

### 30 June 2023 Quarterly Activities Report

#### Barton Gold Holdings Ltd (Barton or the Company)

ASX Code: **BGD**

ACN: 633 442 618

ABN: 36 633 442 618

Level 4, 12 Gilles Street

Adelaide SA 5000

T: +61 8 9322 1587

E: [contact@bartongold.com.au](mailto:contact@bartongold.com.au)

[www.bartongold.com.au](http://www.bartongold.com.au)

#### Capital Structure\*

195.3m Ordinary Shares

(including 4.9m shares issued subsequent to quarter end)

18.6m unlisted options

#### Working Capital

Cash: \$10.451 million (30 June 2023)

Debt: Nil

*\*Refer to ASX announcement of 20 Jul 2023 for full details and terms of securities*

#### Highlights

##### Tunkillia Gold Project, SA (100%)

- Area 51 mineralisation extended to ~700m strike length ([link](#))
- **223 Deposit Mineral Resources grow 20% to 1.15Moz Au** ([link](#))

##### Corporate

- **\$5.2m net additional cash** from asset monetisation initiatives **delivers initial public offering (IPO) budget outperformance**
- **\$3.5m oversubscribed institutional placement** ([link](#))
- **\$1.23m oversubscribed Share Purchase Plan (SPP)** ([link](#))
- **~1,190oz Au gold concentrates (~\$3.4m contained Au) prepared to-date** ([link](#)) from December 2022 mill cleanout ([link](#))
- **Central Gawler Mill valued at \$100m+** replacement cost ([link](#))
- **IIR Research values Barton Gold at \$0.50 per share** ([link](#))
- Exclusive Au-Cu technology R&D partnership agreed with SensOre Ltd (ASX:S3N) over 60,000km<sup>2</sup> of Gawler Craton ([link](#))
- Barton's Tunkillia Project and MRE update featured on Channel 7's The Weekend Prospector television show ([link](#))
- **Net quarterly cash increase of \$1.6m** following placement
- **\$10.45m cash balance** (30 June 2023) **before proceeds of SPP and pending additional concentrates recoveries and sales**

#### Commenting on the Company's June 2023 quarter, Barton MD Alex Scanlon said:

*"2023 is set to be a transformative year for Barton, and the June quarter has set the tone with a 189koz upgrade at our 'Stage 2 Expansion' project and an institutional placement to accelerate 'Stage 1' development pathways.*

*"The quarter end also marks an important corporate milestone for Barton, which celebrates two years as an ASX-listed company. We have considerably outperformed our IPO Prospectus budget for the period, with cash more than \$5m higher than forecast owing to optimised exploration activities and asset monetisation initiatives.*

*"This performance is driving international awareness of Barton's strategy, an expanding shareholder register, and increasing corporate momentum as we target further 'Stage 1' and 'Stage 2' Resources growth during 2023. We are also looking closely at potentially increasing gold concentrates production from existing stockpiles."*

#### Barton Gold Holdings Limited

ACN: 633 442 618

ASX: **BGD**

#### Registered Office

Level 4

12 Gilles Street

Adelaide SA 5000 Australia

T +61 8 9322 1587

E [contact@bartongold.com.au](mailto:contact@bartongold.com.au)

#### Company Directors

Kenneth Williams

Alexander Scanlon

Christian Paech

Graham Arvidson

**Non Executive Chairman**

**Managing Director & CEO**

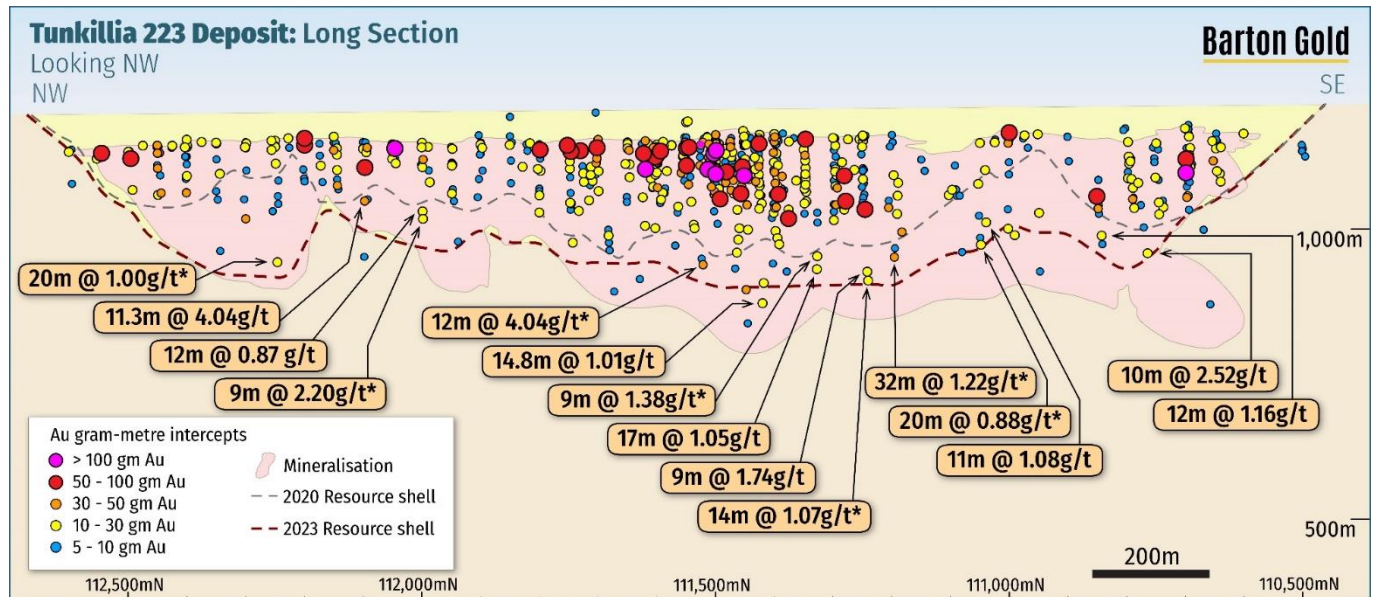
**Non Executive Director**

**Non Executive Director**

## EXPLORATION

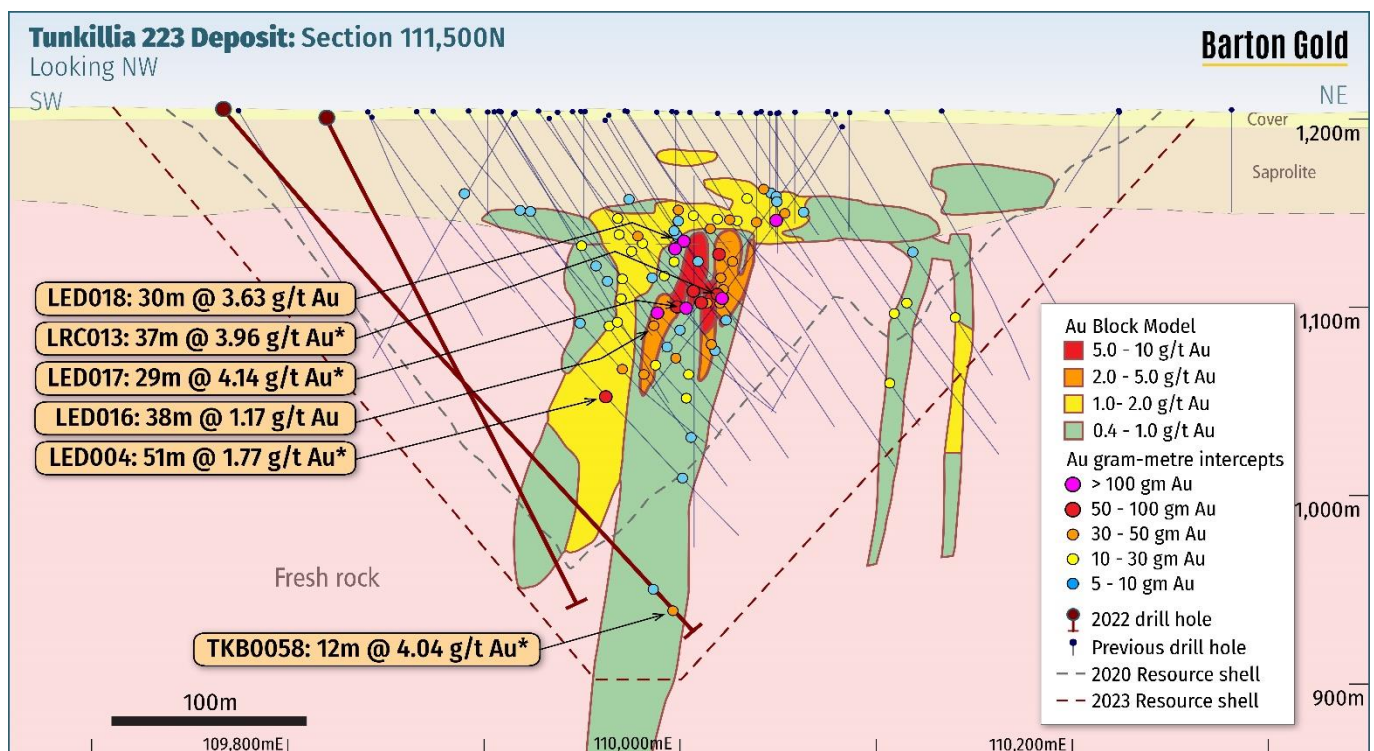
On 26 April 2023 Barton announced a JORC (2012) Mineral Resources Estimate (MRE) update for the Tunkillia Gold Project's (Tunkillia) 223 Deposit.<sup>1</sup> **50 – 150m depth extensions were confirmed in key zones, adding ~12Mt to the MRE with ~189koz new ounces added for only \$12 / oz (all inclusive).**<sup>1</sup>

**223 Deposit JORC Resources increased to 1.15Moz Au (38.0Mt @ 0.94 g/t) (~58% Indicated) category, and Barton's total JORC Resources increased to 1.3Moz Au (40.6Mt @ 1.0 g/t) (~52% Indicated).**<sup>1</sup>



**Figure 1 – 223 Deposit long section w/ select Barton drilling results and 2020/2023 Resource shells<sup>1</sup>**

The updated 223 Deposit MRE model is focused on a conservative approach to anticipated future large-scale, bulk open pit mining methods focused on high efficiencies and strong gold reconciliations. **Notable 223 Deposit characteristics include ~80% of Resources within 200m of surface, a ~300m long high-grade core with broad (+80m) mining widths, and a 225koz Au shallow (~40m) supergene blanket.**<sup>1</sup>



**Figure 2 – Cross section 111,500N w/ high-grade central zone and Resource depth extension<sup>1</sup>**

<sup>1</sup> Refer to ASX announcement dated 26 April 2023



## CENTRAL GAWLER MILL

### High-Grade Mill Cleanout Recoveries

In December 2022 Barton announced the completion of a Central Gawler Mill cleanout and preservation program to assist scope and cost estimates for recommissioning.<sup>2</sup> During these works the gravity circuit was disassembled, stripped and cleaned, with an estimated 10+ tonnes of gold bearing materials recovered.

**Total saleable gold concentrates are therefore now ~7.4 dry tonnes grading an average ~5,000 g/t Au, for a contained metal value of ~1,190oz Au worth ~AUD \$3.4m at current AUD gold prices.<sup>3</sup>**



**Figure 3 – Central Gawler Mill with gravity circuit, gold room and other key equipment removed<sup>2</sup>**

The two parcels of gold concentrates comprising these values include:

- Parcel 1: ~3.8 dry tonnes grading an average ~3,000 g/t Au, for ~375oz contained gold;<sup>4</sup> and
- Parcel 2: ~3.6 dry tonnes grading an average ~7,000 g/t Au, for ~815oz contained gold.<sup>3</sup>

The Company is also evaluating other stockpiles of materials located adjacent to the Central Gawler Mill and the Tarcoola Gold Project's (**Tarcoola**) Perseverance mine for processing and recovery opportunities.<sup>5</sup>

### Replacement Cost Assessed at over \$100m

Following the December 2022 program Barton also commissioned an independent valuation report of the mill and associated site infrastructure.

The purpose of this report was to inform the appropriate level of insurance cover to protect these strategic assets while Barton continues its regional development and assessment of potential 'Stage 1' operations utilising the Central Gawler Mill.

**This report has valued the Central Gawler Mill and associated infrastructure at over \$100 million on an 'as new' replacement value basis, and over \$50 million on an 'as is' indemnity value basis.<sup>6</sup>**

<sup>2</sup> Refer to ASX announcement dated 20 December 2022

<sup>3</sup> Refer to ASX announcement dated 10 July 2023

<sup>4</sup> Refer to ASX announcement dated 31 May 2023

<sup>5</sup> Refer to ASX announcement dated 19 June 2023

<sup>6</sup> Refer to ASX announcement dated 1 June 2023

## CAPITAL RAISINGS

### Oversubscribed Institutional Placement

After Barton's Mineral Resources upgrade announced 26 April 2023<sup>(7)</sup>, the Company received expressions of interest from several institutional investors familiar with Barton's assets, strategy, and steady progress.

The Company therefore determined to open a small capital raising on an invitation only basis, focused on a short list of high quality institutional and sophisticated investors. Each of the investors invited to participate in the Placement is highly reputable and will help strengthen the Company's market profile.

The Placement sought to raise \$3 million (before costs) at a price of \$0.25 per Share. However, strong demand led the Company to accept oversubscriptions for a total value of \$3.5 million (before costs). The Placement was announced on 19 June 2023 and led by several institutional investors, including:<sup>8</sup>



Favourable terms resulted in modest (~7.35%) dilution, with a \$0.25 per Share issue price representing:

- a **5.66% discount to the previously traded price** of \$0.265 on Wednesday, 14 June 2023; and
- a 10.3% discount to the 10 trading day Volume Weighted Average Price (**VWAP**) to 14 June 2023.

The Placement was completed and 14,000,000 new shares issued on 26 June 2023.<sup>9</sup> The Company led the institutional component with Cumulus Wealth acting as Lead Manager and settlement agent.

### Oversubscribed Share Purchase Plan (SPP)

As also announced on 19 June 2023, Barton opened a \$1 million non-underwritten SPP allowing eligible shareholders to acquire new Barton Shares at the same \$0.25 per share price as the institutional placement. The SPP was formally opened on 27 June 2023, and closed at 5pm AWST on 14 July 2023.

The SPP sought to raise \$1 million (before costs). However, strong demand led the Company to accept oversubscriptions for a total value of \$1,233,000 (before costs), with 4,932,000 new shares issued.<sup>10</sup>

SPP shares were allocated on 20 July 2023 with SPP shares commencing trading on 21 July 2023.<sup>11</sup>

### Use of Placement & SPP Proceeds

The funds raised from the Placement and the SPP (see below) will be used to accelerate work programs targeting the identification and delineation of shallow high-grade Mineral Resources at Tarcoola, with the goal to establish Mineral Resources supporting potential 'Stage 1' operations.

<sup>7</sup> Refer to ASX announcement dated 26 April 2023

<sup>8</sup> Refer to ASX announcement dated 19 June 2023

<sup>9</sup> Refer to ASX announcement dated 26 June 2023

<sup>10</sup> Refer to ASX announcement dated 19 July 2023

<sup>11</sup> Refer to ASX announcement dated 20 and July 2023

---

## CORPORATE PRESENTATIONS & MEDIA

During the quarter Barton presented to investors on 2 May in [dual Company webinars](#), on 10 May at the [London 121 Conference](#), and in various media interviews to discuss (among others) the Company's Mineral Resources update for Tunkillia's 223 Deposit and subsequent institutional placement. Barton was also featured again on Channel 7 TV's show The Weekend Prospector, focused on the Tunkillia Project.



### INTERVIEW

**Alexander Scanlon**

Managing Director

**Barton Gold**

**(ASX: BGD)**



Figure 4 – Small Caps: Barton secures institutional investments to accelerate Stage 1 ([video link](#))



Figure 5 – Weekend Prospector Season 5, Episode 10: Barton Gold Tunkillia Project ([video link](#))

Copies of the Company's presentations and other media, including interviews and video recordings of conference presentations, are available on the 'Investor' section of Company's website:

- Presentations: <https://bartongold.com.au/investor/presentations/>
- Media: <https://bartongold.com.au/investor/media/>



---

## OTHER CORPORATE

### Issue of Options & Shares

On 19 June 2023 the Company announced an institutional placement to raise \$3.5 million (before costs) at a price of \$0.25 per share, for a total issue of 14,000,000 shares, and on the same date the Company announced a \$1 million SPP providing eligible existing investors the same opportunity.<sup>12</sup> On 23 June 2023 the Company issued the 14,000,000 institutional placement shares, and also issued 363,733 shares to investor relations and marketing services providers in lieu of cash consideration.<sup>13</sup>

On 28 June 2023 the Company announced the release from escrow of a total 89,657,496 shares, which shares were previously escrowed pursuant to the Company's 28 June 2021 initial public offering (**IPO**).<sup>14</sup>

Subsequent to quarter end, on 19 July 2023, the results of the SPP were announced and on 20 July 2023 a total of 4,932,000 shares were issued pursuant to total SPP applications of \$1,233,000.<sup>15</sup>

Accordingly, as at the publication date of this Quarterly Activities Report, the Company has a total of 195,286,326 fully paid ordinary shares on issue, with no escrowed shares.

### Financial

On 30 June 2023 the Company had \$10.451 million cash. Full details regarding the Company's cash movements during the quarter can be found in the Company's Appendix 5B. This represents a material outperformance of Barton's 14 May 2021 Prospectus 2 year cash budget forecast (after adjusting for the ~\$3.4m net cash proceeds of the Company's 19 June 2023 institutional placement).

Subsequent to quarter end, on 20 July 2023 the Company announced the further issue and allocation of shares for a total \$1,233,000 subscription proceeds pursuant to the SPP announced 19 June 2023.<sup>16</sup>

Expenditure during the quarter was focused on analysing recent Tunkillia resource definition drilling, MRE estimation, and preparation for FY24 exploration programs, with a total of \$887k cash spent on these activities including exploration personnel costs. The Company also had nonrecurring corporate costs relating to insurance mill valuation, investor engagement, and an application for a North American exchange listing. Barton's project team also completed gold concentrates processing and has commenced review of processing options for historical stockpiles. These costs were offset by income from cash invested by \$204k, and are expected to be further offset by the proceeds of pending gold sales.

During the quarter a total of \$147k was paid to related parties, including Directors and their associates.

### EVENTS SUBSEQUENT

Subsequent to the quarter ended 30 June 2023, Barton has published the following material news:

- 10 July 2023 – Saleable gold concentrates increase to approx. 1,190oz Au (~AUD \$3.4m) ([link](#))
- 19 July 2023 – Results of Share Purchase Plan ([link](#))

On 13 July 2023, Barton responded to claims by Marmota Limited (ASX:MEU) (**Marmota**) in respect of the Western Gawler Craton Joint Venture (**WGCJV**) and noting its intention to issue proceedings against the Company if its claims are not resolved by 3 August 2023. Barton has obtained legal advice and is of the view that Marmota's claims are without merit.<sup>17</sup> The Company will provide further updates in due course.

---

<sup>12</sup> Refer to ASX announcement dated 19 June 2023

<sup>13</sup> Refer to ASX announcements dated 13 and 23 June 2023

<sup>14</sup> Refer to Prospectus dated 14 May 2021 and ASX announcement date 28 June 2023

<sup>15</sup> Refer to ASX announcements dated 17, 19 and 21 July 2023

<sup>16</sup> Refer to ASX announcements dated 19 June and 20 July 2023

<sup>17</sup> Refer to ASX announcement dated 13 June 2023

---

Authorised by the Board of Barton Gold Holdings Limited.

*For further information, please contact:*

Alexander Scanlon

Managing Director

[a.scanlon@bartongold.com.au](mailto:a.scanlon@bartongold.com.au)

+61 425 226 649

Shannon Coates

Company Secretary

[cosec@bartongold.com.au](mailto:cosec@bartongold.com.au)

+61 8 9322 1587

## APPENDIX 1 – ADDITIONAL ASX LISTING RULE DISCLOSURES

Pursuant to ASX Listing Rule 5.3.4, the Company provides its actual expenditure on the individual items in the two year “use of funds” statement in its IPO Prospectus since the date of its admission to ASX’s Official List (being 25 June 2021) against the estimated expenditure on those items and an explanation of any material differences.

Use of Funds	Prospectus estimate (2 years)* \$’000	Actual use of funds from 25 June 2021 to quarter end \$’000	Variance \$’000
Exploration	11,871	9,740	2,131
Operating Expenses	2,190	2,789	(599)
Costs of the offer – Fundraising	900	900	0
Costs of the offer – Other (including listing fees)	145	145	0
Spare working capital	1,594	1,594	0
<b>Total Uses of Funds</b>	<b>16,700</b>	<b>15,169</b>	<b>1,531</b>
Income – gold sales	0	(1,491)	1,491
Income – asset disposals & camp hire	0	(1,362)	1,362
Income – grants & incentives	0	(1,617)	1,617
Equity issued net of transaction costs	0	(3,620)	3,620
<b>Total Uses of Funds (net of income)</b>	<b>16,700</b>	<b>7,079</b>	<b>9,621</b>

\* Refer to Barton Prospectus dated 14 May 2021.

Use of funds table format amended from prior Quarterly Activities Reports to include previously unbudgeted sources of funds (income) not anticipated at time of Prospectus drafting.

Material variances to-date relate lower exploration costs due to a combination of optimised exploration activities and delayed drilling schedules impacted by weather and the availability of contractors. While reverse circulation (RC) drilling net effective costs per metre drilled were below IPO budget estimates, the overall average cost per metre for drilling during the 2 year post IPO period were marginally higher than IPO budget due to completing a diamond drilling program to improve overall understanding of the Tunkillia geology, and a reduction in reverse circulation drilling.

Operating expenses for the period have increased as a result of increased investor engagement and non-recurring corporate initiatives including asset monetisation activities which have generated corresponding unbudgeted income from gold sales, and asset disposals and camp hire, among others. These initiatives have been itemised in the above table and result in an overall material improvement relative to the IPO forecast cash budget.

Figures subject to rounding.



## APPENDIX 2 – TENEMENT SCHEDULE

Tenement	Location	Nature of Interest	Interest at the beginning of the quarter	Interest at the end of the quarter
<b>Tunkillia 2 Pty Ltd</b>				
EL6639	South Australia	Granted	100%	100%
EL5901	South Australia	Granted	100%	100%
EL6845	South Australia	Granted	100%	100%
<b>Tarcoola 2 Pty Ltd</b>				
ERA1249 <sup>3</sup>	South Australia	Application	0%	0%
EL6167	South Australia	Granted	100%	100%
EL6210	South Australia	Granted	100%	100%
EL6860	South Australia	Granted	100%	100%
ML6455	South Australia	Granted	100%	100%
<b>Challenger 2 Pty Ltd</b>				
EL6625 <sup>1</sup>	South Australia	Granted	100%	100%
EL6012 <sup>1</sup>	South Australia	Granted	100%	100%
EL6173 <sup>1</sup>	South Australia	Granted	100%	100%
EL6502 <sup>1</sup>	South Australia	Granted	100%	100%
EL6532 <sup>1</sup>	South Australia	Granted	100%	100%
ML6103	South Australia	Granted	100%	100%
ML6457	South Australia	Granted	100%	100%
MPL63	South Australia	Granted	100%	100%
MPL65	South Australia	Granted	100%	100%
MPL66	South Australia	Granted	100%	100%
EL5998 <sup>1,2</sup>	South Australia	Granted	90%	90%
EL6569 <sup>1,2</sup>	South Australia	Granted	90%	90%

### Notes:

**1)** Tenements EL 6625, EL 6012, EL 6173, EL 6532, EL 5998, EL 6569 and the southern portion of EL 6502 comprise the tenements of the Western Gawler Craton Joint Venture (**WGCJV**) in which the Company presently holds a 21.16% gold rights interest (the **WGCJV Tenements**).<sup>18</sup>

**2)** Tenements EL 5998 and EL 6569 comprise the tenements of the All Minerals Joint Venture (**All Minerals JV**) in which the Company presently holds a 90% gold rights interest (the **All Minerals JV Tenements**).<sup>19</sup> Accordingly, where the Company has a present 21.16% gold rights interest in the WGCJV Tenements, the Company therefore has a present net 19.04% gold rights interest in the All Minerals JV Tenements (being equivalent to a present 21.16% WGCJV interest multiplied by a present 90% All Minerals JV interest).<sup>23</sup> With the exception of the All Minerals JV Tenements where the Company (via wholly-owned subsidiary Challenger 2 Pty Ltd) holds a 90% titled interest, the Company (via its subsidiaries) presently holds a 100% titled interest in all Tenements.<sup>24</sup> In respect of the All Minerals JV, Coombedown Resources Pty Ltd (**Coombedown**) retains a 10% titled interest in the tenements and a 10% free carried interest in the mineral rights thereupon until a decision to mine.<sup>24</sup>

**3)** On 14 July 2023 the Company, via wholly owned subsidiary Tarcoola 2 Pty Ltd, applied for Exploration Release Area (**ERA**) 1249, a 385km<sup>2</sup> parcel of exploration ground located to the north of ELs 6167, 6210 and 6860.

<sup>18</sup> Refer to Barton Prospectus dated 14 May 2021 and ASX announcement dated 14 October 2021.

<sup>19</sup> Refer to Barton Prospectus dated 14 May 2021.

## About Barton Gold

Barton Gold is an ASX listed Australian gold exploration company with **a total attributable 1.3Moz Au JORC Mineral Resources endowment** (40.6Mt @ 1.0 g/t Au), a pipeline of advanced exploration projects and brownfield mines, and **100% ownership of the only regional gold mill** in the central Gawler Craton of South Australia.\*

### Tarcoola Gold Project

- Existing brownfield open pit mine within trucking distance of Barton's processing plant
- Under-explored asset with untapped scale potential

### Tunkillia Gold Project

- 1.15Moz Au Mineral Resources (38Mt @ 0.94 g/t Au)\***
- Host structure extends 7km north and 7km south
- District-scale structures with advanced satellite targets

### Infrastructure

- 650ktpa CIP process plant, mine village, workshop, labs and airstrip
- Tarcoola ~40 person lodging to support mine operations
- Tunkillia camp to support dedicated project team



## Competent Persons Statement & Previously Reported Information

The information in this announcement that relates to the historic Exploration Results and Mineral Resources as listed in the table below is based on, and fairly represents, information and supporting documentation prepared by the Competent Person whose name appears in the same row, who is an employee or an independent consultant to the Company and is a Member or Fellow of the Australasian Institute of Mining and Metallurgy (AusIMM), Australian Institute of Geoscientists (AIG) or a Recognised Professional Organisation (RPO). Each person named in the table below has sufficient experience which is relevant to the style of mineralisation and types of deposits under consideration and to the activity which he has undertaken to qualify as a Competent Person as defined in the JORC Code 2012.

Activity	Competent Person	Membership	Status
Tarcoola Mineral Resource	Dr Andrew Fowler (Consultant)	AusIMM	Member
Tarcoola Exploration Results (until 15 Nov 2021)	Mr Colin Skidmore (Consultant)	AIG	Member
Tarcoola Exploration Results (after 15 Nov 2021)	Mr Marc Twining (Employee)	AusIMM	Member
Tunkillia Exploration Results (until 15 Nov 2021)	Mr Colin Skidmore (Consultant)	AIG	Member
Tunkillia Exploration Results (after 15 Nov 2021)	Mr Marc Twining (Employee)	AusIMM	Member
Tunkillia Mineral Resource	Dr Andrew Fowler (Consultant)	AusIMM	Member
Challenger Mineral Resource	Mr Dale Sims (Consultant)	AusIMM / AIG	Fellow / Member
Western Gawler Craton JV Mineral Resource	Mr Richard Maddocks (Consultant)	AusIMM	Fellow

The information relating to historic Exploration Results and Mineral Resources in this announcement is extracted from the Company's Prospectus dated 14 May 2021 or as otherwise noted in this announcement, available from the Company's website at [www.bartongold.com.au](http://www.bartongold.com.au) or on the ASX website [www.asx.com.au](http://www.asx.com.au). The Company confirms that it is not aware of any new information or data that materially affects the Exploration Results and Mineral Resource information included in previous announcements and, in the case of estimates of Mineral Resources, that all material assumptions and technical parameters underpinning the estimates in the Prospectus continue to apply and have not materially changed. The Company confirms that the form and context in which the applicable Competent Persons' findings are presented have not been materially modified from the previous announcements.

## Cautionary Statement Regarding Forward-Looking Information

This document may contain forward-looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "believe", "plan", "expect", "target" and "intend" and statements than an event or result "may", "will", "should", "would", "could", or "might" occur or be achieved and other similar expressions. Forward-looking information is subject to business, legal and economic risks and uncertainties and other factors that could cause actual results to differ materially from those contained in forward-looking statements. Such factors include, among other things, risks relating to property interests, the global economic climate, commodity prices, sovereign and legal risks, and environmental risks. Forward-looking statements are based upon estimates and opinions at the date the statements are made. Barton undertakes no obligation to update these forward-looking statements for events or circumstances that occur subsequent to such dates or to update or keep current any of the information contained herein. Any estimates or projections as to events that may occur in the future (including projections of revenue, expense, net income and performance) are based upon the best judgment of Barton from information available as of the date of this document. There is no guarantee that any of these estimates or projections will be achieved. Actual results will vary from the projections and such variations may be material. Nothing contained herein is, or shall be relied upon as, a promise or representation as to the past or future. Any reliance placed by the reader on this document, or on any forward-looking statement contained in or referred to in this document will be solely at the readers own risk, and readers are cautioned not to place undue reliance on forward-looking statements due to the inherent uncertainty thereof.

\* Refer to Barton Prospectus dated 14 May 2021 and ASX announcement 26 April 2023. Total Barton attributable JORC (2012) Mineral Resources include 679koz Au in Indicated (22.2Mt @ 1.0 g/t Au) and 618koz Au in Inferred (18.36Mt @ 1.0 g/t) categories.