

Appendix 4C

Quarterly cash flow report for entities subject to Listing Rule 4.7B

Name of entity

A1 INVESTMENTS & RESOURCES LIMITED

ABN

44 109 330 949

Quarter ended ("current quarter")

30 September 2023

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (.....months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	-	-
1.2 Payments for		
(a) research and development	-	-
(b) product manufacturing and operating costs	-	-
(c) advertising and marketing	-	-
(d) leased assets	-	-
(e) staff costs	(4)	(4)
(f) administration and corporate costs	(33)	(33)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	-
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (provide details if material)	-	-
1.9 Net cash from / (used in) operating activities	(37)	(37)
2. Cash flows from investing activities		
2.1 Payments to acquire or for:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	-	-

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Consolidated statement of cash flows	Current quarter \$A'000	Year to date (.....months) \$A'000
(d) investments	-	-
(e) intellectual property	-	-
(f) other non-current assets	-	-
2.2 Proceeds from disposal of:		
(a) entities	-	-
(b) businesses	-	-
(c) property, plant and equipment	-	-
(d) investments	-	-
(e) intellectual property	-	-
(f) other non-current assets	-	-
2.3 Cash flows from loans to other entities	-	-
2.4 Dividends received (see note 3)	-	-
2.5 Other (provide details if material)	-	-
2.6 Net cash from / (used in) investing activities	-	-
3. Cash flows from financing activities		
3.1 Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2 Proceeds from issue of convertible debt securities	-	-
3.3 Proceeds from exercise of options	-	-
3.4 Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5 Proceeds from borrowings	-	-
3.6 Repayment of borrowings	-	-
3.7 Transaction costs related to loans and borrowings	-	-
3.8 Dividends paid	-	-
3.9 Other (Proceeds from repayment of loan granted)	-	-
3.10 Net cash from / (used in) financing activities	-	-

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Consolidated statement of cash flows		Current quarter \$A'000	Year to date (.....months) \$A'000
4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	50	50
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(37)	(37)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	-	-
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	-
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	13	13

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	13	13
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (Undeposited fund)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	13	13

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	(4)
6.2	Aggregate amount of payments to related parties and their associates included in item 2	

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.

Note to 6.1: Directors' Superannuation

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7. Financing facilities	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
<i>Note: the term "facility" includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.</i>		
7.1 Loan facilities	-	-
7.2 Credit standby arrangements	-	-
7.3 Other (please specify)	-	-
7.4 Total financing facilities	-	-
7.5 Unused financing facilities available at quarter end		200
7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.		

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from / (used in) operating activities (item 1.9)	(37)
8.2 Cash and cash equivalents at quarter end (item 4.6)	13
8.3 Unused finance facilities available at quarter end (item 7.5)	200
8.4 Total available funding (item 8.2 + item 8.3)	213
8.5 Estimated quarters of funding available (item 8.4 divided by item 8.1)	5.8
<i>Note: if the entity has reported positive net operating cash flows in item 1.9, answer item 8.5 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.5.</i>	
8.6 If item 8.5 is less than 2 quarters, please provide answers to the following questions:	
8.6.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?	
Answer: The Entity expects that its cash flows will increase as it proceeds with a likely acquisition in the next 2 quarters to 30 June 2025. The Entity acknowledges that any acquisition remains subject to ASX, ASIC and shareholder approval of the process and the documents associated with process.	

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8.6.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer: The Entity intends seeking further loan funds in the immediate future to fund the process referred to in 8.6.1 above. All funds will be provided by convertible notes which are subject to shareholder approval. The Entity expects to raise a further \$200,000 in the current quarter to 31 Dec 2024.

8.6.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: The Entity reasonably expects to meet its business objectives over the next 2 quarters to 30 June 2025. The Entity acknowledges that it requires ASX, ASIC and shareholder approval to accomplish these objectives.

Note: where item 8.5 is less than 2 quarters, all of questions 8.6.1, 8.6.2 and 8.6.3 above must be answered.

Compliance statement

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



Date: 31 October 2024.

Authorised by: The Board of Directors. (Signed by Peter Ashcroft Director)
(Name of body or officer authorising release – see note 4)

Notes

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

QUARTERLEY ACTIVITY STATEMENT TO 30 SEPTEMBER 2023**(including an Up Date to 30 September 2024)**

The Company advises its operational activities for the quarter to 30 September 2023 as follows;

Sea Cucumber Project

The Company ceased its operations in Japan during the quarter to 30 June 2023.

In the quarter to 30 September 2023 the Company had no sales or costs in its previous sea cucumber business.

General Investments

In the quarter to 30 September 2023 Mr Nakamura continued discussions concerning various renewal energy projects in which the Company could invest or fully own in the future, particularly projects to be undertaken in Japan and Australia. No firm proposals that could amount to a reasonable business were received in the quarter to 30 September 2023. The Entity acknowledges that any such new business would require ASX to confirm it had no objection to the Company undertaking such business and being listed.

The Company acknowledges that any new business will require the Company to undertake a re-compliance prospectus.

The Company also acknowledges that the ASX will require the Company to be a 100% owner of such business and to carry on such business into the future.

Investment Proposal

The Entity disclosed in its activity report to 31 March 2023 that it had submitted an investment and fund raising proposal to the ASX but the ASX rejected the proposal without a full re-compliance prospectus. The ASX also confirmed that the Company would need to acquire 100% of any new business. The Company undertook further negotiations with the entity referred to in the Activity Report to 31 March 2023 throughout the quarters to 30 June 2023 and 30 September 2023. During the completion of the due diligence into such targeted entity the Company determined that the investment proposal and fund raising was unlikely to be supported and the Entity ceased further negotiations on such proposal.

The Company during the quarter to 30 September 2023 entered detailed negotiations with a further company.

The Entity continued such negotiations during the subsequent quarter to 31 December 2023. The Company now confirms that these subsequent negotiations ceased in the quarter to 31 December 2023 when the targeted entity ceased negotiations.

In the quarters to 31 March 2024, 30 June 2024 and 30 September 2024 the Entity has primarily pursued two separate new business opportunities. In both matters the Company proposed to acquire 100% of an existing business and to thereafter raise sufficient working capital for the ongoing business of the acquisition. The Company notes that to pursue either of these matters further the Entity will

require ASX consent and a full re-compliance prospectus. Any new proposal will also remain subject to the approval by the Company's shareholders, ASIC and the ASX.

As at end of the quarter to 30 September 2024 neither proposal has reached final terms for the consideration of the Board and thereafter the ASX. The Company reasonably expects one of these proposals finalised in the next 4 weeks and to thereafter make a submission to the ASX seeking its consent to the Company proceeding with such proposal.

Loans

The entity has secured short and medium term funding of \$200,000 as set out in Appendix 4C.

The company is continuing to seek further working capital and will keep the shareholders apprised of any future developments.

Corporate

The Company has placed on hold any possible further re-construction until the completion of the negotiations and the approval of the process by the ASX and approval of the documents by ASIC.

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