year ended 31 December 2024	
Related notes 1 to 38 to the financial statements, including material accounting policy information	

The financial reporting framework that has been applied in their preparation is applicable law and UK adopted international accounting standards and as regards the parent company financial statements, as applied in accordance with section 408 of the Companies Act 2006.

## Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Independence

We are independent of the Group and parent in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to listed public interest entities and we have fulfilled our other ethical responsibilities in accordance with these requirements.

The non-audit services prohibited by the FRC's Ethical Standard were not provided to the Group or the parent company and we remain independent of the Group and the parent company in conducting the audit.

## Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our evaluation of the directors' assessment of the Group and parent company's ability to continue to adopt the going concern basis of accounting included:

- Understanding management's process and key controls over the going concern assessment;
- Evaluating whether management's going concern period, of 12 months to 31 March 2026, was appropriate;
- Assessing the consistency between the assumptions used in the going concern forecast and other audit areas, such as impairment and valuation modelling;
- Challenging the underlying data and key assumptions in line with our impairment and valuation procedures mentioned below;
- Assessing the accuracy of management's previous budgeting against actual performance;
- Assessing the clerical accuracy of management's modelling by recalculating cash flow and covenant positions based on the model inputs;
- Understanding the terms, maturity, interest rates, and any restrictions or covenants of the borrowings held by the Group, and assessing forecast covenant compliance in both the base case and the downside scenario;
- Determining whether management's downside modelling represents a severe but plausible scenario;
- Performing an independent reverse stress test to determine the fall in revenue at which covenants are breached and assessing the likelihood of its occurrence;

## Conclusions relating to going concern continued

- Considering the impact of climate change on management's modelling;
- Considering mitigating actions within management's control;
- Considering post balance sheet events, including the completed acquisition of the Mimbula copper stream for \$50m and associated upsize and extension to the Group's revolving credit facility; and
- Reading management's disclosures to ensure they are appropriate.

The directors' assessment forecasts that the Group will maintain sufficient liquidity and will comply with the financial covenants throughout the going concern assessment period in the base case and downside scenario.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group and parent company's ability to continue as a going concern for a 12 month period to 31 March 2026.

In relation to the Group and parent company's reporting on how they have applied the UK Corporate Governance Code, we have nothing material to add or draw attention to in relation to the directors' statement in the financial statements about whether the directors considered it appropriate to adopt the going concern basis of accounting.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the group's ability to continue as a going concern.

## Overview of our audit approach

<b>Audit scope</b>	<ul style="list-style-type: none"> <li>■ Consistent with the way the Group is centrally managed from the UK office, we consider the Group to be one component. Consequently, all material assets, liabilities, income and expenses are subject to a full scope audit.</li> </ul>
<b>Key audit matters</b>	<ul style="list-style-type: none"> <li>■ Valuation of the Kestrel investment property.</li> <li>■ Impairment indicator assessment of royalty intangibles and metal streams.</li> </ul>
<b>Materiality</b>	<ul style="list-style-type: none"> <li>■ Overall group materiality of \$6.5m which represents 1.5% of net assets.</li> </ul>

## An overview of the scope of the parent company and group audits

In the current year our audit scoping reflects the new requirements of ISA (UK) 600 (Revised). We have followed a risk-based approach when developing our audit approach to obtain sufficient appropriate audit evidence on which to base our audit opinion. We performed risk assessment procedures to identify and assess risks of material misstatement of the Group financial statements and identified significant accounts and disclosures. When identifying where audit work needed to be performed to respond to the identified risks of material misstatement of the Group financial statements, we considered our understanding of the Group and its business environment, the potential impact of climate change, the applicable financial framework, the Group's system of internal control at the entity level, the existence of centralised processes and applications.

Consistent with the way the Group is centrally managed from the UK office, we consider the Group to be one component. Consequently, all material assets, liabilities, income and expenses are subject to a full scope audit performed by the Primary audit team based in the UK.

## Climate change

Stakeholders are increasingly interested in how climate change will impact Ecora Resources PLC. The Group has determined that the most significant future impacts from climate change on its operations will be from exposure to coal from the Kestrel royalty over the short to medium-term period. This is explained on pages 70 - 83 in the required Task Force On Climate Related Financial Disclosures. They have also explained their climate commitments on page 83. All of these disclosures form part of the "Other information", rather than the audited financial statements. Our procedures on these unaudited disclosures therefore consisted solely of considering whether they are materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appear to be materially misstated, in line with our responsibilities on "Other information".

In planning and performing our audit we assessed the potential impacts of climate change on the Group's business and any consequential material impact on its financial statements. The Group has explained in their Critical accounting judgements and key sources of estimation uncertainty note how they have reflected the impact of climate change in their financial statements (Note 4).

Our audit effort in considering the impact of climate change on the financial statements was focused on evaluating management's assessment of the impact of climate risk, physical and transition, their climate commitments, the effects of material climate risks disclosed on page 152 and whether these have been appropriately reflected in the Group's valuation of royalty and metal stream agreements.

As part of this evaluation, we performed our own risk assessment, supported by our climate change internal specialists, to determine the risks of material misstatement in the financial statements from climate change which needed to be considered in our audit. We also challenged the Directors' considerations of climate change risks in their assessment of going concern and viability and associated disclosures.

Based on our work we have not identified the impact of climate change on the financial statements to be a key audit matter. We have considered climate change as part of our procedures performed over the two key audit matters identified below.



## Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified. These matters included those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in our opinion thereon, and we do not provide a separate opinion on these matters.

<b>Risk</b>	<p><b>Valuation of the Kestrel investment property</b></p> <p>Refer to the Audit Committee Report (page 100); Accounting policies (page 144); and Note 15 to the financial statements (pages 159 and 160).</p> <p>The risk is that the valuation of the Kestrel investment property is materially misstated as this is based on a forecast-based estimate.</p> <p>As described in Note 15 to the financial statements, as at 31 December 2024 Ecora recognised an asset of \$48.7m of in relation to the Kestrel investment property (2023: \$77.4m).</p> <p>The valuation of the Kestrel investment property is sensitive to changes in key assumptions, which increases the risk of material financial statement misstatement.</p> <p>The risk is focused upon management's selection and application of significant underlying assumptions included within the forecast modelling such as:</p> <ul style="list-style-type: none"> <li>■ Saleable coal volumes;</li> <li>■ Metallurgical and thermal coal prices;</li> <li>■ Weighted average cost of capital (discount rate); and</li> <li>■ Foreign exchange rate.</li> </ul> <p>During the year ended 31 December 2024, the Group has recognised a loss on revaluation of coal royalties of \$23.1m (2023: \$28.5m).</p>
<b>Our response to the risk</b>	<p>We obtained an understanding of Ecora's investment property valuation process and evaluated the design of the associated controls.</p> <p>We substantively audited the Kestrel investment property valuation by performing the following procedures:</p> <ul style="list-style-type: none"> <li>■ Assessing the appropriateness of the methodology of the valuation model;</li> <li>■ Checking the underlying clerical accuracy of the valuation model;</li> <li>■ Challenging management's significant assumptions (with reference to historic actuals, analyst reports and consensus pricing), with specific focus on changes to those used in previous modelling;</li> <li>■ Assessing the appropriateness of the weighted average cost of capital (discount rate) used in the calculation in conjunction with our valuation specialists;</li> <li>■ Reviewing management's specialist's reporting for consistency with management's valuation model;</li> <li>■ Ensuring adjustments made to management's valuation model compared to the specialist report are appropriate;</li> <li>■ Assessing the competence, objectivity and independence of management's specialist;</li> <li>■ Performing budget to actuals analysis to assess the accuracy of the production forecasting process;</li> <li>■ Searching for contradictory evidence which would not support management's assumptions;</li> <li>■ Performing a stand back assessment on the overall valuation;</li> <li>■ Performing sensitivity analysis on significant inputs; and</li> <li>■ Ensuring the disclosure (including sensitivity analysis) in the financial statement is appropriate.</li> </ul>
<b>Key observations communicated to the Audit Committee</b>	<p>As a result of the audit procedures performed, we concluded that the significant assumptions used in the fair value model prepared by management over the Kestrel investment property as at 31 December 2024 were appropriate and therefore we were satisfied that the balance was fairly stated.</p>
<b>How we scoped our audit to respond to the risk</b>	<p>All audit work performed to address this risk was undertaken by the primary audit team supported by our valuation specialists.</p>

Key audit matters continued

<b>Risk</b>	<p><b>Impairment indicator assessment of royalty intangibles and metal streams</b></p> <p>Refer to the Audit Committee Report (page 100); Accounting policies (page 144); and Notes 16 and 18 to the financial statements (pages 160 and 164).</p> <p>The risk is that potential impairments are not identified on a timely basis and that the carrying values of the Group's royalty intangibles and metal streams might not be recoverable.</p> <p>As described in Notes 16 and 18 to the financial statements, as at 31 December 2024 Ecora recognised \$245.9m of royalty intangibles (2023: \$269.8m) and \$141.9m of metal streams (2023: \$161.4m).</p> <p>The identification of impairment indicators requires significant management judgement and is focused on forecast commodity price curves, operational performance and macro-economic trends.</p> <p>Where an impairment indicator is identified management perform an impairment test based on a value-in-use discounted cash flow model.</p> <p>For the year ended 31 December 2024 an impairment indicator was identified for the following assets:</p> <ul style="list-style-type: none"> <li>■ Voisey's Bay: Due to the deterioration in Cobalt pricing;</li> <li>■ West Musgrave: Due to delays to project start up; and</li> <li>■ Maracás Menchen: Due to the deterioration in Vanadium pricing.</li> </ul> <p>The risk is focused upon management's selection and application of significant underlying assumptions included within the modelling which include forecast:</p> <ul style="list-style-type: none"> <li>■ Commodity pricing;</li> <li>■ Asset production; and</li> <li>■ Weighted average cost of capital (discount rate).</li> </ul> <p>As disclosed in Note 16 to financial statements, total impairment charges of \$15.1m (2023: \$nil) were recognised in the year in relation to the Voisey's Bay metal stream.</p> <p>As disclosed in Note 18 to financial statements no impairment charge was required (2013: nil) for West Musgrave and Maracás Menchen royalty intangible assets.</p>
<b>Our response to the risk</b>	<p>We obtained an understanding of Ecora's impairment assessment process and evaluated the design of the associated controls.</p> <p>We substantively audited the identification of impairment indicators for royalty intangibles and metal streams by performing the following procedures:</p> <ul style="list-style-type: none"> <li>■ Reviewing management's impairment assessment for completeness against the criteria set out within the relevant account standards;</li> <li>■ Assessing the appropriateness of the consensus pricing and macroeconomic factors used to assess whether an impairment indicator exists; and</li> <li>■ Performing searches of public and private operator information to search for evidence of operational issues which could indicate an impairment indicator.</li> </ul> <p>Where an impairment indicator was identified, in relation to an asset with a material risk of misstatement, we performed the following substantive procedures to audit management's recoverable amount calculation:</p> <ul style="list-style-type: none"> <li>■ Assessing the appropriateness of the methodology of the valuation model;</li> <li>■ Checking the underlying clerical accuracy of the valuation model;</li> <li>■ Critically assessing the valuation model to identify significant assumptions and making management inquiries;</li> <li>■ Challenging management's significant assumptions (with reference to changes to those used in previous modelling and agreeing to third-party evidence);</li> <li>■ Assessing the impact of climate change on management's modelling assumptions;</li> <li>■ Assessing the appropriateness of the weighted average cost of capital (discount rate) used in the calculation in conjunction with our valuation specialists;</li> <li>■ Performing analysis to compare historic forecasts to actual results to assess the accuracy of the production forecasting process;</li> <li>■ Comparing and assessing management forecast prices against analyst consensus pricing;</li> <li>■ For assets yet to produce:             <ul style="list-style-type: none"> <li>– In conjunction with our valuations team, performing benchmarking P/NAV analysis on the pre-production risk adjustment applied;</li> <li>– Ensuring changes to the pre-production risk adjustment are supported to appropriate third-party evidence, such as operator announcements;</li> </ul> </li> <li>■ Searching for contradictory evidence which would not support management's assumptions;</li> <li>■ Performing a stand back assessment on the overall valuation;</li> <li>■ Performing sensitivity analysis on significant inputs; and</li> <li>■ Ensuring the disclosures (including sensitivity analysis if required) in the financial statement are appropriate.</li> </ul>

## Key audit matters continued

<b>Key observations communicated to the Audit Committee</b>	<p>As a result of the audit procedures performed, we have concluded that management's impairment indicator analysis and impairment assessment for the Group's royalty intangible and metal stream assets has been carried out appropriately and in accordance with the requirements of UK adopted international accounting standards.</p> <p>We further concluded that the significant assumptions used in the recoverable value models prepared by management as at 31 December 2024 were appropriate, in accordance with IAS 36, IAS 38 and IAS 16 and where applicable, fell within the range of acceptable outcomes that we had calculated.</p> <p>Based on the procedures performed, we consider the metal stream impairment charges recorded by management as at 31 December 2024 of \$15.1m in respect of Voisey's Bay to be appropriate. We are satisfied that the carrying values of the Group's royalty intangible assets do not require any impairment charge as at 31 December 2024.</p> <p>We concluded that the related disclosures in the Group financial statements are appropriate.</p>
<b>How we scoped our audit to respond to the risk</b>	All audit work performed to address this risk was undertaken by the primary audit team supported by our valuation specialists.

Revenue recognition is a significant risk presumed by ISAs (UK). It is not included above, as Ecora's revenue streams are largely routine in nature and do not involve significant judgement or use of significant estimates. Consequently, the auditing of revenue recognition did not have the greatest effect on our overall audit strategy, the allocation of resources in the audit or in directing the efforts of the engagement team. Audit procedures were performed covering 100% of the revenue balance.

The Key audit matters identified are consistent with the predecessor auditor.

### Our application of materiality

We apply the concept of materiality in planning and performing the audit, in evaluating the effect of identified misstatements on the audit and in forming our audit opinion.

#### Materiality

The magnitude of an omission or misstatement that, individually or in the aggregate, could reasonably be expected to influence the economic decisions of the users of the financial statements. Materiality provides a basis for determining the nature and extent of our audit procedures.

We determined materiality for the Group to be \$6.5 million, which is 1.5% of the Group's net assets. As a significant proportion of the Group's assets are pre-production, we believe that net assets provides the most relevant performance measure to the stakeholders of the entity and therefore have determined materiality based on this number.

We determined materiality for the parent company to be \$5.8 million, which is 1.5% of the parent company net assets, which we consider to be an appropriate basis for materiality, as the users of the financial statements focus on a capital-based measure.

The previous auditor determined materiality for the Group to be \$7m for the year ended 31 December 2023, based on a blended assessment which represented 1.4% of net assets.

#### Performance materiality

The application of materiality at the individual account or balance level. It is set at an amount to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements exceeds materiality.

On the basis of our risk assessments, together with our assessment of the Group's overall control environment, our judgement was that performance materiality was 50% of our planning materiality, namely \$3.3m. We have set performance materiality at this percentage as this is our first year auditing the Group.

#### Reporting threshold

An amount below which identified misstatements are considered as being clearly trivial.

We agreed with the Audit Committee that we would report to them all uncorrected audit differences in excess of \$0.3m which is set at 5% of planning materiality, as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds.

We evaluate any uncorrected misstatements against both the quantitative measures of materiality discussed above and in light of other relevant qualitative considerations in forming our opinion.

#### Other information

The other information comprises the information included in the annual report, including shareholder statistics, other information and forward looking statements set out on pages 1-127 and 190-192, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

## Opinions on other matters prescribed by the Companies Act 2006

In our opinion, the part of the directors' remuneration report to be audited has been properly prepared in accordance with the Companies Act 2006.

In our opinion, based on the work undertaken in the course of the audit:

- The information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements and those reports have been prepared in accordance with applicable legal requirements.

## Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements and the part of the Directors' Remuneration Report to be audited are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- we have not received all the information and explanations we require for our audit.

## Corporate Governance Statement

We have reviewed the directors' statement in relation to going concern, longer-term viability and the part of the Corporate Governance Statement relating to the Group and company's compliance with the provisions of the UK Corporate Governance Code specified for our review by the UK Listing Rules.

Based on the work undertaken as part of our audit, we have concluded that each of the following elements of the Corporate Governance Statement is materially consistent with the financial statements or our knowledge obtained during the audit:

- Directors' statement with regards to the appropriateness of adopting the going concern basis of accounting and any material uncertainties identified set out on page 123;
- Directors' explanation as to its assessment of the company's prospects, the period this assessment covers and why the period is appropriate set out on page 84;
- Directors' statement on whether it has a reasonable expectation that the Group will be able to continue in operation and meets its liabilities set out on page 84;
- Directors' statement on fair, balanced and understandable set out on page 127;

- Board's confirmation that it has carried out a robust assessment of the emerging and principal risks set out on page 62-69;
- The section of the annual report that describes the review of effectiveness of risk management and internal control systems set out on page 60-61 and
- The section describing the work of the audit committee set out on page 99-103.

## Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 127, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Group and parent 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 Group or the parent company or to cease operations, or have no realistic alternative but to do so.

## Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are 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 ISAs (UK) 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 these financial statements.

## Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

### Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud continued

However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the company and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the Group and determined that the most significant are those that relate to the reporting framework (UK adopted International accounting standards, the Companies Act 2006, UK Corporate Governance Code, and the Listing Rules of the UK Listing Authority) and relevant tax compliance regulations in the jurisdictions in which the Group operates (UK, Canada and Australia).
- With the assistance of our forensics specialists, we understood how the Group is complying with those frameworks by making inquiries of management, those responsible for legal and compliance procedures and the company secretary. We corroborated our enquiries through our review of board minutes and papers provided to the Audit Committee, observations in Audit Committee meetings, as well as consideration of the results of our audit procedures across the Group.
- We assessed the susceptibility of the Group's financial statements to material misstatement, including how fraud might occur by meeting the finance and operational management to understand where it considered there was susceptibility to fraud. We also considered performance targets and their propensity to influence efforts made by management to manage earnings. We considered the programmes and controls that the Group has established to address risks identified, or that otherwise prevent, deter and detect fraud; and how senior management monitors those programmes and controls. Where the risk was considered to be higher, with the assistance of our forensics specialists, we performed audit procedures to address each identified fraud risk. These procedures included those on revenue recognition and testing manual journals and were designed to provide reasonable assurance that the financial statements were free from material fraud or error. These procedures included using data analytics to test manual journals and were designed to provide reasonable assurance that the financial statements were free of fraud or error.
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures included reading any correspondence with regulators, making enquiries of management's specialists and journal entry testing, with a focus on manual journal entries, consolidation journals and journal entries indicating large or unusual transactions using data analytics. We based this testing on our understanding of the business, enquiries of management, including the General Counsel and the Company Secretary and reading relevant reports. We have also reviewed any whistleblowing reports issued in the year.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

### Other matters we are required to address

- Following the recommendation from the audit committee, we were appointed by the Company on 11 June 2024 to audit the financial statements for the year ending 31 December 2024 and subsequent financial periods.
- The period of total uninterrupted engagement including previous renewals and reappointments is one year, covering the year ended 31 December 2024.
- The audit opinion is consistent with the additional report to the audit committee.

### Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

### Jessy Maguhn

(Senior Statutory Auditor)

for and on behalf of Ernst & Young LLP, Statutory Auditor  
London

27 March 2025



## Consolidated income statement for the year ended 31 December 2024

	Notes	2024 \$'000	2023 \$'000
Royalty and metal stream related revenue	5	59,608	61,900
Metal streams cost of sales	16	(1,214)	(1,338)
Amortisation and depletion of royalties and streams	16, 18	(7,908)	(7,467)
Operating expenses	6	(11,010)	(10,889)
<b>Operating profit before impairments and revaluations</b>		<b>39,476</b>	42,206
Impairment of metal streams	16	(15,051)	—
Revaluation of royalty financial instruments	17	11,962	(3,088)
Revaluation of coal royalties (Kestrel)	15	(23,079)	(28,520)
Finance income	8	255	921
Finance costs	9	(8,853)	(8,270)
Net foreign exchange gains		1,279	70
Other (loss)/income – net	10	(56)	1,234
<b>Profit before tax</b>		<b>5,933</b>	4,553
Current income tax charge	11	(12,367)	(16,325)
Deferred income tax (charge)/credit	11	(3,393)	12,619
<b>(Loss)/profit attributable to equity holders</b>		<b>(9,827)</b>	847
<b>Total and continuing earnings per share</b>			
Basic (loss)/earnings per share	12	(3.89c)	0.33c
Diluted (loss)/earnings per share	12	(3.89c)	0.33c

The notes on pages 142 to 189 are an integral part of these consolidated financial statements.

## Consolidated statement of comprehensive income

for the year ended 31 December 2024

	Notes	2024 \$'000	2023 \$'000
<b>(Loss)/profit attributable to equity holders</b>		<b>(9,827)</b>	847
<b>Items that will not be reclassified to profit or loss</b>			
Changes in the fair value of equity investments held at fair value through other comprehensive income			
Revaluation of royalty financial instruments	17	<b>(628)</b>	(1,706)
Revaluation of mining and exploration interests	19	<b>76</b>	(491)
Deferred taxes relating to items that will not be reclassified to profit or loss	26	<b>58</b>	624
		<b>(494)</b>	(1,573)
<b>Items that have been or may be subsequently reclassified to profit or loss</b>			
Net exchange (loss)/gain on translation of foreign operations		<b>(17,969)</b>	336
		<b>(17,969)</b>	336
<b>Other comprehensive loss for the year, net of tax</b>		<b>(18,463)</b>	(1,237)
<b>Total comprehensive loss for the year</b>		<b>(28,290)</b>	(390)

The notes on pages 142 to 189 are an integral part of these consolidated financial statements.

## Consolidated balance sheet and Company balance sheet as at 31 December 2024

	Notes	Group		Company	
		2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
<b>Non-current assets</b>					
Property, plant and equipment	14	2,394	3,063	2,394	3,063
Coal royalties (Kestrel)	15	48,735	77,354	—	—
Metal streams	16	141,910	161,440	—	—
Royalty financial instruments	17	40,612	32,829	3,450	—
Royalty and exploration intangible assets	18	245,939	269,801	—	—
Mining and exploration interests	19	4,366	2,791	1,941	367
Deferred costs	20	2,275	341	1,552	341
Investments in subsidiaries	21	—	—	412,199	412,990
Other receivables	22	17,820	33,708	105,365	114,030
Deferred tax asset	26	25,877	37,451	—	—
		<b>529,928</b>	618,778	<b>526,901</b>	530,791
<b>Current assets</b>					
Trade and other receivables	22	16,168	9,649	1,167	7,969
Cash and cash equivalents	23	7,876	7,850	6,559	6,673
		<b>24,044</b>	17,499	<b>7,726</b>	14,642
<b>Total assets</b>		<b>553,972</b>	636,277	<b>534,627</b>	545,433
<b>Non-current liabilities</b>					
Borrowings	25	90,228	82,400	71,000	75,400
Other payables	27	3,079	14,461	3,079	3,346
Deferred tax liability	26	17,903	28,126	—	—
		<b>111,210</b>	124,987	<b>74,079</b>	78,746
<b>Current liabilities</b>					
Income tax liabilities		4,167	15,927	—	—
Trade and other payables	27	3,957	13,344	71,533	59,915
		<b>8,124</b>	29,271	<b>71,533</b>	59,915
<b>Total liabilities</b>		<b>119,334</b>	154,258	<b>145,612</b>	138,661
<b>Net assets</b>		<b>434,638</b>	482,019	<b>389,015</b>	406,772
<b>Capital and reserves attributable to shareholders</b>					
Share capital	28	6,528	6,762	6,528	6,762
Share premium	28	169,212	169,212	169,212	169,212
Other reserves		84,268	103,293	105,474	104,546
Retained earnings		174,630	202,752	107,801	126,252
<b>Total equity</b>		<b>434,638</b>	482,019	<b>389,015</b>	406,772

The notes on pages 142 to 189 are an integral part of these consolidated financial statements.

The Company has elected to take the exemption under section 408 of the Companies Act 2006 (United Kingdom) not to present the parent company income statement. The profit for the parent company for the year was \$1.3m (2023: \$7.3m).

The financial statements of Ecora Resources PLC (registered number: 897608) on pages 136 to 189 were approved by the Board and authorised for issue on 26 March 2025 and are signed on its behalf by:

**Andrew Webb**  
Chairman

**Marc Bishop Lafleche**  
Chief Executive Officer

## Consolidated statement of changes in equity

for the year ended 31 December 2024

	Notes					Other reserves			Retained earnings \$'000	Total equity \$'000	
		Share capital \$'000	Share premium \$'000	Merger reserve \$'000	Investment revaluation reserve \$'000	Share-based payment reserve \$'000	Foreign currency translation reserve \$'000	Special reserve \$'000			Treasury shares \$'000
Balance at 1 January 2023		6,761	169,212	94,847	6,321	687	3,952	833	102	220,889	503,604
Profit for the year		—	—	—	—	—	—	—	—	847	847
Other comprehensive income:											
Changes in fair value of equity investments held at fair value through other comprehensive income:											
Valuation movement taken to equity	17, 19	—	—	—	(2,197)	—	—	—	—	—	(2,197)
Deferred tax	26	—	—	—	624	—	—	—	—	—	624
Foreign currency translation		—	—	—	—	—	336	—	—	—	336
<b>Total comprehensive loss</b>		—	—	—	(1,573)	—	336	—	—	847	(390)
Transferred to retained earnings on disposal	17, 19	—	—	—	(3,002)	—	—	—	—	3,002	—
Dividends	13	—	—	—	—	—	—	—	—	(22,062)	(22,062)
Utilisation of treasury shares to satisfy employee-related share-based payments	28, 29	1	—	—	—	—	—	—	(1)	76	76
Value of employee services	29	—	—	—	—	791	—	—	—	—	791
<b>Total transactions with owners of the Company</b>		1	—	—	(3,002)	791	—	—	—	(18,984)	(21,195)
<b>Balance at 31 December 2023</b>		<b>6,762</b>	<b>169,212</b>	<b>94,847</b>	<b>1,746</b>	<b>1,478</b>	<b>4,288</b>	<b>833</b>	<b>101</b>	<b>202,752</b>	<b>482,019</b>
Balance at 1 January 2024		<b>6,762</b>	<b>169,212</b>	<b>94,847</b>	<b>1,746</b>	<b>1,478</b>	<b>4,288</b>	<b>833</b>	<b>101</b>	<b>202,752</b>	<b>482,019</b>
Loss for the year		—	—	—	—	—	—	—	—	(9,827)	(9,827)
Other comprehensive income:											
Changes in fair value of equity investments held at fair value through other comprehensive income:											
Valuation movement taken to equity	17, 19	—	—	—	(552)	—	—	—	—	—	(552)
Deferred tax	26	—	—	—	58	—	—	—	—	—	58
Foreign currency translation		—	—	—	—	—	(17,969)	—	—	—	(17,969)
<b>Total comprehensive loss</b>		—	—	—	(494)	—	(17,969)	—	—	(9,827)	(28,290)
Transferred to retained earnings on disposal	17	—	—	—	(1,416)	—	—	—	—	1,416	—
Dividends	13	—	—	—	—	—	—	—	—	(10,836)	(10,836)
Share buy-back	28	(239)	—	—	—	—	—	—	239	(10,000)	(10,000)
Utilisation of treasury shares to satisfy employee-related share-based payments	28, 29	5	—	—	—	(878)	—	—	(5)	878	—
Value of employee services	29	—	—	—	—	1,498	—	—	—	247	1,745
<b>Total transactions with owners of the Company</b>		<b>(234)</b>	—	—	<b>(1,416)</b>	<b>619</b>	—	—	<b>234</b>	<b>(18,295)</b>	<b>(19,091)</b>
<b>Balance at 31 December 2024</b>		<b>6,528</b>	<b>169,212</b>	<b>94,847</b>	<b>(164)</b>	<b>2,098</b>	<b>(13,681)</b>	<b>833</b>	<b>335</b>	<b>174,630</b>	<b>434,638</b>

The notes on pages 142 to 189 are an integral part of these consolidated financial statements.

## Company statement of changes in equity for the year ended 31 December 2024

	Notes	Other reserves								Retained earnings \$'000	Total equity \$'000
		Share capital \$'000	Share premium \$'000	Merger reserve \$'000	Investment revaluation reserve \$'000	Share-based payment reserve \$'000	Foreign currency translation reserve \$'000	Special reserve \$'000	Treasury shares \$'000		
Balance at 1 January 2023		6,761	169,212	94,847	253	687	7,595	833	102	140,963	421,253
Profit for the year		—	—	—	—	—	—	—	—	7,258	7,258
Other comprehensive income:											
Changes in fair value of equity investments held at fair value through other comprehensive income:											
Valuation movement taken to equity	19	—	—	—	(544)	—	—	—	—	—	(544)
Total comprehensive profit		—	—	—	(544)	—	—	—	—	7,258	6,714
Transferred to retained earnings on disposal	19	—	—	—	(17)	—	—	—	—	17	—
Dividends	13	—	—	—	—	—	—	—	—	(22,062)	(22,062)
Utilisation of treasury shares to satisfy employee-related share-based payments	28, 29	1	—	—	—	—	—	—	(1)	76	76
Value of employee services	29	—	—	—	—	791	—	—	—	—	791
Total transactions with owners of the Company		1	—	—	(17)	791	—	—	(1)	(21,969)	(21,195)
<b>Balance at 31 December 2023</b>		<b>6,762</b>	<b>169,212</b>	<b>94,847</b>	<b>(308)</b>	<b>1,478</b>	<b>7,595</b>	<b>833</b>	<b>101</b>	<b>126,252</b>	<b>406,772</b>
Balance at 1 January 2024		<b>6,762</b>	<b>169,212</b>	<b>94,847</b>	<b>(308)</b>	<b>1,478</b>	<b>7,595</b>	<b>833</b>	<b>101</b>	<b>126,252</b>	<b>406,772</b>
Profit for the year		—	—	—	—	—	—	—	—	<b>1,260</b>	<b>1,260</b>
Changes in fair value of equity investments held at fair value through other comprehensive income:											
Valuation movement taken to equity	19	—	—	—	<b>74</b>	—	—	—	—	—	<b>74</b>
<b>Total comprehensive income</b>		<b>—</b>	<b>—</b>	<b>—</b>	<b>74</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>1,260</b>	<b>1,334</b>
Dividends	13	—	—	—	—	—	—	—	—	<b>(10,836)</b>	<b>(10,836)</b>
Share buy-back	28	<b>(239)</b>	—	—	—	—	—	—	<b>239</b>	<b>(10,000)</b>	<b>(10,000)</b>
Utilisation of treasury shares to satisfy employee-related share-based payments	28, 29	<b>5</b>	—	—	—	<b>(878)</b>	—	—	<b>(5)</b>	<b>878</b>	—
Value of employee services	29	—	—	—	—	<b>1,498</b>	—	—	—	<b>247</b>	<b>1,745</b>
<b>Total transactions with owners of the Company</b>		<b>(234)</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>620</b>	<b>—</b>	<b>—</b>	<b>234</b>	<b>(19,711)</b>	<b>(19,091)</b>
<b>Balance at 31 December 2024</b>		<b>6,528</b>	<b>169,212</b>	<b>94,847</b>	<b>(234)</b>	<b>2,098</b>	<b>7,595</b>	<b>833</b>	<b>335</b>	<b>107,801</b>	<b>389,015</b>

The notes on pages 142 to 189 are an integral part of these consolidated financial statements.



## Consolidated statement of cash flows and Company statement of cash flows for the year ended 31 December 2024

	Notes	Group		Company	
		2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
<b>Cash flows from operating activities</b>					
Profit before taxation		5,933	4,553	1,770	7,868
<b>Adjustments for:</b>					
Finance income	8	(255)	(921)	(395)	(604)
Finance costs	9	8,853	8,270	7,364	8,244
Net foreign exchange (gains)/losses		(1,279)	(70)	(238)	2,253
Other losses/(income)	10	56	(1,234)	(64)	(1,606)
Impairment of metal streams	16	15,051	—	—	—
Revaluation of royalty financial instruments	17	(11,962)	3,088	(5,318)	(718)
Royalties from royalty financial instruments	17	1,868	718	1,868	718
Deferred income recognised as royalty revenue in current year	5	—	(4,453)	—	—
Revaluation of coal royalties (Kestrel)	15	23,079	28,520	—	—
Depreciation of property, plant and equipment	14	673	681	673	681
Amortisation and depletion of royalties and streams	16, 18	7,908	7,467	—	—
Amortisation of deferred acquisition costs	22	17	17	17	17
Impairment of investment in subsidiaries	21	—	—	9,680	—
Forgiveness of loan to subsidiary undertaking		—	—	—	390
Intercompany dividends		—	—	(18,067)	(20,178)
Share-based payment charges	29	1,831	899	1,831	899
		51,773	47,535	(879)	(2,036)
Decrease/(increase) in trade and other receivables		1,714	9,731	(510)	1,402
(Decrease)/increase in trade and other payables		(282)	(346)	(1,553)	(128)
Cash generated from/(used in) operations		53,205	56,920	(2,942)	(762)
Income taxes paid		(23,610)	(23,380)	(587)	(641)
<b>Net cash generated from/(used in) operating activities</b>		<b>29,595</b>	<b>33,540</b>	<b>(3,529)</b>	<b>(1,403)</b>
<b>Cash flows from investing activities</b>					
Proceeds on disposal of mining and exploration interests	19	—	79	—	79
Investment in convertible loan		—	(109)	—	—
Purchase of property, plant and equipment	14	(4)	(112)	(4)	(112)
Purchase of royalty and exploration intangibles <sup>1</sup>	18	(9,167)	(57,003)	—	—
Purchase of royalty financial instruments	17	(8,852)	(7,564)	—	—
Proceeds on disposal of royalty intangibles	22	2,320	5,338	—	—
Proceeds on disposal of royalty financial instruments	17	8,145	13,690	—	—
Purchase of mining and exploration interests	19	(1,500)	—	(1,500)	—
Repayments under commodity-related financing agreements	22	2,984	2,307	2,984	2,307
Prepaid acquisition costs		(445)	50	(445)	50
Finance income received	8	255	151	227	128
Intercompany dividends		—	—	18,067	19,373
Loans granted to subsidiary undertakings		—	—	(8,963)	(40,760)
Loan repayments from subsidiary undertakings		—	—	4,604	7,882
<b>Net cash (used in)/generated from investing activities</b>		<b>(6,264)</b>	<b>(43,173)</b>	<b>14,970</b>	<b>(11,053)</b>
<b>Cash flows from financing activities</b>					
Drawdown of revolving credit facility	24, 25	21,271	96,000	7,600	89,000
Repayment of revolving credit facility	24, 25	(12,365)	(55,850)	(12,000)	(55,850)
Loans from subsidiary undertakings		—	—	24,957	49,032
Repayment of loans from subsidiary undertakings		—	—	(2,863)	(39,975)
Share buyback payments	28	(10,000)	—	(10,000)	—
Dividends paid	13	(10,836)	(22,062)	(10,836)	(22,062)
Lease payments	27	(461)	(357)	(461)	(357)
Finance costs paid	9, 20	(10,306)	(6,010)	(7,627)	(5,525)
<b>Net cash (used in)/generated from financing activities</b>		<b>(22,697)</b>	<b>11,721</b>	<b>(11,230)</b>	<b>14,263</b>
<b>Net increase in cash and cash equivalents</b>		<b>634</b>	<b>2,088</b>	<b>211</b>	<b>1,807</b>
<b>Cash and cash equivalents at beginning of period</b>		<b>7,850</b>	<b>5,850</b>	<b>6,673</b>	<b>5,351</b>
Effect of foreign exchange rates		(608)	(88)	(325)	(485)
<b>Cash and cash equivalents at end of period</b>		<b>7,876</b>	<b>7,850</b>	<b>6,559</b>	<b>6,673</b>

(1) Includes deferred consideration paid in current year of \$9.2m (2023: \$36.7m)

The notes on pages 142 to 189 are an integral part of these consolidated financial statements.

# Notes to the financial statements

## for the year ended 31 December 2024

### 1 General information

Ecora Resources PLC (the 'Company') and its subsidiaries (together, the 'Group') secure natural resources royalties and streams by creating new royalties directly with operators or by acquiring existing royalties and streams. The Group has royalties and investments in mining and exploration interests primarily in Australia, North and South America and Europe, with a diversified exposure to commodities represented by cobalt, coking coal, iron ore, copper, vanadium, uranium and gold.

The Company is a public limited company, which is listed on the London Stock Exchange and Toronto Stock Exchange. The Company was incorporated and is domiciled in the United Kingdom and registered in England and Wales. The address of its registered office is Kent House, 3rd Floor North, 14-17 Market Place, London W1W 8AJ, United Kingdom (registered number: 897608).

### 2 Changes in accounting policies and disclosures

The accounting policies applied are consistent with those adopted and disclosed in the Group financial statements for the year ended 31 December 2023. The Group has applied the following amendments for the first time for the financial year commencing 1 January 2024:

- Lease Liability in a Sale and Leaseback – Amendments to IFRS 16 (not applicable to the Group)
- Classification of Liabilities as Current or Non-current – Amendments to IAS 1, and Non-current Liabilities with Covenants – Amendments to IAS 1
- Supplier Finance Arrangements – Amendments to IAS 7 and IFRS 7 (not applicable to the Group)

None of the amendments effective 1 January 2024 had a material impact on the Group.

#### New and revised IFRS Standards in issue but not yet effective

The Group has not early adopted any other amendment, standard or interpretation that has been issued but is not yet effective. It is expected that, where applicable, these standards and amendments will be adopted on each respective effective date.

##### i. Amendments to IAS 21 to clarify the accounting when there is a lack of exchangeability

IAS 21 has been amended to add requirements to help entities to determine whether a currency is exchangeable into another currency, and the spot exchange rate to use when it is not. These new requirements are effective for annual periods beginning on or after 1 January 2025 and will be applied from this date and are not expected to have a significant impact on the Group.

##### ii. Amendments to the Classification and Measurement of Financial Instruments – Amendments to IFRS 9 and IFRS 7

These amendments:

- Clarify the date of recognition and derecognition of some financial assets and liabilities;
- Clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest criterion;
- Add new disclosures for certain instruments with contractual terms that can change cash flows; and
- Update the disclosures for equity instruments designated at fair value through other comprehensive income.

These new requirements are effective for annual periods beginning on or after 1 January 2026 and will be applied from this date. Management is assessing the detailed implications of applying the revised standard.

##### iii. IFRS 19 Subsidiaries without Public Accountability: Disclosures

IFRS 19 allows for certain eligible subsidiaries of parent entities that report under IFRS Accounting Standards to apply reduced disclosure requirements.

The standard is effective for annual periods beginning on or after 1 January 2027 and will be applied from this date and is not expected to have a significant impact on the Group.

##### iv. IFRS 18 Presentation and Disclosures in Financial Statements

IFRS 18 will replace IAS 1 Presentation of financial statements. Even though IFRS 18 will not impact the recognition or measurement of items in the financial statements, its impacts on presentation and disclosure are expected to be pervasive, in particular those related to the statement of financial performance and providing management-defined performance measures within the financial statements.

The standard is effective for annual periods beginning on or after 1 January 2027 and will be applied from this date. Management is assessing the detailed implications of applying the new standard.

### 3 Material accounting policies

The material accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented and apply to both the Group and the Company unless otherwise stated.

#### 3.1 Basis of preparation

The financial statements have been prepared in accordance with the requirements of the Companies Act 2006, UK-adopted International Accounting Standards and those parts of the Companies Act 2006 applicable to companies reporting under those standards and the requirements of the Disclosure and Transparency Rules of the Financial Conduct Authority in the United Kingdom as applicable to periodic financial reporting.

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of coal royalties (investment property) and certain financial instruments, to the extent required or permitted under IFRS as set out in the relevant accounting policies. A summary of the principal Group and Company accounting policies are set out below.

### 3 Material accounting policies continued

#### 3.1 Basis of preparation continued

The preparation of financial statements in conformity with generally accepted accounting principles requires the use of certain accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in note 4.

##### 3.1.1 Going concern

The financial position of the Group and its cash flows are set out on pages 138 and 141. The Directors have considered the principal risks of the Group which are set out on pages 63 to 69, and considered key sensitivities which could impact the level of available commitments under its existing revolving credit facility. As at 31 December 2024, the Group had cash and cash equivalents of \$7.9m, as set out in note 23, and borrowings of \$90.2m under its revolving credit facility, as set out in note 25.

On 26 February 2025, the Group partially exercised the accordion option available under its revolving credit facility, increasing total commitments from \$150m to \$180m. In addition to increasing total commitments, the Group's revolving credit facility was amended and its maturity date extended by 12 months to 30 January 2028, as detailed in note 25 and note 37.

On 4 March 2025, the Group completed the acquisition of the Mimbula copper stream, as detailed in note 37, for cash consideration of \$50.0m funded by drawing on the Group's revolving credit facility. The Group having made repayments of \$6.0m subsequent to year end, now has total borrowings of \$134.2m, and subject to continued covenant compliance, has access to a further \$45.8m through its secured \$180m revolving credit facility as at the date of this report

The Directors considered the Group's cash flow forecasts for the period to 31 March 2026 under base and downside scenarios, with reference to the Group's principal risks, the events outlined above and in note 37. The basis for the cash flow forecasts considered, is set out in the Group's viability statement on page 84. In all of the scenarios modelled (including an aggregate downside scenario which combines adverse movements of 10% in respect of both volume and pricing) the Group maintains sufficient liquidity and remains in compliance with the financial covenants of its revolving credit facility throughout the period assessed.

The Board is satisfied that the Group's forecasts and projections, taking account of reasonably possible changes in trading performance and other uncertainties, together with the Group's cash position and access to the revolving credit facility, show that the Group will be able to operate within the level of its current facilities for the period of at least 12 months from the date of approval of the financial statements. For this reason, the Group continues to adopt the going concern basis in preparing its financial statements.

#### 3.2 Consolidation

The financial statements incorporate a consolidation of the financial statements of the Company and entities controlled by the Company, its subsidiaries. Control is achieved when the Company has the power over the investee, is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

Investments in subsidiaries are accounted for in the parent company at cost less impairment. The carrying values of investments in subsidiaries are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

Inter-company transactions, balances and unrealised gains on transactions between Group companies are eliminated on consolidation. Unrealised losses are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

#### 3.3 Foreign currencies

##### (a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the 'functional currency'). The consolidated financial statements are presented in US dollars, which is the Company's functional and the Company's and Group's presentation currency.

##### (b) Transactions and balances

Foreign currency transactions are translated into the functional currency of the respective Group entity, using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement. Non-monetary assets and liabilities measured at historical cost are translated using the exchange rates at the date of the transaction (and not retranslated). Non-monetary assets and liabilities measured at fair value are translated using the exchange rates at the date when fair value was determined.

##### (c) Group companies

The results and financial position of all the Group entities that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (i) assets and liabilities for each balance sheet presented are translated at the closing rate at the balance sheet date;
- (ii) income and expenses for each income statement are translated at average exchange rates; and
- (iii) all resulting exchange differences are charged/credited to other comprehensive income and recognised in the currency translation reserve in equity.

# Notes to the financial statements continued

## for the year ended 31 December 2024

### 3 Material accounting policies continued

#### 3.3 Foreign currencies continued

##### (c) Group companies continued

Exchange differences on foreign currency balances with foreign operations for which settlement is neither planned nor likely to occur in the foreseeable future, and therefore form part of the Group's net investment in these foreign operations, are recognised in other comprehensive income and accumulated in the foreign currency translation reserve in equity. If a foreign operation is partially disposed of or sold, exchange differences that were recorded in equity are reclassified in the income statement as part of the gain or loss on sale.

#### 3.4 Property, plant and equipment

Property, plant and equipment is stated at cost, less accumulated depreciation and accumulated impairment losses. The cost of property, plant and equipment comprises its purchase price.

Property, plant and equipment is depreciated over its useful life. The major categories of property, plant and equipment are depreciated on a units-of-production and/or straight-line basis as follows:

Equipment and fixtures      4 to 10 years

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

#### 3.5 Coal royalties (investment property)

Royalty arrangements which are derived from the ownership of sub-stratum lands are accounted for as investment properties in accordance with IAS 40. Investment property is held to earn a return in the form of royalty entitlements arising from mining activity and is initially measured at cost including any transaction costs. Investment property is subsequently measured at fair value at each reporting date with any valuation movements recognised in the income statement. Fair value is determined by management, who use a suitably qualified independent external consultant, based on the discounted future royalty income expected to accrue to the Group.

#### 3.6 Metal streams (property, plant and equipment)

Agreements for which settlement is called for in the underlying commodity, the amount of which is based on production at the mines, are stated at cost less accumulated depletion and accumulated impairment charges, if any.

The cost of the asset is comprised of its purchase price, any closing costs directly attributable to acquiring the asset, and, for qualifying assets, borrowing costs. The purchase price is the aggregate cash amount paid and the fair value of any other non-cash consideration given to acquire the asset.

##### Depletion

The cost of these mineral streams is allocated to the total expected deliveries to be received over the life of the mine determined by reference to reserves, resources and exploration potential. The cost of the mineral streams is depleted on a unit-of-production basis over the total expected deliveries to be received

#### 3.7 Intangible assets

Royalty arrangements which are identified and classified as intangible assets are initially measured at cost, including any transaction costs.

Upon commencement of production at the underlying mining operation intangible assets are amortised on a straight-line basis over the life of the mine. Amortisation rates are adjusted on a prospective basis for all changes to estimates of the life of mine.

#### 3.8 Impairment of property, plant and equipment, metal streams and intangible assets

At each reporting date, the Group reviews the carrying amounts of its property, plant and equipment, metal streams and intangible assets to determine whether there is any indication that those assets are impaired. If such an indication is identified, the recoverable amount of the asset is estimated in order to determine the extent of any impairment.

The recoverable amount is the higher of fair value (less costs of disposal) and value in use. In assessing value in use, the estimated cash flows are discounted to their present value using a pre-tax discount rate that has been adjusted to reflect the risks specific to that asset. If the recoverable amount of the asset is estimated to be less than its carrying value, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised in the income statement.

##### Metal streams and intangible assets

Metal streams and royalty intangibles are assessed for indicators of impairment at each reporting date with the assessment considering variables such as the production profiles, production commission dates where applicable, forecast commodity prices, discount rates and guidance from the mine operators.

Where indicators are identified, the starting point for the impairment review will be to measure the future cash flows expected from the metal stream or royalty intangible should the project continue/come into production. A pre-tax nominal discount rate is applied to the future cash flows. The discount rate applied to the metal stream or royalty intangible is derived using a capital asset pricing model specific to the underlying project, making reference to the risk-free rate of return expected on an investment with the same time horizon as the expected mine life, together with the country risk associated with the location of the operation. Changes in discount rate are most sensitive to changes in the risk-free rate, country risk premiums and the expected mine life.

### 3 Material accounting policies continued

#### 3.8 Impairment of property, plant and equipment, metal streams and intangible assets continued

##### Metal streams and intangible assets continued

For metal streams and royalty intangibles not currently in production, the outcome of this net present value calculation is then risk weighted to reflect management's current assessment of the overall likelihood and timing of each project coming into production and stream income arising. This assessment is impacted by news flow relating to the underlying operation in the period, in conjunction with management's assessment of the economic viability of the project based on commodity price projections.

Should an impairment loss subsequently reverse, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment been recognised. A reversal of an impairment loss is recognised in the income statement.

#### 3.9 Financial instruments

Financial assets and financial liabilities are recognised on the Group's balance sheet when the Group has become a party to the contractual provisions of the instrument.

##### (a) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

##### (b) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. On initial recognition loans and receivables are stated at their fair value. After initial recognition these are measured at amortised cost using the effective interest method, less provision for impairment. Discounting is omitted where the effect of discounting is immaterial. The Group's trade and other receivables fall into this category of financial instruments.

##### (c) Contingent consideration – receivable

Contingent consideration – receivable comprises that portion of the consideration receivable under the royalty sale agreement relating to the Narrabri royalty, contingent upon permitting and the achievement of certain price thresholds as outlined in note 22. In addition, this also comprises the contingent consideration receivable based on West Musgrave achieving commercial production as outlined in note 18. The West Musgrave contingent consideration receivable is a distinct, one-off contractual right to receive cash unrelated to the West Musgrave royalty arrangement and which offers no additional protection against financial risk and is therefore accounted for separately to the West Musgrave royalty.

On initial recognition contingent consideration receivable is stated at its fair value. After initial recognition the contingent consideration is measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in the other (losses)/income – net line item of the income statement. Fair value is determined in the manner described in notes 18, 22 and 33.

##### (d) Mining and exploration interests

Mining and exploration interests are recognised and derecognised on trade-date, the date on which the group commits to purchase or sell the asset, and are initially measured at fair value, including transaction costs.

On initial recognition, the Group may make an irrevocable election to designate investments in mining and exploration equity instruments as fair value through other comprehensive income ('FVTOCI'). Designation as FVTOCI is not permitted if the equity investment is held for trading or if it is contingent consideration recognised by an acquirer in a business combination. The Group has designated all investments in equity instruments at FVTOCI as none are held for trading (see notes 17 and 19).

Investments in equity instruments at FVTOCI are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the investment revaluation reserve, within 'other reserves'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the equity investments; instead, it is transferred to retained earnings.

Dividends on these investments in equity instruments are recognised in profit or loss in accordance with IFRS 9, unless the dividends clearly represent a recovery of part of the cost of the investment.

##### (e) Royalty financial instruments

Royalty financial instruments are recognised or derecognised on completion date when all the conditions of the purchase or sale contract have been met, and are initially measured at fair value, including transaction costs.

All of the Group's royalty financial instruments have been designated as at fair value through profit or loss ('FVTPL'), with the exception of the investment in Labrador Iron Ore Royalty Corporation for which the Group has made an irrevocable election to designate as at FVTOCI.

The royalty financial instruments at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in the 'revaluation of royalty financial instruments' line item of the income statement. Fair value is determined in the manner described in notes 17 and 33.

The Group's investment in the equity instruments of Labrador Iron Ore Royalty Corporation ('LIORC') is classified as a royalty financial instrument as its primary asset is a royalty income stream. On initial recognition the Group made the irrevocable election to designate this investment as FVTOCI. The dividends received from this investment are recognised in profit or loss, and are included in the 'royalty-related revenue' line item (note 5).

# Notes to the financial statements continued

## for the year ended 31 December 2024

### 3 Material accounting policies continued

#### 3.9 Financial instruments continued

##### (f) Financial liabilities and equity instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities.

##### (g) Trade payables

Trade payables are not interest bearing and are stated at their fair value on initial recognition. After initial recognition these are measured at amortised cost using the effective interest method.

##### (h) Contingent consideration – payable

Contingent consideration – payable comprises that portion of the consideration payable under the Voisey's Bay acquisition agreement, as well as the West Musgrave royalty acquisition agreement. These payments are contingent upon certain volume and price thresholds being achieved as outlined in notes 16 and 18 respectively. On initial recognition the contingent consideration is stated at its fair value. After initial recognition the contingent consideration is measured at fair value at the end of each reporting period, with any fair value gains or losses on the Voisey's Bay acquisition recognised in the metal streams balance and any fair value gains or losses on the West Musgrave royalty acquisition recognised in the royalty intangible assets balance on the balance sheet. Fair value is determined in the manner described in notes 16 and 18.

Settlement of contingent consideration is recorded as investing outflows in the cash flow statement up to the initial fair value of the contingent fair value. Amounts paid in excess of the initial fair value are recorded as operating outflows in the cash flow statement.

##### (i) Deferred consideration – payable

Deferred consideration – payable is measured at amortised cost as the amount payable in the future is fixed. Settlement of deferred consideration is recorded as either an investing or financing outflow in the cash flow statement, depending on the substance of the arrangement at inception. Key considerations in forming this judgement will include the extent of inferred financing costs included in the overall consideration arrangements at acquisition, the period of time over which the payments are made, the rationale for agreeing to defer elements of the consideration and the general level of funding resources available to the Group at the time of acquisition (note 27).

##### (j) Borrowings

Interest-bearing bank facilities are initially recognised at fair value. Directly attributable transaction costs are deferred on the balance sheet and are recognised in the income statement on a straight-line basis over the term of the facility.

##### (k) Equity instruments

Equity instruments issued by the Company are recorded as the proceeds received, net of direct issue costs.

#### 3.10 Impairment of financial assets

The Group recognises a loss allowance for expected credit losses ('ECL') on investments in debt instruments that are measured at amortised cost and trade receivables. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument. The Group's primary asset held at amortised cost is the interest-bearing loan to Denison Mines Corp. ('Denison') and the non-interest-bearing deferred consideration from the sale of the Narrabri royalty (note 22).

The Group always recognises lifetime ECL for trade receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast financial conditions of the debtor at the reporting date, including time value of money where appropriate. Due to trade receivables ultimately representing royalty and metal stream-related income which is typically paid within a month after the reporting date, the amount of expected credit losses is immaterial. Trade receivables are written off where there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group.

For all other financial instruments, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. In determining whether the credit risk has increased significantly, the Group considers the historical default experience and the financial position of the counterparties. However, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

#### 3.11 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

##### Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated by using tax rates and laws that have been enacted or substantively enacted by the reporting date.



### 3 Material accounting policies continued

#### 3.11 Taxation continued

##### Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the balance sheet date.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

##### Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

#### 3.12 Share-based payments

The Group operates a number of equity-settled, share-based compensation plans, under which the entity receives services from employees as consideration for equity instruments (options) of the Company.

The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions;
- excluding the impact of any service and non-market performance vesting conditions; and
- including the impact of any non-vesting conditions.

Non-market vesting conditions are included in assumptions about the number of options and jointly owned shares that are expected to vest. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each reporting period, the entity revises its estimates of the number of options and jointly owned shares that are expected to vest based on the non-market vesting conditions. It recognises the impact of the revision to original estimates, if any, in the income statement, with a corresponding adjustment to equity.

When options are exercised, the Company issues new shares or utilises shares held in treasury. The proceeds received net of any directly attributable transaction costs are credited to share capital and share premium when the options are exercised.

#### 3.13 Reserves

Equity comprises the following:

- 'Share capital' represents the nominal value of equity shares in issue.
- 'Share premium' represents the excess over nominal value of the fair value of consideration received for equity shares, net of issuance costs.

Other reserves comprise the following:

- 'Merger reserve' is created when more than 90% of the shares in a subsidiary are acquired and the consideration includes the issue of new shares by the Company.
- 'Investment revaluation reserve' represents gains and losses due to the revaluation of the investments in mining and exploration interests and royalty financial instruments designated as fair value through other comprehensive income, from the opening carrying values, including the effects of deferred tax and foreign currency changes.
- 'Share-based payment reserve' represents equity-settled share-based employee remuneration until such share options are exercised, forfeited or otherwise lapse.

# Notes to the financial statements continued

## for the year ended 31 December 2024

### 3 Material accounting policies continued

#### 3.13 Reserves continued

Other reserves comprise the following: continued

- 'Foreign currency reserve' represents the differences arising from translation of investments in overseas subsidiaries.
- 'Special reserve' represents the level of profit attributable to the Company for the period ended 30 June 2002 which was created as part of a capital reduction performed in 2002.
- 'Treasury shares' represents the shares acquired by the Company under share buy-back programmes (note 28).

'Retained earnings' represents retained profits.

#### 3.14 Revenue recognition

Revenue relating to the Group's royalties is measured at the fair value of the consideration received or receivable after deducting discounts, value added tax and other sales tax. The royalty income becomes receivable on extraction and sale of the relevant minerals, and once able to be reliably measured, the revenue is recognised.

Revenue relating to metal sales is recognised in a manner that depicts the pattern of the transfer of goods to customers. The amount recognised reflects the amount to which the Group expects to be entitled in exchange for those goods and services. Sales contracts are evaluated to determine the performance obligations, the transaction price and the point at which there is transfer of control. In determining whether a sale has completed, the Group considers the indicators of the transfer of control, which include, but are not limited to, whether:

- the Group has a present right to payment;
- the customer has legal title to the asset;
- the Group has transferred physical possession of the asset to the customer; and
- the customer has the significant risks and rewards of ownership of the asset.

Revenue from contracts with customers is measured at the fair value of consideration received or receivable as at the date control is transferred.

Interest income is accrued on a time basis, by reference to the carrying value and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established.

#### 3.15 Leases

##### Group as lessee

The Group assesses whether a contract is or contains a lease at inception of the contract. The Group recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low-value assets (such as small items of office equipment and telephones). For these leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate. The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made. The lease liability is included within non-current trade and other payables (refer to note 27) in the consolidated balance sheet.

The right-of-use assets comprise the initial measurement of the corresponding lease liability and lease payments made at or before the commencement date, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are included within property, plant and equipment (refer to note 14) line in the consolidated balance sheet.

The Group applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the impairment of property, plant and equipment and intangible assets policy (refer to note 3.8).

#### 3.16 Dividend distribution

Dividend distribution to the Company's shareholders is recognised in the financial statements in the period in which the dividends are approved by the Company's shareholders or, in the case of the interim dividend, when it is paid to the shareholders.

#### 3.17 Alternative Performance Measures

The financial statements include certain Alternative Performance Measures (APMs) which include adjusted earnings per share, free cash flow per share, net debt and portfolio contribution. These APMs are defined in the table of contents and explained in the Strategic Report on page 22, and are reconciled to GAAP measures in the notes 12, 13, 32, 34, 24 and 35.

## 4 Critical accounting judgements and significant estimates

In the application of the Group's accounting policies, the Directors are required to make judgements and estimates that can have a significant impact on the financial statements. Estimates and judgements are regularly evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The most critical accounting judgement relates to the Group's classification of royalty and stream arrangements. The significant estimates that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities in the next financial period relate to the calculation of the fair value of certain royalty arrangements and the key assumptions used when assessing impairment of intangible assets. The use of inaccurate or unreasonable assumptions in assessments made for any of these estimates could result in a significant impact on the financial statements.

### Critical accounting judgements

#### Classification of royalty and streaming arrangements: initial recognition and subsequent measurement

The Directors must decide whether the Group's royalty and metal stream arrangements should be classified as:

- intangible assets in accordance with IAS 38 Intangible Assets;
- financial assets in accordance with IFRS 9 Financial Instruments;
- investment properties in accordance with IAS 40 Investment Property; or
- property, plant and equipment in accordance with IAS 16 Property, Plant and Equipment.

IFRS 6 Exploration for and Evaluation of Mineral Resources is not applicable to the Group's royalty and stream arrangements as the Group is not the owner or operator of the mining projects underlying its portfolio. In addition, it does not have exploration rights or licenses and does not carry out or incur any expenditure for exploration and evaluation activities in relation to these projects.

The Directors use the following selection criteria to identify the characteristics which determine which accounting standard to apply to each royalty arrangement:

**Type 1 – Intangible assets ('vanilla' royalties):** Royalties, in their simplest form, are classified as intangible assets by the Group. The Group considers the substance of a simple vanilla royalty to be economically similar to holding a direct interest in the underlying mineral asset. Existence risk (the commodity physically existing in the quantity demonstrated), production risk (that the operator can achieve production and operate a commercially viable project), timing risk (commencement and quantity produced, determined by the operator) and price risk (returns vary depending on the future commodity price, driven by future supply and demand) are all risks which the Group participates in on a similar basis to an owner of the underlying mineral licence. Furthermore, in a vanilla royalty, there is only a right to receive cash to the extent there is production and there are no interest payments, minimum payment obligations or means to enforce production or guarantee repayment. These are accounted for as intangible assets under IAS 38.

**Type 2 – Financial assets (royalties with additional financial protection):** In certain circumstances where the 'vanilla' risk is considered too high, but the Group still fundamentally believes in the quality or potential of the underlying resource, the Group will look to introduce additional protective measures. This has typically taken the form of performance milestone penalties (usually resulting in the receipt of cash or cash equivalent), minimum payment terms and interest provisions or mechanisms to convert the initial outlay into the equity instruments of the operator in the event of project deferral. It is the contractual right to enforce the receipt of cash through to production which results in these royalties being accounted for as financial assets under IFRS 9. The Group's Type 2 – financial assets will continue to be accounted for as such until the derecognition requirements of IFRS 9 are met.

**Type 3 – Investment property (coal royalties):** Royalties which are derived from the ownership of sub-stratum land are accounted for as investment properties under IAS 40. An investment property is defined in IAS 40 as 'property held to earn rentals or for capital appreciation'. The royalty income earned from owning the land is akin to rental income. The Group does not expect to obtain royalties in this manner going forward, as it is unusual for sub-stratum minerals not to be the property of the state.

**Type 4 – Property, plant and equipment (metal streams):** Similar to the Group's royalty intangible assets, metal streams expose the Group to existence risk (the commodity physically existing in the quantity reported), production risk (that the operator can achieve production and operate a commercially viable project), timing risk (commencement and quantity produced, determined by the operator) and price risk (returns vary depending on the future commodity price, driven by supply and demand) on a similar basis to the owner of the underlying mineral licence. However, unlike the Group's royalty intangible assets, metal streams result in the physical delivery of the underlying commodity with the consequent inventory risk prior to sale and the revenue generated is under the Group's direction, rather than a percentage of revenue generated by the operator. As a result of physical delivery of the underlying commodity and the associated inventory risk prior to sale, metal streams are classified as property, plant and equipment and accounted for under IAS 16.

## Notes to the financial statements continued

for the year ended 31 December 2024

### 4 Critical accounting judgements and significant estimates continued

#### Critical accounting judgements continued

Classification of royalty and streaming arrangements: initial recognition and subsequent measurement continued

A summary of the Group's accounting approach is set out below:

Accounting classification	Substance of contractual terms	Accounting treatment	Royalty/Stream Agreement
<b>Royalty intangible assets</b>	<ul style="list-style-type: none"> <li>'Vanilla' royalty with no right to receive cash other than through a royalty related to production</li> </ul>	<ul style="list-style-type: none"> <li>Investment is presented as an intangible asset and carried at cost less accumulated amortisation and any impairment provision</li> <li>Royalty income is recognised as royalty and metal stream related revenue in the income statement</li> <li>Intangible asset is amortised on a straight line basis over the life of mine</li> <li>Intangible asset is assessed for indicators of impairment at each period end</li> </ul>	<ul style="list-style-type: none"> <li>Mantos Blancos</li> <li>Maracás Menchen</li> <li>Four Mile</li> <li>Salamanca</li> <li>Pilbara</li> <li>Ring of Fire</li> <li>Canariaco</li> <li>Ground Hog</li> <li>Amapá</li> <li>Santo Domingo</li> <li>West Musgrave</li> <li>Nifty</li> <li>Carlota</li> <li>Vizcachitas</li> </ul>
<b>Royalty financial instruments</b>	<ul style="list-style-type: none"> <li>Royalty arrangement with additional financial protection (e.g. through a mandated interest rate or milestones which, if not met, trigger repayment)</li> </ul>	<ul style="list-style-type: none"> <li>Financial asset is recognised at fair value on the balance sheet</li> <li>Fair value movements taken through the income statement (FVTPL), with the exception of the LIORC investment where fair value movements are taken through other comprehensive income (FVOCI). Fair value movements are recognised as revaluation of royalty financial instruments in the income statement</li> <li>Royalty income is not recognised as revenue in the income statement and instead reduces the fair value of the asset, with the exception of the dividends received from the LIORC investment which are included in royalty and metal stream related revenue on the income statement</li> </ul>	<ul style="list-style-type: none"> <li>EVBC</li> <li>Dugbe 1</li> <li>McClellan Lake</li> <li>Phalaborwa</li> <li>Piauí</li> <li>LIORC</li> </ul>
<b>Investment property - coal royalties</b>	<ul style="list-style-type: none"> <li>Direct ownership of sub-stratum land</li> <li>Returns based on royalty-related production</li> </ul>	<ul style="list-style-type: none"> <li>Coal royalties accounted for as investment property are carried at fair value on the balance sheet</li> <li>Movements in fair value are recognised as revaluation of coal royalties (Kestrel) in income statement</li> <li>Royalty income is recognised within royalty and metal stream related revenue in the income statement</li> </ul>	<ul style="list-style-type: none"> <li>Kestrel</li> <li>Crinum</li> </ul>
<b>Property, plant and equipment - metal streams</b>	<ul style="list-style-type: none"> <li>Agreement settled through the physical delivery of the underlying commodity</li> <li>Inventory risk prior to sale is borne by the Group</li> <li>Revenue is generated under the Group's direction, rather than a percentage of revenue generated by the operator</li> </ul>	<ul style="list-style-type: none"> <li>Metal streams accounted for as property, plant and equipment are carried at cost less accumulated depletion and any impairment provision</li> <li>Metal stream sales are recognised as royalty and metal stream related revenue in the income statement</li> <li>Metal streams are depreciated on a systematic basis, using units of production and recognised as accumulated depletion</li> <li>Metal stream asset is assessed for indicators of impairment at each period end</li> </ul>	<ul style="list-style-type: none"> <li>Voisey's Bay</li> </ul>

## 4 Critical accounting judgements and significant estimates continued

### Critical accounting judgements continued

#### Classification of Phalaborwa royalty acquired: initial recognition and subsequent measurement

On 24 September 2024, the Group entered into a 0.85% Gross Revenue Royalty over the Phalaborwa Rare Earths Project ('Phalaborwa') located in South Africa for a total cash consideration of \$8.5m, with Rainbow Rare Earths Ltd ('Rainbow'). The royalty rate steps up by 0.1% to 0.95% if commercial production does not occur prior to 1 October 2027. If commercial production does not occur prior to 1 July 2028, then the royalty rate steps up by a further 0.15% to 1.10%. The Directors considered the Group's existing criteria to identify the characteristics which determine which accounting standard to apply to the royalties as detailed in the 'Classification of royalty and streaming arrangements: initial recognition and subsequent measurement' section above.

The agreement contains protections for the Group against production risk (i.e. that the operator can achieve production and operate a commercially viable project) and timing risk (i.e. commencement and quantity produced, determined by the operator) in the form of:

- Change of focus clause which gives the Group the option to transfer the royalty to Rainbow's other project (Uberaba Project in Brazil) before commercial production commences at the Phalaborwa Project, with royalties capped at the level of returns expected from the Phalaborwa project (subject to the terms in the royalty agreement).
- Termination amount payable should the development of the project be unsuccessful as a result of an event of default as defined in the royalty agreement, allowing the Group to recoup all or part of their investment. Event of default includes a breach of obligations in respect of the project development, the feasibility study and operations covenants as defined in the royalty agreement.

While the Group has protections against production and timing risks, it remains exposed to price risk (i.e. returns will vary depending on the future commodity price, driven by future supply and demand) on a similar basis to an owner of the underlying project.

The royalty agreement would not meet the definition of an intangible asset as the Group does not participate in all the risks associated with the project on a similar basis to the owner of the underlying project, given the protections against production and timing risk.

The Group's rights to royalty payments and the additional protective measures which may lead to a repayment of capital meet the definition of a royalty financial instrument, to be accounted for under IFRS 9 and designated as at fair value through profit or loss, in line with the Group's other royalty financial instruments (apart from LIORC). The royalty financial instrument will be measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in the 'revaluation of royalty financial instruments' line item of the income statement. Under IFRS 9, the royalties received once production commences are reflected in the fair value movement of the underlying royalty rather than recorded as royalty related revenue.

#### Classification of Vizcachitas royalty acquired: initial recognition and subsequent measurement

On 3 August 2023, the Group entered into a net smelter return royalty agreement over the pre-feasibility study stage Vizcachitas project in Chile (note 18). The Directors considered the Group's existing criteria to identify the characteristics which determine which accounting standard to apply to the royalties as detailed in the 'Classification of royalty and streaming arrangements: initial recognition and subsequent measurement' section above.

Under the royalty agreements the Group has no right to receive cash other than through a royalty related to production and the Directors concluded that the royalties should be classified as royalty intangible assets in accordance with IAS 38 Intangible Assets and the Group's accounting policies for intangible assets described in notes 3.7 and 3.8.

#### Assessment for indicators of impairment of royalty intangible assets and metal stream

The Directors assess the Group's royalty intangible assets and metal streams for indicators of impairment at each reporting date. In assessing whether there have been any indicators of impairment, the Directors have considered both external and internal sources of information relating to the development/operation of the underlying mine, together with variables such as the production profiles, production commissioning dates where applicable, forecast commodity prices, discount rates and guidance from the mine operators. The sustained weakness in both the realised and forecast cobalt and vanadium prices were considered indicators of impairment for the Group's Voisey's Bay metal stream (note 16) and Maracas royalty intangible asset (note 18) respectively. In addition, temporary suspension of West Musgrave project announced by the operator was also considered an indicator of impairment for the Group's West Musgrave royalty intangible asset (note 18).

#### Assessment for indicators of impairment of investments in subsidiaries

The critical accounting judgement that the Directors have made in respect of the Parent Company balances is the extent to which there is an indicator of impairment of investments in subsidiaries and, if so, the extent of any impairment that is required. In assessing whether there have been any indicators of impairment, the Directors have considered both external and internal sources of information. The only indicator of impairment identified during the current financial period was the market capitalisation of the company at the balance sheet date being lower than both the net assets of the Company. As such, management performed an impairment test and estimated the recoverable amount of each subsidiary taking into consideration the net present value of future cash flows in relation to the underlying royalty assets held by each subsidiary as set out in note 21.

# Notes to the financial statements continued

## for the year ended 31 December 2024

### 4 Critical accounting judgements and significant estimates continued

#### Significant estimates

##### Assessment of fair value of royalty arrangements held at fair value

A number of the Group's royalty arrangements are held at fair value. Fair value is determined based on discounted cash flow models (and other valuation techniques) using assumptions considered to be reasonable and consistent with those that would be applied by a market participant. The determination of assumptions used in assessing fair values is subjective and the use of different valuation assumptions could have a significant impact on the financial statements.

##### Assessment of fair value of royalty arrangements held at fair value continued

In particular, expected future cash flows, which are used in discounted cash flows models, are inherently uncertain and could materially change over time. They are significantly affected by a number of factors including the reserves and resources estimate, the timing/likelihood of mines entering production and the production profile together with economic factors such as commodity prices, discount rates and exchange rates.

The Group's most significant royalty arrangement held at fair value is Kestrel, for which the key assumptions are those relating to price and foreign exchange rate, for which the related sensitivity analysis is set out in note 15.

##### Assessment of recoverable amount of royalty intangible assets and metal streams with indicators of impairment

Where indicators of impairment are identified in relation to the Group's royalty intangible assets and metal streams, the starting point for the impairment review will be to measure the recoverable amount, being the higher of value in use or the fair value less cost to dispose, of the royalty intangible asset or metal stream. The value in use is based on the future cash flows expected should the project continue/come into production. The discount rate of each royalty and metal stream arrangement is derived using a capital asset pricing model specific to the underlying project, making reference to the risk-free rate of return expected on an investment with the same time horizon as the expected mine life, together with the country risk associated with the location of the operation. Changes in discount rate are most sensitive to changes in the risk-free rate, country risk premiums and the expected mine life.

For royalty intangible assets and metal streams over early-stage and development projects, the outcome of this net present value calculation is then risk weighted to reflect management's current assessment of the overall likelihood and timing of the underlying project entering into production and royalty or metal stream income arising. This assessment is impacted by news flow relating to the underlying operation in the period, in conjunction with management's assessment of the economic viability of the project based on commodity price projections.

The assessment of the recoverable amounts of the Group's Voisey's Bay metal stream, together with the Maracas Menchen and West Musgrave royalty intangible assets for which indicators of impairment were identified at 31 December 2024 are set out in note 16, 17 and 18.

#### Impact of climate change

The output from the Group's climate-related scenario analysis outlined on pages 77 to 80 has been considered when undertaking the assessment for indicators of impairment in relation to the Group's royalty intangibles and metal streams, together with the valuation of the Group's coal royalties (Kestrel) and royalty financial instruments. The Group's climate-related scenario analysis considered:

- the likely future demand for the commodities underlying the Group's portfolio of royalty and metal stream related assets;
- the historical and possible future impact of climate change on the operation underlying the Group's portfolio, such as extreme weather events; and
- possible legislative changes that may impact either the royalty and metal stream agreements or the operations underlying the Group's portfolio.

The Group's scenario analysis to date has not indicated that climate change will have a material impact on the Group's portfolio of royalties and metal streams. This analysis however, is an iterative process with assumptions relating to both the physical and transitional impacts of climate change continuing to be refined. In the future, the introduction of unexpected climate change related regulations in the countries where the mines and mills underlying the Group's portfolio operate, together with any actions the owners and operators of the mines and mills take to address physical risks associated with climate change may result in changes to financial results and the carrying values of assets and liabilities in future reporting periods.

### 5 Royalty and metal stream related revenue

	2024 \$'000	2023 \$'000
<b>Group</b>		
Royalty revenue	51,451	52,517
Metal stream sales	6,178	5,555
Interest from royalty-related financial assets (note 22)	1,516	1,822
Dividends from royalty financial instruments	463	2,006
	<b>59,608</b>	61,900



## 5 Royalty and metal stream related revenue continued

The royalty and metal stream-related revenue from Voisey's Bay of \$6.2m (2023: \$5.6m), together with \$2.2m from Maracás Menchen (2023: \$3.2m), \$5.8m from Mantos Blancos (2023: \$6.1m), \$1.4m from Four Mile (2023: \$6.8m) and \$0.6m from Carlota (2023: \$0.6m), represents revenue recognised from contracts with customers as defined by IFRS 15.

Royalty revenue for the year ended 31 December 2023 includes \$4.5m of accrued income released to the income statement following a favourable judgement by the Supreme Court of Australia, Court of Appeal in relation to the dispute with Quasar Resources Pty Ltd (the owner of the Four Mile uranium mine over which the Group has a 1% net smelter return royalty) with regards to the allowable deductions being applied to the Group's royalty. \$0.8m was also recognised as finance income (refer to note 8). The deadline for Quasar to file an application for special leave to appeal has passed, and so the Group has now reached the end of this dispute. The legal costs which were awarded to the Group for both the trial and the appeal have been agreed in November 2024 and the group received \$1.2m in cash (note 6).

## 6 Operating expenses

	2024 \$'000	2023 \$'000
<b>Group</b>		
Employee benefit expense (note 7a)	6,658	5,611
Professional fees	955	1,898
Listing fees	475	193
Depreciation of property, plant and equipment (note 14)	673	681
Other expenses	2,249	2,506
	<b>11,010</b>	10,889

Professional fees for the year ended 31 December 2024 includes \$0.6m of recovered legal costs, as per note 5 (\$1.2m was received in cash in November 2024 with \$0.6m having been accrued in 2023).

### Auditor's remuneration

	2024 \$'000	2023 \$'000
<b>Group</b>		
Fees payable to Company's auditor for the audit of parent company and consolidated financial statements	473	375
<b>Fees payable to the Company's auditor and its associates for other services:</b>		
■ The audit of Company's subsidiaries	72	67
<b>Total audit fees</b>	<b>544</b>	443
■ Other assurance services	170	148
<b>Total non-audit fees</b>	<b>170</b>	148

Details of the Company's policy on the use of auditors for non-audit services, the reasons why the auditor was used rather than another supplier and how the auditor's independence and objectivity are safeguarded are set out in the Audit Committee Report on page 102. No services were provided pursuant to contingent fee arrangements.

## 7a Employee costs

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Wages and salaries	4,139	3,877	4,048	3,849
Share-based awards	1,831	899	1,831	899
Social security costs	430	599	425	597
Other pension costs	258	236	258	236
	<b>6,658</b>	5,611	<b>6,562</b>	5,581

## 7b Retirement benefits plans

The Group operates a money purchase group personal pension scheme. Under this scheme the Group makes contributions to personal pension plans of individual Executive Directors and employees. The pension cost charge represents contributions payable by the Group to these plans in respect of the year. The total cost charged to the income statement of \$258,000 (2023: \$236,000) represents contributions payable to these schemes by the Group at rates specified in the rules of the schemes. As at 31 December 2024, contributions of \$33,000 (2023: \$18,000) due in respect of the current reporting period had not been paid over to the schemes.

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 7c Average number of people employed

	2024	2023
<b>Group</b>		
Number of employees as at 31 December	12	14
<b>Group</b>		
Average number of people (including Executive Directors) employed:		
Executive Directors	2	2
Administration	11	12
	13	14

#### Company

The average number of administration staff employed by the Company during the year, including Executive Directors, was 12 (2023: 13).

Directors' salaries are shown in the Directors' Remuneration Report on pages 110 to 122, including the highest paid Director.

#### 8 Finance income

	2024 \$'000	2023 \$'000
<b>Group</b>		
Interest on bank deposits	255	151
Other interest	—	770
	255	921

Other interest for the year ended 31 December 2023 of \$0.8m represents the interest on previously underpaid royalties from the Four Mile mine, awarded to the Group by the Supreme Court of Western Australia and upheld on appeal in December 2023 (refer to note 5).

#### 9 Finance costs

	2024 \$'000	2023 \$'000
<b>Group</b>		
Professional fees	762	2,448
Revolving credit facility fees and interest	8,091	5,822
	8,853	8,270

Professional fees represent the upfront arrangement fees and legal costs associated with the Group's revolving credit facility, which are initially capitalised as deferred financing costs (note 20) and amortised over the term of the facility, together with any subsequent legal costs associated with operating the facility. Professional fees for the year ended 2023 also include \$1.2m of deferred financing costs written off as a result of the refinancing of the Group's revolving credit facility.

#### 10 Other (losses)/income – net

	2024 \$'000	2023 \$'000
<b>Group</b>		
Reversal of provision for royalty revenue receivable	—	1,455
Other income	—	150
Revaluation of contingent consideration receivable related to Narrabri disposal (note 22)	1,480	(1,193)
Revaluation of contingent consideration receivable related to West Musgrave (note 22)	(1,536)	822
	(56)	1,234

In 2023 the Group reached an agreement with the operator of EVBC relating to the royalty over the EVBC mine whereby the operator agreed to pay the outstanding royalty amounts for Q3 2022 and Q4 2022 totalling \$1.5m in full; thus the amount previously provided for in 2022 has been reversed and recognised as other income. The amounts owed in relation to Q3 2022 and Q4 2022 were received in full.

## 11 Income tax expense

	2024 \$'000	2023 \$'000
<b>Analysis of charge for the year</b>		
United Kingdom corporation tax	—	—
Overseas tax	12,805	15,834
Adjustments in respect of prior years	(408)	491
Current income tax charge per consolidated income statement	12,367	16,325
Deferred income tax charge/(credit) as per consolidated income statement (note 26)	3,393	(12,619)
<b>Income tax expense</b>	<b>15,760</b>	<b>3,706</b>
Factors affecting tax charge for the year:		
<b>Profit before tax</b>	<b>5,933</b>	4,553
Tax on profit calculated at United Kingdom corporation tax rate of 25% (2023: 23.50%)	1,483	1,070
<b>Tax effects of:</b>		
<i>Items non-taxable/deductible for tax purposes:</i>		
Non-deductible expenses	4,978	4,992
Non-taxable income	(55)	(4,787)
<i>Temporary difference adjustments</i>		
Current year losses not recognised	1,345	2,573
Recognition of losses not previously recognised	(862)	—
Utilisation of losses not previously recognised	(756)	45
Adjustment in deferred tax due to change in tax rate	(39)	(536)
Write-off of losses previously recognised (note 26)	9,112	—
Other temporary difference adjustments	(791)	(383)
<i>Other adjustments</i>		
Withholding taxes	2,600	1,815
Effect of differences between local and United Kingdom tax rates	278	(677)
Prior year adjustments to current tax	(408)	491
Other adjustments	(1,125)	(897)
<b>Income tax expense</b>	<b>15,760</b>	<b>3,706</b>

The Group's effective tax rate for the year ended 31 December 2024 of 265.6% (2023: 81.4%) is higher (2023: higher) than the applicable weighted average statutory rate of corporation tax in the United Kingdom of 25% (2023: 23.50%). The higher effective tax rate in 2024 compared to the headline tax rate is primarily due to the \$15.1m impairment of the Voisey's Bay cobalt stream (note 16) that is a non-deductible expense, together with the write-off of associated carry forward tax losses in Canada that are no longer expected to be utilised resulting in a deferred tax charge of \$9.8m applying the Canadian tax rate of 27% (note 26). In future periods, it is expected that the Group's effective tax rate will mainly be driven by the prevailing Australian corporation tax rates.

Refer to note 26 for information regarding the Group's deferred tax assets and liabilities.

### Uncertain tax positions

Tax matters with uncertain outcomes arise in the normal course of business and occur due to changes in tax law, changes in interpretation of tax law, periodic challenges and disagreement with tax authorities. Where such matters are assessed as having probable future economic outflows are provided for. As at 31 December 2024, the Group's provision for uncertain tax positions was \$3.1m (31 December 2023: \$4.0m) and is included in current income tax liabilities. Matters with possible economic outflow are contingent liabilities and are disclosed in note 36.

Apart from the matters outlined above, the Group does not currently have any material unresolved tax matters or disputes with tax authorities. The interpretation of tax legislation in certain jurisdictions where the Group has established structures may, however, be a potential source of challenge from tax authorities. Due to the complexity of changes in international tax legislation, the Group has taken local advice and has recognised provisions where necessary. None of these provisions are material in relation to the Group's assets or liabilities.

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 12 (Loss)/earnings per share

The disclosures in this note include certain Alternative Performance Measures (APMs). For more information on the APMs used by the Group, including the definitions, please refer to the table of contents.

(Loss)/earnings per ordinary share is calculated on the Group's loss after tax of \$9.8m (2023: profit of \$0.8m) and the weighted average number of shares in issue during the year of 252,398,426 (2023: 257,896,023).

	2024 \$'000	2023 \$'000
<b>Net (loss)/profit attributable to shareholders</b>		
(Loss)/earnings – basic	(9,827)	847
(Loss)/earnings – diluted	(9,827)	847

The weighted average number of shares in issue for the purpose of calculating basic and diluted earnings per share are as follows:

	2024	2023
<b>Weighted average number of shares in issue</b>		
Basic number of shares outstanding	252,398,426	257,896,023
Dilutive effect of Employee Share Option Scheme	—	665,794
<b>Diluted number of shares outstanding</b>	252,398,426	258,561,817
(Loss)/earnings per share – basic	(3.89c)	0.33c
(Loss)/earnings per share – diluted	(3.89c)	0.33c

In calculating the earnings per share, the weighted average number of shares in issue takes into account the dilutive effect of the employee share option schemes in those years where the Group has earnings. In years where the Group has a loss, the employee share option schemes are considered anti-dilutive as including them in the diluted number of shares outstanding would decrease the loss per share; as such, they are excluded.

#### Adjusted earnings per share

Adjusted earnings represents the Group's underlying operating performance from core activities. Adjusted earnings is the profit/loss attributable to equity holders plus royalties received from financial instruments carried at fair value through profit or loss, less all valuation movements and impairments (which are non-cash adjustments that arise primarily due to changes in commodity prices), amortisation charges, unrealised foreign exchange gains and losses, and any associated deferred tax, together with any profit or loss on non-core asset disposals as such disposals are not expected to be ongoing.

Valuation and other non-cash movements such as these are not considered by management in assessing the level of profit and cash generation available for distribution to shareholders. As such, an adjusted earnings measure is used which reflects the underlying contribution from the Group's royalties and metal streams during the year.

	Earnings \$'000	Earnings per share c	Diluted earnings per share c
<b>Net loss attributable to shareholders</b>			
Loss – basic and diluted for the year ended 31 December 2024	(9,827)	(3.89c)	(3.89c)
<i>Adjustment for:</i>			
Amortisation and depletion of royalties and metal streams	7,908		
Impairment of metal stream	15,051		
Receipts from royalty financial instruments	1,868		
Revaluation of royalty financial instruments	(11,962)		
Revaluation of coal royalties (Kestrel)	23,079		
Unrealised foreign exchange gains	(1,279)		
Net revaluation of contingent consideration	56		
Tax effect of the adjustments above	(3,962)		
<b>Adjusted earnings – basic and diluted for the year ended 31 December 2024</b>	<b>28,856</b>	<b>11.43c</b>	<b>11.39c</b>

**12 Earnings per share** continued**Adjusted earnings per share** continued

	Earnings \$'000	Earnings per share c	Diluted earnings per share c
<b>Net profit attributable to shareholders</b>			
Earnings – basic and diluted for the year ended 31 December 2023	847	0.33c	0.33c
<b>Adjustment for:</b>			
Amortisation and depletion of royalties and streams	7,467		
Receipts from royalty financial instruments	718		
Revaluation of royalty financial instruments	3,088		
Revaluation of coal royalties (Kestrel)	28,520		
Unrealised foreign exchange losses	(70)		
Net revaluation of contingent consideration	372		
Tax effect of the adjustments above	(10,466)		
<b>Adjusted earnings – basic and diluted for the year ended 31 December 2023</b>	<b>30,476</b>	<b>11.82c</b>	<b>11.79c</b>

In calculating the adjusted earnings per share, the weighted average number of shares in issue takes into account the dilutive effect of the employee share option schemes in those years where the Group has adjusted earnings. In years where the Group has an adjusted loss, the employee share option schemes are considered anti-dilutive as including them in the diluted number of shares outstanding would decrease the loss per share; as such, they are excluded.

The weighted average number of shares in issue for the purpose of calculating basic and diluted adjusted earnings per share are as follows:

	2024	2023
<b>Weighted average number of shares in issue</b>		
Basic number of shares outstanding	252,398,426	257,896,023
Dilutive effect of Employee Share Option Scheme	886,886	665,794
<b>Diluted number of shares outstanding</b>	<b>253,285,312</b>	<b>258,561,817</b>

**13 Dividends**

On 14 February 2024, an interim dividend of 2.125c per share was paid to shareholders (\$5.4m) in respect of the year ended 31 December 2023. The Board recommended and the Company's shareholders approved a final dividend in respect of the year ended 31 December 2023 of 2.125c (\$5.4m) at the Annual General Meeting on 2 May 2024, which was paid on 5 June 2024. Total dividends paid during the year were \$10.8m (2023: \$22.1m).

Under the updated capital allocation policy, the dividend is now calculated based on a pay out ratio of the average free cash flow generated in the immediate two preceding six-month periods. The averaging of the two periods is designed to smooth out quarterly volatility from the Kestrel royalty as it moves in and out of the Group's private royalty lands.

On 31 January 2025 an interim dividend of 1.70c per share was paid to shareholders (\$4.1m) in respect of the first six months of the year ended 31 December 2024. This dividend has not been included as a liability in these financial statements.

The H1 2024 free cash flow of \$12.6m combined with the H2 2024 free cash flow of \$9.5m (note 34) results in an average free cash flow over the two periods of \$11.0m. The Board has determined to pay a final dividend of 1.11c per share, to make a total dividend for the year ended 31 December 2024 of 2.81c per share. This equates to a pay out ratio for the year of 32%, which is at the top end of the 25-35% ratio in the revised policy. The proposed final dividend will be paid on 25 July 2025, to all shareholders on the Register of Members on 27 June 2025. This dividend is subject to approval by shareholders at the AGM and has not been included as a liability in these financial statements. The total estimated dividend to be paid is \$2.8m. At the present time the Board has resolved not to offer a scrip dividend alternative.

**Notes to the financial statements** continued  
for the year ended 31 December 2024

**14 Property, plant and equipment**

Group	Other assets \$'000	Right-of-use assets \$'000	Equipment and fixtures \$'000	Total \$'000
<b>Gross carrying amount</b>				
At 1 January 2024	1,851	3,964	668	6,483
Additions	—	—	4	4
Disposals	(1,851)	—	—	(1,851)
At 31 December 2024	—	3,964	672	4,636
<b>Depreciation and impairment</b>				
At 1 January 2024	(1,851)	(1,365)	(204)	(3,420)
Depreciation	—	(508)	(165)	(673)
Disposals	1,851	—	—	1,851
At 31 December 2024	—	(1,873)	(369)	(2,242)
<b>Carrying amount at 31 December 2024</b>	<b>—</b>	<b>2,091</b>	<b>303</b>	<b>2,394</b>

Group	Other assets \$'000	Right of use assets \$'000	Equipment and fixtures \$'000	Total \$'000
<b>Gross carrying amount</b>				
At 1 January 2023	1,851	3,964	556	6,371
Additions	—	—	112	112
At 31 December 2023	1,851	3,964	668	6,483
<b>Depreciation and impairment</b>				
At 1 January 2023	(1,851)	(848)	(40)	(2,739)
Depreciation	—	(517)	(164)	(681)
At 31 December 2023	(1,851)	(1,365)	(204)	(3,420)
<b>Carrying amount at 31 December 2023</b>	<b>—</b>	<b>2,599</b>	<b>464</b>	<b>3,063</b>

Other assets disposed of relate to the Group's expired mining leases over the Panorama and Trefi coal projects in British Columbia, Canada, and the talc deposit in Shetland, Scotland. Right-of-use assets relate to the Group's office premises.

Company	Other assets \$'000	Right-of-use assets \$'000	Equipment and fixtures \$'000	Total \$'000
<b>Gross carrying amount</b>				
At 1 January 2024	1,127	3,964	668	5,759
Additions	—	—	4	4
Disposals	(1,127)	—	—	(1,127)
At 31 December 2024	—	3,964	672	4,636
<b>Depreciation and impairment</b>				
At 1 January 2024	(1,127)	(1,365)	(204)	(2,696)
Depreciation	—	(508)	(165)	(673)
Disposals	1,127	—	—	1,127
At 31 December 2024	—	(1,873)	(369)	(2,242)
<b>Carrying amount at 31 December 2024</b>	<b>—</b>	<b>2,091</b>	<b>303</b>	<b>2,394</b>



**14 Property, plant and equipment continued**

Company	Other assets \$'000	Right of use assets \$'000	Equipment and fixtures \$'000	Total \$'000
<b>Gross carrying amount</b>				
At 1 January 2023	1,127	3,964	556	5,647
Additions	—	—	112	112
At 31 December 2023	1,127	3,964	668	5,759
<b>Depreciation and impairment</b>				
At 1 January 2023	(1,127)	(848)	(40)	(2,015)
Depreciation	—	(517)	(164)	(681)
At 31 December 2023	(1,127)	(1,365)	(204)	(2,696)
<b>Carrying amount at 31 December 2023</b>				
	—	2,599	464	3,063

**15 Coal royalties (Kestrel)**

	Group \$'000
At 1 January 2023	106,669
Foreign currency translation	(795)
Loss on revaluation of coal royalties	(28,520)
At 31 December 2023	77,354
Foreign currency translation	(5,540)
Loss on revaluation of coal royalties	(23,079)
<b>At 31 December 2024</b>	<b>48,735</b>

The Group's coal royalty entitlements comprise the Kestrel and Crinum coal royalties, and derive from mining activity carried out within the Group's private land area in Queensland, Australia. Rather uniquely to this royalty, the sub-stratum land is the property of the freeholder, including the minerals contained within. The ownership of the land therefore entitles the Group to a royalty, equivalent to what the state receives on areas outside the Group's private land. This royalty is accounted for as investment property in accordance with IAS 40. Further details on the calculation of the Kestrel royalty, together with its performance for 2024, can be found on page 38.

The carrying value of \$48.7m (A\$78.6m) (2023: \$77.4m and A\$113.5m) is based on a valuation completed during December 2024 by an independent coal industry adviser, amended for management's assessment of future commodity prices, discount rate and inflation assumptions.

The valuation is on a net present value of the pre-tax cash flow discounted at a nominal rate of 10.00% (2023: 10.50%) (2024: independent discount rate of 10.00%; 2023: independent discount rate of 9.00%). The key assumptions in the valuation relate to price, foreign exchange and to a lesser extent discount rate.

**Price assumptions**

The independent coal industry adviser's price assumptions were based on the December 2024 Consensus Economics forecast average price of \$223/t for the first half of 2025, decreasing to an average price of \$207/t between the second half of 2025 and 2027, before reducing to a long-term price of \$192/t. Given the volatility in the commodity prices, management has assumed an average price for the first half of 2025 of \$199/t based on the Australian Premium Coking Coal FOB Financial Future price, before reverting to consensus pricing collated by Royal Bank of Canada which decreases to an average nominal price of \$223/t between the second half of 2025 and 2027, and an average long-term nominal price of \$202/t.

If the price assumptions used by management were to increase or decrease by 10% over the life of the mine the valuation effect would be:

- a 10% reduction in the coal price would have resulted in the coal royalties being valued at \$38.5m (A\$62.0m) and a \$10.9m increase to the revaluation loss in the income statement to \$34.0m; and
- a 10% increase in the coal price would have resulted in the coal royalties being valued at \$59.2m (A\$95.4m) and a \$11.1m decrease in the revaluation loss in the income statement to \$12.0m.

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 15 Coal royalties (Kestrel) continued

##### Foreign exchange rate assumptions

The independent coal industry adviser's AUD:USD exchange rate assumptions used in the 2024 valuation assume a slight strengthening in the Australia dollar from a short-term rate of 0.68 to a long-term rate of 0.71 against the US dollar. If the Australian dollar were to strengthen or weaken by 10% against the US dollar over the life of the mine that valuation effect would be:

- a 10% strengthening of the Australian dollar against the US dollar would have resulted in the coal royalties being valued at \$39.3m (A\$63.4m) and a \$10.0m increase to the revaluation loss in the income statement to \$33.1m; and
- a 10% weakening of the Australian dollar against the US dollar would have resulted in the coal royalties being valued at \$60.5m (A\$97.5m) and an \$12.5m decrease in the revaluation loss in the income statement to \$10.6m.

##### Discount rate assumptions

The independent coal industry adviser's and management's pre-tax nominal discount rate was 10.00%. If the discount rate used were to increase or decrease by 1% the valuation effect would be:

- a 1% reduction in the nominal discount rate would have resulted in the coal royalties being valued at \$49.5m (A\$79.8m) and a \$0.8m decrease in the revaluation loss in the income statement to \$22.3m; and
- a 1% increase in the nominal discount rate would have resulted in the coal royalties being valued at \$48.0m (A\$77.4m) and a \$0.8m increase in the revaluation loss in the income statement to \$23.9m.

The net royalty income from this investment is currently taxed in Australia at a rate of 30%. The revaluation of the underlying Australian dollar asset is recognised in the income statement with the retranslation to the Group's US dollar presentation currency recognised in the foreign currency translation reserve.

Refer to note 34 for additional fair value disclosures relating to Kestrel.

The shares over the entity which is the beneficial owner of the Kestrel royalty have been guaranteed as security in connection with the Group's borrowing facility (note 25).

#### 16 Metal streams

	Cost \$'000	Contingent consideration \$'000	Total \$'000
<b>Group</b>			
<b>Gross carrying amount</b>			
At 1 January 2024	175,585	2,978	178,563
At 31 December 2024	175,585	2,978	178,563
<b>Depletion and impairment</b>			
At 1 January 2024	(16,813)	(310)	(17,123)
Impairment	(15,051)	—	(15,051)
Depletion	(4,406)	(73)	(4,479)
At 31 December 2024	(36,270)	(383)	(36,653)
<b>Carrying amount at 31 December 2024</b>	<b>139,315</b>	<b>2,595</b>	<b>141,910</b>

	Cost \$'000	Contingent consideration \$'000	Total \$'000
<b>Group</b>			
<b>Gross carrying amount</b>			
At 1 January 2023	175,585	2,978	178,563
At 31 December 2023	175,585	2,978	178,563
<b>Depletion and impairment</b>			
At 1 January 2023	(13,553)	(255)	(13,808)
Depletion	(3,260)	(55)	(3,315)
At 31 December 2023	(16,813)	(310)	(17,123)
<b>Carrying amount at 31 December 2023</b>	<b>158,772</b>	<b>2,668</b>	<b>161,440</b>

The Group holds a 70% interest in a stream of cobalt production from the Voisey's Bay mine in Canada. The stream agreement entitles the Group to 22.82% of all cobalt production from both the open pit and underground operations at Voisey's Bay. The Group's entitlement steps down to 11.41% once 7,600 tonnes of finished cobalt has been delivered. Deliveries under the stream agreement from its inception to 31 December 2024 total 1,400 tonnes (2023: 1,100 tonnes).

## 16 Metal streams continued

The contractual structure of the stream outlines that the Group pays 18% of an industry cobalt reference price prevailing at the date of delivery, until the original upfront amount paid for the stream, by its original holder, of \$300m is reduced to \$nil (through accumulating credit from 82% of the cobalt reference price), increasing to 22% thereafter. This payment is included in the \$1.2m (2023: \$1.3m) metal streams cost of sales in the income statement. As at 31 December 2024, the original upfront amount paid for the stream of \$300m has been reduced to \$239.6m (2023: \$247.3m).

The metal stream is being depleted on a units-of-production basis over the total expected deliveries to be received of 16.7Mlbs. During the period to 31 December 2024, the Group received 0.46Mlbs (2023: 0.34Mlbs) of cobalt resulting in a depletion charge of \$4.5m (2023: \$3.3m).

The contingent consideration in relation to the acquisition is determined by reference to minimum production thresholds and cobalt prices from the completion of the acquisition to 30 June 2025, and has been classified as a financial liability that is carried at fair value based on the discounted expected cash outflows. The fair value of the contingent consideration is remeasured at each reporting date, such that the gross carrying amount is equal to the sum of amounts paid to date (\$3.0m) and expected future payments and depreciated on a units-of-production basis over the total expected deliveries to be received from the metal stream.

As at 31 December 2024, the fair value of the contingent consideration payable for future periods has been assessed as \$nil as the minimum production and price thresholds are not expected to be achieved by 30 June 2025 (2023: \$nil).

### Impairments of metal streams

As described in notes 3.7 and 3.8, at each reporting date the Group's metal stream asset is reviewed for any impairment indicators. Consideration is given to the presence or occurrence of adverse operational developments at the underlying mine, together with any significant declines in the cobalt price, as detailed below. Where impairment indicators exist, a full impairment review is carried out to determine whether the discounted future expected cash flows (calculated on a value-in-use basis) exceed cost. Note 4 outlines the impairment methodology applied.

Despite positive momentum at Voisey's Bay as operations continue to ramp up following the transition from the open pit mine to the underground mine, the underlying cobalt price has remained depressed throughout 2024 with the Group realising an average cobalt price for the year of \$13.34/lbs compared to \$16.36/lbs in 2023. In addition to the weakness in the cobalt price during 2024, the long-term consensus price has also declined from \$23.40/lbs as at 31 December 2023 to \$17.62/lbs at 31 December 2024.

Management considers the sustained weakness in the both the realised and forward-looking cobalt price to be an indicator of impairment at 31 December 2024. Adopting consensus pricing at 31 December 2024 for cobalt which averages \$16.50/lbs between 2025 and 2027 before increasing to an average long-term price of \$23.00/lbs, together with the production profile in the latest LOM plan provided by Vale and applying a pre-tax nominal discount rate of 10.50% resulted in a net present value of the discounted future cash flows from the Voisey's Bay cobalt stream of \$141.9m, compared to the carrying value of \$157.0m. As a result of the recoverable amount being lower than the carrying value, the Group recognised an impairment charge of \$15.1m for the year ended 31 December 2024.

In addition to assessing the Voisey's Bay cobalt stream for indicators of impairment, management have assessed the Group's ability to utilise the carrying forward tax losses acquired as part of the stream acquisition. Adopting the assumptions outlined above, the Group forecasts utilising carry forward tax losses totalling \$87.9m over the life of the mine compared to \$124.3m in available carry forward tax losses as at 31 December 2024. As the Group is forecasting carry forward tax losses of \$36.4m (2023: nil) will remain unutilised at the end of the life of mine, the deferred tax asset recognised in relation to these losses was reduced by \$9.8m (refer to note 26).

#### Impairment sensitivity

Having concluded that a \$15.1m impairment charge should be recognised in relation to the Voisey's Bay cobalt stream, together with the \$9.8m write-down of the deferred tax asset associated with the carry forward tax losses acquired as part of the stream acquisition, the Group has reviewed the sensitivity of its assessment concluding the following:

- A 10% increase in the underlying cobalt price over the life of mine would result in the impairment charge reducing by \$13.0m to \$2.1m and the write-down of the deferred tax asset would reduce by \$6.3m to \$3.5m.
- A 10% decrease in the underlying cobalt price over the life of mine would result in the impairment charge increasing by \$12.9m to \$28.0m and the write-down of the deferred tax asset would increase by \$6.3m to \$16.1m.
- A 1% decrease in the discount rate applied to the expected future cash flows from the Voisey's Bay cobalt stream, would result in the impairment charge reducing by \$7.1m to \$8.0m while the write-down of the deferred tax asset would remain unchanged at \$9.8m.
- A 1% increase in the discount rate applied to the expected future cash flows from the Voisey's Bay cobalt stream, would result in the impairment charge increasing by \$6.5m to \$21.6m while the write-down of the deferred tax asset would remain unchanged at \$9.8m.

Further details on the Group's Voisey's Bay cobalt stream, including its performance during the year ended 31 December 2024, can be found on page 33.

At 31 December 2024, the shares of the entity which is the beneficial owner of the Voisey's Bay metal stream have been guaranteed as security in connection with the Group's borrowing facility (note 25).

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 17 Royalty financial instruments

	Group \$'000	Company \$'000
<b>Fair value</b>		
At 1 January 2023	43,880	—
Royalties due or received from royalty financial instruments	(718)	(718)
Revaluation of royalty financial instruments recognised in profit or loss	(3,088)	718
Revaluation of royalty financial instruments recognised in equity	(1,706)	—
Additions	7,774	—
Disposals	(13,690)	—
Foreign currency translation	377	—
At 31 December 2023	32,829	—
Royalties due or received from royalty financial instruments	<b>(1,868)</b>	<b>(1,868)</b>
Revaluation of royalty financial instruments recognised in profit or loss	<b>11,962</b>	<b>5,318</b>
Revaluation of royalty financial instruments recognised in equity	<b>(628)</b>	—
Additions	<b>8,852</b>	—
Disposals	<b>(8,145)</b>	—
Foreign currency translation	<b>(2,390)</b>	—
<b>At 31 December 2024</b>	<b>40,612</b>	<b>3,450</b>

The details of the Group's and Company's royalty financial instruments, which are held at fair value, are summarised below:

	Commodity	Royalty rate	Escalation	Classification	31 December 2024 Carrying value \$'000	31 December 2023 Carrying value \$'000
<b>Company</b>						
EVBC	Gold, silver, copper	0.50%	Up to 3% gold >US\$2,500/oz	FVTPL	<b>3,450</b>	—
<b>Group</b>						
Dugbe 1	Gold	2.00%	2.5% >US\$1,800/oz and production <50,000oz/qrt	FVTPL	<b>5,938</b>	1,402
McClellan Lake	Uranium	—	22.5% of tolling milling receipt on production >215Mlbs	FVTPL	<b>4,991</b>	2,865
Phalaborwa	Rare earths	0.85%	0.95% and 1.1% if commercial production not achieved before 1 October 2027 and 1 July 2028 respectively	FVTPL	<b>9,411</b>	—
Piauí	Nickel—cobalt	1.60%	—	FVTPL	<b>15,666</b>	18,329
Labrador Iron Ore	Iron ore	7.00%	—	FVTOCI	<b>1,156</b>	10,233
					<b>40,612</b>	32,829

The Group's royalty financial instruments are represented by five royalty agreements, EVBC, Dugbe 1, McClellan Lake, Phalaborwa and Piauí which entitle the Group to either the repayment of principal and a net smelter return ("NSR") royalty for the life of the mine or a gross revenue royalty ("GRR") where the project commences commercial production or the repayment of principal where it does not. All five royalty agreements are classified as fair value through profit or loss ("FVTPL").

The Group's entitlements to cash by way of the repayment of the principal and the NSR royalty or the GRR have been classified as fair value through profit or loss in accordance with IFRS 9 and are carried at fair value in accordance with the Group's classification of royalty arrangements criteria set out in note 4.

The Group's sixth royalty financial instrument is its equity investment in Labrador Iron Ore Royalty Corporation ('LIORC'), which entitles the Group to a share of the 7% GRR LIORC receives from the Iron Ore Company of Canada ('IOC') mine and distributes to its shareholders via dividends. As LIORC is a single asset company, being GRR over the IOC mine, the Group has classified its investment in LIORC as a royalty financial instrument and made an irrevocable election to designate it as FVTOCI.

## 17 Royalty financial instruments continued

### EVBC – refer to page 40 of the Business Review

The Group's EVBC royalty was acquired in 2008 and is classified as FVTPL as outlined in note 4.

During the second half of 2023, the Group reached an agreement with Orvana Minerals Corp. the operator of the EVBC mine for the outstanding Q3 2022 and Q4 2022 royalties totalling \$1.5m to be paid in full (see note 10). Considering the sustained margin pressures and operational constraints at the mine as the tailings facility approached capacity, the Group agreed to revise royalty rates effective 1 January 2023.

Due to the inherent uncertainty that Orvana Minerals Corp. would obtain the necessary approvals to increase the size of the EVBC tailings facility, the fair value of the EVBC royalty was assessed to be \$nil at 31 December 2023.

The EVBC mine continued to produce throughout 2024 in line with guidance published in 2023. In the second half of 2024 Orvana Minerals Corp published guidance on 2025 production volumes, together with an updated Life of Mine plan ('LOM') which details production out to 2028. In addition, Orvana Minerals Corp outlined the progress made in relation to obtaining the necessary approvals to increase the size of the tailings facility.

Considering the ongoing production achieved in 2023 and 2024, management has assessed the fair value of the EVBC royalty to be \$3.4m as at 31 December 2024 (2023: nil), by applying an 11.75% pre-tax nominal discount rate to the future cash flows from Orvana Minerals Corp achieving the mid-point of their published production guidance for 2025. As inherent uncertainty remains in relation to the necessary approvals required to increase the size of the tailings facility being granted, management have applied a 100% risk factor to the volumes for 2026 to 2028, reducing them to nil.

After adjusting for the 2024 royalties due or received of \$1.9m this results in a valuation gain of \$5.3m recognised in the income statement for the year ended 31 December 2024 (2023: gain of \$0.7m).

### Dugbe 1 – refer to page 40 of the Business Review

In 2016, Hummingbird Resources PLC ('Hummingbird'), the operator of the Dugbe 1 project, gave notice under the \$15.0m royalty financing arrangement with the Group that a Mineral Development Agreement ('MDA') had been approved by the Liberian Government, converting the financing agreement into an NSR royalty agreement.

The NSR royalty over the Dugbe 1 project is classified as FVTPL as outlined in note 4. As at 31 December 2024 the Group assessed the likely start date of commercial production at Dugbe 1 to be 2030 (2023: 2030), and applied a 25% (2023: 32.5%) probability factor to the project reaching commercial production to the discounted future cash flows of the royalty with a 18% (2023: 35%) pre-tax nominal discount rate, resulting in a valuation of \$5.9m (2023: \$1.4m).

In certain circumstances where the operator fails to pursue the development of the Dugbe 1 project or there is a change in control, the Group has the option to terminate the royalty agreement and recover the \$15.0m paid under the royalty financing agreement. As at 31 December 2024, these circumstances had not arisen as development work continued on the project.

### McClellan Lake – refer to page 35 of the Business Review

The Group completed a C\$43.5m (\$33.3m) financing and streaming agreement with Denison Mines Inc ('Denison') in 2017. The financing agreement comprises two separate transactions: (i) a 13-year amortising secured loan of C\$40.8m (\$31.2m) with an interest rate of 10% per annum payable to the Group which is classified as non-current other receivables (note 22); and (ii) a streaming agreement, which entitles the Group to receive Denison's portion of toll milling proceeds from the McClellan Lake Mill after the first 215Mlbs of throughput from 1 July 2016, which was acquired for C\$2.7m (\$2.1m) and is classified as FVTPL in accordance with note 4.

As at 31 December 2024, the Group assessed the probability of the McClellan Lake Mill achieving throughput in excess of 215Mlbs at 60% (2023: 60%), and applied this to the discounted future cash flows of the stream with a 10.50% (2023: 10.00%) pre-tax nominal discount rate, resulting in a valuation of \$5.0m (2023: \$2.9m). The \$2.1m increase (2023: \$0.6m decrease) in the carrying value of the stream has been recognised in the income statement for the year.

### Phalaborwa – refer to page 37 of the Business Review

On 24 September 2024, the Group acquired a 0.85% Gross Revenue Royalty over the Phalaborwa Rare Earths Project ('Phalaborwa') located in South Africa for a total cash consideration of \$8.5m. The royalty rate steps up by 0.1% to 0.95% if commercial production does not occur prior to 1 October 2027. If commercial production does not occur prior to 1 July 2028, then the royalty rate steps up by a further 0.15% to 1.10%. Transaction costs of \$0.4m were also capitalised on acquisition.

As at 31 December 2024 the Group assessed the probability of the Phalaborwa Rare Earths Project reaching commercial production at 70% and applied this to the discounted future cash flows of the royalty with a 12.5% pre-tax nominal discount rate, resulting in a valuation of \$9.4m. The \$0.5m increase in the carrying value of the stream has been recognised in the income statement.

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 17 Royalty financial instruments continued

##### Piauí – refer to page 32 of the Business Review

The Group acquired a 1% gross revenue royalty over the Piauí nickel-cobalt project in Brazil for \$2.0m in 2017. In accordance with the acquisition agreement the gross revenue royalty rate increased to 1.25% on 31 December 2019 after certain development milestones had not been achieved.

In 2023, the Group invested a further \$7.5m increasing its royalty by 0.35% to 1.60%. Transaction costs of \$0.3m were also capitalised on acquisition.

The Group has the right to acquire a further 2.65% royalty over the Piauí project for a consideration of \$62.5m.

On initial recognition the Group decided to invoke the fair value option in classifying this royalty financial instrument, due to there being one or more embedded options that are not closely related in the underlying contract. Following the adoption of IFRS 9 the Group continues to classify the Piauí royalty as FVTPL.

As at 31 December 2024 the Group assessed the probability of the Piauí project reaching commercial production at 100% in relation to the start-up plant and 42.5% in relation to expansion project (2023: 100% start-up and 55% expansion project) and applied this to the discounted future cash flows of the royalty with a 13.00% (2023: 17.50%) pre-tax nominal discount rate, resulting in a valuation of \$15.7m (2023: \$18.3m).

##### Labrador Iron Ore – refer to page 39 of the Business Review

LIORC is a single asset company, being the 7% gross revenue royalty over the IOC mine which is majority owned and operated by Rio Tinto; as a result, the Group classifies its investment in LIORC as a royalty financial instrument. On initial recognition the Group made the irrevocable election to designate this investment as FVTOCI. The resulting dividends from the Group's investment in LIORC have been classified as royalty-related revenue, as described in note 3.14.

The Group sold 367,200 shares in LIORC in the first half of 2024 generating C\$11.1m (\$8.1m) in proceeds and retained 57,390 shares. The Group's partial sale of its holding in LIORC in 2024 resulted in a capital gain of C\$2.2m (\$1.6m) which was transferred directly to retained earnings, net of C\$0.3m (\$0.2m) in income tax arising from the gain.

The Group sold 607,600 shares in the last quarter of 2023 generating C\$18.9m (\$13.7m) in proceeds and retained 424,590 shares. The Group's partial sale of its holding in LIORC in 2023 resulted in a capital gain of C\$4.1m (\$3.0m) which was transferred directly to retained earnings, net of C\$0.5m (\$0.4m) in income tax arising from the gain.

At 31 December 2024, the shares of the entity which is the beneficial owner of the investment in LIORC have been guaranteed a security in connection with the Group's borrowing facility (note 25).

#### 18 Royalty and exploration intangible assets

The Group's intangibles comprise capitalised exploration and evaluation costs and royalty interests.

Group	Exploration and evaluation costs \$'000	Royalty interests \$'000	Contingent consideration \$'000	Total \$'000
<b>Gross carrying amount</b>				
At 1 January 2024	919	332,570	11,115	344,604
Disposals	(919)	—	—	(919)
Revaluation of contingent consideration	—	—	(10,118)	(10,118)
Foreign currency translation	—	(13,872)	(997)	(14,869)
At 31 December 2024	—	318,698	—	318,698
<b>Amortisation and impairment</b>				
At 1 January 2024	(919)	(73,884)	—	(74,803)
Disposals	919	—	—	919
Amortisation charge	—	(3,429)	—	(3,429)
Foreign currency translation	—	4,554	—	4,554
At 31 December 2024	—	(72,759)	—	(72,759)
<b>Carrying amount at 31 December 2024</b>	<b>—</b>	<b>245,939</b>	<b>—</b>	<b>245,939</b>



**18 Royalty and exploration intangible assets** continued

Group	Exploration and evaluation costs \$'000	Royalty interests \$'000	Contingent consideration \$'000	Total \$'000
<b>Gross carrying amount</b>				
At 1 January 2023	919	312,210	10,058	323,187
Additions	—	20,407	—	20,407
Revaluation of contingent consideration	—	—	1,037	1,037
Foreign currency translation	—	(47)	20	(27)
At 31 December 2023	919	332,570	11,115	344,604
<b>Amortisation and impairment</b>				
At 1 January 2023	(919)	(69,719)	—	(70,638)
Amortisation charge	—	(4,152)	—	(4,152)
Foreign currency translation	—	(13)	—	(13)
At 31 December 2023	(919)	(73,884)	—	(74,803)
<b>Carrying amount at 31 December 2023</b>	—	258,686	11,115	269,801

The Company's intangibles comprise royalty interests.

Company	Royalty interests \$'000
<b>Gross carrying amount</b>	
At 1 January 2023 and 2024	3,206
At 31 December 2023 and 2024	3,206
<b>Amortisation and impairment</b>	
At 1 January 2023 and 2024	(3,206)
At 31 December 2023 and 2024	(3,206)
<b>Carrying amount at 31 December 2023 and 2024</b>	—

**Amortisation of royalty interests**

The Group's royalty intangible assets are amortised on a straight-line basis, upon the commencement of production at the underlying mining operation, over the life of mine.

Four of the underlying mining operations of the Group's royalty intangible assets were in production during 2024, and were amortised on the following basis:

Royalty interest	Currency	Carrying value 31 December 2024 '000	Carrying value 31 December 2023 '000	Estimated life of mine	Remaining life of mine
Mantos Blancos	USD	35,621	38,165	18 years	14 years
Maracás Menchen	AUD	18,578	19,671	21 years	17 years
Four Mile	AUD	730	852	10 years	6 years
Carlota	USD	327	409	6.5 years	4 years

The amortisation charge for the year of \$3.4m (2023: \$4.2m) relates to the Group's producing royalties, Mantos Blancos, Maracás Menchen, Carlota and Four Mile. Amortisation of the remaining interests will commence once they begin commercial production.

At 31 December 2024, the shares of the entities which are the beneficial owners of the Mantos Blancos, Maracás Menchen, West Musgrave and Santo Domingo royalties have been guaranteed as security in connection with the Group's borrowing facility (note 25).

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 18 Royalty and exploration intangible assets continued

##### Contingent consideration

On 19 July 2022, the Group acquired the West Musgrave, Santa Domingo, Nifty and Carlota royalties from South32 Royalty Investments Pty Ltd ("South32") for a fixed consideration of \$185m with further contingent consideration of up to \$15m. The deferred consideration has been paid in full, with the last payment made in January 2024 of \$9.2m.

Contingent consideration is payable subject to future nickel prices, minimum production levels and commercial production being achieved by 2028 at West Musgrave and has been classified as a financial liability that is carried at fair value based on the discounted expected future cash outflows. After initial recognition the contingent consideration is measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in the royalty intangible assets balance. As at 31 December 2024, the fair value of the contingent consideration payable has been assessed as \$nil, as management does not expect commercial production to be achieved by 2028, following the announcement by BHP in 2024 to temporarily suspend the construction of the West Musgrave project with a review of this decision to occur by February 2027. As at 31 December 2023, the fair value was assessed at \$11.1m on a pre-tax nominal discount rate of 10.5%.

##### Impairments of royalty intangible assets

As described in notes 3.7 and 3.8, at each reporting date the Group's royalty intangible assets are reviewed for any impairment indicators. Consideration is given to the presence or occurrence of adverse operational developments at the underlying mines, together with any significant declines in commodity prices, as detailed below. Where impairment indicators exist, a full impairment review is carried out to determine whether the discounted future expected cash flows (calculated on a value-in-use basis) exceed cost. Note 4 outlines the impairment methodology applied. During the ended 31 December 2024, no impairment charges were recognised (2023: no impairment charges recognised).

The Group considers the announcement by BHP on 11 July 2024 to suspend the construction of West Musgrave project from October 2024 with the decision to be reviewed by February 2027, as an indicator of impairment as at 31 December 2024. Having reviewed the recoverable amount of the West Musgrave royalty at 31 December 2024 and concluded that no impairment charge should be recognised.

The Group considers the prolonged weakness in the vanadium price an indicator of impairment for the Maracás Menchen royalty as at 31 December 2024. Having reviewed the recoverable amount of the Maracás Menchen royalty at 31 December 2024 and concluded that no impairment charge should be recognised.

##### Exploration and evaluation costs

The exploration and evaluation costs disposed of comprise expenditure incurred directly by the Group on the Trefi coal project in British Columbia, Canada for which the Group no longer owns the tenements.

##### Royalty intangible asset acquisitions

On 3 August 2023, the Group acquired a net smelter return royalty over all metal production from the open pit and underground operations of the Vizcachitas copper project in Chile, owned by Los Andes Copper Ltd for \$20m cash consideration paid on completion.

The applicable royalty rates are 0.250% and 0.125% for metal production from the open pit and underground operations respectively. In the event that commercial production is not achieved before 30 June 2030, the applicable royalty rates increase to 0.350% and 0.175% for metal production from the open pit and underground operations respectively.

Should the commencement of commercial production be delayed beyond 30 June 2031, the operator can elect to make production delay payments or the applicable royalty rates will increase as outlined in the table below:

Commercial production date	No production delay payment		First production delay payment		Second production delay payment		First and second production delay payment	
	Open pit royalty rate	Underground royalty rate	Open pit royalty rate	Underground royalty rate	Open pit royalty rate	Underground royalty rate	Open pit royalty rate	Underground royalty rate
On or before 30 June 2030	0.250%	0.125%						
Between 30 June 2030 and 30 June 2031	0.350%	0.175%						
Between 30 June 2031 and 30 June 2032	0.450%	0.225%	0.350%	0.175%				
After 30 June 2032	0.550%	0.275%	0.450%	0.225%	0.450%	0.225%	0.350%	0.175%

The first and second production delay payments are US\$15m each or US\$20m where the average copper price in the six months prior to election to make the delay payment exceeds US\$5/lb.

## 18 Royalty and exploration intangible assets continued

### Royalty intangible asset acquisitions continued

The royalty has been classified as an intangible asset as detailed in note 4. The value of the royalty intangible acquired consists of the fixed consideration of \$20m and transaction costs totalling \$0.4m which have been capitalised on acquisition.

## 19 Mining and exploration interests

	Group \$'000	Company \$'000
<b>Fair value through other comprehensive income</b>		
At 1 January 2023	3,483	1,059
Disposals	(79)	(79)
Revaluation adjustment	(491)	(544)
Foreign currency translation	(122)	(69)
At 31 December 2023	2,791	367
Additions	<b>1,500</b>	<b>1,500</b>
Revaluation adjustment	<b>76</b>	<b>74</b>
Foreign currency translation	<b>(1)</b>	<b>—</b>
<b>At 31 December 2024</b>	<b>4,366</b>	<b>1,941</b>

The fair values of listed securities are based on quoted market prices. Unquoted investments are initially recognised using cost where fair value cannot be reliably determined. In the absence of an active market for these securities, the Group considers each unquoted security to ensure there has been no material change in the fair value since initial recognition.

Mining and exploration interests are held at FVTOCI, with the effect that the gains and losses on disposal and impairment losses are transferred directly to retained earnings.

On 28 June 2024, the Group subscribed for 10,442,427 new ordinary shares at a price of 11.3652 pence per share in Rainbow Rare Earths Ltd for \$1.5m. Rainbow Rare Earths Ltd is listed on the London Stock Exchange. The share subscription was executed in connection with the royalty acquisition over the Phalaborwa Rare Earths Project (refer to note 17).

Total mining and exploration interests at 31 December are represented by:

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Quoted investments	<b>1,869</b>	296	<b>1,869</b>	296
Unquoted investments	<b>2,497</b>	2,495	<b>72</b>	71
	<b>4,366</b>	2,791	<b>1,941</b>	367
Number of investments	<b>8</b>	7	<b>5</b>	4

## 20 Deferred costs

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Deferred acquisition costs	<b>796</b>	341	<b>796</b>	341
Deferred financing costs	<b>1,479</b>	—	<b>756</b>	—
	<b>2,275</b>	341	<b>1,552</b>	341

### Deferred acquisition costs

As at 31 December 2024 deferred acquisition costs of \$0.8m (2023: \$0.3m) represent those costs associated with royalty and metal stream opportunities that the Group is actively pursuing and expects to complete in 2025. Should the opportunity not proceed to completion, these costs will be charged to the income statement.

### Deferred financing costs

As at 31 December 2024 deferred financing costs of \$1.5m represent the unamortised costs associated with the Group's \$150m revolving credit facility which was amended and extended in January 2024 (note 25). These deferred financing costs are amortised over the three-year term of the facility, with \$0.7m (2023: \$1.0m) charged to the income statement in 2024 (\$2.2m was paid in cash for these financing costs in January 2024).

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 21 Investments in subsidiaries

The Group's full listing of subsidiaries is provided in note 38. The Company's investment in subsidiaries as 31 December 2024 and 31 December 2023 is as follows:

Company	\$'000
<b>Cost</b>	
At 1 January 2024	457,608
Acquisition of additional share capital of subsidiaries	8,889
At 31 December 2024	466,497
<b>Impairment of investment in subsidiary</b>	
At 1 January 2024	(44,618)
Impairment	(9,680)
At 31 December 2024	(54,298)
<b>Carrying amount at 31 December 2024</b>	<b>412,199</b>

Company	\$'000
<b>Cost</b>	
At 1 January 2023	396,943
Acquisition of additional share capital of subsidiaries	60,665
At 31 December 2023	457,608
<b>Impairment of investment in subsidiary</b>	
At 1 January 2023	(44,618)
At 31 December 2023	(44,618)
<b>Carrying amount at 31 December 2023</b>	<b>412,990</b>

The acquisition of additional share capital of subsidiaries are non-cash transactions and settled against intercompany loans owed by the subsidiary to the Company.

As at 31 December 2024, the Company has recorded an impairment of \$9.7m on its investment in its subsidiary, Pyxis Royalties Limited, as a result of the impairment of the Voisey's Bay metal stream (note 16), which is owned by this entity through its investment in APG Metals Limited. The remaining recoverable amount of Pyxis Royalties Limited is \$166.5m (31 December 2023: \$195.1m).

The Directors believe that the carrying value of the investments is supported by their recoverable value. The methods used to determine the recoverable value are set out in note 4.

#### 22 Trade and other receivables

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
<b>Current</b>				
Income tax receivable	173	276	—	—
Prepayments	465	383	439	338
Royalty receivables	3,779	5,042	497	112
Deferred consideration	6,495	2,000	—	—
Contingent consideration	4,965	1,122	—	—
Other receivables	291	826	231	205
Deposits with subsidiaries (note 31)	—	—	—	7,314
	<b>16,168</b>	9,649	<b>1,167</b>	7,969

##### Current trade and other receivables

Trade and other receivables include amounts relating to royalties receivable from Kestrel, Mantos Blancos, Maracás Menchen, EVBC and Carlota for the final quarter in each year, together with dividends declared but not yet received from LIORC. These amounts were received in full subsequent to year end.

##### Deferred and contingent consideration – Narrabri disposal

On 31 December 2021, the Group disposed of its 1% gross revenue royalty over the Narrabri mine to the operator, Whitehaven Coal Limited, for fixed consideration of \$21.6m, of which \$4.4m was received on completion with the balance payable in annual instalments until 31 December 2026 and further contingent consideration also payable over the period to 31 December 2026.

## 22 Trade and other receivables continued

### Deferred and contingent consideration continued

The contingent consideration receivable from the disposal of Narrabri consisted of \$5.0m, receivable in instalments, upon the approval of the Narrabri South extension project by state and federal authorities in Australia, prior to 31 December 2026. The Narrabri South extension project received final approval in September 2024, triggering the \$5.0m contingent consideration to be receivable in instalments from January 2025 to 31 December 2026.

In addition, the Group was entitled to receive biannual contingent payments linked to future realised coal prices during the period from closing to 31 December 2026. Subject to minimum volumes of 3.0Mt per half year being achieved, where realised prices exceed \$90/t the Group was entitled to \$0.05/t, increasing to \$0.25/t if realised prices exceed \$150/t. Both elements of the contingent consideration in relation to the sale of the Narrabri royalty were classified as a financial asset that was carried at fair value based on discounted expected cash flows.

Under the terms of the royalty sale agreement described above, deferred consideration of \$2.0m and contingent consideration of \$3.3m was received subsequent to year end. In addition, the Group received \$6.2m in February 2025 in full and final settlement of the remaining deferred and contingent consideration after entering a forward payment agreement with Whitehaven Coal Limited. As negotiations commenced following the approval of the Narrabri South extension project, the fair value of the contingent consideration as at 31 December 2024 has been determined as the settlement value under the forward payment agreement.

As at 31 December 2024, the total outstanding deferred consideration was \$6.5m (2023: \$8.3m, of which \$6.3m was included in non-current receivables) and the fair value of the price linked and Narrabri South extension contingent consideration was \$5.0m (2023: \$4.3m of which \$3.3m was included in non-current receivables).

During the year ended 31 December 2024 \$2.3m of deferred and contingent consideration was received in cash (2023: \$5.4m).

The Directors consider that the carrying amount of trade and other receivables is approximately their fair value.

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
<b>Non-current</b>				
Denison financing agreement	12,930	17,135	12,930	17,135
Deferred consideration	—	6,311	—	—
Contingent consideration	4,765	10,149	—	—
Other receivables	125	113	—	—
Amounts due from subsidiaries (note 31)	—	—	92,435	96,895
	<b>17,820</b>	33,708	<b>105,365</b>	114,030

### Non-current other receivables

Non-current other receivables comprise amounts relating to the interest-bearing loan receivable from Denison Mines and the contingent consideration related to West Musgrave (note 18).

#### Denison financing agreement

In 2017, the Group completed a C\$43.5m (\$33.3m) financing and streaming agreement with Denison. The streaming agreement is classified as a royalty financial instrument (note 17), with an initial value of C\$2.7m (\$2.1m).

The financing agreement is structured as a 13-year secured loan of C\$40.8m (\$31.2m) with an interest rate of 10% per annum payable to the Company. The loan contains mandatory repayment provisions in any period where the equivalent toll revenues exceed the interest liability. Conversely, in any period when toll revenues are less than the interest payment, the shortfall is capitalised and carried forward to the next period. The loan principal, along with any capitalised interest, is repayable in full at maturity. In 2024, the Company earned \$1.5m in interest revenue (2023: \$1.8m) and received principal repayments of \$3.0m (2023: \$2.3m).

The Group assesses the carrying value of the Denison financing agreement for expected credit losses over the next 12 months by making reference to the security held by the Group and the financial position of Denison at each reporting date. No provision for expected credit losses has been recognised as at 31 December 2023 and 2024.

As at 31 December 2024, the outstanding loan balance was \$12.8m (C\$18.5m) and unamortised costs associated with the loan were \$0.1m (31 December 2023: loan balance \$17.1m (C\$22.5m) and unamortised costs \$0.1m). The total amortisation of costs associated with the loan during the year was \$17,000 (2023: \$17,000).

#### Contingent consideration – West Musgrave

Under the West Musgrave royalty the Group is entitled to a A\$10m payment contingent on commercial production being achieved at West Musgrave, which is distinct from and separate to the net smelter return royalty and is accounted for as a financial asset and measured at fair value through profit or loss ("FVTPL"). As at 31 December 2024, the fair value of the contingent consideration receivable is \$4.8m (2023: \$6.8m).

#### Non-current amounts due from subsidiaries

Amounts due from subsidiaries are considered long-term loans. The Directors consider that the carrying value of amounts due from subsidiaries is approximately their fair value (note 33).

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 23 Cash and cash equivalents

Cash and cash equivalents include the following for the purposes of the statement of cash flows:

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Cash at bank and on hand	7,874	7,849	6,557	6,672
Trading deposits with brokers	2	1	2	1
<b>Cash and cash equivalents</b>	<b>7,876</b>	7,850	<b>6,559</b>	6,673

#### 24 Net debt

See notes 3.9(a) and 3.9(j) for the Group's accounting policy on cash and debt.

The disclosures in this note include certain Alternative Performance Measures (APMs). For more information on the APMs used by the Group, including the definitions, please refer to the table of contents.

Net debt is a measure of the Group's financial position. The Group uses net debt to monitor the sources and uses of financial resources, the availability of capital to invest or return to shareholders, and the resilience of the balance sheet. Net debt is calculated as total borrowings less cash and cash equivalents.

The Group and Company's net (debt)/cash and cash equivalents position after offsetting the revolving credit facility against cash and cash equivalents is as follows:

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
Revolving credit facility	(90,228)	(82,400)	(71,000)	(75,400)
Cash and cash equivalents	7,876	7,850	6,559	6,673
<b>Net debt</b>	<b>(82,352)</b>	(74,550)	<b>(64,441)</b>	(68,727)

#### Movement in net debt

Group	Cash and cash equivalents \$'000	Medium and long-term borrowings \$'000	Net debt \$'000
At 1 January 2023		(42,250)	(36,400)
Cash flow	2,088	(40,150)	(38,062)
Foreign exchange differences	(88)	—	(88)
At 31 December 2023	7,850	(82,400)	(74,550)
Cash flow	634	(8,905)	(8,271)
Foreign exchange differences	(608)	1,077	469
<b>At 31 December 2024</b>	<b>7,876</b>	<b>(90,228)</b>	<b>(82,352)</b>

During the year ended 31 December 2024, the Group drew \$21.3m (2023: \$96.0m) on its revolving credit facility (refer to note 25) and repaid \$12.4m (2023: \$55.9m).

The only financing-related liabilities are the Group's borrowings and the Group's lease liabilities. The movements in the former are shown above and the movements in the latter are shown in note 27.

#### 25 Borrowings

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
<b>Non-current secured borrowing at amortised cost</b>				
Revolving credit facility	90,228	82,400	71,000	75,400
	<b>90,228</b>	82,400	<b>71,000</b>	75,400

In January 2024 the Group entered into an amendment and extension of its \$150.0m revolving credit facility largely on the same terms as the previous facility and subject to SOFR plus a ratchet between 2.25% and 4.00%, depending on leverage levels. The amended and extended facility also includes an uncommitted accordion feature of up \$75.0m to be used to fund royalty acquisitions which, if implemented, would take the potential borrowing capacity up to \$225.0m. The Group's facility is secured by way of a floating charge over the Group's assets and is subject to a number of financial covenants, all of which have been met during the period ended 31 December 2024. The financial covenants are tested at the end of each quarter and require the Group to maintain:



## 25 Borrowings continued

- \$5.0m cash and cash equivalents minimum balance
- Interest cover ratio (Adjusted EBITDA over finance costs) of no less than 4.0x
- Leverage ratio (Adjusted EBITDA over net debt) of 3.5x
- Net tangible assets in excess of \$250.0m

The Group has no indication that it will have difficulty complying with these covenants.

As detailed in note 37, in February 2025 the Group extended the maturity date of its revolving credit facility by 12 months to 30 January 2028, increased the total commitments under the facility to \$180.0m by exercising \$30.0m of the accordion feature and amended the following key terms:

- Adjusted EBITDA to calculate the leverage and interest cover ratios will be calculated using annualised Kestrel income from the trailing six quarters;
- The interest cover covenant has been reduced from 4.0x to 3.0x for period to maturity;
- The facility will be subject to SOFR plus a ratchet between 2.25% and 4.50%, depending on leverage levels; and
- The uncommitted accordion feature has reduced to \$45.0m following the \$30.0m increase in total commitments under the facility.

Following the extension in February 2025, the Group has the option to extend the facility by up to a further 12 months, subject to lender consent.

The Directors consider that the carrying amount of the Group's borrowings approximates their fair value.

## 26 Deferred tax

The following are the major deferred tax liabilities and (assets) recognised by the Group and the movements thereon during the period:

Group	Revaluation of coal royalty \$'000	Revaluation of royalty instruments \$'000	Accrual of royalty receivable \$'000	Other revaluations \$'000	Other tax losses \$'000	Total \$'000
At 1 January 2023	32,001	567	3,061	1,406	(32,810)	4,225
Credit to profit or loss	(8,556)	(921)	(2,123)	(200)	(202)	(12,002)
Credit to other comprehensive income	—	(624)	—	—	—	(624)
Exchange differences	(239)	(5)	(56)	(6)	(1)	(307)
Effect of change in tax rate:						
– Income statement	—	—	—	—	(617)	(617)
At 31 December 2023	23,206	(983)	882	1,200	(33,630)	(9,325)
(Credit)/charge to profit or loss	<b>(6,924)</b>	<b>2,136</b>	<b>(814)</b>	<b>(1)</b>	<b>8,996</b>	<b>3,393</b>
Credit to other comprehensive income	—	(57)	—	—	—	(57)
Transferred to retained earnings on disposal	—	(211)	—	—	—	(211)
Exchange differences	<b>(1,662)</b>	<b>51</b>	<b>(30)</b>	<b>(108)</b>	<b>(25)</b>	<b>(1,774)</b>
<b>At 31 December 2024</b>	<b>14,620</b>	<b>936</b>	<b>38</b>	<b>1,091</b>	<b>(24,659)</b>	<b>(7,974)</b>

A deferred tax asset of \$23.7m (2023: \$33.5m) has been recognised on historic losses in Canada which are being carried forward. The utilisation of these losses is dependent on the existence of future taxable profits from the Voisey's Bay stream, which will be generated once the original upfront amount paid for the stream, by its original holder, is reduced to nil. During 2024, as explained in note 16, there has been a significant decline in the current cobalt price and also the long-term cobalt outlook. As a result of the decline in the cobalt price environment, the Voisey's Bay cobalt stream is not expected to generate sufficient future taxable profits to fully utilise these remaining tax losses. Current forecasts indicate that \$36.4m of losses will not be utilised before the end of mine life in 2040, which has resulted in \$9.8m deferred tax charge in 2024. In assessing the probability of recovery, the Directors have reviewed the life of mine plan that has been used for both the going concern and viability assessments and metal streams impairment testing.

Partially offsetting the write-off the carry forward tax losses associated with the Voisey's Bay cobalt stream, is the recognition of a deferred tax asset of \$0.9m in relation to carry forward tax losses that were not previously recognised in the United Kingdom, which management now expect to be utilised

Deferred tax assets and liabilities are offset where the Group has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	2024 \$'000	2023 \$'000
Deferred tax liabilities	<b>(17,903)</b>	(28,126)
Deferred tax assets	<b>25,877</b>	37,451
	<b>7,974</b>	9,325

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 26 Deferred tax continued

The Group has the following balances in respect of which no deferred tax asset has been recognised, as these losses are not expected to be utilised:

	2024				2023			
	Tax losses – trading \$'000	Tax losses – capital \$'000	Other temporary differences \$'000	Total \$'000	Tax losses – trading \$'000	Tax losses – capital \$'000	Other temporary differences \$'000	Total \$'000
<b>Expiry date</b>								
Within one year	156	—	—	156	—	—	—	—
Greater than one year, less than five years	1,052	—	—	1,052	—	—	—	—
Greater than five years	35,240	—	—	35,240	—	—	—	—
No expiry date	24,390	60,331	10,921	95,642	26,022	60,566	15,039	101,627
	<b>60,838</b>	<b>60,331</b>	<b>10,921</b>	<b>132,090</b>	26,022	60,566	15,039	101,627

Temporary differences associated with investments in subsidiaries, joint ventures and associates are insignificant.

The following are the major deferred tax liabilities recognised by the Company utilising a rate of 25% (2023: 25%) and the movements thereon during the period:

Company	Revaluation of royalty instruments \$'000	Other tax losses \$'000	Total \$'000
At 1 January 2023	—	—	—
At 31 December 2023	—	—	—
Charge to profit or loss	862	(862)	—
<b>At 31 December 2024</b>	<b>862</b>	<b>(862)</b>	<b>—</b>

Deferred tax assets and liabilities are offset where the Company has a legally enforceable right to do so.

#### 27 Trade and other payables

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
<b>Current</b>				
Other taxation and social security payables	141	151	141	149
Trade payables	762	414	230	401
Borrowings from subsidiaries	—	—	68,559	56,402
Accruals and other payables	2,553	3,172	2,102	2,523
Lease liability	501	440	501	440
Deferred consideration	—	9,167	—	—
	<b>3,957</b>	13,344	<b>71,533</b>	59,915

Borrowings from subsidiaries are detailed further in note 31.

The average credit period taken for trade purchases is 57 days (2023: 25 days). The Directors consider that the carrying amount of trade and other payables approximates their fair value. All amounts are considered short term and none are past due.

**27 Trade and other payables** continued

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
<b>Non-current</b>				
Contingent consideration	—	11,115	—	—
Lease liability	2,565	2,918	2,565	2,918
Other taxation and social security payables	514	428	514	428
	<b>3,079</b>	14,461	<b>3,079</b>	3,346

As at 31 December 2023, current deferred consideration and non-current contingent consideration payable is in relation to the acquisition of West Musgrave as detailed in note 18. The final instalment of the deferred consideration payable of \$9.2m was paid in January 2024.

Contingent consideration is payable subject to future nickel prices, minimum production levels and commercial production being achieved by 2028 at West Musgrave and has been classified as a financial liability that is carried at fair value based on the discounted expected future cash outflows. As at 31 December 2024, the fair value of the contingent consideration payable has been assessed as \$nil, as management does not expect commercial production to be achieved by 2028, following the announcement by BHP in 2024 to temporarily suspend the construction of the West Musgrave project with a review of this decision to occur by February 2027.

For the period from completion date to 30 June 2025, the Group may become liable for additional consideration payments determined by reference to minimum production thresholds and cobalt prices related to the Voisey's Bay cobalt stream acquisition (note 16). At 31 December 2024 and 31 December 2023, there is no contingent consideration owing based on actual and expected cobalt prices and production volumes. Therefore, the Directors consider the fair value of this potential liability to be \$nil.

Current and non-current lease liability relates to the Group's office premises in London, which comprises annual payments of £0.4m and expires in 2032.

Non-current other taxation and social security payables relate to employer National Insurance due on vesting of certain share-based payments.

**Movement in leases**

	Group \$'000	Company \$'000
At 1 January 2023	3,348	3,348
Lease payments	(357)	(357)
Interest	216	216
Foreign exchange differences	151	151
At 31 December 2023	3,358	3,358
Lease payments	(461)	(461)
Interest	212	212
Foreign exchange differences	(43)	(43)
<b>At 31 December 2024</b>	<b>3,066</b>	<b>3,066</b>

**28 Share capital and share premium****Issued share capital**

Group and Company	Number of shares	Share capital \$'000	Share premium \$'000	Merger reserve \$'000	Total \$'000
Ordinary shares of 2p at 1 January 2023	257,856,157	6,761	169,212	94,847	270,820
Utilisation of shares held in treasury on exercise of employee options (a)	47,244	1	—	—	1
Ordinary shares of 2p at 31 December 2023	257,903,401	6,762	169,212	94,847	270,821
Share buy-back (b)	(9,491,317)	(239)	—	—	(239)
Utilisation of shares held in treasury on exercise of employee options (c)	185,809	5	—	—	5
<b>Ordinary shares of 2p at 31 December 2024</b>	<b>248,597,893</b>	<b>6,528</b>	<b>169,212</b>	<b>94,847</b>	<b>270,587</b>

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 28 Share capital and share premium continued

##### Issued share capital continued

- (a) On 26 February 2023, the Company utilised 47,244 ordinary shares of 2p each from treasury, to settle awards to employees under the Deferred Share Bonus Plan that had vested.
- (b) The Company acquired in aggregate 9,491,317 ordinary shares of 2p each between 27 March 2024 and 30 May 2024 for a total consideration of U\$10m under a share buy-back programme. The ordinary shares repurchased under the programme are held in treasury.
- (c) On 25 June 2024, the Company utilised 185,809 ordinary shares of 2p each from treasury, to settle awards to employees under the Long-term Incentive Plan that had vested.

##### Treasury shares

	2024		2023	
	Number of shares	\$'000	Number of shares	\$'000
<b>Treasury shares</b>				
At 1 January	3,829,152	101	3,876,396	102
Utilisation of shares held in treasury on exercise of employee options	(185,809)	(5)	(47,244)	(1)
Share buy back	9,491,317	239	—	—
<b>At 31 December</b>	<b>13,134,660</b>	<b>335</b>	3,829,152	101

Shares held in treasury do not receive dividends; as such they are excluded from the weighted average number of shares in issue for the purposes of calculating earnings per share in note 12.

#### 29 Share-based payments

The Group had outstanding awards under the following equity-settled share-based compensation plans in 2023 and 2024:

- the Unapproved Share Ownership Plan ('USOP'); and
- the Long-term Incentive Plan ('LTIP').

##### (a) Unapproved Share Option Plan

The Group's USOP was approved by shareholders at the 2016 AGM. No awards have been made under the Group's USOP since March 2021.

The outstanding options as at 31 December 2024 have an exercise price equal to the average mid-market closing price of an ordinary share for the three days before the grant and are conditional on the employee completing three years' service (the vesting period). The options are exercisable starting three years from the grant date and have a contractual option term of five years. The Group has no legal or constructive obligation to repurchase or settle the options in cash.

Movements in the number of share options outstanding and their related weighted average exercise prices are as follows:

	2024		2023	
	Options	Weighted average exercise price £	Options	Weighted average exercise price £
Outstanding at 1 January	550,000	1.7918	550,000	1.7918
Expired during the year	(225,000)	1.8814	—	—
Forfeited during the year	(250,000)	1.8323	—	—
<b>Outstanding at 31 December</b>	<b>75,000</b>	<b>1.3887</b>	550,000	1.7918

Out of the 75,000 outstanding options (2023: 550,000), all were exercisable as at 31 December 2024 (2023: 475,000).

Share options outstanding at the end of the year have the following expiry dates and exercise prices:

Expiry date	Exercise price in £ per share	Options	
		2024	2023
2024	1.8617	—	300,000
2024	1.9208	—	75,000
2025	1.7883	—	100,000
2026	1.3887	75,000	75,000
		<b>75,000</b>	550,000
Weighted average remaining contractual life in years		<b>1.17</b>	0.97

## 29 Share-based payments continued

### (b) Long-term Incentive Plan

Following the approval at the 2021 AGM, the Group implemented the LTIP for the Executive Directors and employees. The LTIP allows for the grant of Performance Share Awards ('PSA') whereby awards are granted to Executive Directors and senior management to acquire shares in Ecora Resources PLC at no cost, subject to the achievement by the Group of specified performance targets and Restricted Share Awards ('RSA') whereby awards are granted to employees who are not granted PSAs to acquire shares in Ecora Resources Pacific Group PLC at no cost after a three-year vesting period with no performance criteria attached. The granting of these RSA has replaced the granting of awards under the USOP to employees.

#### Performance Share Awards

Under the LTIP, Performance Share Awards are granted to Executive Directors and senior management at no cost. The percentage of each award that vests is based upon the performance of the Group over a defined measurement period. For the awards granted in 2021, 2022 and 2023, the performance conditions are total shareholder return, portfolio contribution and adjusted earnings per share, which are equally weighted and measured in the final year of the three-year performance period. For the awards granted in 2024, while the performance conditions and weighting remain unchanged, the performance targets for portfolio contribution and adjusted earnings per share have been set as the cumulative total for the three-year performance period. For Executive Directors a mandatory two-year holding period follows the three-year performance period.

	2024 Shares	2023 Shares
Outstanding at 1 January	2,157,539	1,404,713
Granted during the year	1,646,459	752,826
Exercised during the year	(129,468)	—
Lapsed during the year	(599,311)	—
<b>Outstanding at 31 December</b>	<b>3,075,219</b>	2,157,539

The fair value of the awards is determined based on the closing share price on the day of grant, apart from the total shareholder return performance element of the award which uses the Monte Carlo model. The assumptions used are as follows:

Date of grant	27/05/2021	25/02/2022	12/05/2022	24/02/2023	20/02/2024	23/10/2024
Market price used for award	143.60p	141.80	158.00p	135.00p	80.07	83.41
Risk-free interest rate	0.15%	1.17%	1.23%	3.7%	3.6%	3.8%
Dividend yield	6.6%	6.5%	6.5%	4.5%	—	—
Volatility	43.2%	41.4%	41.7%	42.2%	33.8%	33.2%
Term	3 years	3 years	3 years	3 years	3 years	3 years
Fair value per share	84.04p	72.34p	97.67p	66.34p	39.00p	64.50p

#### Restricted Share Awards

Under the LTIP, Restricted Share Awards are granted to those employees not granted Performance Share Awards, at no cost. The awards vest after three years and there are no performance criteria attached.

	2024 Shares	2023 Shares
Outstanding at 1 January	630,434	259,996
Granted during the year	525,803	370,438
Exercised during the year	(56,341)	—
Forfeited during the year	(249,461)	—
<b>Outstanding at 31 December</b>	<b>850,435</b>	630,434

The fair value of these awards is determined based on the closing share price on the day of grant.

Date of grant	02/09/2021	24/02/2022	21/02/2023	20/02/2024
Market price used for award	128.94p	140.35p	138.01p	80.07p
Term	3 years	3 years	3 years	3 years <sup>(1)</sup>
Fair value per share	128.94p	140.35p	138.01p	80.07p

(1) The Restricted Share Awards granted in 2024 vest annually in equal thirds over the three-year term.

Refer to note 7(a) for the total expense recognised in the income statement for awards under the Group's USOP and LTIP granted to Executive Directors and employees.

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 30 Special reserve

As part of the capital reduction in 2002, a special reserve was created, which represents the level of profit attributable to the Group for the period ended 30 June 2002. At 31 December 2024 and 2023, this reserve remains unavailable for distribution.

	Group \$'000	Company \$'000
At 1 January 2024 and 31 December 2024	833	833

#### 31 Related party transactions

During the year, the Company entered into the following transactions with subsidiaries:

	2024 \$'000	2023 \$'000
Net financing to related entities	(22,094)	(9,057)
Net investing in related entities	4,359	32,878
Intercompany dividends	18,067	20,178
Management fee	4,211	4,036
Amounts owed by related parties at year end (note 22)	92,435	104,209
Amounts owed to related parties at year end (note 27)	(68,559)	(56,402)

All transactions were made in the course of funding the Group's continuing activities.

Amounts owed by related parties are non-interest bearing and are not expected to be received in the next 12 months. Amounts owed to related parties comprise both interest-bearing (at a rate of 1.6%) and non-interest-bearing borrowings that are repayable on demand.

There have been no transactions with related parties outside of the Group during the years ended 31 December 2024 and 31 December 2023.

#### Remuneration of key management personnel

The remuneration of the key management personnel including Directors of the Group is set out below in aggregate for each of the categories specified in IAS 24 Related Party Disclosures. Further information about the remuneration of individual Directors is provided in the audited part of the Directors' Remuneration Report on pages 110 to 122.

	2024 \$'000	2023 \$'000
Short-term employee benefits	2,085	2,473
Post-employment benefits	103	92
Share-based payment	765	601
	2,953	3,166

#### 32 Segment information

The disclosures in this note include certain Alternative Performance Measures (APMs). For more information on the APMs used by the Group, including the definitions, please refer to the table of contents.

The Group's chief operating decision maker is considered to be the Executive Committee. Following changes in the Group's internal organisation, management have re-evaluated the operating segments in 2024 and have determined that operating segments should be based on commodity exposure rather than geographical location as previously disclosed. The comparative information for the year ended 31 December 2023 has been restated accordingly. The changes in the internal organisation which were considered included the change in the composition of the Executive Committee, recent acquisitions increasing the Group's commodity exposure as well as changes in reporting. The Executive Committee evaluates the financial performance of the Group based on a portfolio view of its individual royalty and metal stream arrangements. Portfolio contribution (note 35) and its associated impact on operating profit is the key focus of the Executive Committee. The income from the Group's royalties and metal streams is presented based on the commodity exposure as follows:

Cobalt:	Voisey's Bay
Copper:	Nifty, Mantos Blancos, Canariaco, Carlota, Santo Domingo and Vizcachitas
Nickel:	West Musgrave and Piauí
Steel-making materials:	Kestrel, LIORC, Groundhog and Pilbara
Uranium:	McClellan Lake, Four Mile and Salamanca
Other:	Dugbe I, Maracás Menchen, Ring of Fire, EVBC, Phalaborwa, Corporate and the Group's mining and exploration interests



### 32 Segment information continued

The following is an analysis of the Group's results by reportable segment. The key segment result presented to the Executive Committee for making strategic decisions and allocating resources is operating profit as analysed below.

The segment information for the year ended 31 December 2024 is as follows (noting that total segment operating profit corresponds to operating profit before impairments and revaluations on the face of the consolidated income statement):

31 December 2024	Cobalt Royalties \$'000	Copper Royalty \$'000	Nickel Royalty \$'000	Steel-making Royalty \$'000	Uranium Royalty \$'000	All other segments \$'000	Total \$'000	
<b>Portfolio contribution</b>	4,963	6,414	—	41,669	5,868	4,332	63,246	
<i>Reconciliation to income statement:</i>								
Royalties due or received from royalty financial instruments	—	—	—	—	—	—	—	
Repayments under commodity related financing agreements	—	—	—	—	—	(1,868)	(1,868)	
Metal streams cost of sales	1,214	—	—	—	(2,984)	—	(2,984)	
Royalty and metal stream related revenue	6,177	6,414	—	41,669	2,884	2,464	59,608	
Amortisation and depletion of royalties and streams	(4,479)	(2,626)	—	—	(80)	(723)	(7,908)	
Metal streams cost of sales	(1,214)	—	—	—	—	—	(1,214)	
Operating expenses	(88)	(46)	(1)	(1,143)	592	(10,324)	(11,010)	
<b>Total segment operating profit/(loss)</b>	396	3,742	(1)	40,526	3,396	(8,583)	39,476	
<b>Total segment assets</b>	166,909	158,159	94,022	53,008	18,374	55,624	546,096	
<i>Reconciliation to the consolidated balance sheet:</i>								
Cash and cash equivalents							7,876	
<b>Total consolidated assets</b>							553,972	
Total assets include:								
Additional to non-current assets (other than financial instruments and deferred tax assets)	—	—	—	—	—	4	4	
<b>Total segment liabilities</b>	531	—	1,989	14,884	—	11,701	29,106	
<i>Reconciliation to the consolidated balance sheet:</i>								
Borrowings							90,228	
<b>Total consolidated liabilities</b>							119,334	
Geographical information				Australia royalties \$'000	Americas royalties \$'000	Europe royalties \$'000	All other segments \$'000	Total \$'000
Royalty and metal stream related revenue				42,791	16,601	—	216	59,608
Total non-current assets (other than financial instruments and deferred tax assets)				130,452	306,304	—	5,135	441,891

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 32 Segment information continued

The segment information for the year ended 31 December 2023 is as follows:

31 December 2023 (restated)	Cobalt Royalties \$'000	Copper Royalty \$'000	Nickel Royalty \$'000	Steel-making Royalty \$'000	Uranium Royalty \$'000	All other segments \$'000	Total \$'000
<b>Portfolio contribution</b>	4,217	6,667	—	37,610	10,964	4,129	63,587
<i>Reconciliation to income statement:</i>							
Royalties due or received from royalty financial instrument	—	—	—	—	—	(718)	(718)
Repayments under commodity related financing agreements	—	—	—	—	(2,307)	—	(2,307)
Metal streams cost of sales	1,338	—	—	—	—	—	1,338
Royalty and metal stream related revenue	5,555	6,667	—	37,610	8,657	3,411	61,900
Amortisation and depletion of royalties and streams	(3,314)	(3,345)	—	—	(81)	(727)	(7,467)
Metal streams cost of sales	(1,338)	—	—	—	—	—	(1,338)
Operating expenses	(235)	(125)	(2)	(1,114)	276	(9,689)	(10,889)
<b>Total segment operating profit/(loss)</b>	668	3,197	(2)	36,496	8,852	(7,005)	42,206
<b>Total segment assets</b>	195,241	161,054	117,101	93,925	20,579	40,572	628,427
<i>Reconciliation to the consolidated balance sheet:</i>							
Cash and cash equivalents							7,850
<b>Total consolidated assets</b>							636,227
Total assets include:							
Additional to non-current assets (other than financial instruments and deferred tax assets)	—	20,407	—	—	—	112	20,519
<b>Total segment liabilities</b>	—	—	23,200	24,810	—	23,848	71,858
<i>Reconciliation to the consolidated balance sheet:</i>							
Borrowings							82,400
<b>Total consolidated liabilities</b>							154,258
Geographical information			Australia royalties \$'000	Americas royalties \$'000	Europe royalties \$'000	All other segments \$'000	Total \$'000
Royalty and metal stream related revenue			42,698	19,202	—	—	61,900
Total non-current assets (other than financial instruments and deferred tax assets)			183,494	335,257	0	(6,750)	512,001

The amounts provided to the Executive Committee with respect to total segment assets are measured in a manner consistent with that of the financial statements. These assets are allocated based on the operations of the segment and the physical location of the asset.

The amounts provided to the Executive Committee with respect to total segment liabilities are measured in a manner consistent with that of the financial statements. These liabilities are allocated based on the operations of the segment.

The royalty and metal stream-related revenue for Steel-making coal of \$41.7m (2023: \$37.6m) includes the Kestrel royalty which generated \$41.4m (2023: \$35.9m) which individually represented more than 10% of the Group's revenue in 2024 and 2023.

The royalty and metal stream-related revenue for Uranium of \$2.9m (2023: \$8.7m) includes the Four Mile royalty which generated \$1.4m (2023: \$6.8m), which individually represented greater than 10% of the Group's revenue in 2023.

The royalty and metal stream-related revenue for Cobalt of \$6.2m (2023: \$5.6m) is made up of the Voisey's Bay cobalt stream, which individually represented more than 10% of the Group's revenue in 2024 and 2023.

The royalty and metal stream-related revenue from Voisey's Bay of \$6.2m (2023: \$5.6m), together with \$2.2m from Maracás Menchen (2023: \$3.2m), \$5.8m from Mantos Blancos (2023: \$6.1m), \$1.4m from Four Mile (2023: \$6.8m) and \$0.6m from Carlota (2023: \$0.6m), represents revenue recognised from contracts with customers as defined by IFRS 15.

### 32 Segment information continued

#### Impairments

During the year ended 31 December 2024 an impairment of \$15.1m was recognised on the Voisey's Bay metal stream which makes up the Cobalt segment as detailed in note 16. No impairments were recognised during the year ended 31 December 2023.

### 33 Financial risk management

The Group's and the Company's principal treasury objective is to provide sufficient liquidity to meet operational cash flow and dividend requirements and to allow the Group and Company to take advantage of new growth opportunities whilst maximising shareholder value. The Group's and Company's activities expose it to a variety of financial risks including liquidity risk, credit risk, foreign exchange risk and price risk. The Group and Company operates controlled treasury policies which are monitored by management to ensure that the needs of the Group and Company are met while minimising potential adverse effects of unpredictability of financial markets on the Group's financial performance. The Group's and Company's financial risk management should be read in conjunction with the principal risks outlined on pages 63 to 69 of the Strategic Report.

#### Liquidity and funding risk

The objective of the Group and the Company in managing funding risk is to ensure that it can meet its financial obligations as and when they fall due. As at 31 December 2024 the Group had borrowings of \$90.2m (2023: \$82.4m) and the Company had borrowings of \$71.0m (2023: \$75.4m). Subsequent to the year end, the Group repaid \$6.0m of these borrowings and drew down \$50.0m and subject to continued covenant compliance, the Group has access to a further \$45.8m through its secured revolving credit facility of \$180.0m as at the date of this report.

The following tables detail the Group's and Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods as at 31 December 2024. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group and Company can be required to pay. The table includes principal cash flows only, as due to the revolving nature of the facility future interest cash flows cannot be reliably estimated. To the extent that interest flows are floating rate, the undiscounted amount is derived from the interest rate at the balance sheet date. The contractual maturity is based on the earliest date on which the Group and Company may be required to pay.

Group	Weighted average effective interest rate %	1-5 years \$'000	5-10 years \$'000	Total \$'000
<b>31 December 2024</b>				
Trade and other payables	—	762	—	762
Lease liability	—	1,775	1,291	3,066
Interest—bearing revolving credit facility	8.34	90,228	—	90,228
		<b>92,765</b>	<b>1,291</b>	<b>94,056</b>
<b>31 December 2023</b>				
Trade and other payables	—	414	—	414
Deferred consideration	—	9,167	—	9,167
Contingent consideration	—	11,115	—	11,115
Lease liability	—	1,638	1,720	3,358
Interest—bearing revolving credit facility	8.46	82,400	—	82,400
		104,734	1,720	106,454
<b>Company</b>				
	Weighted average effective interest rate %	1-5 years \$'000	5-10 years \$'000	Total \$'000
<b>31 December 2024</b>				
Trade and other payables	—	230	—	230
Lease liability	—	1,775	1,291	3,066
Borrowings from subsidiaries	0.64	68,559	—	68,559
Interest-bearing revolving credit facility	8.75	71,000	—	71,000
		<b>141,564</b>	<b>1,291</b>	<b>142,855</b>

# Notes to the financial statements continued

## for the year ended 31 December 2024

### 33 Financial risk management continued

#### Liquidity and funding risk continued

Company	Weighted average effective interest rate %	1-5 years \$'000	5-10 years \$'000	Total \$'000
<b>31 December 2023</b>				
Trade and other payables	—	401	—	401
Lease liability	—	1,638	1,720	3,358
Borrowings from subsidiaries	0.66	56,402	—	56,402
Interest-bearing revolving credit facility	6.48	75,400	—	75,400
		133,841	1,720	135,561

#### Credit risk

The Group's principal financial assets are bank balances, royalty financial instruments (excluding the investment in LIORC), trade and other receivables. These represent the Group's maximum exposure to credit risk in relation to financial assets and total \$81.3m at 31 December 2024 (2023: \$73.8m). The Company's principal financial assets are bank balances, royalty financial instruments, trade and other receivables. These represent the Company's maximum exposure to credit risk in relation to financial assets and total \$116.5m at 31 December 2024 (2023: \$128.7m).

The Group's credit risk is primarily attributable to its cash and cash equivalents and trade and other receivables, including royalty and metal stream receivables, the interest-bearing long-term receivable from Denison Mines Inc (note 22) and the contingent and deferred consideration due (note 22). The Company's credit risk is primarily attributable to its cash and cash equivalents and trade and other receivables, including royalty receivables and the interest-bearing long-term receivable from Denison Mines Inc (note 22). It is the policy of the Group and Company to present the amounts in the balance sheet net of allowances for doubtful receivables and expected credit losses, estimated by the Group's management based on prior experience and the current economic environment.

The Group's and Company's credit risk on royalty interests held as financial instruments has been reviewed and the estimated current exposure is as disclosed in note 17 where the future contractual right to cash flows from these instruments is reflected in their fair value.

The credit risk on bank deposits is mitigated by banking with financial institutions with credit ratings assigned by Standard & Poor's and Moody's of 'A' or higher, in reputable jurisdictions. The Group and Company has no significant concentration of credit risk, with exposure spread over a number of currencies and financial institutions.

The Group and Company mitigate credit risk on foreign exchange forward contracts by the restriction that such contracts can only be entered into with the existing lending syndicate. The Group and Company limits exposure to credit risk, together with that of the contracting financial institution, by restricting the settlement date to no more than a year from the contract date. In addition, the Group and Company limits the quantum of the forward contracts to no more than an average 70% of forecast royalty and metal stream-related revenue expected to be received by the date of settlement. As at 31 December 2024 and 2023, the Group and Company had no forward contracts in place.

#### Share price risk

The Group and Company is exposed to share price risk in respect of its mining and exploration interests (note 19) which include listed and unlisted equity securities, together with its investment in LIORC which is classified as a royalty financial instrument (note 17).

A 10% increase or decrease in the fair value of our mining and exploration interests (quoted and unquoted) would increase/decrease the mining and exploration interests balance (and investment revaluation reserve in equity) by \$0.4m at 31 December 2024 (2023: \$0.3m) on the Group, with no material impact on the Company.

Similarly, had there been a 10% increase or decrease in the underlying share price of the Group's investment in LIORC, the Group's royalty financial instrument designated as FVTOCI (and the investment revaluation reserve in equity) would have increased/decreased by \$0.1m as at 31 December 2024 (\$1.0m at 31 December 2023).

The Group's mining and exploration interests are in entities whose primary projects the Group already holds a royalty over, for example Berkeley Energia, Brazilian Nickel plc and Rainbow Rare Earths Limited, or in entities where a future royalty or metal stream opportunity may exist. While these interests are considered long-term, strategic investments, they are no longer a significant part of the Group's approach to securing new royalties and metal streams.

No specific hedging activities are undertaken in relation to these interests and the voting rights arising from these equity instruments are utilised in the Group's favour.

### 33 Financial risk management continued

#### Other price risk

The royalty and metal stream portfolio exposes the Group to other price risk through fluctuations in commodity prices, particularly the prices of coking coal, cobalt, vanadium, nickel, copper, iron ore, gold and uranium, while the Company is exposed primarily to vanadium and gold. As the Directors obtain independent commodity price forecasts, the generation of which takes into account fluctuations in prices, limited analysis of the impact of fluctuations on the valuations of the royalties has been undertaken in notes 15 and 17.

#### Foreign exchange risk

The Group's transactional foreign exchange exposure arises from income, expenditure and purchase and sale of assets denominated in foreign currencies. With royalty-related revenue from Kestrel accounting for over 60% of the Group's income (2023: over 50%), the Group's primary foreign exchange exposure is to the Australian dollar, which these royalties are denominated in. In addition to the Group's exposure to the Australian dollar, it is also exposed to the Canadian dollar through the royalty-related revenue from LIORC and McClean Lake which is denominated in Canadian dollars and accounted for 3.0% of the Group's income in 2024 (2023: 5.8%). The Company is primarily exposed to the Canadian dollar through the royalty-related revenue from McClean Lake.

The Group's and Company's hedging policy allows foreign exchange forward contracts to be entered into with a maximum exposure of 70% of forecast Australian and Canadian dollar denominated royalty revenue expected to be received during a period not exceeding 12 months from contract date to settlement. There were no outstanding foreign exchange forward contracts at 31 December 2023 and 2024. The Group and Company have no other hedging programme in place.

In terms of material commitments, the risk in relation to currency fluctuations is assessed by the Executive Committee at the time the commitment is made and regularly reviewed. As at 31 December 2024 the Group and Company have no material commitments denominated in a foreign currency (2023: nil).

Financial assets and liabilities of the Group are split by currency as follows:

	2024					2023				
	USD US\$'000	AUD US\$'000	CAD US\$'000	GBP US\$'000	EUR US\$'000	USD US\$'000	AUD US\$'000	CAD US\$'000	GBP US\$'000	EUR US\$'000
Financial assets	40,961	76,488	15,084	2,365	43	29,024	105,064	28,602	812	22
Financial liabilities	(71,617)	(19,228)	2	(3,209)	(3)	(103,090)	(1)	(5)	(3,357)	—
Net exposure	(30,656)	57,260	15,086	(844)	40	(74,067)	105,063	28,597	(2,545)	22

#### Foreign exchange sensitivities

With the exception of the cash balances, non-current other receivables and borrowings, the majority of the financial instruments not denominated in USD are held in entities with the same functional currency and for the purpose of this sensitivity analysis, the impact of changing exchange rates on the translation of foreign subsidiaries into the Group's presentation currency has been excluded.

In terms of the non-current other receivable balance, which relates to the Canadian dollar denominated loan to Denison (note 22), a +/-10% change in the USD:CAD rate would increase/decrease profit after tax and equity by \$1.4m (2023: \$1.7m) for the Group and Company.

In terms of borrowings, the Group had drawings under the revolving credit facility in both USD and AUD at 31 December 2024 (2023: USD only). A +/-10% change in the USD:AUD rate would increase/decrease profit after tax and equity by \$1.9m (2023: nil).

In terms of the cash balances, a +/-10% change in the foreign currencies in which the balances are denominated does not have a material impact.

Exposures to foreign exchange rates vary during the year depending on the volume of overseas transactions. Nonetheless, the analysis above is considered to be representative of the Group's and Company's exposure to currency risk.

#### Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's and Company's exposure to the risk of changes in market interest rates relates primarily to the drawings under the revolving credit facility which are subject to SOFR plus a ratchet of between 2.25% and 4.00%, depending on leverage levels.

The Group and Company manages its interest rate risk by managing its borrowing levels and prioritising debt repayments and has not entered into any derivatives to manage this risk.

An increase or decrease of the Group's borrowing rate by 100 basis points (1%) would increase/decrease profit after tax and equity by \$0.9m (2023: \$0.6m). An increase or decrease of the Company's borrowing rate by 100 basis points (1%) would increase/decrease profit after tax and equity by \$0.7m (2023: \$0.6m).

## Notes to the financial statements continued

### for the year ended 31 December 2024

### 33 Financial risk management continued

#### Capital risk management

The Group's and Company's capital management objectives are to safeguard the Group's and Company's ability to continue as a going concern in order to realise the full value of its assets and to enhance shareholder value in the Company and returns to shareholders by acquiring further royalty assets.

The Directors continue to monitor the capital requirements of the Group and Company by reference to expected future cash flows. Capital for the reporting periods presented is summarised in the statement of changes in equity.

In funding the business activities of the Group, the Directors consider both debt and equity, having regard to the Group's available debt facility and the prevailing share price at the time funding is required. Where funding is obtained through debt, the Group maintains its targeted debt capacity of 2–2.5 times adjusted EBITDA, although a higher ratio can be tolerated for shorter periods when there is a reasonable expectation of a recovery in free cash flow.

#### Financial instruments and other items held at fair value

The Group and Company held the following investments in financial instruments and other items held at fair value:

	Group		Company	
	2024 \$'000	2023 \$'000	2024 \$'000	2023 \$'000
<i>Investment property (held at fair value)</i>				
Coal royalties (Kestrel)	48,735	77,354	—	—
<i>Fair value through other comprehensive income</i>				
Royalty financial instruments	1,156	10,233	—	—
Mining and exploration interests	4,366	2,791	1,941	367
<i>Fair value through profit or loss</i>				
Royalty financial instruments	39,456	22,596	3,450	—
Contingent consideration – receivable <sup>(1)</sup>	6,470	11,070	—	—
<i>Financial assets at amortised cost</i>				
Trade and other receivables <sup>(2)</sup>	23,620	31,427	106,094	121,660
Contingent consideration – receivable <sup>(1)</sup>	3,260	201	—	—
Cash at bank and in hand	7,876	7,850	6,559	6,673
<i>Financial liabilities at amortised cost</i>				
Trade and other payables <sup>(3)</sup>	762	414	68,789	56,803
Borrowings <sup>(4)</sup>	90,228	82,400	71,000	75,400
Deferred consideration <sup>(5)</sup>	—	9,167	—	—
Lease liability	3,066	3,358	3,066	3,358
<i>Financial liabilities at fair value through profit or loss</i>				
Contingent consideration – payable <sup>(6)</sup>	—	11,115	—	—

(1) Contingent consideration – receivable as detailed in note 22.

(2) Trade and other receivables include royalty receivables, other receivables and other non-current receivables, less contingent consideration only, as set out in note 22.

(3) Trade and other payables include trade payables only, as set out in note 27.

(4) Borrowings include the revolving credit facility only, as set out in note 25.

(5) Deferred consideration as detailed in note 27.

(6) Contingent consideration – payable as detailed in notes 16, 18 and 27. As per the Group's accounting policy fair value movements are recognised in the carrying value of the related royalty intangible asset or metal stream.

Cash and cash equivalents comprise cash and short-term deposits held by the Group treasury function. The carrying amount of these assets approximates their fair value.

#### Fair value hierarchy

The following tables present financial assets and liabilities measured at fair value in the balance sheet in accordance with the fair value hierarchy. This hierarchy aggregates financial assets and liabilities into three levels based on the significance of the inputs used in measuring the fair value of the financial assets and liabilities. The fair value hierarchy has the following levels:

- Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the financial asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.



### 33 Financial risk management continued

#### Fair value hierarchy continued

The following table presents the Group's assets and liabilities that are measured at fair value at 31 December 2024:

Group	Notes	2024			
		Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>Assets</b>					
Coal royalties (Kestrel)	(a)	—	—	48,735	48,735
Royalty financial instruments	(b)	1,156	—	39,456	40,612
Mining and exploration interests – quoted	(c)	1,869	—	—	1,869
Mining and exploration interests – unquoted	(d)	—	2,496	—	2,496
Contingent consideration – receivable		—	—	6,470	6,470
<b>Liabilities</b>					
Contingent consideration – payable	(f)	—	—	—	—
<b>Net fair value</b>		<b>3,025</b>	<b>2,496</b>	<b>94,661</b>	<b>100,182</b>

The following table presents the Group's assets and liabilities that are measured at fair value at 31 December 2023:

Group	Notes	2023			
		Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>Assets</b>					
Coal royalties (Kestrel)	(a)	—	—	77,354	77,354
Royalty financial instruments	(b)	10,233	—	22,596	32,829
Mining and exploration interests – quoted	(c)	296	—	—	296
Mining and exploration interests – unquoted	(d)	—	2,495	—	2,495
Contingent consideration – receivable	(e)	—	—	11,070	11,070
<b>Liabilities</b>					
Contingent consideration – payable	(f)	—	—	(11,115)	(11,115)
<b>Net fair value</b>		<b>10,529</b>	<b>2,495</b>	<b>99,905</b>	<b>112,929</b>

The following table presents the Company's assets that are measured at fair value at 31 December 2024:

Company	Notes	2024			
		Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>Assets</b>					
Royalty financial instruments	(b)	—	—	3,450	3,450
Mining and exploration interests – quoted	(c)	1,869	—	—	1,869
Mining and exploration interests – unquoted	(d)	—	72	—	72
<b>Net fair value</b>		<b>1,869</b>	<b>72</b>	<b>3,450</b>	<b>5,391</b>

The following table presents the Company's assets that are measured at fair value at 31 December 2023:

Company	Notes	2023			
		Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
<b>Assets</b>					
Royalty financial instruments	(b)	—	—	—	—
Mining and exploration interests – quoted	(c)	296	—	—	296
Mining and exploration interests – unquoted	(d)	—	71	—	71
<b>Net fair value</b>		<b>296</b>	<b>71</b>	<b>—</b>	<b>367</b>

There have been no significant transfers between Levels 1 and 2 in the reporting period.

The methods and valuation techniques used for the purposes of measuring fair value of royalty financial instruments give more prominence to the probability of production by applying a risk weighting to the discounted net present value outcome in order to fully reflect the risk that the operation never comes into production rather than factoring this risk into the discount rate applied to the future cash flow.

## Notes to the financial statements continued

### for the year ended 31 December 2024

### 33 Financial risk management continued

#### Fair value hierarchy continued

##### (a) Coal royalties (investment property)

The Group's coal royalties derive from its ownership of certain sub-stratum land in Queensland, Australia. In accordance with IAS 40, this land is revalued at each reporting date. Refer to note 15 for details of the key inputs into the valuation, together with a sensitivity analysis for fluctuations in the price assumptions and discount rate. All unobservable inputs are obtained from third parties.

##### (b) Royalty financial instruments

The Group's royalty financial instruments comprise the investment in LIORC and the McClean Lake streaming agreement, together with the NSR and GRR royalties over EVBC, Dugbe 1, Phalaborwa and Piauí as detailed in note 17.

At the reporting date, the fair value of the Group's investment in LIORC has been determined by reference to the quoted bid price of the instrument. As LIORC has a quoted share price in an active market, it has been categorised as Level 1 in the fair value hierarchy.

The Group's remaining royalty financial instruments are valued based on the net present value of pre-tax cash flows discounted at a rate between 10.50% and 18.00% at the reporting date. The discount rate of each royalty arrangement is derived using a capital asset pricing model specific to the underlying project, making reference to the risk-free rate of return expected on an investment with the same time horizon as the expected mine life, together with the country risk associated with the location of the operation.

For those royalty financial instruments not in production, the outcome of this net present value calculation is then risk weighted to reflect management's current assessment of the overall likelihood and timing of each project coming into production and royalty income arising. This assessment is impacted by news flow relating to the underlying operation in the period, in conjunction with management's assessment of the economic viability of the project based on commodity price projections.

The table below outlines the discount rate and risk weighting applied in the valuation of the Group's royalty financial instruments:

	Classification	31 December 2024		31 December 2023	
		Discount rate	Risk weighting	Discount rate	Risk weighting
EVBC	FVTPL	11.75%	100%	12.00%	0%
Dugbe 1	FVTPL	18.00%	25%	35.00%	32.50%
McClean Lake	FVTPL	10.50%	60%	10.00%	60%
Piauí	FVTPL	13.00%	42.5%–100% <sup>(1)</sup>	17.50%	55%–100% <sup>(1)</sup>
Phalaborwa	FVTPL	12.50%	70%	N/A	N/A

(1) A risk weighting of 42.5% (2023:55%) is applied to the probability of Piauí's expanded 24Ktpa plant reaching commercial production, as compared to the risk weighting of 100% (2023: 100%) applied to the 1Ktpa plant which has already achieved production.

The Group has reviewed the impact on the carrying value of its royalty financial instruments and does not consider a +/-1% change in the discount rate or a +/-5% change in the underlying commodity prices to have a material impact.

##### (c) Mining and exploration interests – quoted

All the quoted mining and exploration interests have been issued by publicly traded companies on well-established security markets. Fair values for these securities have been determined by reference to their quoted bid prices at the reporting date.

##### (d) Mining and exploration interests – unquoted

All the unquoted mining and exploration interests are initially recognised using cost as the best approximation of fair value. The Group notes any trading activity in the unquoted instruments and will value its holding accordingly. At present the Group holds these investments with a view to generating future royalties and there is no present intention to sell. The vast majority of these are in investments for which the Group anticipates a realistic possibility of a future listing.

##### (e) Contingent consideration – receivable

Contingent consideration – receivable relates to the West Musgrave royalty intangible purchased on 19 July 2022 (notes 18 and 22) and the sale of the Narrabri royalty intangible completed on 31 December 2021 (note 22).

##### (f) Contingent consideration – payable

Contingent consideration – payable relates to the acquisition of the West Musgrave royalty intangible on 19 July 2022 (note 18) and Voisey's Bay metal stream completed on 11 March 2021 (note 16).

### 33 Financial risk management continued

#### Fair value measurements in Level 3

The Group's and Company's financial assets classified in Level 3 use valuation techniques based on significant inputs that are not based on observable market data.

The following table presents the changes in Level 3 instruments for the year ended 31 December 2024.

	Royalty financial instruments \$'000	Coal royalties (Kestrel) \$'000	Contingent consideration – receivable \$'000	Contingent consideration – acquisition \$'000	Total \$'000
At 1 January 2024	22,596	77,354	11,070	(11,115)	99,905
Contingent consideration received	—	—	(2,120)	—	(2,120)
Revaluation gains or losses recognised in:					
Income statement	11,962	(23,079)	(909)	—	(12,026)
Royalty intangible and metal stream	—	—	—	10,118	10,118
Royalties due or received from royalty financial instruments	(1,868)	—	—	—	(1,868)
Additions	8,852	—	—	—	8,852
Foreign currency translation	(2,086)	(5,540)	(1,571)	997	(8,201)
<b>At 31 December 2024</b>	<b>39,456</b>	<b>48,735</b>	<b>6,470</b>	<b>—</b>	<b>94,660</b>

The following table presents the changes in Level 3 instruments for the year ended 31 December 2023.

	Royalty financial instruments \$'000	Coal royalties (Kestrel) \$'000	Contingent consideration – receivable \$'000	Contingent consideration – acquisitions \$'000	Total \$'000
At 1 January 2023	18,290	106,669	12,650	(10,058)	127,551
Contingent consideration received	—	—	(1,351)	—	(1,351)
Revaluation gains or losses recognised in:					
Income statement	(3,088)	(28,520)	(666)	—	(32,274)
Royalty intangible and metal stream	—	—	—	(1,037)	(1,037)
Royalties due or received from royalty financial instruments	(718)	—	—	—	(718)
Additions	7,774	—	—	—	7,774
Foreign currency translation	338	(795)	437	(20)	(40)
<b>At 31 December 2023</b>	<b>22,596</b>	<b>77,354</b>	<b>11,070</b>	<b>(11,115)</b>	<b>99,905</b>

The following table presents the changes in Level 3 instruments for the year ended 31 December 2024. There were no changes in Level 3 instruments for the year ended 31 December 2024.

	Royalty financial instruments \$'000	Total \$'000
At 1 January 2024	—	—
Revaluation gains or losses recognised in:		
Income statement	5,318	5,318
Royalties due or received from royalty financial instruments	(1,868)	(1,868)
<b>At 31 December 2024</b>	<b>3,450</b>	<b>3,450</b>

There have been no transfers into or out of Level 3 in any of the years.

The Group and Company measure its entitlement to the royalty income and any optionality embedded within the royalty financial instruments using discounted cash flow models. In determining the discount rate to be applied, management considers the country and sovereign risk associated with the projects, together with the time horizon to the commencement of production and the success or failure of projects of a similar nature.

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 34 Free cash flow

The disclosures in this note include certain Alternative Performance Measures (APMs). For more information on the APMs used by the Group, including the definitions, please refer to the table of contents.

The structure of a number of the Group's royalty financing arrangement, such as the Denison transaction completed in February 2017, result in a significant amount of cash flow being reported as principal repayments, which are not included in the income statement. As the Group considers the dividend payout by reference to the free cash flow generated by its assets, management have determined that free cash flow per share is a key performance indicator.

Free cash flow per share is calculated by dividing net cash generated from operating activities, proceeds from the disposal of mining and exploration interest and principal repayments under commodity related financing agreements and finance income, less finance costs paid and lease payments, by the weighted average number of shares in issue.

	2024 \$'000	Free cash flow per share ¢
<b>Net cash generated from operating activities</b>		
Net cash generated from operating activities for the year ended 31 December 2024	29,595	
<i>Adjustment for:</i>		
Finance income received	255	
Finance costs paid	(10,306)	
Lease payments	(461)	
Repayments under commodity—related financing agreements	2,984	
<b>Free cash flow for the year ended 31 December 2024</b>	<b>22,067</b>	<b>8.74c</b>

	2023 \$'000	Free cash flow per share ¢
<b>Net cash generated from operating activities</b>		
Net cash generated from operating activities for the year ended 31 December 2023	33,540	
<i>Adjustment for:</i>		
Proceeds from disposal of mining and exploration interests	79	
Finance income received	151	
Finance costs paid	(6,010)	
Lease payments	(357)	
Repayments under commodity—related financing agreements	2,307	
<b>Free cash flow for the year ended 31 December 2023</b>	<b>29,710</b>	<b>11.52c</b>

The weighted average number of shares in issue for the purpose of calculating the free cash flow per share is as follows:

	2024	2023
Weighted average number of shares in issue	<b>252,398,426</b>	257,896,023

### 35 Portfolio contribution

The disclosures in this note include certain Alternative Performance Measures (APMs). For more information on the APMs used by the Group, including the definitions, please refer to the table of contents.

Portfolio contribution represents the funds received or receivable from the Group's underlying royalty and metal stream-related assets. A number of the Group's royalty financing arrangements result in a significant amount of cash flow being reported as principal repayments, which are not included in the income statement. In addition, following the adoption of IFRS 9, royalty receipts from those royalty financial instruments classified as FVTPL are no longer recognised in the income statement. The Group considers total portfolio contribution as a means of assessing the overall performance of the Group's underlying royalty and metal stream-related assets.

Portfolio contribution is royalty and metal stream-related revenue (note 5), less metal streams cost of sales, plus royalties received or receivable from royalty financial instruments carried at FVTPL (note 17) and principal repayment received under the Denison financing agreement (note 22) as follows:

Group	2024 \$'000	2023 \$'000
Royalty and metal stream-related revenue (note 5)	59,608	61,900
Royalties due or received from royalty financial instruments	1,868	718
Repayments under commodity-related financing agreements	2,984	2,307
Metal streams cost of sales (note 16)	(1,214)	(1,338)
	<b>63,246</b>	63,587

### 36 Contingent liabilities

During 2022 on advice from professional advisers, the Group undertook the capital restructuring of a number of subsidiaries with significant historical losses and impairment charges. This advice involved the interpretation of certain tax legislation for which there is no clear precedent or guidance. Absent clear guidance from relevant tax authorities there is the possibility that those tax authorities could interpret the legislation in a different way from the Group. Should the relevant tax authorities interpret the legislation in a different way from the Group, this could result in an additional income tax charge of \$5.5m for the year ended 31 December 2024 (2023: \$5.5m).

### 37 Events occurring after year end

On 7 January 2025, Nioko Resources Corporation acquired a majority interest in Hummingbird Resources PLC, with Hummingbird subsequently de-listing from the AIM market. The Group has certain change of control protections under its Dugbe royalty agreement (note 17). This includes the right to terminate the royalty and recover the \$15.0m royalty consideration from the operator, for which Hummingbird and Pasofino Gold Limited are co-guarantors. The Group is currently assessing next steps, whilst also in discussions with Hummingbird and Pasofino.

On 31 January 2025, an interim dividend of 1.70c per share was paid to shareholders (\$4.1m) in respect of the first six months of the year ended 31 December 2024 (note 13).

On 13 February 2025, the Group entered into a forward payment agreement with Whitehaven Coal Limited for full and final settlement of the remaining deferred and contingent consideration receivable for the disposal of the Narrabri royalty for \$6.2m (note 22).

On 27 February 2025, the Group entered into a copper stream with reference to production at the Mimbula copper mine owned by Moxico Resources plc and located in Zambia, for a total cash consideration of \$50.0m. In conjunction with this transaction, the Group extended the maturity date of its revolving credit facility by 12 months to 30 January 2028, increased the total commitments under the facility to \$180.0m by exercising \$30.0m of the accordion feature and amended the following key terms as detailed in note 25:

- Adjusted EBITDA to calculate the leverage and interest cover ratios will be calculated using annualised Kestrel income from the trailing six quarters;
- The interest cover covenant has been reduced from 4.0x to 3.0x for period to maturity;
- The facility will be subject to SOFR plus a ratchet between 2.25% and 4.50%, depending on leverage levels; and
- The uncommitted accordion feature has reduced to \$45.0m following the \$30.0m increase in total commitments under the facility.

The acquisition of the Mimbula copper stream was completed on 4 March 2025, with the cash consideration of \$50.0m funded by drawing on the Group's revolving credit facility. The Group having made repayments of \$6.0m subsequent to year end, now has total borrowings of \$134.2m and subject to continued covenant compliance, has access to a further \$45.8m through its secured revolving credit facility of \$180.0m as at the date of this report.

There are no other events that have occurred subsequent to the year-end that require additional disclosure.

## Notes to the financial statements continued

### for the year ended 31 December 2024

#### 38 Subsidiaries

The following tables outline the Company's subsidiaries, as defined in Regulation 7 of the UK Companies Act 2006. All subsidiaries are included in the Group consolidation.

Company and country of incorporation/operation	Principal activities	Class of shares held	Proportion of shares held at 31 December 2024 %	Proportion of shares held at 31 December 2023 %
<b>Australia</b>				
Alkormy Pty Ltd	Investments	Ordinary A\$1.00	100 <sup>(+)</sup>	100 <sup>(+)</sup>
APG Aus No 1 Pty Ltd	Owner of iron ore royalties	Ordinary A\$1.00	100	100
APG Aus No 2 Pty Ltd	Owner of iron ore royalties	Ordinary A\$1.00	100 <sup>(+)</sup>	100
APG Aus No 3 Pty Ltd	Owner of uranium royalties	Ordinary A\$1.00	100	100
APG Aus No 4 Pty Ltd	Owner of iron ore and copper royalties	Ordinary A\$1.00	100	100
APG Aus No 5 Pty Ltd	Owner of iron ore royalties	Ordinary A\$1.00	100	100
APG Aus No 6 Pty Ltd	Owner of vanadium royalties	Ordinary A\$1.00	100	100
APG Aus No 7 Pty Ltd	Owner of coal royalties	Ordinary A\$1.00	100	100
APG Aus No 8 Pty Ltd	Owner of nickel royalties	Ordinary A\$1.00	100	100
APG Aus No 9 Pty Ltd	Owner of nickel and copper royalties	Ordinary A\$1.00	100	100
APG Aus No 10 Pty Ltd	Investments	Ordinary A\$1.00	100	100
Argo Royalties Pty Ltd	Investments	Ordinary A\$1.00	100 <sup>(+)</sup>	100 <sup>(+)</sup>
Gordon Resources Ltd	Owner of coal royalties	Ordinary A\$0.20	100 <sup>(+)</sup>	100 <sup>(+)</sup>
HydroCarbon Holdings Pty Ltd	Dormant	Ordinary A\$1.00	100 <sup>(+)</sup>	100 <sup>(+)</sup>
Indian Ocean Resources Pty Ltd	Investments	Ordinary A\$0.25	100 <sup>(+)</sup>	100 <sup>(+)</sup>
Indian Ocean Ventures Pty Ltd	Dormant	Ordinary A\$0.20	100 <sup>(+)</sup>	100 <sup>(+)</sup>
Starmont Holdings Pty Ltd	Investments	Ordinary A\$1.00	100 <sup>(+)</sup>	100
Starmont Finance Pty Ltd	Treasury	Ordinary A\$1.00	100 <sup>(+)</sup>	100 <sup>(+)</sup>
Starmont Ventures Pty Ltd	Investments	Ordinary A\$1.00	100 <sup>(+)</sup>	100 <sup>(+)</sup>
Woodford Wells Pty Ltd	Dormant	Ordinary A\$0.25	100 <sup>(+)</sup>	100 <sup>(+)</sup>

(1) The registered office of all of the entities listed above is 6 Price Street, Subiaco, Western Australia 6008.

<b>Barbados</b>				
Entrée International Holdings Inc	Intermediate holding company	Ordinary US\$1.00	100	100
Entrée Peru Holdings Inc	Intermediate holding company	Ordinary US\$1.00	100 <sup>(+)</sup>	100 <sup>(+)</sup>

(2) The registered office of all of the entities listed above is , Chancery House, High Street, Bridgetown, BB11128, Barbados.

<b>Canada</b>				
Advance Royalty Corporation <sup>(3)</sup>	Owner of uranium royalties	Ordinary C\$0.01	100 <sup>(+)</sup>	100 <sup>(+)</sup>
Albany River Royalty Corporation <sup>(3)</sup>	Owner of chromite royalties	Ordinary C\$1.00	100 <sup>(+)</sup>	100 <sup>(+)</sup>
Panorama Coal Corporation <sup>(3)</sup>	Owner of coal royalties	Ordinary C\$1.00	100	100
Polaris Royalty Corporation <sup>(3)</sup>	Intermediate holding company	Ordinary C\$1.00	100 <sup>(+)</sup>	100 <sup>(+)</sup>
Trefi Coal Corporation <sup>(3)</sup>	Owner of coal tenures	Ordinary C\$0.01	100	100
APG Metals Limited <sup>(4)</sup>	Owner of metal stream	Ordinary US\$1.00	100 <sup>(+)</sup>	100 <sup>(+)</sup>

(3) The registered office of this entity is 1720 Queens Avenue, West Vancouver, British Columbia, Canada V7V 2X7.

(4) The registered office of this entity is 620-111 Melville Street, Vancouver, British Columbia, Canada V6E 3V6.



## 38 Subsidiaries continued

Company and country of incorporation/operation	Principal activities	Class of shares held	Proportion of shares held at 31 December 2024 %	Proportion of shares held at 31 December 2023 %
<b>England</b>				
Anglo Pacific Cygnus Limited	Owner of rare earths royalties	Ordinary £1.00	100	100
Aquila Royalties Limited (formerly Scutum Royalties Limited)	Owner of copper royalties	Ordinary £1.00	100	100
Carina Royalties Limited	Owner of copper royalties	Ordinary £1.00	100	100
Centaurus Royalties Limited	Investments	Ordinary £1.00	100	100
Pegasus Royalties Limited	Owner of copper stream	Ordinary £1.00	100	100
Pyxis Royalties Limited	Intermediate holding company	Ordinary £1.00	100	100
Southern Cross Royalties Limited	Owner of copper royalties	Ordinary £1.00	100	100
Vela Royalties Limited	Owner of copper royalties	Ordinary £1.00	100	100
(5) The registered office of all of the entities listed above is Kent House, 3rd Floor North, 14–17 Market Place, London W1W 8AJ, United Kingdom.				
<b>Guernsey</b>				
Anglo Pacific Group Employee Benefit Trust	Administering Group incentive plans		100	100
(6) The registered office of the entity listed above is Frances House, Sir William Place, St Peter Port GY1 4HQ.				
<b>Ireland</b>				
Anglo Pacific Finance DAC	Treasury	Ordinary £1.00	100	100
(7) The registered office of the entity listed above is Rocktwist House, Block 1, Western Business Park, Shannon, Co. Clare.				
<b>Peru</b>				
Exploraciones Apolo Resources SAC	Owner of copper royalties	Ordinary S/1.00	100 <sup>(+)</sup>	100 <sup>(+)</sup>
(8) The registered office of the entity listed above is Av. Ricardo Angulo No. 776, Office 301, District of San Isidro, Lima, Peru.				
<b>Scotland</b>				
Shetland Talc Ltd	Mineral exploration	Ordinary £1.00	100	100
(9) The registered office of the entity listed above is PO Box 24238, SC097658: Companies House Default Address, Edinburgh, EH7 9H				
(+) Denotes interest is held indirectly.				

## Other Information

### Shareholder statistics

#### Size of Holding (at 25 March 2025)

Category	Number of Shareholders	%	Number of Shares	%
UK and Canada				
1 – 1,000	499	39.01%	248,010	0.10%
1,001 – 5,000	409	31.98%	911,201	0.35%
5,001 – 10,000	91	7.12%	664,606	0.25%
10,001 – and over	280	21.89%	259,908,736	99.30%
	<b>1,279</b>	<b>100%</b>	<b>261,732,553</b>	<b>100%</b>

The percentage of total shares held by or on behalf of the twenty largest shareholders as at 25 March 2025 was 67.68%.

### Registered office

#### Ecora Resources PLC

Kent House  
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14–17 Market Place  
London W1W 8AJ  
Registered in England No. 897608  
Telephone: +44 (0) 20 3435 7400  
Fax: +44 (0) 20 7629 0370  
Website: [ecora-resources.com](http://ecora-resources.com)

### Shareholders

Please contact the respective registrar if you have any queries about your shareholding.

#### Equiniti Registrars Limited

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Telephone: +44 (0)371 384 2030

#### Equity Transfer & Trust Company

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200 University Avenue  
Toronto  
Ontario M5H 4H1  
Telephone: +1 416 361 0152

### Corporate brokers

#### Berenberg

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London EC2R 8HP

#### Canaccord Genuity Limited

88 Wood Street  
London EC2V 7QR

#### RBC Capital Markets

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London EC2N 4AA

## Forward looking statements

### Cautionary statement on forward-looking statements and related information

Certain statements in this Annual Report are forward-looking statements based on certain assumptions and reflect the Group's expectations and views of future events. Forward-looking statements (which includes any statement which constitutes 'forward-looking information' for the purposes of Canadian securities legislation) may include, without limitation, statements regarding the operations, business, financial condition, expected financial results, cash flow, requirement for and terms of additional financing, performance, prospects, opportunities, priorities, targets, goals, objectives, strategies, growth and outlook of the Group including the outlook for the markets and economies in which the Group operates, costs and timing of acquiring new royalties and making new investments, mineral reserve and resources estimates, estimates of future production, production costs and revenue, future demand for and prices of precious and base metals and other commodities and future demand for products which include precious and base metals and other commodities, for the current fiscal year and subsequent periods.

Forward-looking statements include statements that are predictive in nature, depend upon or refer to future events or conditions, or include words such as, amongst others, 'expects', 'anticipates', 'plans', 'believes', 'estimates', 'seeks', 'intends', 'targets', 'projects', 'forecasts', 'potential', 'positioned', 'strategy', 'outlook', 'predict' or negative versions thereof and other similar expressions, or future or conditional verbs such as 'may', 'will', 'aims', 'should', 'would' and 'could'. These include statements regarding our intentions, beliefs or current expectations concerning, amongst other things, our results of operations, financial condition, liquidity, prospects, growth, strategies and the economic and business circumstances occurring from time to time in the countries and markets in which the Group operates.

Forward-looking statements are based upon certain material factors that were applied in drawing a conclusion or making a forecast or projection, including assumptions and analyses made by the Group in light of its experience and perception of historical trends, current conditions and expected future developments, as well as other factors that are believed to be appropriate in the circumstances. The material factors and assumptions upon which such forward-looking statements are based include: the stability of the global economy; the stability of local governments and legislative background; the relative stability of interest rates; the equity and debt markets continuing to provide access to capital; the continuing of ongoing operations of the properties underlying the Group's portfolio of royalties, streams and investments by the owners or operators of such properties in a manner consistent with past practice and/or with production projections, including the on-going financial viability of such operators and operations; the accuracy of public statements and disclosures (including feasibility studies, estimates of reserve, resource, production, grades, mine life and cash cost) made by the owners or operators of such underlying properties; the accuracy of the information provided to the Group by the owners and operators of such underlying properties; contractual terms honoured of the Group's royalty and stream investments, together with those of the owners and operators of the underlying properties; no material adverse change in the price of the commodities produced from the properties underlying the Group's portfolio of royalties, streams and investments; no material adverse change in foreign exchange exposure; no adverse development in respect of any significant property in which the Group holds a royalty or other interest, including but not limited to unusual or unexpected geological formations and natural disasters; successful completion of new development projects; planned expansions or additional projects being within the timelines anticipated and at

anticipated production levels; and maintenance of mining title.

Forward-looking statements are provided for the purposes of assisting readers in understanding the Group's financial position and results of operations as at and for the periods ended on certain dates, and of presenting information about management's current expectations and plans relating to the future. It is believed that the expectations reflected in this Annual Report are reasonable but they may be affected by a wide range of variables that could cause actual results to differ materially from those currently anticipated. Readers are cautioned that such forward-looking statements may not be appropriate other than for purposes outlined in this Annual Report. Forward-looking statements are not guarantees of future performance and involve risks, uncertainties and assumptions, that may be general or specific, which could cause actual results to differ materially from those forecast, anticipated, estimated or intended in the forward-looking statements. Past performance is no guide to future performance and persons needing advice should consult an independent financial adviser. The forward-looking statements made in this Annual Report relate only to events or information as of the date on which the statements are made and, except as specifically required by applicable laws, listing rules and other regulations, the Group undertakes no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events.

No statement in this communication is intended to be, nor should it be construed as, a profit forecast or a profit estimate and no statement in this communication should be interpreted to mean that earnings per share for the current or any future financial periods would necessarily match, exceed or be lower than the historical published earnings per share.

Forward-looking statements involve estimates and assumptions that are subject to risks, uncertainties and other factors that could cause actual future financial condition, performance and results to differ materially from the plans, goals, expectations and results expressed in the forward-looking statements and other financial and/or statistical data within this communication. Such risks and uncertainties include, but are not limited to: the failure to realise contemplated benefits from acquisitions and other royalty and stream investments; the effect of any mergers, acquisitions and divestitures on the Group's operating results and businesses generally; current global financial conditions; royalty, stream and investment portfolio and associated risk; adverse development risk; financial viability and operational effectiveness of owners and operators of the relevant properties underlying the Group's portfolio of royalties, streams and investments; royalties, streams and investments subject to other rights; and contractual terms not being honoured, together with those risks identified in the 'Principal Risks' and 'Emerging Risks' sections herein. If any such risks actually occur, they could materially adversely affect the Group's business, financial condition or results of operations. Readers are cautioned that the list of factors noted in the sections herein entitled 'risk management', 'emerging risks' and 'principal risks' are not exhaustive of the factors that may affect the Group's forward-looking statements. Readers are also cautioned to consider these and the other factors, uncertainties and potential events carefully and not to put undue reliance on forward-looking statements, which speak only as of the date hereof.

This Annual Report also contains forward-looking information contained and derived from publicly available information regarding properties and mining operations owned by third parties. This Annual Report contains information and statements relating to the Kestrel mine that are based on certain estimates and forecasts that have been provided to the Group by Kestrel Coal Pty Ltd ("KCPL"), the accuracy of which KCPL does not warrant and on which readers may not rely.

### US Employment Retirement Income Security Act

Fiduciaries of (i) US employee benefit plans that are subject to Title I of the US Employment Retirement Income Security Act of 1974 (ERISA), (ii) individual retirement accounts, Keogh and other plans that are subject to Section 4975 of the US Internal Revenue Code of 1986, as amended (the Internal Revenue Code), and (iii) entities whose underlying assets are deemed to be ERISA 'plan assets' by reason of investments made in such entities by such employee benefit plans, individual retirement accounts, Keogh and other plans (collectively referred to as Benefit Plan Investors) should consider whether holding the Company's ordinary shares will constitute a violation of their fiduciary obligations under ERISA or a prohibited transaction under ERISA or the Internal Revenue Code. Shareholders should be aware that the assets of the Company may be or become treated as 'plan assets' that are subject to ERISA fiduciary requirements and/or the prohibited transaction rules of ERISA and the Internal Revenue Code. The Company's ordinary shares are subject to transfer restrictions and provisions that are intended to mitigate the risk of, among other things, the assets of the Company being deemed to be 'plan assets' under ERISA. Shareholders who believe these provisions may be applicable to them should review these restrictions which are set forth in the Company's Articles of Association and should consult their own counsel regarding the potential implications of ERISA, the prohibited transaction provisions of the Internal Revenue Code or any similar law in the context of an investment in the Company and the investment of the Company's assets.

### Technical and third-party information

As a royalty and streaming company, the Group often has limited, if any, access to non-public scientific and technical information in respect of the properties underlying its portfolio of royalties, or such information is subject to confidentiality provisions. As such, in preparing this Annual Report, the Group has largely relied upon the public disclosures of the owners and operators of the properties underlying its portfolio of royalties investments, as available at the date of this announcement. Accordingly, no representation or warranty, express or implied, is made and no reliance should be placed, on the fairness, accuracy, correctness, completeness or reliability of that data, and such data involves risks and uncertainties and is subject to change based on various factors.

Capstone, the owner of the Santo Domingo project, is listed on the Toronto Stock Exchange and reports in accordance with the standards of the Canadian Institute of Mining, Metallurgy and Petroleum (CIM) and the NI 43-101 standards.

BHP Group Limited, the owner of the West Musgrave project, is listed on the Australian Securities Exchange and reports in accordance with the JORC Code.

Cyprium Metals, the owner of the Nifty project, is listed on the Australian Securities Exchange and reports in accordance with the JORC Code.

Alta Copper Corp., the owner of the Cañariaco project, is listed on the Toronto Stock Exchange and reports in accordance with the Canadian Institute of Mining and Metallurgy (CIM) and the NI 43-101 standards.

Los Andes Copper Ltd, the owner of the Vizcachitas project, is listed on the Toronto Stock Exchange and reports in accordance with the standards of the Canadian Institute of Mining, Metallurgy and Petroleum (CIM) and the NI 43-101 standards.

Orvana Minerals Corp., the owner of the El Valle-Boinás/Carlés (EVBC) project, is listed on the Toronto Stock Exchange and reports in accordance with the standards of the Canadian Institute of Mining, Metallurgy and Petroleum (CIM) and the NI 43-101 standards.

Rainbow Rare Earths Ltd, the owner of the Phalaborwa project, is listed on the London Stock Exchange and reports in accordance with the JORC Code.



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