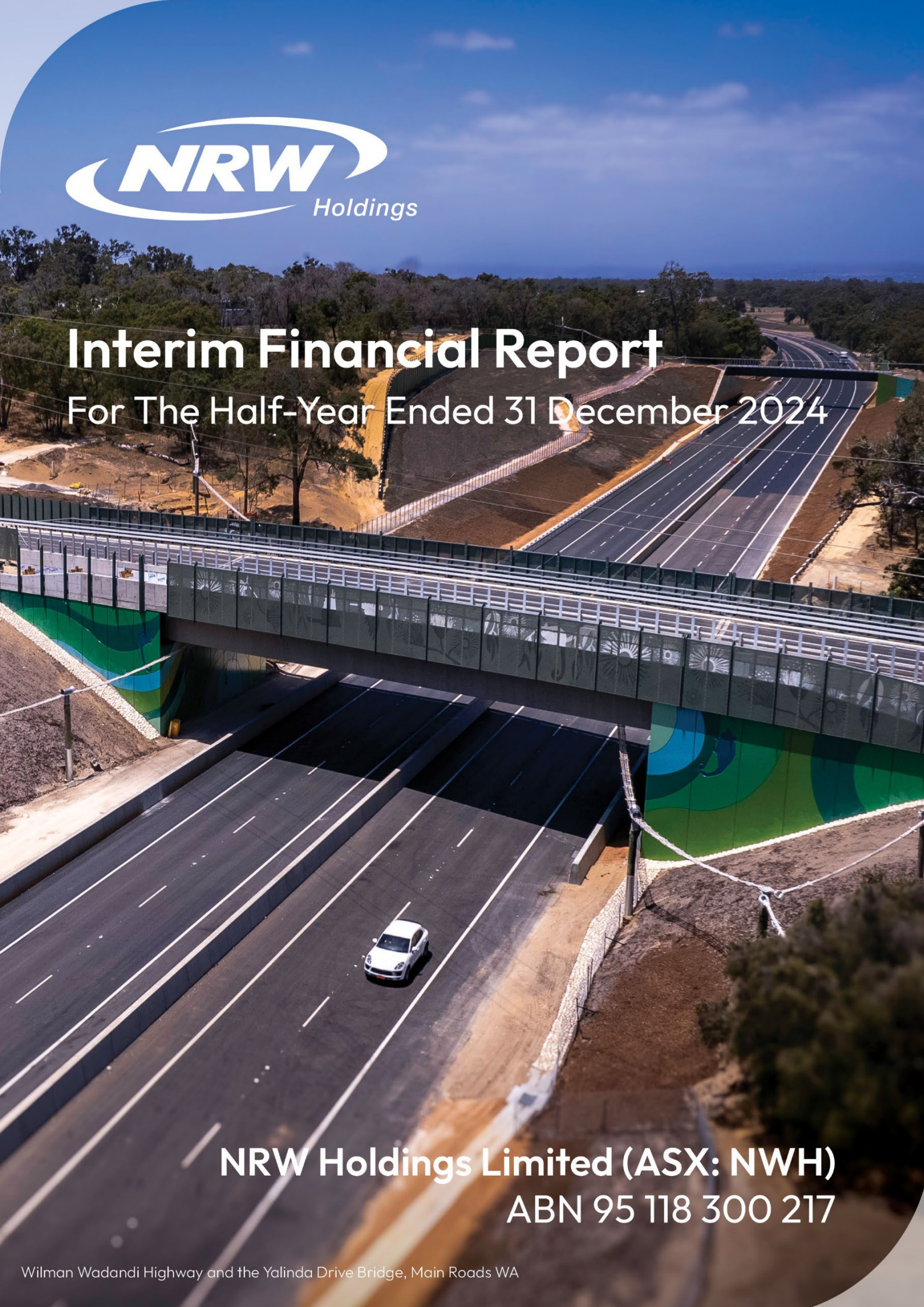

Interim Financial Report

For The Half-Year Ended 31 December 2024

NRW Holdings Limited (ASX: NWH)

ABN 95 118 300 217

Wilman Wadandi Highway and the Yalinda Drive Bridge, Main Roads WA

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CORPORATE REGISTRY

DIRECTORS

Michael Arnett

Chairperson and Non-Executive Director

Julian Pemberton

Chief Executive Officer and Managing Director

Jeff Dowling

Non-Executive Director

Fiona Murdoch

Non-Executive Director

David Joyce

Non-Executive Director

Adrienne Parker

Non-Executive Director

COMPANY SECRETARY

Kim Hyman

Company Secretary

REGISTERED OFFICE

181 Great Eastern Highway

Belmont WA 6104

AUDITOR

Deloitte Touche Tohmatsu

Tower 2

Brookfield Place

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Perth WA 6000

SHARE REGISTRY

Link Market Services Limited

Level 12, QV1 Building

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Perth WA 6000

ASX CODE

NRW Holdings Limited shares are listed on the Australian Stock Exchange.

ASX Code: NWH

nrw.com.au

DIRECTORS' REPORT

The Directors present their report together with the financial report of NRW Holdings Limited (the Company) and of the consolidated group (also referred to as 'the Group'), comprising the Company and its subsidiaries, for the half-year ended 31 December 2024. In order to comply with the provisions of the *Corporations Act 2001*, the Directors report as follows.

Directors

The following persons that held office as Directors of NRW Holdings Limited during or since the end of the half-year and up to the date of this report are:

Name	Status	
Michael Arnett	Chairperson and Non-Executive Director	Mr Arnett was appointed as a Director on 27 July 2007 and appointed Chairperson on 9 March 2016.
Julian Pemberton	Chief Executive Officer and Managing Director	Mr Pemberton was appointed as a Director on 1 July 2006 and appointed Chief Executive Officer and Managing Director on 7 July 2010.
Jeff Dowling	Non-Executive Director	Mr Dowling was appointed as a Director on 21 August 2013.
Fiona Murdoch	Non-Executive Director	Ms Murdoch was appointed as a Director on 24 February 2020.
David Joyce	Non-Executive Director	Mr Joyce was appointed as a Director on 19 March 2024.
Adrienne Parker	Non-Executive Director	Ms Parker was appointed as a Director on 13 May 2024.

Company Secretary

Mr Kimberley Hyman holds the position of Company Secretary, appointed 10 July 2007.

Principal Activities

NRW is a leading provider of diversified contract services to the resources and infrastructure sectors.

With extensive operations across all of Australia and engineering offices in Canada and the USA, NRW's geographical diversification is complemented by its ability to deliver a wide range of services.

NRW's Civil and Mining segments provide civil construction, including bulk earthworks, road and rail construction and concrete installation, together with contract mining and drill and blast services.

The Minerals, Energy & Technologies (MET) segment offers tailored mine-to-market solutions, specialist maintenance (shutdown services and onsite maintenance), non-process infrastructure, innovative materials handling solutions and complete turnkey design, construction and operation of minerals processing and energy projects.

NRW also offers a comprehensive Original Equipment Manufacturer (OEM) capability, providing refurbishment and rebuild services for earthmoving equipment and machinery.

NRW has a workforce of around 8,000 people supporting projects for clients across the resources, renewable energy, infrastructure, industrial engineering, maintenance and urban subdivision sectors.

Significant Changes in Business Activities

On 1 August 2024, NRW's wholly-owned subsidiary Golding Contractors Pty Ltd (Golding), acquired the mining services contract, associated fleet and transfer of employees that HSE Mining Pty Ltd had deployed to Stanmore Resources Limited's South Walker Creek (SWC) mine site. The transaction value of $85 million less assumed employee liabilities and other closing adjustments was predominantly funded via the Group's facilities. The results of which have been included into this report from that date in the mining segment. For further details refer to note 15.

NRW renegotiated the terms of its secured debt facilities in August 2024. As part of this process, two additional tier one banks were introduced into the structure, now providing access to four banks to support the Group's funding requirements. The new debt finance facilities, which are committed for a multi-year evergreen term, are on materially improved commercial terms and pricing. The total value of available debt facilities increased from $260 million at 30 June 2024 to $450 million, to facilitate corporate initiatives.

Health and Safety

NRW acknowledges the tragic passing of Barry Breslin in October 2024, who was a subcontractor on the HWA Freeway Project. We again extend our condolences to Barry's family and friends, and those colleagues who were on site when the incident occurred. This tragic event reinforces the importance of NRW's fatality elimination program, which includes critical risk management and the sharing of lessons learned from significant potential incident investigations.

NRW's TRIFR increased to 5.33 as of 31 December 2024 (FY24: 4.71[1]). Safety is NRW's highest priority, and the Company is fully committed to ensuring systems are in place to support safe work practices at all times.

Sustainability

NRW's sustainability vision is to grow in a socially responsible and ethical manner and to promote a workforce which embraces diversity and a culture in which our people feel valued and maintain their safety, health and wellbeing. NRW continued to contribute towards improved environmental and social outcomes, which were highlighted through the various case studies in the Sustainability Report, published in October 2024. In FY25, the focus is on working towards the Group's Sustainability Strategy, which aligns with the material topics, including initiatives aimed at reducing carbon emissions.

People and Culture

NRW continues to focus on safe, respectful workplaces and enhancing workforce capability, supporting sustainable growth and inclusivity for the workforce which totalled 8,000 across the group (FY24: 7,400).

Key initiatives include advancing leadership capability through targeted training, expanding diversity and inclusion programs, implementing wellbeing and risk management strategies and engaging with our people to strengthen retention and recognition.

These initiatives have contributed to measurable progress, with the proportion of women in the workforce increasing to 19.4% (FY24: 17.2%) and Indigenous representation rising to 4.1% (FY24: 3.4%) as of December 2024.

We will continue to build on this progress, driving meaningful change that strengthens the Group's capability and culture, supports operational excellence and enhances the overall performance of NRW.

Environment and Climate

NRW is committed to aligning with the Australian Government's Nationally Determined Contribution to reduce greenhouse gas (GHG) emissions. In 2023, the Board set NRW's Scope 1 and Scope 2 GHG emissions reduction target to 2030. NRW is committed to a 25% reduction in Scope 1 and Scope 2 GHG emissions within the Group's facilities from 2020 levels by 2030.

NRW has since installed solar panels on some of the Group's facilities and continues to prioritise hybrid and light electric vehicles to minimise fuel usage in the light vehicle fleet. NRW will continue to introduce further initiatives through the carbon reduction working group. The climate-related Australian Sustainability Reporting Standards have now been finalised and NRW is transitioning towards disclosure under these mandatory reporting requirements.

[1] *Restated previously reported FY24 TRIFR due to changes in injury classifications after the reporting period.*

OPERATING AND FINANCIAL REVIEW

Financial Performance

NRW reported total revenue of $1,651.8 million, compared to $1,426.6 million in the prior comparative period (pcp), a 15.8% increase. The growth in first half revenue from the pcp reflected the increase in activity across all three operational segments. Most notably, revenue growth was underpinned by significant contributions of the resources sector across the Civil segment, new revenue following the acquisition of the South Walker Creek contract during the period in the Mining segment and significant contributions by major projects in the MET segment.

The higher revenue level resulted in operating EBIT of $96.9 million, 5.3% higher than the pcp ($92.1 million). The reduced operating EBITA margins correlate to the increase in relative contributions of the Civil and MET segments. In addition, the Mining segment was impacted by significantly higher than average rainfall in Queensland, early termination of the Mt Cattlin lithium contract, increased fleet maintenance costs across two projects and reduction of two fleets at Curragh.

Depreciation and amortisation was $91.9 million, 41.1% higher over the pcp, attributable mostly to the HSE fleet acquisition deployed at South Walker Creek. Similarly, interest costs increased during the period driven by the $75 million asset financing to complete the HSE acquisition on 1 August 2024.

Normalised Net Earnings (NPATN) increased to $58.4 million, compared to $58.0 million in the pcp.

The table below summarises performance for the current period with comparisons to the pcp, the information is unaudited but is extracted from the financial statements.

	FH FY25		FH FY24	
	Revenue	Earnings	Revenue	Earnings
	$M	$M	$M	$M
Total revenue / EBITDA [1]	**1,651.8**	**188.8**	**1,426.6**	**157.2**
Depreciation and amortisation [2]		(91.9)		(65.1)
Operating EBIT / EBITA [3]		**96.9**		**92.1**
Amortisation of acquisition intangibles [4]		(3.7)		(3.2)
Non-recurring transactions [5]		(8.6)		(21.1)
EBIT		**84.6**		**67.8**
Interest		(13.5)		(9.2)
Profit before income tax		**71.1**		**58.6**
Income tax expense		(19.5)		(16.9)
Net earnings		**51.7**		**41.7**
NPATN [6]		**58.4**		**58.0**

(1) EBITDA is earnings before interest, tax, depreciation, amortisation of acquisition intangibles and non-recurring transactions.
(2) Includes depreciation and amortisation of software.
(3) Operating EBIT / EBITA is earnings before interest, tax and amortisation of acquisition intangibles and non-recurring transactions.
(4) Amortisation of intangibles as part of business acquisitions.
(5) Non-recurring transactions in HY25 included costs relating to the acquisition of HSE assets and liabilities, net unrealised losses on investments and costs of refinancing secured debt facilities. In HY24, transactions related to Wärtsilä settlement offset by net gains on investments.
(6) NPATN is Operating EBIT less interest and tax (at a 30% tax rate).

Refer to the above definitions throughout the report.

Operating Segments

NRW is comprised of three reportable segments: Civil, Mining and MET. Business activities are conducted primarily in Australia, with engineering offices in Canada and the United States of America (USA). The results for each of the segments are provided below and in note 2 to these accounts. The Civil and MET segment results have been presented at EBIT level given the current low level of capital intensity in these segments. The Mining segment has been presented at both EBIT and EBITDA levels, recognising that this segment has significantly higher capital intensity than the other two segments.

Commentary on the performance of each segment follows:

Civil

The Civil segment specialises in the delivery of private and public civil infrastructure projects, mine development, bulk earthworks and commercial and residential subdivisions. Civil construction projects include roads, bridges, tailings storage facilities, rail formations, ports, renewable energy projects, water infrastructure and concrete installations.

Results summary ($M)

	FH FY25		FH FY24	
	$M	%	$M	%
Revenue	**417.9**		**297.3**	
EBIT	**21.4**		**12.2**	
Margin		5.1		4.1

Civil revenue grew by 40.6% from the pcp due to increased contributions of projects across the resources sector in the Pilbara and Bowen Basin regions, in addition to the core public infrastructure works on both the east and west coasts. The Urban division has delivered another strong half of activity and profitability in the burgeoning South East Queensland markets. The growth in revenue was accompanied by a 75.9% increase in earnings to $21.4 million, with an improvement in margin to 5.1%, attributable to the increased relative contributions of the higher margin resources projects and urban works.

During the period, the Civil segment successfully completed upgrades to Rio Tinto's Paraburdoo reclaimer system and haul road development at West Angelas. The continued expansion of Pilbara iron ore tonnage replacement and sustaining capital requirements provides a substantial range of opportunities for the segment to pursue in the short to medium term. Early Contractor Involvement (ECI) work for tier one clients continues to assist project development and definition, as well as positioning for the forthcoming projects. In the first half of FY25, the Civil segment secured eight new contracts in the resources sector across the Pilbara region and Bowen Basin for the Group's key tier one clients.

In the public sector infrastructure market in Western Australia, the main notable achievements were the opening of three major arterial transport roads within the Perth metropolitan area and the south west region of WA. Both Perth Mitchell Freeway projects were re-opened to maximum speed limits and the new Wilman Wadandi Highway (Bunbury Outer Ring Road) was officially opened to the public.

Operating Segments Continued

Mining

The Mining segment specialises in mine management, contract mining, load and haul, drill and blast, coal handling preparation plants, maintenance services and the fabrication of water and service vehicles.

Results summary ($M)

	FH FY25		FH FY24	
	$M	%	$M	%
Revenue	**805.1**		**772.2**	
EBITDA	141.2	17.5	122.9	15.9
Depreciation	(77.5)		(53.3)	
EBIT	**63.7**	**7.9**	**69.6**	**9.0**

Mining revenue grew to $805.1 million, 4.3% above pcp. The increase in activity attributable to the addition of the South Walker Creek contract into Golding's operations was offset by the impacts of the early termination of the Mt Cattlin lithium mining contract and reduction of two mining fleets at the Curragh project.

The margin percentage earned in the first half of FY25 was 7.9% as compared to 9.0% in the pcp due to significant production disruptions as a result of higher than average rainfall in Queensland during three months of the half-year. In addition, the early termination of the Mt Cattlin lithium contract, higher maintenance costs in the half and the reduction of two fleets at Curragh also impacted the margins.

Key contract awards and extensions during the period included:

- Evolution Mining, six-year $360 million contract at Mungari Castle Hill Mine;
- Stanmore Resources, five-year extension $1.6 billion contract at South Walker Creek.

The first half of FY25 saw the integration of the South Walker Creek project with NRW's wholly-owned subsidiary Golding. Acquired on 1 August 2024, Golding have successfully converted all operating systems and processes and transitioned the workforce to direct Golding employment. The project consists of seven operating fleets and continues the historical relationship with Stanmore Resources. Following the acquisition, Golding have negotiated an extension to this mining services contract for four additional months to the end of 2025 calendar year followed by an eight fleet mining services agreement for five years commencing January 2026. This has extended Golding's tenure at South Walker Creek to 2030 and is a significant contributor to the increased revenue for the period.

During the period, the Karara and Mt Webber mining contracts in Western Australia performed in line with expected volumes. Allkem's Mt Cattlin operations were wound back during the period to reach a care and maintenance status in early 2025, resulting in the demobilisation of NRW's mining services contract in the half.

SA Operations (Mining Services Agreement between Golding and OneSteel)

Golding has been providing mining services for OneSteel Manufacturing Pty Ltd (OneSteel) since 2020 under a Mining Services Agreement (MSA). During the reporting period, OneSteel failed to pay Golding satisfactorily under the MSA, and as a consequence, Golding suspended operations as contractually permitted on 7 November 2024. Golding negotiated the acceptable terms of a restart of operations, culminating in the execution of a Standstill Agreement and various security documents in which a lump sum repayment of $70 million was committed to by OneSteel from the proceeds of a proposed refinancing announced by OneSteel's parent entity, Liberty Primary Metals Australia Pty Ltd (LPMA) on 19 November 2024.

Golding recommenced works following the signing of the Standstill Agreement on 6 December 2024 and receipt of an immediate payment of $4 million. Golding agreed to regular weekly payment instalments following the restart.

Mining services continued to be provided under the MSA up until the appointment of Administrators of OneSteel by the South Australian Government on 19 February 2025. Refer to Significant Events After Period End on page 13 of the Directors' Report.

There has been no financial impact of the above events recognised by the Group during the period, with no specific allowance associated with amounts due from OneSteel being recognised as at or for the period ended 31 December 2024.

Operating Segments Continued

Minerals, Energy & Technologies

The MET segment includes Primero Group (Primero), RCR Mining Technologies (RCR), DIAB Engineering (DIAB) and Overflow Industrial (OFI). Primero is a multidisciplinary engineering business that specialises in the design, construction, operation and maintenance of global resource projects across the mineral processing, energy and non-process infrastructure market segments. RCR is a leading OEM that offers innovative materials handling design capability. DIAB is an engineering and fabrication services provider to the metals and mining industry and provides specialist maintenance (shutdown services and onsite maintenance), industrial engineering and construction services. OFI specialises in industrial electrical engineering, automation, switchboard design and manufacture, instrumentation and electrical design and construction across a number of sectors including mining and resources, government and defence, fuels and explosives, infrastructure, utilities and industrial processing.

Results summary ($M)

	FH FY25		FH FY24	
	$M	%	$M	%
Revenue	**454.0**		**392.6**	
EBIT	**27.1**		**21.7**	
Margin		6.0		5.5

MET revenue increased to $454.0 million from $392.6 million in the pcp and the profitability of the segment has improved from 5.5% to 6.0%. The strong growth in revenue resulted from a solid contribution from Primero. DIAB and OFI performed in line with expectations. Whilst RCR's revenue is broadly in line with the pcp, restructuring of its cost base in the second half of FY24 and this current half-year has resulted in improved profitability.

Primero

The Primero business performed strongly in the first half of FY25, with revenue and profitability exceeding expectations. This success was driven by the improved operational performance of key projects delivered during the period.

Highlights included:

- Successful completion and close out of Pilbara Minerals P680 project and Rio Tinto's Western Range NPI project, where both projects were delivered and handed over as per schedule, at or above budgeted margin;
- Continued delivery of the KCGM Fimiston Growth Project for Northern Star Resources, awarded in July 2023, where construction has progressed beyond earthworks and civils to include the commencement of equipment installation and site fabricated tank construction; and
- Tianqi Lithium commissioning support activities continued and was augmented by successful delivery of a large shutdown in December 2024.

Primero's North American engineering operations continued to support key lithium project studies in a challenging market. The diversification strategy implemented in early FY25 led to the award of several studies and engineering projects in gold, iron ore and battery metals.

Operating Segments Continued

RCR

RCR experienced a slower than expected start to the year due to delays in project awards and parts sales, however activity ramped up towards the end of the period. Following restructuring actions in the second half of FY24, the business has continued to focus on optimising overheads and improving operating efficiencies to increase profitability. RCR launched the new Sealed Pan Feeder OEM product at MINExpo International, in the USA during September 2024, as part of its strategic initiative to grow its markets both domestically and internationally.

DIAB

DIAB performed strongly in the first half of FY25, driven by the award and delivery of key projects and maintenance activities during the period. Notable contributions to the business' performance included the construction of tailings storage facilities for 29 Metals, fabrication and installation of mining units for Iluka Resources and successful completion and commissioning of crushing, screening and conveyors for Liontown's Kathleen Valley project.

OFI

OFI performed strongly during the first half increasing both revenue and earnings compared to the pcp. OFI's growth under NRW ownership is underpinned by collaboration with Group businesses to develop future project opportunities. To date, this has included partnering with NRW Civil & Mining to secure electrical instrumentation and overhead powerline transmission works for BHP's Jimblebar East Project. Additionally, OFI partnered with RCR to secure a project for the construction of in-pit substations and switches for Fortescue.

Balance Sheet, Operating Cash Flow and Capital Expenditure

A summary of the balance sheet as at the end of the current financial period and the previous financial year is provided below.

	31 Dec 24	30 Jun 24
	$M	$M
Cash	284.4	246.6
Financial debt	(390.9)	(279.8)
Lease debt	(52.8)	(45.7)
Net debt	**(159.3)**	**(78.8)**
Property, plant and equipment	638.1	554.2
Right-of-use assets	46.3	39.3
Working capital	41.9	25.2
Investments	3.8	4.4
Current tax liabilities	(34.2)	(0.7)
Deferred tax liabilities	(76.8)	(98.6)
Net tangible assets	**459.8**	**445.0**
Intangibles and goodwill	206.3	207.6
Net assets	**666.1**	**652.6**
Gearing	23.9%	12.1%
Gearing excl. lease debt	16.0%	5.1%

Cash balances increased in the six months to $284.4 million.

Working capital increased to $41.9 million from $25.2 million at 30 June 2024, predominantly due to working capital required for the South Walker Creek contract (HSE) and unwinding of contract cash advances. In addition, working capital increased due to a deterioration in overdue payments beyond contractual terms, for amounts due under the MSA between Golding and OneSteel. Refer to note 3 for more information.

Financial debt has increased to $390.9 million during the period. New asset financing in the period totalled $99.9 million, of which $75.0 million was used as part of the funding for the HSE acquisition, the remainder relates to extended contracts in the Mining segment. Asset finance repayments totalled $44.2 million. All banking covenants were in compliance at all times during the period.

Dividend cash payments in the first half of FY25 of $41.0 million (9.0 cps fully franked) increased from $36.1 million (8.0 cps fully franked), in the pcp.

The combined impact of the above factors contributed to an increase in net debt to $159.3 million compared to $78.8 million at 30 June 2024, with gearing increasing to 23.9%, still below internal targets.

Deferred tax liabilities decreased by $21.8 million during the period due to Temporary Full Expensing claims reversing over time and the impact of assumed liabilities from the HSE acquisition. Current tax liabilities increased to $34.2 million which represents an estimate of Australian tax payable, being the first tax year in which no cash benefit was available from any carried forward tax losses.

The carrying value of investments decreased due to a reduction in share price of Green Technology Metals (ASX:GT1), Barton Gold Limited (ASX:BGD) and Grid Metals Corp (TSXM:GRDM.V).

Outlook

Civil

In Western Australia, the Civil segment is well placed to secure work from its tier one customer base in the iron ore sector as they undertake previously announced capital expenditure programs. The Civil segment is presently working on various tenders and ECI projects for iron ore sustaining and replacement tonnage developments. These are major capital projects that the tier one miners are progressing to deliver replacement tonnage for depleting existing mines. The number of carbon reduction projects in the resources sector is also growing which will create further opportunities for the Group.

In the public and private infrastructure sectors, the demand for housing, transport and urban infrastructure remains strong and continues to see record levels of activity.

There is a visible near-term pipeline of infrastructure projects and current tenders that are being pursued in Western Australia and Queensland. In Queensland, the continuing public infrastructure expenditure programs, flood remediations and expected works that will precede the 2032 Brisbane Olympic Games support a strong outlook for continued growth opportunities. Despite high interest rates, the southeast Queensland housing market is expected to remain robust. This resilience is fuelled by strong demand from interstate migration in anticipation of the 2032 games, significant housing undersupply, and the continued affordability of house and land prices compared to Sydney and Melbourne.

Full year revenue in Civil is projected to be significantly higher than prior year, with margin in line with current performance.

Work in hand currently totals $0.8 billion and there are current active tenders totalling circa $1.3 billion supporting the Company's view of the strong momentum in core major project opportunities and buoyant long-term outlook.

Mining

The Mining segment has secured over 95% of its expected revenue for the second half of the financial year with strong visibility of revenue and earnings for future years.

Subject to any further impact from abnormal levels of rainfall in Queensland, mining margins are expected to return to historical long-term percentages during the second half. Additionally, to the extent that the actual future cash flows recovered in relation to the amounts due from OneSteel do not at least equal their carrying values, these financial assets would be required to be written down to their recoverable amount through profit or loss. Refer to note 3 for more information.

With work in hand of $4.9 billion and current active tenders totalling circa $3.4 billion, the Mining segment is in a strong position to continue to grow a stable revenue base and maintain a disciplined approach to target numerous opportunities in the pipeline that will enhance returns on capital.

Minerals, Energy & Technologies

The MET segment is well diversified across iron ore, gold, rare earths and battery critical minerals. The majority of revenue in this period was earned from iron ore and gold. Diversification beyond current core markets in mining and minerals processing in Western Australia will present additional opportunities for MET. Queensland represents considerable growth opportunities as well as diversifying into the energy sector.

The delivery of Northern Star's KCGM Fimiston Growth Project by Primero continues to demonstrate engineering and construction expertise, potentially providing opportunities with other gold and broader mining sector clients.

Tender activity is currently high, providing long-term visibility of significant engineering, mechanical and NPI projects coming up across iron ore, rare earths and gold.

Across RCR, DIAB and OFI incremental organic growth is expected in the near-term via expansion of opportunities with existing clients as well as the introduction of new clients nationally and internationally. This will be coupled with a continued focus on optimisation of cost structures to support profitability growth.

Outlook Continued

Beyond existing core capabilities, the MET businesses continue to develop several new technologies which have the potential to generate future revenue streams such as:

- Primero's process engineers continue the development of new simpler methods for refining hard rock lithium concentrates. The internally developed intellectual property is now well into the pilot testing phase and continues to produce results that will change the economics of lithium refining and potentially alleviate many of the start-up issues that hydroxide refineries currently experience.
- RCR successfully piloted its B2B Customer Portal with a tier one iron ore miner during the period. A market launch is planned for the second half of the year and is expected to further drive OEM product sales and support services.
- The launch of RCR's sealed pan feeder at MINExpo International in the USA in September 2024 proved successful, generating numerous strong ongoing enquiries from mining companies globally. Additionally, agencies in key internal markets are being identified to generate sales opportunities and customer support.

The innovation initiatives that are occurring across MET are expected to enhance competitiveness in the future and potentially deliver major new sources of revenue and profitability outside of direct contracting.

Work in hand currently totals $1.1 billion and there is a high level of tender activity with current active tenders totalling circa $1.5 billion.

Group

The total Group pipeline is $15.1 billion. Of this amount, $6.2 billion is active tenders. Together with a strong order book of $6.8 billion, including repeat business and preferred tenders, the outlook remains optimistic.

Significant Events After Period End

Administration of OneSteel

NRW Holdings Limited's wholly-owned subsidiary, Golding has been providing mining services for OneSteel since 2020 under a Mining Services Agreement (MSA).

Upon execution of the Standstill Agreement and various security documents with OneSteel during the period, Golding had obtained first ranking security over the shares of Whyalla Ports Pty Ltd (Whyalla Ports) and second ranking security over certain assets of Whyalla Ports with an undertaking to provide priority to first ranking. On 13 February 2025, Golding executed a priority deed, elevating to first ranking security over the assets of Whyalla Ports.

On 19 February 2025, the South Australian Government appointed KordaMentha as Administrators over OneSteel. Golding is continuing to provide mining services at planned production levels under the direction of the Administrators, in accordance with the terms of the MSA that remains in effect. Golding has had confirmation that it will be paid by the Administrators for all services performed in accordance with the MSA on and from 19 February 2025.

As at the date of this report, Golding is owed approximately $113.3 million under the MSA for the period prior to the 19 February 2025 appointment. Golding previously obtained a guarantee and indemnity from both LPMA and Whyalla Ports Pty Ltd (Whyalla Ports), as well as first ranking security over certain assets of, and shares in Whyalla Ports.

NRW believes that the security held has sufficient value to allow recovery of all amounts outstanding to NRW as at 31 December 2024 and also the date that Administrators were appointed to OneSteel. NRW has various options regarding the enforcement of its security and will make a decision on the path forward based on the best interest of its shareholders and other stakeholders. Refer to note 3 for more information.

Other Events

Other than the events stated above and the interim dividend information stated below, there were no matters or circumstances that have arisen in the interval between the end of the half-year and the date of this report of any transaction which significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the consolidated entity in the subsequent financial period.

Interim Dividend

The Directors have declared an interim dividend for the six months ended 31 December 2024 of 7.0 cents per share franked which compared to 6.5 cents per share franked declared for the six months ended 31 December 2023, represents a 7.7% increase. The dividend will be paid on 10 April 2025.

Auditor's Independence Declaration

The Directors received the Auditor's Independence Declaration from the auditor of the Company, which is included on page 15 of the interim financial report.

Rounding of Amounts`

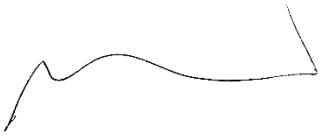
The Company is a company of the kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191, dated 24 March 2016, and in accordance with this document, Corporations Instrument amounts in the half-year financial report are rounded off to the nearest thousand dollars, unless otherwise indicated.

Signed in accordance with a resolution of Directors made pursuant to s306(3) of the *Corporations Act 2001.*

On behalf of the Directors,

Julian Pemberton

Chief Executive Officer and Managing Director



Michael Arnett

Chairperson and Non-Executive Director

Perth, 28 February 2025

AUDITOR'S INDEPENDENCE DECLARATION

Deloitte.

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28 February 2025

The Board of Directors
NRW Holdings Limited
181 Great Eastern Highway
Belmont WA 6104

Dear Board Members

Auditor's Independence Declaration to NRW Holdings Limited

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of NRW Holdings Limited.

As lead audit partner for the review of the financial statements of NRW Holdings Limited for the half-year ended 31 December 2024, I declare that to the best of my knowledge and belief, there have been no contraventions of:

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

Yours faithfully

DELOITTE TOUCHE TOHMATSU

David Newman
Partner
Chartered Accountants

Liability limited by a scheme approved under Professional Standards Legislation.

Member of Deloitte Asia Pacific Limited and the Deloitte organisation.

DIRECTORS' DECLARATION

THE DIRECTORS DECLARE THAT:

a) the attached consolidated financial statements and notes are in accordance with the *Corporations Act 2001,* including:
   (i) giving a true and fair view of the consolidated entity's financial position as at 31 December 2024 and its performance for the half-year ended on that date; and
   (ii) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001;* and

b) there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the directors, made pursuant to s303(5) of the *Corporations Act 2001.*

On behalf of the Directors,

Julian Pemberton

Chief Executive Officer and Managing Director

Michael Arnett

Chairperson and Non-Executive Director

Perth, 28 February 2025

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the 6 months ended 31 December 2024

	Notes	6 months to 31 December 2024	6 months to 31 December 2023
		$'000	$'000
Revenue	2	**1,651,782**	**1,426,589**
Other income		1,140	15,109
Materials and consumables		(375,492)	(331,526)
Employee benefits expense		(574,681)	(513,615)
Subcontractor costs		(357,491)	(289,425)
Plant and equipment costs		(127,183)	(125,544)
Depreciation and amortisation expenses		(95,566)	(68,372)
Other expenses		(36,572)	(45,804)
Share of profit / (loss) from associates		(1,292)	326
Net finance costs		(13,504)	(9,224)
Profit before income tax		**71,141**	**58,514**
Income tax expense		(19,456)	(16,879)
Profit for the period		**51,685**	**41,635**
Other comprehensive income for the period, net of income tax			
Net movement in foreign currency translation reserve		488	(310)
Total comprehensive income for the period		**52,173**	**41,325**
Profit for the period attributable to:			
Equity holders of the Company		**51,685**	**41,635**
Other comprehensive income for the period attributable to:			
Equity holders of the Company		**52,173**	**41,325**
		Cents	**Cents**
EARNINGS PER SHARE			
Basic earnings per share		11.3	9.2
Diluted earnings per share		11.2	9.0

The Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2024

	Notes	31 December 2024	30 June 2024
		$'000	$'000
ASSETS			
Current assets			
Cash and cash equivalents		284,415	246,648
Trade and other receivables	3	377,720	429,792
Inventories		128,258	103,927
Other current assets		19,658	25,957
Current tax receivables		790	489
Total current assets		**810,841**	**806,813**
Non-current assets			
Trade and other receivables	3	90,855	-
Property, plant and equipment	4	638,102	554,154
Right-of-use assets	5	46,336	39,327
Investments in listed equities	6	3,791	4,359
Intangibles	7	35,949	37,282
Goodwill	8	170,323	170,323
Total non-current assets		**985,356**	**805,445**
Total assets		**1,796,197**	**1,612,258**
LIABILITIES			
Current liabilities			
Trade and other payables		446,539	423,001
Financial debt	9	95,838	77,998
Lease debt	10	17,302	15,665
Provisions		119,009	96,881
Current tax liabilities		34,946	1,169
Total current liabilities		**713,634**	**614,714**
Non-current liabilities			
Financial debt	9	295,025	201,810
Lease debt	10	35,448	29,986
Provisions		9,143	14,592
Deferred tax liabilities		76,832	98,600
Total non-current liabilities		**416,448**	**344,988**
Total liabilities		**1,130,082**	**959,702**
Net assets		**666,115**	**652,556**
EQUITY			
Share Capital	11	383,416	383,416
Reserves	12	23,332	20,498
Retained profits	13	259,367	248,642
Total equity		**666,115**	**652,556**

The Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the 6 months ended 31 December 2024

	Notes	Share Capital	Foreign Currency Translation Reserve	Share Based Payment Reserve	Total Reserves	Retained Earnings	Total Equity
		$'000	$'000	$'000	$'000	$'000	$'000
Balance at 30 June 2023		**383,416**	**(2)**	**17,479**	**17,477**	**209,229**	**610,122**
Profit for the period		-	-	-	-	41,635	41,635
Other comprehensive loss		-	(310)	-	(310)	-	(310)
Total profit and other comprehensive income for the period		**-**	**(310)**	**-**	**(310)**	**41,635**	**41,325**
Dividends paid	16	-	-	-	-	(36,101)	(36,101)
Share based payments		-	-	2,051	2,051	-	2,051
Balance at 31 December 2023		**383,416**	**(312)**	**19,530**	**19,218**	**214,763**	**617,397**
Balance at 30 June 2024		**383,416**	**(67)**	**20,565**	**20,498**	**248,642**	**652,556**
Profit for the period		-	-	-	-	51,685	51,685
Other comprehensive income		-	488	-	488	-	488
Total profit and other comprehensive income for the period		**-**	**488**	**-**	**488**	**51,685**	**52,173**
Dividends paid	16	-	-	-	-	(40,960)	(40,960)
Share based payments		-	-	2,346	2,346	-	2,346
Balance at 31 December 2024		**383,416**	**421**	**22,911**	**23,332**	**259,367**	**666,115**

The Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the 6 months ended 31 December 2024

	Notes	6 months to 31 December 2024	6 months to 31 December 2023
		$'000	$'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers		1,789,830	1,595,200
Payments to suppliers and employees		(1,633,567)	(1,528,823)
Interest paid		(16,363)	(10,516)
Interest received		2,859	1,292
Income tax paid		(818)	(4,866)
Net cash flow from operating activities	14	**141,941**	**52,287**
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from the sale of property, plant and equipment		3,717	7,076
Acquisition of property, plant and equipment		(91,218)	(90,385)
Acquisition of intangible assets		(184)	(898)
Payments associated with business combination	15	(78,320)	-
Net cash used in investing activities		**(166,005)**	**(84,207)**
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from borrowings		150,517	62,068
Repayment of borrowings		(39,462)	(36,924)
Repayment of lease debt		(8,752)	(7,690)
Payment of dividends to shareholders		(40,960)	(36,101)
Net cash from / (used in) financing activities		**61,343**	**(18,647)**
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS		**37,279**	**(50,567)**
Cash and cash equivalents at beginning of the period		246,648	227,580
Effect of foreign exchange rate changes		488	(310)
Cash and cash equivalents at the end of the period		**284,415**	**176,703**

The Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

NOTES TO THE INTERIM FINANCIAL STATEMENTS

1 GENERAL NOTES

1.1 General Information

The Half-Year Financial Report is a general purpose financial report which has been prepared in accordance with the *Corporations Act 2001* and AASB 134 *Interim Financial Reporting*. Compliance with AASB 134 ensures compliance to International Financial Reporting Standards IAS 34 *Interim Financial Reporting*. The half-year report does not include notes of the type normally included in an annual financial report and shall be read in conjunction with the most recent annual financial report.

1.2 Basis of Preparation

The condensed consolidated financial statements have been prepared on the basis of historical cost. Cost is based on the fair values of the consideration given in exchange for assets. All amounts are presented in Australian dollars, unless otherwise noted.

The accounting policies and methods of computation adopted in the preparation of the half-year financial report are consistent with those adopted and disclosed in the Company's Annual Financial Report for the financial year ended 30 June 2024.

1.3 New Accounting Standards

The Group has adopted all of the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) that are relevant to their operations and effective for the current half-year.

1.4 Accounting Judgements and Estimates

In applying the Group's accounting policies, which are described in the 30 June 2024 Annual Financial Report, the Directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and various other factors that are considered to be reasonable under the circumstances. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised:

- If the revision affects only that period; or
- In the period of the revision and future periods if the revision affects both current and future periods.

In addition to the significant judgements and estimates disclosed in the 30 June 2024 Annual Financial Report, the following significant judgements and estimates have been applied in preparing the consolidated interim financial report (refer to note 3 for more information):

- Valuation of trade receivables and contract assets and related assessment of expected credit losses;
- Determination of whether there have been substantial modifications with respect to financial assets (trade receivables and contract assets); and
- Judgement with respect to whether the financial asset arising from the significant modification event is purchased or originated credit impaired.

1.5 Climate-Related Considerations

Climate-related risk is a developing issue that can affect NRW's business through a reduction to current activity levels in certain sectors, the physical and transitional risks associated with moving to a low-carbon economy, and increased Government policy and mandates.

Mitigation actions include ensuring climate-related risks and opportunities form part of the Group's strategic decision making process; updating risk management processes to include climate-related risks and opportunities; identifying and implementing opportunities within the business that reduce NRW's carbon footprint; offering clients low-carbon solutions to support their emissions reduction targets and partnering with industry to invest in and drive low-emissions technology development where relevant to NRW's business.

The accounting-related measurement and disclosure items that are most impacted by commitments, and climate-related risks more generally, relate to those areas in the financial statements that are prepared based on historical cost and subject to estimation uncertainties in the medium term. Climate change impacts can also introduce greater volatility in assets measured or carried at fair value. The Group's current climate-related commitment is reflected in the Group's Directors' Report.

2 SEGMENT REPORTING

NRW has structured its business reporting into three segments:

- **Civil:** The Civil segment specialises in the delivery of private and public civil infrastructure projects, mine development, bulk earthworks and commercial and residential subdivisions. Civil construction projects include roads, bridges, tailings storage facilities, rail formations, ports, renewable energy projects, water infrastructure and concrete installations.
- **Mining:** The Mining segment specialises in mine management, contract mining, load and haul, drill and blast, coal handling preparation plants, maintenance services and the fabrication of water and service vehicles.
- **Minerals, Energy & Technologies:** The MET segment includes Primero, RCR, DIAB and OFI. Primero is a multidisciplinary engineering business that specialises in the design, construction, operation and maintenance of global resource projects across the mineral processing, energy and non-process infrastructure market segments. RCR is a leading OEM that offers innovative materials handling design capability. DIAB is an engineering and fabrication services provider to the metals and mining industry and provides specialist maintenance (shutdown services and onsite maintenance), industrial engineering and construction services. OFI specialises in industrial electrical engineering, automation, switchboard design and manufacture, instrumentation and electrical design and construction across a number of sectors including mining and resources, government and defence, fuels and explosives, infrastructure, utilities and industrial processing.

Segment results include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise predominantly of corporate expenses. Inter-segment pricing is determined on an arm's length basis.

Major activities of the Group are construction contracts, mining, drill and blast services and minerals, energy and technologies. Revenue is recognised at an amount that reflects the consideration the Group expects to be entitled to, net of goods and services tax or similar tax.

Further information on the application of AASB 15 *Revenue from Contracts with Customers* on the major activities of the Group is provided in the Company's 2024 Annual Financial Report.

Segment revenues and profit

FH FY25 $'000	Civil	Mining	MET	Corporate / Eliminations	Total
Revenue	**417,931**	**805,102**	**454,014**	**(25,265)**	**1,651,782**
EBITDA	**23,047**	**141,201**	**35,752**	**(11,160)**	**188,840**
EBITDA margin (%)	*5.5%*	*17.5%*	*7.9%*	-	*11.4%*
Depreciation and amortisation	(1,634)	(77,515)	(8,608)	(4,150)	(91,907)
EBITA	**21,413**	**63,686**	**27,144**	**(15,310)**	**96,933**
EBITA margin (%)	*5.1%*	*7.9%*	*6.0%*	-	*5.9%*
Amortisation of acquisition intangibles					(3,659)
Non-recurring transactions					(8,629)
Net interest					(13,504)
Profit before income tax					**71,141**
Income tax expense					(19,456)
Profit for the period					**51,685**

2 SEGMENT REPORTING CONTINUED

FH FY24 $'000	Civil	Mining	MET	Corporate / Eliminations	Total
Revenue	**297,329**	**772,249**	**392,599**	**(35,588)**	**1,426,589**
EBITDA	**12,855**	**122,904**	**29,233**	**(7,777)**	**157,215**
EBITDA margin (%)	*4.3%*	*15.9%*	*7.4%*	-	*11.0%*
Depreciation and amortisation	(682)	(53,301)	(7,566)	(3,584)	(65,133)
EBITA	**12,173**	**69,603**	**21,667**	**(11,361)**	**92,082**
EBITA margin (%)	*4.1%*	*9.0%*	*5.5%*	-	*6.5%*
Amortisation of acquisition intangibles					(3,239)
Non-recurring transactions					(21,105)
Net interest					(9,224)
Profit before income tax					**58,514**
Income tax expense					(16,879)
Profit for the period					**41,635**

3 TRADE AND OTHER RECEIVABLES

	31 December 2024 $'000	30 June 2024 $'000
Trade receivables	87,048	152,108
Contract assets	268,631	250,607
Other receivables including loans to associates	22,041	27,077
Total current trade and other receivables	**377,720**	**429,792**
Amounts due from OneSteel Manufacturing Pty Ltd [(1)]	90,855	-
Total non-current trade and other receivables	**90,855**	**-**
Total receivables [(2)]	**468,575**	**429,792**

(1) *Amounts due from OneSteel Manufacturing Pty Ltd include $4.2 million trade receivables, $82.5 million originated credit-impaired financial asset arising on entering into the Standstill Agreement, and $4.1 million contract asset. The $90.9 million due from OneSteel, have been classified as non-current as the process of enforcement of Golding's various security and resolution of OneSteel's Administration is expected to take in-excess of twelve months to complete from balance date.*
(2) *Includes expected credit losses provision of $7.1 million (FY24: $0.9 million).*

OneSteel Manufacturing Pty Ltd

Golding performs mining services for OneSteel under the MSA. The customer is a wholly-owned subsidiary of LPMA. As at 30 June 2024, included in trade and other receivables were amounts due from OneSteel amounting to $80.4 million. These amounts were fully collected in the period up to 19 October 2024. Golding continued to provide services to OneSteel under its MSA however due to OneSteel's failure to pay in accordance with the MSA, suspended operations on 7 November 2024.

Modification of OneSteel receivables in the period

Following the suspension of operations noted above, Golding negotiated the terms of a restart of operations, culminating in the execution of a Standstill Agreement and various security documents on 6 December 2024 in which a lump sum repayment of $70 million was committed to by OneSteel from the proceeds of a proposed refinancing announced by OneSteel's parent entity (LPMA) on 19 November 2024.

In these agreements, OneSteel acknowledged the outstanding total of $82.5 million due to Golding at the date of the Standstill Agreement, and Golding obtained a guarantee and indemnity from both LPMA and Whyalla Ports, as well as a range of security which is discussed in further detail below. Golding also modified the penalty interest rate from 5.3% to 13.0% for overdue payments.

3 TRADE AND OTHER RECEIVABLES CONTINUED

Management have performed a qualitative assessment of the terms and conditions of the $82.5 million that was receivable by Golding at the date of execution of the Standstill Agreement and various security documents, and determined a substantial modification in accordance with AASB 9 had occurred and the $82.5 million of Trade and other receivables were derecognised.

Subsequent to this, a new financial asset was recognised on 6 December 2024 reflecting the terms agreed in the Standstill Agreement at an initial fair value of $82.5 million reflecting consideration of the collateral made available to Golding through the Standstill Agreement. This new financial asset was assessed in accordance with AASB 9 and considered to be an originated credit impaired financial asset. At each reporting date, the Group recognise in profit or loss the amount of the change in lifetime expected credit losses as an impairment gain or loss.

Assessment of recoverability of OneSteel receivable at 31 December 2024

Due to the specific facts and circumstances present at reporting date and events that occurred between reporting date and date of this report (note 17), the Company has performed an assessment of the recoverable value of financial assets directly associated with OneSteel.

As at 31 December 2024, the Group had $86.7 million of trade receivables all of which were past contractual due dates and $4.1 million of contract assets related to this customer, which are included in the total balance of Trade and other receivables of $468.6 million (note 3). At the date of this report, the Group has $106.2 million of trade receivables related to OneSteel, with $106.2 million past contractual due dates, and contract assets of $7.0 million.

Golding has secured collateral associated with these unpaid amounts. The collateral includes first ranking security over certain Whyalla Ports assets and a first ranking security over the ordinary shares held by LPMA in Whyalla Ports, as well as a payment guarantee from LPMA and Whyalla Ports. The Group has obtained expert legal advice which confirms the validity and enforceability of the security.

On 19 February 2025, the South Australian State Government appointed KordaMentha as an administrator of OneSteel under section 436C of the Corporations Act 2001. The appointment of the administrator was facilitated by changes to the Whyalla Steel Works Act 1958 which passed State Parliament on the morning of 19 February 2025. Consequently, the Company performed an assessment of the recoverability of the Trade and other receivables associated with OneSteel for the balances recognised as at 31 December 2024. Golding is continuing to provide mining services at planned production levels under the direction of the Administrators in accordance with the terms of the MSA that remains in effect. Golding has had confirmation that it will be paid by the Administrators for all services performed in accordance with the MSA on and from 19 February 2025.

NRW believes that the security represents sufficient value to recover the carrying value of the trade receivables and contract assets related to OneSteel as at the date of the Standstill Agreement, 31 December 2024 and at the date of appointment of Administrators to OneSteel. Accordingly, no specific allowance has been made for the non-recovery of the amounts due as at 31 December 2024.

Realising the secured assets of Whyalla Ports and any other recovery through the collateral granted, would require enforcing the security for default under the various agreements entered into by Golding, LPMA and Whyalla Ports. NRW has various options regarding the enforcement of its security, to recover a value at least equal to the carrying value of the outstanding trade receivables and contract assets. If these options do not realise sufficient value from the secured assets to recover the carrying value of the outstanding trade receivables and contract assets, then these assets would be required to be written down to their recoverable amount through profit or loss. A degree of uncertainty exists on the potential timing of realisation of value associated with the Group enforcing its rights under the existing security arrangements.

3 TRADE AND OTHER RECEIVABLES CONTINUED

Accounting Policies

Trade receivables

Trade receivables represent receivables in respect of which the Group's right to consideration is unconditional subject only to the passage of time. Trade and other receivables are initially recognised at fair value and subsequently at amortised cost using the effective interest rate method, less an allowance for expected credit losses.

The average credit period on trade receivables ranges from 30 to 75 days in most cases. In determining the recoverability of a trade receivable, the Group used the Expected Credit Loss (ECL) model as per AASB 9 *Financial Instruments*. The ECL model requires the Group to account for expected credit losses at each reporting date to reflect changes in credit risk since initial recognition of the financial assets.

The Group has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. The expected credit losses on trade receivables are estimated using a provision matrix by reference to past default experience of the debtor and an analysis of the debtor's current financial position. This is then adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date.

A modification of a financial asset occurs if the contractual cash flows of the financial asset are renegotiated or otherwise modified between initial recognition and maturity of a financial asset. More specifically, the changes to the original contractual terms must be legally binding and enforceable by law. Substantial modification of the terms of an existing financial asset or a part of it (whether or not attributable to the financial difficulty of the debtor) shall be accounted for as an extinguishment of the original financial asset and the recognition of a new financial asset.

Purchased or originated credit-impaired financial asset

For purchased or originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated by discounting the estimated future cash flows, including expected credit losses, to the amortised cost of the debt instrument on initial recognition. Cumulative changes in lifetime expected credit losses are recognised as part of the fair value at initial recognition date with any future changes in cumulative lifetime expected credit losses recognised in profit or loss as they arise.

Contract assets

AASB 15 uses the terms 'contract asset' and 'contract liability' to describe what might more commonly be known as 'accrued revenue' and 'deferred revenue'. Contract assets represent the Group's right to consideration for services provided to customers for which the Group's right remains conditional on something other than the passage of time. Amounts are generally reclassified to trade receivables when contract performance obligations have been certified or invoiced to the customer. Contract liabilities arise where payment is received prior to work being performed.

Collateral

The Group does not generally hold any collateral or other credit enhancements to cover its credit risks associated with its financial assets, except to the extent disclosed within this note associated with OneSteel, where collateral was obtained to mitigate credit risk associated with amounts due to Golding by OneSteel. There have not been any significant changes in the quality of the collateral held for the OneSteel related receivables.

4 PROPERTY, PLANT AND EQUIPMENT

	Notes	Land	Buildings	Leasehold Improvements	Plant and Equipment	Total
		$'000	$'000	$'000	$'000	$'000
COST						
Balance as at 30 June 2023		**3,218**	**7,229**	**4,589**	**1,093,340**	**1,108,376**
Additions		-	-	200	192,646	192,846
Disposals		(2,205)	(619)	(9)	(66,088)	(68,921)
Balance as at 30 June 2024		**1,013**	**6,610**	**4,780**	**1,219,898**	**1,232,301**
Acquisitions from business combinations	15	-	-	-	81,376	81,376
Additions		-	-	37	91,181	91,218
Disposals		-	-	(2,149)	(38,574)	(40,723)
Balance as at 31 December 2024		**1,013**	**6,610**	**2,668**	**1,353,881**	**1,364,172**
DEPRECIATION						
Balance as at 30 June 2023		**1,000**	**6,299**	**2,406**	**607,712**	**617,417**
Depreciation expense		**-**	161	231	122,075	122,467
Disposals		(1,000)	(619)	(163)	(59,955)	(61,737)
Balance as at 30 June 2024		**-**	**5,841**	**2,474**	**669,832**	**678,147**
Depreciation expense		-	104	116	82,055	82,275
Disposals		-	-	(1,796)	(32,556)	(34,352)
Balance as at 31 December 2024		**-**	**5,945**	**794**	**719,331**	**726,070**
CARRYING VALUES						
At 30 June 2024		**1,013**	**769**	**2,306**	**550,066**	**554,154**
At 31 December 2024		**1,013**	**665**	**1,874**	**634,550**	**638,102**

5 RIGHT-OF-USE (ROU) ASSETS

	RoU Buildings	RoU Plant and Equipment	Total
	$'000	$'000	$'000
COST			
Balance as at 30 June 2023	**59,454**	**18,918**	**78,372**
Additions	3,363	6,614	9,977
Disposals	(840)	(4,838)	(5,678)
Balance as at 30 June 2024	**61,977**	**20,694**	**82,671**
Additions	12,806	3,045	15,851
Disposals	(6,949)	(2,079)	(9,028)
Balance as at 31 December 2024	**67,834**	**21,660**	**89,494**
DEPRECIATION			
Balance as at 30 June 2023	**25,347**	**8,084**	**33,431**
Depreciation expense	9,466	6,125	15,591
Disposals	(840)	(4,838)	(5,678)
Balance as at 30 June 2024	**33,973**	**9,371**	**43,344**
Depreciation expense	5,442	3,400	8,842
Disposals	(6,949)	(2,079)	(9,028)
Balance as at 31 December 2024	**32,466**	**10,692**	**43,158**
CARRYING VALUES			
At 30 June 2024	**28,004**	**11,323**	**39,327**
At 31 December 2024	**35,368**	**10,968**	**46,336**

6 INVESTMENTS IN LISTED EQUITIES

	31 December 2024	30 June 2024
	$'000	$'000
Investments at fair value through profit or loss		
Green Technology Metals Limited (ASX: GT1)	1,131	1,262
Barton Gold Limited (ASX: BGD)	1,833	1,983
Grid Metals Corp. (TSXV: GRDM.V)	448	715
Other listed equities	379	399
Total investments in listed equities	**3,791**	**4,359**

All equity investments in scope of AASB 9 are measured at fair value in the Consolidated Statement of Financial Position with value changes recognised in profit or loss, except for those equity investments for which the entity has elected to present value changes in other comprehensive income.

7 INTANGIBLES

	Software and System Development	Patent Technology	Brand Names	Customer Relationships	Total
	$'000	$'000	$'000	$'000	$'000
COST					
Balance as at 30 June 2023	**22,004**	**9,460**	**18,670**	**74,986**	**125,120**
Additions	1,985	-	-	-	1,985
Balance as at 30 June 2024	**23,989**	**9,460**	**18,670**	**74,986**	**127,105**
Additions	184	-	-	-	184
Assets recognised on business combinations	-	-	-	2,932	2,932
Balance as at 31 December 2024	**24,173**	**9,460**	**18,670**	**77,918**	**130,221**
AMORTISATION					
Balance as at 30 June 2023	**13,496**	**9,460**	**-**	**59,373**	**82,329**
Amortisation expense	1,604	-	-	5,890	7,494
Balance as at 30 June 2024	**15,100**	**9,460**	**-**	**65,263**	**89,823**
Amortisation expense	790	-	-	3,659	4,449
Balance as at 31 December 2024	**15,890**	**9,460**	**-**	**68,922**	**94,272**
CARRYING VALUES					
At 30 June 2024	**8,889**	**-**	**18,670**	**9,723**	**37,282**
At 31 December 2024	**8,283**	**-**	**18,670**	**8,996**	**35,949**

8 GOODWILL

Goodwill is attributable to Cash Generating Units (CGU) aggregated in the following reporting segments whose results are regularly reviewed by the Board.

	31 December 2024	30 June 2024
	$'000	$'000
Civil	18,513	18,513
Mining	59,858	59,858
MET	91,952	91,952
Balance at end of the period	**170,323**	**170,323**

Following an assessment performed, there were no impairment indicators that suggested that Goodwill required testing as at 31 December 2024.

9 FINANCIAL DEBT

In August 2024, NRW completed negotiations of new terms to its secured debt facilities with three domestic banks and one international bank with a combined banking facility limit of $430 million and guarantee facility limit of $20 million. The Group has a three-year term which includes an evergreen provision, to allow for extension of the maturity. The customary covenants, terms and conditions with each bank are governed by a common terms deed. The lenders have first ranking general security over the assets of NRW Holdings and its Australian subsidiaries. The facilities are structured as a revolving credit facility, and bear interest at variable market rates of BBSY, plus margin on the utilised amount with an effective interest rate of 6.3%. Manner of payment consists of periodic cash settled interest with principal repayment obligations due at the maturity of the facility. As at 31 December 2024, the Group is in compliance with its obligations under its facilities and expects to be in compliance on an ongoing basis.

	31 December 2024	30 June 2024
	$'000	$'000
SECURED AT AMORTISED COST		
Current		
Bank loans	309	9,561
Equipment finance	90,748	68,236
Other	4,781	201
Total current financial debt	**95,838**	**77,998**
Non-current		
Bank loans	100,000	40,000
Equipment finance	195,025	161,810
Total non-current financial debt	**295,025**	**201,810**
Total financial debt	**390,863**	**279,808**

Financial debt movement reconciliation

	6 months to 31 December 2024	12 months to 30 June 2024
	$'000	$'000
Opening balance	**279,808**	**260,417**
New equipment finance	99,892	85,032
Repayment of equipment finance	(44,165)	(73,167)
New financial debt	50,625	20,000
Net repayment of financial debt	4,703	(12,474)
Total financial debt	**390,863**	**279,808**

Interest bearing finance facilities

31 December 2024	Face Value (limit)	Carrying Amount (utilised)	Unutilised Amount
	$'000	$'000	$'000
Banking facilities [1]	**430,000**	100,309	329,691
Equipment finance [2]	**638,192**	285,773	352,419
Guarantees and insurance bonds	**696,966**	334,799	362,167

(1) Includes cash advance facilities.
(2) Term ranges from one to five years.

30 June 2024	Face Value (limit)	Carrying Amount (utilised)	Unutilised Amount
	$'000	$'000	$'000
Banking facilities [1]	**237,800**	49,561	188,239
Equipment finance [2]	**598,955**	230,046	368,909
Guarantees and insurance bonds [3]	**521,966**	352,006	169,960

(1) Includes cash advance facilities and an overdraft facility.
(2) Term ranges from one to five years.
(3) $10.0 million of the overall limit is interchangeable as an overdraft facility.

10 LEASE DEBT

	31 December 2024	30 June 2024
	$'000	$'000
Opening balance	**45,651**	**51,503**
New leases	15,851	9,977
Net repayments	(8,752)	(15,829)
Balance at reporting date	**52,750**	**45,651**
Current	17,302	15,665
Non-current	35,448	29,986
Total lease debt	**52,750**	**45,651**

11 SHARE CAPITAL

At 31 December 2024, 457,192,116 fully paid ordinary shares were on issue (30 June 2024: 455,102,564). All issued shares are fully paid and rank equally. Fully paid ordinary shares carry one vote per share and carry a right to dividends.

	6 months to 31 December 2024		12 months to 30 June 2024	
	No. '000	$'000	No. '000	$'000
FULLY PAID ORDINARY SHARES				
Balance at the beginning of the period	**455,103**	**383,416**	**451,248**	**383,416**
Issue of shares to executives and employees	2,089	-	3,855	-
Balance at the end of the period	**457,192**	**383,416**	**455,103**	**383,416**

12 RESERVES

	31 December 2024	30 June 2024
	$'000	$'000
SHARE BASED PAYMENT RESERVES		
Balance at the beginning of the period	**20,565**	**17,479**
Share based payment expense	2,346	3,086
Balance at the end of the period	**22,911**	**20,565**
Foreign currency reserve	421	(67)
Total reserves	**23,332**	**20,498**

Exchange differences arising on translation of foreign controlled entities are taken to the foreign currency translation reserve. The reserve is recognised in the income statement when the foreign operation is disposed of.

13 RETAINED EARNINGS

	Note	6 months to 31 December 2024	12 months to 30 June 2024
		$'000	$'000
Balance at the beginning of the period		**248,642**	**209,229**
Net profit attributable to members of the parent entity		51,685	105,096
Dividends paid	16	(40,960)	(65,683)
Balance at the end of the period		**259,367**	**248,642**

14 RECONCILIATION OF PROFIT FOR THE PERIOD TO NET CASH FLOWS FROM OPERATING ACTIVITIES

	6 months to 31 December 2024	6 months to 31 December 2023
	$'000	$'000
Profit after income tax	**51,685**	**41,635**
Adjustments for:		
Depreciation and amortisation expenses	95,566	68,372
Investment revaluations	567	(11,779)
Other non-cash items	6,293	(431)
Net cash generated before movement in working capital	**154,111**	**97,797**
Net working capital movement	(12,170)	(45,510)
Net cash from operating activities	**141,941**	**52,287**

15 BUSINESS ACQUISITION – HSE SWC CONTRACT

On 1 August 2024, NRW's wholly-owned subsidiary Golding, acquired the mining services contract, associated fleet and transfer of the employees of HSE SWC Contract (HSE) that were deployed to Stanmore Resources Limited's South Walker Creek (SWC) mine site. The transaction required Golding to employ approximately 539 HSE personnel that operate the heavy mining equipment that were deployed at SWC. The mining services contract was novated to Golding as part of the acquisition.

The total consideration paid was $78.3 million of which $75.0 million was funded via the Group's facilities and the remainder paid in cash.

The acquisition has been accounted for under AASB 3 Business Combinations on a provisional basis as the Group finalises the purchase price allocation and deferred tax accounting associated with the acquisition.

Provisional fair value of assets acquired, and liabilities assumed at the date of the acquisition

	$'000
ASSETS	
CURRENT ASSETS	
Trade and other receivables	652
Inventories	12,465
Total current assets	**13,117**
NON-CURRENT ASSETS	
Property, plant and equipment	81,376
Intangibles	2,932
Deferred tax assets	6,932
Total non-current assets	**91,240**
Total assets	**104,357**
LIABILITIES	
CURRENT LIABILITIES	
Provisions	26,037
Total current liabilities	**26,037**
Total liabilities	**26,037**
Net assets acquired	**78,320**

Goodwill arising on acquisition

	$'000
Consideration paid in cash	**78,320**
Less fair value of identifiable net assets acquired	(78,320)
Goodwill	**-**

HSE business combination transaction was equal to the fair value of the consideration paid for the combination including amounts in relation to the benefit of expected synergies, future market development and the assembled workforce of HSE. These benefits are not recognised separately as they do not meet the recognition criteria for identifiable intangible assets.

An independent assessment has determined the carrying value of the intangibles relating to the 'customer contracts and relationships' being the HSE SWC contract with Stanmore Resources as part of the acquisition. Customer contracts and relationships are being amortised over the remaining life of the customer contract.

15 BUSINESS ACQUISITION – HSE SWC CONTRACT CONTINUED

Impact of acquisition on the results of the Group

Revenue for the half-year includes $99.3 million in respect of the HSE South Walker Creek contract. Had the acquisition of HSE SWC Contract been effected 1 July 2024, the revenue of the Group from continuing operations for the six months ended 31 December 2024 would have been $119.1 million.

The acquisition has impacted the Group's balance sheet by increasing assets, primarily through the addition of property, plant and equipment and inventories.

The activities of HSE were progressively integrated into the operations of Golding over the five months following the completion of the acquisition.

Costs of a one-off nature relating to the acquisition amounting to $5.9 million have been excluded from the consideration transferred and have been recognised as an expense in the Consolidated Statement of Profit and Loss for the period ended 31 December 2024.

16 DIVIDENDS

During the period, NRW Holdings Limited made the following dividend payments.

Fully Paid Ordinary Shares	Cents Per Share	6 months to 31 December 2024	Cents Per Share	6 months to 31 December 2023
		$'000		$'000
Final dividend (FY24/FY23)	9.0	40,960	8.0	36,101

The Directors have declared an interim fully franked dividend for the half-year ended 31 December 2024 of 7.0 cents per share.

17 SUBSEQUENT EVENTS

Administration of OneSteel

NRW Holdings Limited's wholly-owned subsidiary, Golding has been providing mining services for OneSteel since 2020 under a Mining Services Agreement (MSA).

Upon execution of the Standstill Agreement and various security documents with OneSteel during the period, Golding had obtained first ranking security over the shares of Whyalla Ports Pty Ltd (Whyalla Ports) and second ranking security over certain assets of Whyalla Ports with an undertaking to provide priority to first ranking. On 13 February 2025, Golding executed a priority deed, elevating to first ranking security over the assets of Whyalla Ports.

On 19 February 2025, the South Australian Government appointed KordaMentha as Administrators over OneSteel. Golding is continuing to provide mining services at planned production levels under the direction of the Administrators in accordance with the terms of the MSA that remains in effect. Golding has had confirmation that it will be paid by the Administrators for all services performed in accordance with the MSA on and from 19 February 2025.

As at the date of this report, Golding is owed approximately $113.3 million under the MSA for the period prior to the 19 February 2025 appointment. Golding previously obtained a guarantee and indemnity from both LPMA and Whyalla Ports Pty Ltd (Whyalla Ports), as well as first ranking security over certain assets of, and shares in Whyalla Ports.

NRW believes that the security held has sufficient value to allow recovery of all amounts outstanding to NRW as at 31 December 2024 and also the date that Administrators were appointed to OneSteel. NRW has various options regarding the enforcement of its security and will make a decision on the path forward based on the best interest of its shareholders and other stakeholders. Refer to note 3 for more information.

Other Events

Other than the events stated above there were no matters or circumstances that have arisen since the end of the half-year which significantly affected or may significantly affect the operations of the Group, the results of those operations or the state of affairs of the consolidated entity in the subsequent financial period.

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Independent Auditor's Review Report to the members of NRW Holdings Limited

Qualified Conclusion

We have reviewed the interim financial report of NRW Holdings Limited (the "Company") and its subsidiaries (the "Group"), which comprises the condensed consolidated statement of financial position as at 31 December 2024, and the condensed consolidated statement of profit or loss and other comprehensive income, the condensed consolidated statement of cash flows and the condensed consolidated statement of changes in equity for the half-year ended on that date, notes to the financial statements, including material accounting policy information and other explanatory information, and the directors' declaration as set out on pages 16 to 33.

Based on our review, which is not an audit, except for the effects of the matters described in the *Basis for Qualified Conclusion* paragraph, we have not become aware of any matter that makes us believe that the accompanying interim financial report of the Group does not comply with the *Corporations Act 2001*, including:

- giving a true and fair view of the Group's financial position as at 31 December 2024 and of its performance for the half-year ended on that date; and
- complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis for Qualified Conclusion

As disclosed in note 3 to the interim financial report, on 6 December 2024 the Group made a substantial modification to the terms of amounts due from OneSteel Manufacturing Pty Ltd (OneSteel). As at 31 December 2024 an amount of $90.9 million due from OneSteel is included in non-current trade and other receivables ("the OneSteel receivable"). We have been unable to obtain sufficient appropriate evidence with respect to whether any loss should have been recognised in Profit or Loss for the half-year ended 31 December 2024 related to the substantial modification, the valuation of the security obtained by the Group, and the potential timing of realisation of any value associated with the security should the Group be required to enforce its rights under its existing security arrangements.

Accordingly, we have been unable to determine whether any loss should have been recognised in Profit or Loss for the half-year ended 31 December 2024 related to the substantial modification or valuation of the OneSteel Receivable at 31 December 2024, and whether the recoverable amount of the OneSteel receivable is at least equal to its carrying value, and therefore whether it would be necessary for the carrying value to be written down to its recoverable amount.

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

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

Directors' Responsibilities for the Interim Financial Report

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

Auditor's Responsibilities for the Review of the Interim Financial Report

Our responsibility is to express a conclusion on the interim financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the interim financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2024 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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

DELOITTE TOUCHE TOHMATSU

David Newman
Partner
Chartered Accountants
Perth, 28 February 2025

APPENDIX 4D

For the half-year ended 31 December 2024

Provided below are the Results for Announcement to the Market in accordance with ASX Listing Rule 4.2A.3 and Appendix 4D for NRW Holdings Limited and its controlled entities for the half-year ended 31 December 2024.

	% Change up / (down)	6 months to 31 December 2024	6 months to 31 December 2023
		$'000	$'000
Revenues from ordinary activities	15.8%	1,651,782	1,426,589
Profit from ordinary activities after tax attributable to members	24.1%	51,685	41,635
Total Comprehensive Income	24.1%	51,685	41,635
INTERIM DIVIDEND			
Date dividend is payable		10 April 2025	11 April 2024
Record date to determine entitlements to dividend		25 March 2025	26 March 2024
Interim dividend payable per security (cents)		7.0	6.5
Franked amount of dividend per security (cents)		7.0	6.5
Unfranked amount of dividend per security (cents)		-	-
RATIOS AND OTHER MEASURES			
Net tangible asset backing per ordinary security		$1.01	$0.90

Commentary on the results for the half-year

Commentary on the results for the reporting period is contained within the accompanying Interim Financial Report. It is recommended that the report is read in conjunction with the Annual Financial Report for the year ended 30 June 2024.

Status of accounts

This statutory Financial Report is based on accounts that have been subject to a review by the auditor of the Company.

NRW Holdings Limited - ACN 118 300 217