

TESORO SECURES FUNDING TO ADVANCE GOLD EXPLORATION CAPITAL RAISING

Tesoro Gold Limited (Tesoro or the Company) (ASX:TSO, OTCQB:TSORF) is pleased to announce that it has received binding commitments to raise approximately A\$3 million (before costs) to advance the Company's El Zorro Gold Project, including drilling, project studies and new regional target generation.

HIGHLIGHTS

- Firm commitments received under a **placement to raise approximately A\$3 million at A\$0.018 per share.**
- Strong support received from institutional and sophisticated investors **including a commitment of \$1,247,200 from strategic partner Gold Fields Limited** (JSE:GFI, NYSE:GFI) (**Gold Fields**) (under second tranche).
- Funds to be deployed towards **drilling at Drone Hill, Ternerá and district targets**, and to **advance project studies, metallurgical testing** and for new target generation.

Tesoro Managing Director, Zeff Reeves, commented:

"We are very pleased to not only receive further investment from Gold Fields, but also welcome several new investors to our register who recognise the huge potential of the Company and the El Zorro Gold Project. This additional funding, combined with the imminent VAT recovery of approximately A\$4 million will allow us to aggressively advance the El Zorro Project through drilling, studies and more over the next 12 months.

"We have worked closely with the Gold Fields technical team since their initial investment in November 2022, and their ongoing support validates the Company's view that the El Zorro Gold Project is a significant asset that warrants further exploration and advancement on both the 1.3 Moz Ternerá Gold Deposit and our highly prospective district targets¹."

PLACEMENT

The Placement comprises the issue of approximately 166.7 million new fully paid ordinary shares in the Company to professional and sophisticated investors at an issue price of \$0.018 per share (**Placement Shares**), to raise approximately A\$3 million (before costs) comprising:

- Tranche 1: Approximately \$1,752,800 via the issue of approximately 97,377,778 Placement Shares within the Company's placement capacity under ASX Listing Rule 7.1 and 7.1A (4,016,521 shares under Listing Rule 7.1 and 93,361,257 under Listing Rule 7.1A); and
- Tranche 2: Approximately \$1,247,200 via the issue of approximately 69,288,889 Placement Shares to Corporate International Holdings BV, a wholly owned subsidiary of Gold Fields Limited, subject to obtaining shareholder approval at an Extraordinary General Meeting (**EGM**) to be held in January 2024.

The investment via Gold Fields' nominee will take their shareholding in the Company to approximately 19.05%.

The Offer Price is \$0.018 per Placement Share reflects a:

- 5.0% discount to the last close price of \$0.019 on 8 November 2023
- 10% discount to the 5-day volume weighted average price of \$0.020
- 10% discount to the 3-month volume weighted average price of \$0.020

Funds raised will be applied towards:

- Drone Hill, Ternerá and district drilling;
- Project studies, metallurgy and new regional target generation;
- General admin and working capital; and
- The costs associated with the capital raising.

LEAD MANAGER

The Company engaged Unified Capital Partners Pty Ltd as Lead Manager to the Placement (**Lead Manager**). The Lead Manager (or its nominee/s) will receive a 6% management and selling fee on all funds raised under the Placement. The Company will also issue the Lead Manager (or its nominees) 2,000,000 Options exercisable at \$0.027 each and expiring 24 months from the date of issue (**Lead Manager Options**) upon full subscription of the Placement. The Lead Manager Options will be subject to Shareholder approval to be sought at the EGM.

INDICATIVE TIMETABLE

An indicative timetable for the Placement is set out below. The timetable remains subject to change at the Company's discretion and is subject to compliance with applicable laws and the ASX Listing Rules.

Event	Date
Announcement of Placement Trading Halt lifted	Monday, 13 November 2023
Settlement of Shares under Tranche 1	Friday, 17 November 2023
Issue Placement Shares under Tranche 1	Monday, 20 November 2023
Quotation of Placement Shares issued under Tranche 1	Tuesday, 21 November 2023
EGM to approve Tranche 2 and the Lead Manager Options	Monday, 15 January 2024
Settlement of Placement Shares under Tranche 2	Wednesday, 17 January 2024
Issue Placement Shares and Lead Manager Options	Thursday, 18 January 2024
Quotation of Placement Shares issued under Tranche 2	Friday, 19 January 2024

This announcement has been prepared for publication in Australia and may not be released to US wire services or distributed in the United States. This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction. Any securities described in this announcement have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration requirements of the US Securities Act and applicable US state securities laws.

Authorised by the Board of Tesoro Gold Limited.

For more information:

Company:

Zeff Reeves,
Managing Director
Tesoro Gold Limited
info@tesorogold.com.au

Table 1 - Constrained Ternera MRE.

Area	Au g/t cut off	Indicated			Inferred			Total		
		Mt	Au g/t	Koz	Mt	Au g/t	Koz	Mt	Au g/t	Koz
Open Pit Resource	0.30	22.5	1.10	795	10.0	1.18	379	32.5	1.13	1,175
Underground Resource	1.50	0.1	2.64	7	1.2	2.64	100	1.3	2.64	107
Total Resources		22.6	1.11	802	11.2	1.34	479	33.7	1.18	1,282

The updated MRE has been constrained to a US\$1,800/oz optimised pit shell, with the underground resource reported at a 1.50 g/t Au cut-off. The underground resource is reported at a cut-off where gold mineralisation is consistently well-developed below the optimised pit shell.

For full details of the Ternera Deposit Mineral Resource Estimate (802 koz Indicated, 479 koz Inferred), refer to Tesoro ASX Announcement dated 9 March 2023.

About Tesoro

Tesoro Gold Limited was established with a strategy of acquiring, exploring, and developing mining projects in the Coastal Cordillera region of Chile. The Coastal Cordillera region is host to multiple world-class copper and gold mines, has well established infrastructure, service providers and an experienced mining workforce. Large areas of the Coastal Cordillera remain unexplored due to the unconsolidated nature of mining concession ownership, but Tesoro, via its in-country network and experience has been able secure rights to a district-scale gold project in-line with the Company's strategy. Tesoro's 95% owned Chilean subsidiary owns 93.8% of the El Zorro Gold Project.



Future Performance

This announcement may contain certain forward-looking statements and opinions. Forward-looking statements, including projections, forecasts and estimates, are provided as a general guide only and should not be relied on as an indication or guarantee of future performance and involve known and unknown risks, uncertainties, assumptions, contingencies and other important factors, many of which are outside the control of the Company and which are subject to change without notice and could cause the actual results, performance or achievements of the Company to be materially different from the future results, performance or achievements expressed or implied by such statements. Past performance is not necessarily a guide to future performance and no representation or warranty is made as to the likelihood of achievement or reasonableness of any forward-looking statements or other forecast. Nothing contained in this announcement, nor any information made available to you is, or and shall be relied upon as, a promise, representation, warranty or guarantee as to the past, present or the future performance of Tesoro Gold.

Competent Persons Statements

The information in this report that relates to Exploration Results is based on information compiled by Mr Zeffron Reeves (B App Sc (Hons) Applied Geology) MBA, MAIG). Mr Reeves is a member of the Australasian Institute of Geoscientists and a Director and shareholder of the Company. Mr Reeves has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Reeves consents to the inclusion in this report of the matters based on this information in the form and context in which it appears.

The information in this report that relates to Mineral Resources is based on information compiled by Mr Lynn Widenbar, a Competent Person who is a Member of The Australasian Institute of Mining and Metallurgy. Mr Widenbar is acting as an independent consultant to Tesoro Gold Limited. Mr Widenbar has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration, and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original announcement on 9 March 2023.