

# SANTANA

MINERALS LIMITED



HALF-YEAR  
FINANCIAL REPORT

31 DECEMBER 2018

# Content

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## Directors' Report

Your Directors present their report, including the Financial Report for the consolidated entity for the half-year ended 31 December 2018.

### Directors

The directors of Santana Minerals Limited ("Santana" or "the Company") at any time during or since the half-year ended 31 December 2018 are:

#### **Mr Norman A Seckold, Non-Executive Chairman**

Appointed 15 January 2013

Mr Seckold graduated with a Bachelor of Economics from the University of Sydney in 1970. He has spent more than 30 years in the full time management of natural resource companies, both in Australia and overseas.

Mr Seckold is currently Chairman and Director of each of ASX listed companies Planet Gas Limited (director since December 2001), Alpha HPA Limited (director since November 2009) and is Deputy Chairman of Nickel Mines Limited (director since 12 September 2007).

He has been Chairman of Bolnisi Gold NL, Palmarejo Silver and Gold Corporation, Moruya Gold Mines NL, Pangea Resources Limited, Timberline Minerals, Inc., Perseverance Corporation Limited, Valdora Minerals NL, Viking Gold Corporation, Mogul Mining NL, San Anton Resource Corporation Inc., Cockatoo Coal Limited, Equus Mining Limited and Cerro Resources NL.

#### **Mr Anthony J McDonald, Managing Director**

Appointed 15 January 2013

Mr McDonald graduated with a Bachelor of Laws from the Queensland University of Technology in 1981. He was admitted as a solicitor in 1982. He has been involved in the natural resources sector in Australia and internationally for many years and in the past 17 years has been actively involved in management in the resources sector.

Mr McDonald is currently a non-executive director of each of ASX listed companies Planet Gas Limited (director since November 2003) and PPK Group Limited (appointed September 2017).

#### **Mr Richard E Keevers, Independent Non-Executive Director**

Appointed 15 January 2013

Mr Keevers graduated with a Bachelor of Science from the University of New England in NSW. He is a qualified and experienced geologist, having held senior positions with BH South Limited and Newmont during his 20 years in the mining industry. Subsequently he was an executive director of Pembroke Josephson Wright Limited, an Australian share brokerage firm, for ten years.

Mr Keevers is currently Chairman and director of Renascor Resources Limited (director since July 2016).

### Company Secretary

#### **Mr Craig J McPherson**

Corporate Secretary (since 15 January 2013)

Mr McPherson graduated with a Bachelor of Commerce degree from the University of Queensland and is a member of Chartered Accountants Australia and New Zealand. He has twenty years of commercial and financial management experience and has held various roles with ASX and TSX listed companies over the past ten years in Australia and overseas.

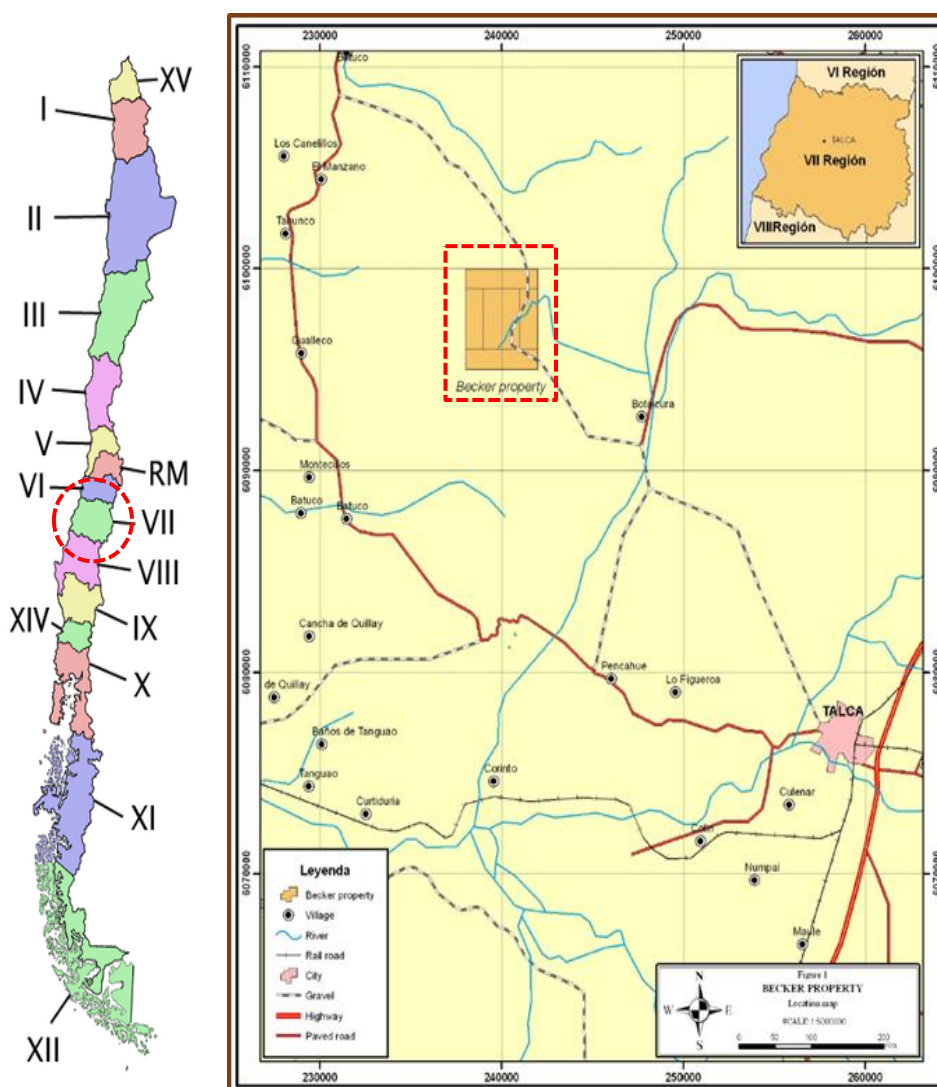
## Operating and financial review

### Review of Operations

The Company's focus is precious metals exploration. Interests are held in the Becker Gold Project in Chile (Region VII) and in the Cuitaboca silver-gold project in Mexico (Sinaloa State).

#### Chile – Becker Gold Project (earning to 85%)

The Becker Project is located approximately 210km south of Santiago and 40km north west of Talca in Region VII, Chile (**Figure 1**). The project area comprises 2,000ha of exploitation tenements and an additional 4,800ha of exploration tenements constituted in 2018. The two main prospects identified within the project are the Lajuelas and Guindos vein systems. They have been interpreted to host intermediate sulphidation epithermal to mesothermal Au-Ag mineralisation. The Project was discovered in 1995 by Arauco Resources Corporation through sampling of surface boulders which returned gold values along the entire 350 metre Lajuelas trend with high values ranging from 23.5 g/t Au to 79.0 g/t Au.

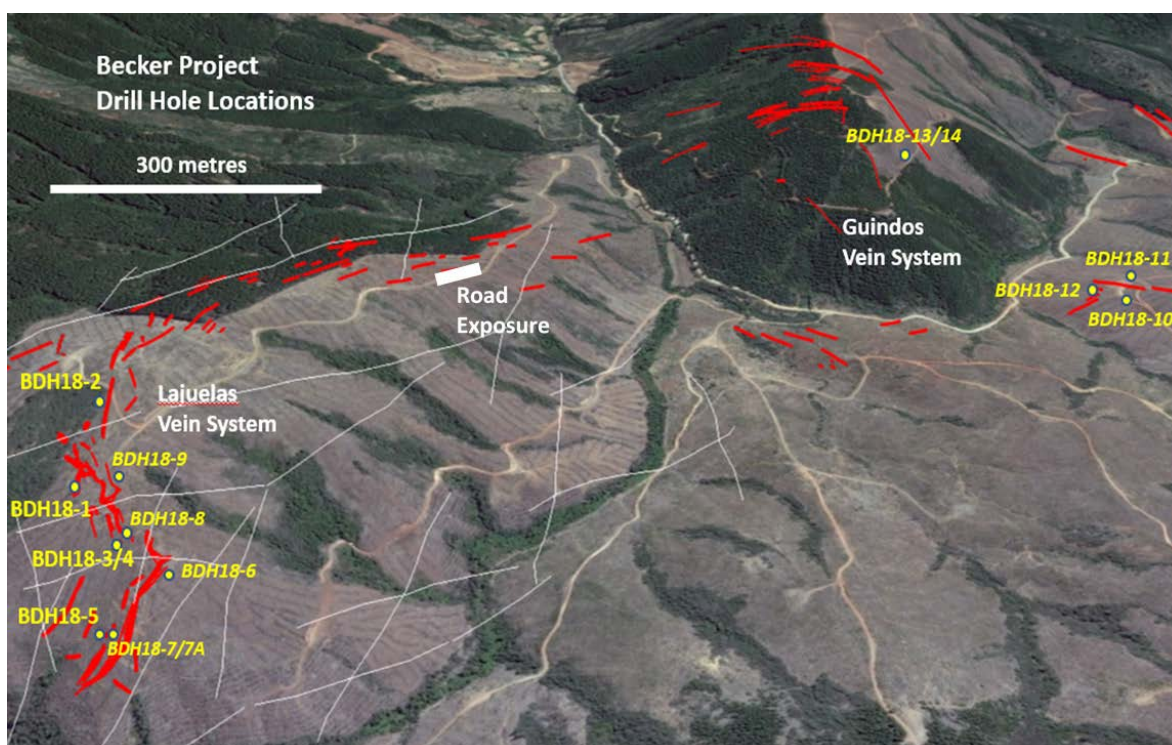


**Figure 1: Project Location**

Santana assumed control of the Becker Gold Project in June 2018 by acquiring 100% of the shares in Carlin Resources Pty Ltd ('Carlin'), which holds rights to earn up to 85% of the Project. Santana assumed all obligations of Carlin in relation to the Project including milestone payments and minimum exploration expenditure requirements. Santana also has the database of all historical workings and retained the Project's incumbent geological team.

Following previous surface mapping and trenching by Arauco Resources in 1996 and confirmation of the 1996 results and ground geophysics by Carlin Resources in 2017, the Company undertook a maiden diamond core drill program at the Lajuelas prospect and at the Guindos prospect in the Half year under review. The drill program included a total of 1,180m drilled over 15 holes: 10 at Lajuelas and 5 at Guindos.

The 10 drill holes locations at Lajuelas (BDH18-1 to BDH18-9 – incl. BDH18-7 & 7A) and 5 drill hole locations at Guindos (BDH18-10 to BDH18-14) are shown in **Figure 2**. Lajuelas drill hole location relative to the Trench locations are shown in **Figure 3**.



**Figure 2:** Becker Project 2018 drill holes (BDH) + mapped surface quartz veins (red) + structural features inferred from ground geophysics.

The initial 6 drill holes (BDH18-01 to 06) were planned with the objective of testing the down-dip continuity of targeted quartz veins at depths of 60-75m. One or more low-angle fault zones appear to have displaced the veins in part and previously unknown veins were intersected. The drill program continued in conjunction with some further trenching.

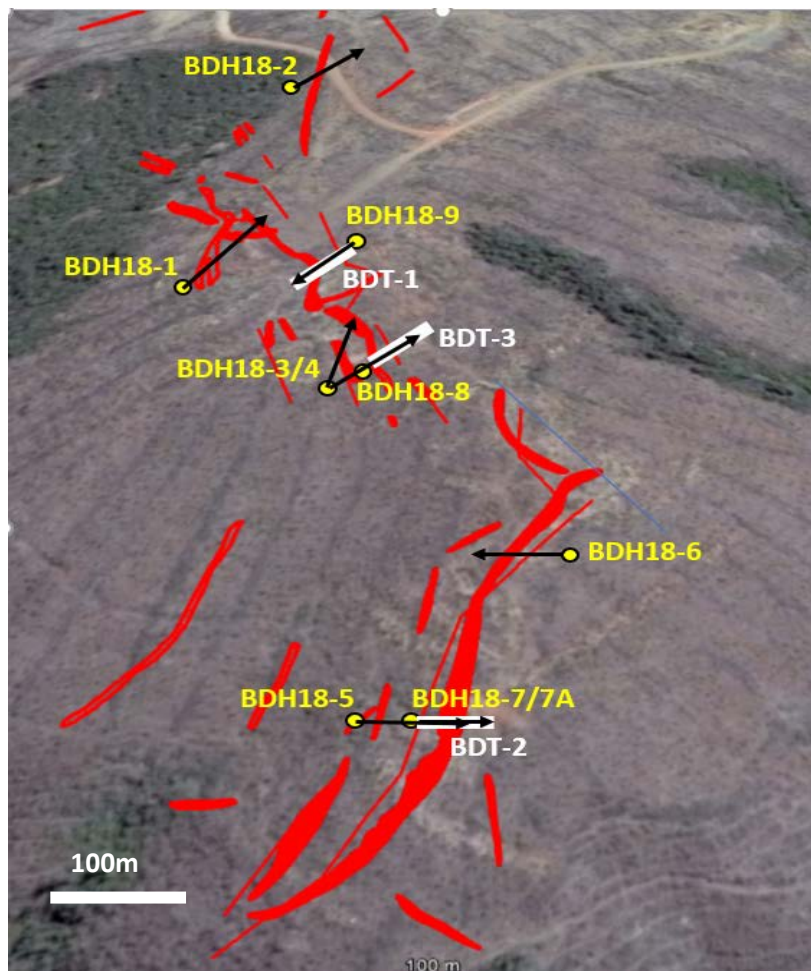
Drilling was adjusted so that the then remaining drill holes at Lajuelas (BDH18-7, 7A, 8, 9) were targeted to intersect the main Lajuelas vein system above the interpreted fault zone(s). These holes were successful in intersecting the veins as targeted and do effectively confirm the presence of high-grade Au +/- Ag in the veins. Most notable is hole BDH18-8. Refer to **Table 1** below.

**Table 1:** Significant Assays from Lajuelas Drillholes

Hole_ID	From	To	m	Au g/t	Ag g/t	Cu_ppm	Pb_ppm	Zn_ppm
BDH18-01	No significant assays							
BDH18-02	No significant assays							
BDH18-03	70.5	72	1.5	1.8	1.7	200	52	99
BDH18-04	No significant assays							
BDH18-05	5	5.9	0.9	1.8	0.6	133	23	50
BDH18-06	No significant assays							
BDH18-07	4	7	3	1.6	1.8	110	53	119
BDH18-07A	4	8	4	1.7	4.8	175	84	144
incl	4	5	1	7	5.8	64	39	83
BDH18-08	2	6	4	1.3	0.8	132	42	60
BDH18-08	9	21	12	8.1	15.3	96	48	24
incl	10	11	1	10.3	6.6	67	61	39
incl	12	13	1	10.1	4.9	58	32	22
incl	14.7	16	1.3	17.5	24.6	125	37	24
incl	18	20	2	12.9	3.9	48	71	15
BDH18-08	25	41	16	3.5	4	178	88	37
incl	33	35	2	17.2	14.2	159	33	21
BDH18-09	0	7	7	2.8	0.9	55	21	40
BDH18-09	14	15	1	2.63	0.6	7	21	60

Narrow (<2m) zones of intense silica-pyrite alteration is common adjacent to the veins. However, 2-metre wide half-core samples collected through pyrite-rich sections of the alteration types do not indicate any significant enrichment in precious (Au, Ag) or base metals (Cu, Pb, Zn) metals. The drill holes have also confirmed that the Lajuelas prospect area was subject to intense alteration. Alteration is predominately propylitic, manifest as pervasive chlorite-epidote with abundant pyrite as fine-grained disseminations (2-20%) and vein-fills. The types and styles of alteration corroborate the low-magnetic and high-chargeability signature of the Lajuelas area as interpreted by the ground magnetic and gradient IP surveys completed by Carlin Resources in 2017.

The location of trenches completed in conjunction of the drilling are shown in **Figure 3**. The trenching confirmed the veins were in fact in-situ and the vein dip appeared evident. Trench BDT18-1 exposed a 4m wide quartz vein averaging 3.33g/t Au, trench BDT18-2 exposed a 2m wide quartz vein averaging 5.61 g/t Au and trench BDT18-3 exposed a 3m wide quartz vein averaging 10.58 g/t Au. The trenches were dug using an excavator and to a depth of approx. 8m. Samples were collected from the exposed vein in each trench wall. Trench wall assay results are shown in **Table 2**. The work confirmed the target veins to be in-situ and that the vein characteristics, widths and Au grades are closely comparable to previous work by Arauco Resources and Carlin Resources. Previous trench results reported by Carlin Resources in 2017 along the same Lajuelas structure returned: 1m @ 5.3 g/t Au, 4m @ 30.7 g/t Au and 3m @ 9.8 g/t Au along approx. 300m of inferred vein strike length.



**Figure 3:** Drill holes (BDH) + trench locations (BDT) at the Lajuelas prospect area relative to the Lajuelas vein system.

**Table 2:** Assay results of 1m channel sampling in Lajuelas trenches

Trench_ID	From	To	Width	Location	Au g/t	Ag g/t	Cu_ppm	Pb_ppm	Zn_ppm
BDH18-1	3	4	1	SE wall	2.03	0.4	45	75	44
BDH18-1	2	3	1	SE wall	7.15	1.3	11	40	13
BDH18-1	1	2	1	SE wall	1.91	1.6	25	33	17
BDH18-1	0	1	1	SE wall	3.8	1.1	14	36	11
BDH18-1	3	4	1	SW wall	1.96	0.3	17	43	24
BDH18-1	2	3	1	SW wall	2.59	1	19	53	15
BDH18-1	1	2	1	SW wall	5.57	2.1	18	15	9
BDH18-1	0	1	1	SW wall	1.7	0.4	34	23	11
BDT18-2	5	6	1	N wall	0.06	0.4	30	67	131
BDT18-2	4	5	1	N wall	0.23	0.7	30	68	112
BDT18-2	3	4	1	N wall	10.35	2.4	50	71	48
BDT18-2	2	3	1	N wall	0.88	0.7	53	53	29
BDT18-2	0	1	1	N wall	0.14	0.6	162	89	147
BDH18-3	2	3	1	SE wall	19	5.3	25	49	9
BDH18-3	1	2	1	SE wall	4.47	2	33	20	15
BDH18-3	0	1	1	SE wall	15.4	3.6	18	55	11
BDH18-3	2	3	1	NW wall	10.3	1.6	24	17	13
BDH18-3	1	2	1	NW wall	13.25	2.4	18	20	12
BDH18-3	0	1	1	NW wall	1.06	0.7	39	47	37

Post drilling the Company also sampled a previously unsampled section of exposed quartz vein material along the Lajuelas access road approximately 300m north of previous trenching. The road section contains quartz veins and broken quartz rubble and is currently interpreted as a fault zone. A 26m section of the exposure was sampled and returned 9 metres of 5.44 g/t Au including a 2 metre interval of 21 g/t Au. The assay results (**Table 3**) from the exposed vein material are consistent with those obtained from other Lajuelas quartz vein samples.

**Table 3:** Assay results of 1m channel sampling of Lajuelas road exposure

Trench_ID	From	To	Width	Location	Au g/t	Ag g/t	Cu_ppm	Pb_ppm	Zn_ppm
Lajuelas Road Cut	15	16	1	NE Face	0.81	0.6	40	18	33
Lajuelas Road Cut	16	17	1	NE Face	0.61	0.2	51	42	76
Lajuelas Road Cut	17	18	1	NE Face	1.45	0.6	56	59	42
Lajuelas Road Cut	18	19	1	NE Face	1.47	0.6	51	63	31
Lajuelas Road Cut	19	20	1	NE Face	0.61	0.5	39	56	84
Lajuelas Road Cut	20	21	1	NE Face	0.45	0.2	26	46	70
Lajuelas Road Cut	21	22	1	NE Face	25.2	5.4	55	54	73
Lajuelas Road Cut	22	23	1	NE Face	16.7	3.4	43	42	47
Lajuelas Road Cut	23	24	1	NE Face	1.63	0.8	31	30	48
Lajuelas Road Cut	24	25	1	NE Face	0.17	0.6	38	28	46
Lajuelas Road Cut	25	26	1	NE Face	0.48	0.3	35	41	46
Lajuelas Road Cut	26	27	1	NE Face	0.75	0.4	30	28	53
Lajuelas Road Cut	27	28	1	NE Face	0.1	0.5	27	21	57
Lajuelas Road Cut	28	29	1	NE Face	0.07	0.3	25	32	40
Lajuelas Road Cut	29	30	1	NE Face	0.04	0.3	21	26	29
Lajuelas Road Cut	30	31	1	NE Face	0.09	0.2	13	16	19
Lajuelas Road Cut	31	32	1	NE Face	2.99	0.8	16	22	27
Lajuelas Road Cut	32	33	1	NE Face	0.15	0.2	32	31	56
Lajuelas Road Cut	33	34	1	NE Face	0.33	0.2	19	20	32
Lajuelas Road Cut	34	35	1	NE Face	3.18	0.9	32	50	61
Lajuelas Road Cut	35	36	1	NE Face	0.08	0.3	27	25	40
Lajuelas Road Cut	36	37	1	NE Face	0.07	0.6	26	34	45
Lajuelas Road Cut	37	38	1	NE Face	0.05	0.3	18	77	26
Lajuelas Road Cut	38	39	1	NE Face	0.04	0.2	21	70	39
Lajuelas Road Cut	39	40	1	NE Face	0.02	<0.2	12	25	45
Lajuelas Road Cut	40	41	1	NE Face	0.02	0.3	14	51	41

### Guindos Prospect

Drilling at the Guindos prospect (**Figure 2**), did not return any significant precious metals mineralisation. A total of 432m was drilled in 5 diamond drill holes at the Guindos prospect.

Although no significant precious metal mineralization was intersected at Guindos, significant intercepts of sulphide-bearing quartz veins and breccia were intersected, with widths from 4-17m. The host rock of the quartz veins at Guindos is predominately a polymictic breccia of undetermined origin which shows pervasive superimposed pyrite manifest as abundant fine-coarse-grained disseminations and stringers of pyrite. Disseminated chalcopryrite and minor chalcocite occur associated with pyrite in the quartz veins and associated quartz breccia. BDH18-11 intersected 9m of 0.3% Cu and 3 g/t Ag from 49-58m, with 1m intercept of 1% Cu and 14 g/t Ag.

### Mexico – Cuitaboca (earning to 80%)

The Cuitaboca Project mining concessions cover an area of 5,500ha approximately 100 km north east of the city of Los Mochis in Sinaloa, Mexico (Figure 1).

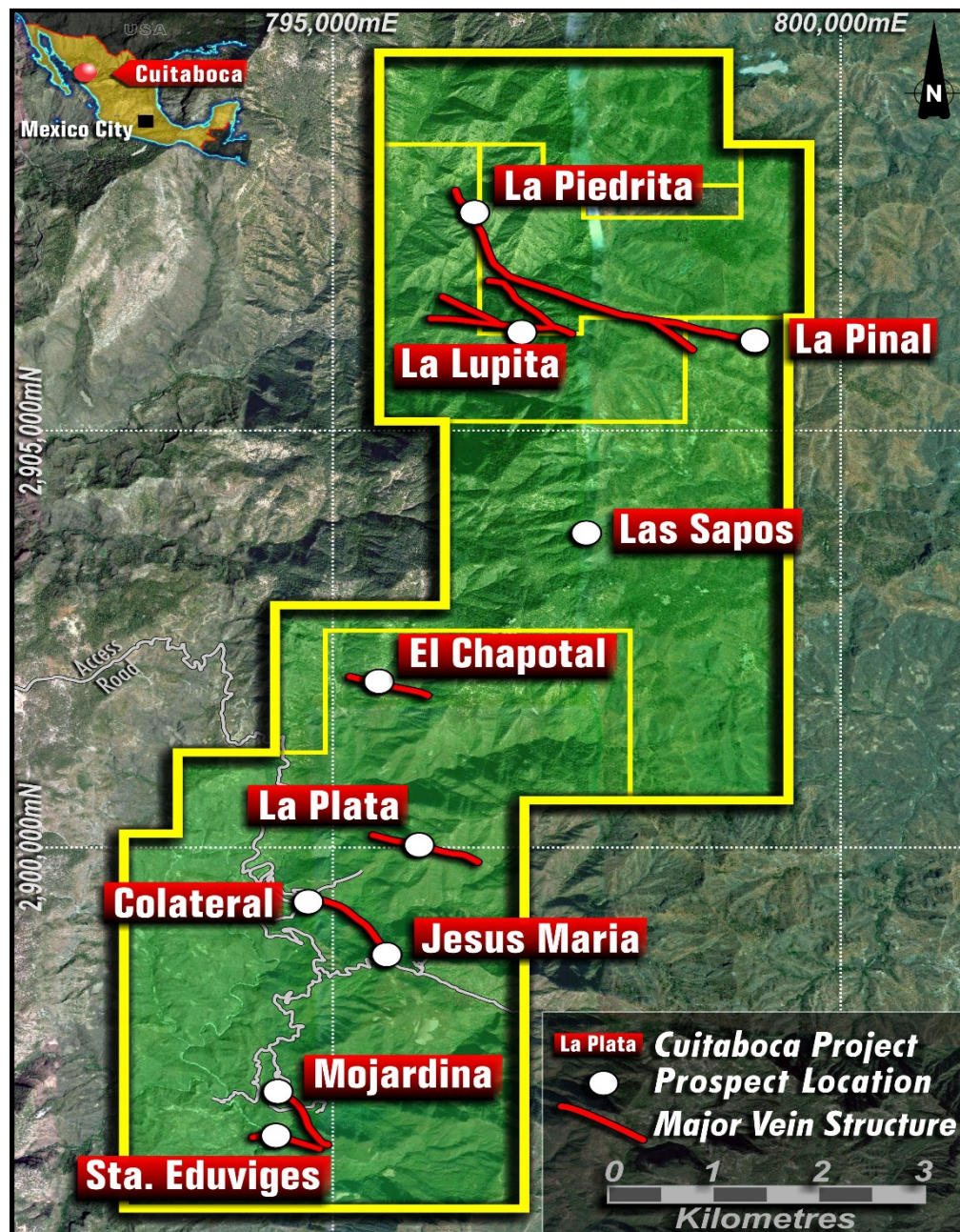


Figure 1: Cuitaboca Project location map including major vein/prospect locations.

Cuitaboca lies in the foothills of the Sierra Madre Occidental dominated by andesite flows and tuffs of the lower volcanic group, with minor rhyolites of the upper volcanic group at higher elevations. Silver-gold rich mineralisation is hosted in the lower volcanic group andesites.

The Cuitaboca mining concessions are owned by Consorcio Minero Latinamericano SA de CV (Concession Holder) which has granted rights to acquire 100% of the mining concessions through a Concession Option Agreement, to Minera Cuitaboca SA de CV ("Project Company" a controlled entity of Santana). Santana is earning up to an initial 80% interest in the Project Company and has committed to meet 100% of expenditure. Santana has management of the Cuitaboca Project through ownership of the Project Company. Santana is required to meet all expenditure (including option fees which the Project Company has agreed to pay the Concession Holder, concession rentals plus exploration expenditure as Santana determines). Once the Concession Option Agreement is completed the expenditure reverts to 80% Santana 20% to a co-venturer (a director related party) and contribution to budgets will be pro-rata or the non-contributing party will dilute.

### **Exploration Overview**

The Cuitaboca Project has not been subject to any significant exploration expenditure in the reporting period. Significant funds are required for infrastructure works and silver prices have remained low comparative to gold. Accordingly, the Company's priority spending has been at the Becker Project in Chile.

The following is a status summary of Cuitaboca:

### **Mojardina Prospect**

Reverse Circulation drilling at Cuitaboca (44 holes for circa 6,300m) prior to 30 June 2017 led to early stage metallurgical testing of mineralisation from the Mojardina prospect and interpretation of an open zone of >100 g/t Ag at depth and along strike at both the Las Animas and Evangelina systems within the northern area of the Mojardina prospect. Drilling had also identified the potential of further discovery at the southern extensions of the Mojardina prospect.

Preliminary metallurgical test results are very encouraging with a high degree of silver mineralisation liberation could be expected and the silver is likely amenable to cyanide leaching. The silver extraction by leaching indicates recovery levels greater than 93% were achieved.

A resource estimate has not been undertaken to date. An uplift in the silver price would encourage further drilling to test the open zones at Mojardina and at the La Plata and prospects and likely be followed by a resource estimate.

### **Northern Regions of Cuitaboca**

It is the northern areas of the Cuitaboca minerals concessions where the Company's earlier exploration has identified gold and silver in soil and rock chip samples. Access to this area is restricted by lack of infrastructure but it is considered to have significant potential. Hopefully when the financial markets are more robust in support of the junior explorers this area will see programs undertaken and access roads constructed.

### **Mexico – Namiquipa (100%)**

No further work was undertaken and the Company has completed relinquishment of any further interest by transferring back to the underlying land owner who has also assumed all liabilities to the Governments for annual fees and taxes, remediation as required by Government and the like.

## Financial review

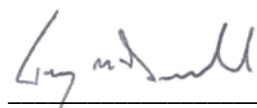
At the end of the reporting period the consolidated entity had \$583,300 (30 June 2018: \$1,800,381) in cash and at call deposits. Capitalised mineral exploration and evaluation expenditure carried forward was \$6,688,357 (30 June 2018: \$5,629,171).

The consolidated entity had net assets of \$7,010,793 (30 June 2018: \$6,753,815).

## Lead Auditor's Independence Declaration

The lead auditor's independence declaration is set out on page 12 and forms part of the directors' report for the half-year ended 31 December 2018.

Signed in accordance with a resolution of the Board of Directors:



AJ McDonald  
Managing Director

Dated at Brisbane this 13<sup>th</sup> day of March 2019.

## Previous Disclosure - 2012 JORC Code

Information relating to Mineral Resources, Exploration Targets and Exploration Data associated with the Company's projects in this report is extracted from the following ASX Announcements:

- ASX announcement titled "Santana to Acquire the Becker Gold Project from Collierina Cobalt" dated 17 May 2018
- ASX announcement titled "Becker Gold Project – Initial Drilling at Lajuelas Prospect" dated 13 September 2018
- ASX announcement titled "Becker Gold Project Update" dated 4 October 2018

A copy of such announcements is available to view on the Santana Minerals Limited website [www.santanaminerals.com](http://www.santanaminerals.com). The reports were issued in accordance with the 2012 Edition of the JORC Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements. 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 market announcements.



## Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

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To the Directors of Santana Minerals Limited

I declare that, to the best of my knowledge and belief, in relation to the review of Santana Minerals Limited for the half-year ended 31 December 2018 there have been:

- i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review; and
- ii. no contraventions of any applicable code of professional conduct in relation to the review.

A handwritten signature in black ink that reads 'KPMG'.

KPMG

A handwritten signature in black ink that reads 'Board'.

Stephen Board  
Partner

Brisbane  
13 March 2019

KPMG, an Australian partnership and a member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity.

Liability limited by a scheme approved under Professional Standards Legislation.

## Consolidated Interim Statement of Profit or Loss for the Half Year Ended 31 December 2018

	Note	31 December 2018	31 December 2017
		\$	\$
Gain on sale of exploration assets		300,000	-
General and administrative expenses		(341,643)	(408,950)
Exploration and evaluation expenses		(14,599)	(137,206)
<b>Results from operating activities</b>		<b>(56,242)</b>	<b>(546,156)</b>
Financing income	6	2,123	2,369
Financing expenses	6	-	(11,424)
<b>Net financing expense</b>		<b>2,123</b>	<b>(9,055)</b>
<b>Loss before income tax expense</b>		<b>(54,119)</b>	<b>(555,211)</b>
Income tax benefit		-	-
<b>Loss for the period – attributable to Shareholders of the Company</b>		<b>(54,119)</b>	<b>(555,211)</b>
<b>Earnings per share</b>			
Basic loss per share		(0.01) cents	(0.19) cents
Diluted loss per share		(0.01) cents	(0.19) cents

The consolidated interim statement of profit or loss is to be read in conjunction with the condensed notes to the consolidated interim financial statements set out on pages 18 to 24.

## Consolidated Interim Statement of Other Comprehensive Income for the Half Year Ended 31 December 2018

	31 December 2018	31 December 2017
	\$	\$
Loss for the period	<u>(54,119)</u>	<u>(555,211)</u>
<b>Other comprehensive income</b>		
<i>Items that may subsequently be reclassified to profit or loss:</i>		
Foreign exchange translation differences	<u>226,816</u>	<u>(475,033)</u>
<b>Other comprehensive income for the period, net of income tax</b>	<u>226,816</u>	<u>(475,033)</u>
<b>Total comprehensive income for the period – attributable to Shareholders of the Company</b>	<u>172,697</u>	<u>(1,030,244)</u>

The consolidated interim statement of other comprehensive income is to be read in conjunction with the condensed notes to the consolidated interim financial statements set out on pages 18 to 24.

## Consolidated Interim Statement of Financial Position as at 31 December 2018

	Note	31 December 2018 \$	30 June 2018 \$
<b>Current assets</b>			
Cash and cash equivalents		583,300	1,800,381
Trade and other receivables	7	15,630	34,286
Prepayments		17,140	33,230
<b>Total current assets</b>		<u>616,070</u>	<u>1,867,897</u>
<b>Non-current assets</b>			
Property, plant and equipment		37,740	41,323
Exploration and evaluation expenditure	8	6,688,357	5,629,171
<b>Total non-current assets</b>		<u>6,726,097</u>	<u>5,670,494</u>
<b>Total assets</b>		<u>7,342,167</u>	<u>7,538,391</u>
<b>Current liabilities</b>			
Trade and other payables		50,682	250,511
Employee benefits		30,692	34,065
Deferred purchase consideration payable	8	250,000	500,000
<b>Total current liabilities</b>		<u>331,374</u>	<u>784,576</u>
<b>Total liabilities</b>		<u>331,374</u>	<u>784,576</u>
<b>Net assets</b>		<u>7,010,793</u>	<u>6,753,815</u>
<b>Equity</b>			
Share capital	9	28,746,748	28,662,467
Reserves		156,760	(70,056)
Accumulated losses		(21,892,715)	(21,838,596)
<b>Total equity</b>		<u>7,010,793</u>	<u>6,753,815</u>

The consolidated interim statement of financial position is to be read in conjunction with the condensed notes to the consolidated interim financial statements set out on pages 18 to 24.

## Consolidated Interim Statement of Changes in Equity for the Half Year Ended 31 December 2018

	Issued capital	Foreign currency translation reserve	Accumulated losses	Total equity
Opening balance as at 1 July 2018	28,662,467	(70,056)	(21,838,596)	6,753,815
Loss for the period	-	-	(54,119)	(54,119)
Other comprehensive income for the period	-	226,816	-	226,816
<i>Total comprehensive income for the period</i>	-	226,816	(54,119)	172,697
<b>Transactions with owners recorded directly in equity</b>				
Shares issued	100,000	-	-	100,000
Transaction costs	(15,719)	-	-	(15,719)
<i>Total transactions with owners</i>	84,281	-	-	84,281
<b>Balance at 31 December 2018</b>	<b>28,746,748</b>	<b>156,760</b>	<b>(21,892,715)</b>	<b>(7,010,793)</b>

	Issued capital	Foreign currency translation reserve	Accumulated losses	Total equity
Opening balance as at 1 July 2017	25,428,387	175,200	(20,912,545)	4,691,042
Loss for the period	-	-	(555,211)	(555,211)
Other comprehensive income for the period	-	(475,033)	-	(475,033)
<i>Total comprehensive income for the period</i>	-	(475,033)	(555,211)	(1,030,244)
<b>Transactions with owners recorded directly in equity</b>				
Shares issued	1,608,250	-	-	1,608,250
Transaction costs	(63,185)	-	-	(63,185)
<i>Total transactions with owners</i>	1,545,065	-	-	1,545,065
<b>Balance at 31 December 2017</b>	<b>26,973,452</b>	<b>(299,833)</b>	<b>(21,467,756)</b>	<b>5,205,863</b>

The consolidated interim statement of changes in equity is to be read in conjunction with the condensed notes to the consolidated interim financial statements set out on pages 18 to 24.

## Consolidated Interim Statement of Cash flows for the Half Year Ended 31 December 2018

	31 December 2018	31 December 2017
	\$	\$
<b>Cash flows from operating activities</b>		
Cash paid to suppliers and employees	(406,101)	(279,844)
Cash paid for exploration and evaluation expenditure expensed	(23,710)	(119,683)
Interest received	2,079	2,369
<b>Net cash used in operating activities</b>	<b>(427,732)</b>	<b>(397,158)</b>
<b>Cash flows from investing activities</b>		
Payments for exploration and evaluation expenditure capitalised	(893,799)	(1,216,215)
Deferred consideration paid	(150,000)	-
Proceeds from sale of exploration assets	270,000	-
Acquisition of property, plant and equipment	(1,090)	-
<b>Net cash used in investing activities</b>	<b>(774,889)</b>	<b>(1,216,215)</b>
<b>Cash flows from financing activities</b>		
Proceeds from issue of shares	-	1,463,158
Share issue costs	(15,719)	(63,185)
<b>Net cash provided by financing activities</b>	<b>(15,719)</b>	<b>1,399,973</b>
<b>Net decrease in cash and cash equivalents held</b>	<b>(1,218,340)</b>	<b>(213,400)</b>
Effects of exchange rate fluctuations on cash held	1,259	(36,625)
<b>Cash and cash equivalents at 1 July</b>	<b>1,800,381</b>	<b>1,215,933</b>
<b>Cash and cash equivalents at 31 December</b>	<b>583,300</b>	<b>965,908</b>

The consolidated interim statement of cash flows is to be read in conjunction with the condensed notes to the consolidated interim financial statements set out on pages 18 to 24.

## Condensed Notes to the Consolidated Financial Statements for the Period Ended 31 December 2018

### 1. REPORTING ENTITY

Santana Minerals Limited (the “Company”) is a company domiciled in Australia. The consolidated interim financial report of the Company as at and for the six months ended 31 December 2018 comprises the Company and its subsidiaries (together referred to as the “consolidated entity”).

The consolidated annual financial report of the consolidated entity as at and for the year ended 30 June 2018 is available upon request from the Company’s registered office at Level 5, 10 Eagle Street, Brisbane, Queensland Australia or on the Company’s website at [www.santanaminerals.com](http://www.santanaminerals.com).

### 2. BASIS OF ACCOUNTING

The consolidated interim financial report has been prepared in accordance with AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001*, and with IAS 34 *Interim Financial Reporting*.

Except as discussed below under “change in accounting policy”, the accounting policies applied by the consolidated entity in this consolidated interim financial report are the same as those applied by the consolidated entity in its consolidated financial report as at and for the year ended 30 June 2018.

The consolidated interim financial report does not include all of the information required for a full annual financial report, and should be read in conjunction with the consolidated annual financial report of the consolidated entity as at and for the year ended 30 June 2018 and any public announcements made by Santana Minerals Limited during the interim reporting period in accordance with the continuous disclosure requirements of the *Corporations Act 2001*.

Selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in financial position of the Group since the last consolidated financial report as at and for the year ended 30 June 2018.

The condensed consolidated interim financial report was authorised for issue by the directors on 13 March 2019.

#### **Change in accounting policy – AASB 9 *Financial Instruments***

AASB 9 sets out requirements for recognising and measuring financial assets, financial liabilities and some contract to buy or sell non-financial items. This standard replaces AASB 139 *Financial Instruments: Recognition and Measurement*.

AASB 9 contains three principal classification categories for financial assets: measured at amortised cost, fair value through other comprehensive income (“FVOCI”) and fair value through profit or loss (“FVTPL”). The classification of financial assets under AASB 9 is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. AASB 9 eliminates the previous AASB 139 categories of held to maturity, loans and receivables and available for sale.

AASB 9 largely retains the existing requirement in AASB 139 for the classification and measurement of liabilities.

AASB 9 also replaces the ‘incurred loss’ model in AASB 139 with an ‘expected credit loss’ (“ECL”) model. The new impairment model applies to financial asset measured at amortised cost, contract assets and debt investments at FVOCI, but not to investments in equity instruments. Under AASB 9 credit losses are recognised earlier than under AASB 139.

## 2. BASIS OF ACCOUNTING (continued)

### Change in accounting policy – AASB 9 *Financial Instruments* (continued)

The adoption of AASB 9 has not had any significant effect on the Company's accounting policies related to financial assets or financial liabilities. Given the nature of the Company's business and its history of negligible credit loss on trade and other receivables, application of the ECL model has had no material impact on the value of trade and other receivables recognised at 1 July 2018 or at period end.

## 3. BASIS OF MEASUREMENT

The consolidated interim financial report is presented in Australian dollars, which is the Company's functional currency. The consolidated interim financial report is prepared on the historical cost basis, except for investments which are measured at fair value.

The preparation of the consolidated interim financial report requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing this consolidated interim financial report, the significant judgements made by management in applying the consolidated entity's accounting policies and the key sources of estimation uncertainty were the same as those applied to the consolidated financial report as at and for the year ended 30 June 2018.

## 4. GOING CONCERN

The consolidated interim financial statements have been prepared on the basis of accounting principles applicable to a "going concern" which assumes the consolidated entity will continue in operation for the foreseeable future and will be able to realise its assets and discharge its liabilities in the normal course of operations.

The consolidated entity has the ability to seek to raise funds from the public and intends to raise such funds as and when required to complete its projects.

The consolidated entity currently has no source of operating cash inflows, other than interest income, and has incurred net cash outflows from operating and investing activities for the period ended 31 December 2018 of \$1,202,621.

At 31 December 2018, the consolidated entity had cash balances of \$583,300 (30 June 2018: \$1,800,381) and net working capital (current assets less current liabilities) of \$284,696 (30 June 2018: \$1,083,321).

The directors have prepared cash flow projections that support the ability of the consolidated entity to continue as a going concern. These cash flow projections assume the consolidated entity obtains sufficient additional funding from shareholders or other parties. If such funding is not achieved, the consolidated entity plans to reduce expenditure significantly, which may result in an impairment loss on the book value of exploration and evaluation expenditure recorded at reporting date.

These conditions give rise to a material uncertainty that may cast doubt upon the consolidated entity's ability to continue as a going concern. The ongoing operation of the consolidated entity is dependent upon:

- The consolidated entity raising additional funding from shareholders or other parties; and/or
- The consolidated entity reducing expenditure in line with available funding.

#### 4. GOING CONCERN (continued)

In the event that the consolidated entity does not obtain additional funding and/or reduce expenditure in line with available funding, it may not be able to continue its operations as a going concern and therefore may not be able to realise its assets and extinguish its liabilities in the ordinary course of operations and at the amounts stated in the consolidated interim financial report.

In the longer term, the development of economically recoverable mineral deposits found on the consolidated entity's existing or future exploration properties depends on the ability of the consolidated entity to obtain financing through equity financing, debt financing or other means. If the consolidated entity's exploration programs are ultimately successful, additional funds will be required to develop the consolidated entity's properties and to place them into commercial production. The ability of the consolidated entity to arrange such funding in the future will depend in part upon the prevailing capital market conditions as well as the business performance of the consolidated entity. There can be no assurance that the consolidated entity will be successful in its efforts to arrange additional financing, if needed, on terms satisfactory to the consolidated entity. If adequate financing is not available, the consolidated entity may be required to delay, reduce the scope of, or eliminate its current or future exploration activities or relinquish rights to certain of its interests. Failure to obtain additional financing on a timely basis could cause the consolidated entity to forfeit its interests in some or all of its properties and reduce or terminate its operations.

#### 5. SEGMENT INFORMATION

Each area of interest represents an operating segment, however for reporting purposes areas of interest are aggregated where they are located in the same region and relate to the exploration of similar commodities. The Consolidated Entity's current areas of interest relate to the exploration of precious metals in Mexico and Chile. In reviewing segment results the Managing Director and Board consider total expenditure on exploration and evaluation activities (expensed and capitalised) and results of such activities.

	31 December 2018 \$	31 December 2017 \$
<u>Becker Project - Chile</u>		
Exploration and evaluation expenditure expensed in profit or loss	10,409	-
Exploration and evaluation expenditure capitalised	614,730	-
	<u>625,139</u>	<u>-</u>
<u>Cuitaboca Project - Mexico</u>		
Exploration and evaluation expenditure expensed in profit or loss	4,190	137,206
Exploration and evaluation expenditure capitalised	174,258	1,201,911
	<u>178,448</u>	<u>-</u>
Total exploration and evaluation expenditure	<u>803,587</u>	<u>1,339,117</u>
	31 December 2018 \$	30 June 2018 \$
<u>Exploration and evaluation assets</u>		
Becker Project – Chile	1,348,692	720,771
Cuitaboca Project - Mexico	5,339,665	4,908,400
Total Exploration and evaluation assets	<u>6,688,357</u>	<u>5,629,171</u>

**6. NET FINANCING INCOME/ (EXPENSE)**

	31 December 2018	31 December 2017
	\$	\$
Interest income	2,079	2,369
Foreign exchange gain	44	-
Financing Income	2,123	2,369
Foreign exchange loss	-	11,424
Financing expense	-	11,424
Net financing income/(expense)	2,123	(9,055)

**7. TRADE AND OTHER RECEIVABLES**

	31 December 2018	30 June 2018
<i>Current</i>		
Other receivables	4,820	10,395
GST Receivable	10,810	23,891
	15,630	34,286

**8. EXPLORATION AND EVALUATION EXPENDITURE**

	6 months 31 December 2018	12 months 30 June 2018
	\$	\$
<b>Capitalised exploration and evaluation expenditure</b>		
Exploration and evaluation phase – at cost		
Chile		
- Becker	1,348,692	720,771
Mexico		
- Cuitaboca	5,339,665	4,908,400
	6,688,357	5,629,171
<u>Reconciliations</u>		
<b>Chile – Becker</b>		
Opening balance at beginning of period	720,771	-
Project acquisition		600,000
Expenditure for the period	614,730	122,158
Effect of foreign exchange movement	13,191	(1,387)
Closing balance at end of period	1,348,692	720,771
<b>Mexico - Cuitaboca</b>		
Opening balance at beginning of period	4,908,400	3,441,302
Expenditure for the year	174,258	1,669,369
Effect of foreign exchange movement	257,007	(202,271)
Closing balance at end of period	5,339,665	4,908,400

### **Becker**

On 4 June 2018 the consolidated entity announced that it had completed a share purchase agreement for the acquisition of the Becker Project by acquiring 100% of the shares in Carlin Resources Pty Ltd ('Carlin'), which holds rights to earn into the Becker Project. This transaction has been accounted for as an acquisition of assets, not a business combination. At completion the consolidated entity issued 10,000,000 fully paid ordinary shares in the Company and committed to make monthly payments of \$50,000 per month for ten consecutive months from July 2018 being repayment of a loan by the previous owner to Carlin.

As at 31 December 2018 a total of \$250,000 (30 June 2018: \$500,000) remained owing by the consolidated entity to the previous owner. During the half year the consolidated entity repaid \$150,000 to the previous owner by way of cash and a further \$100,000 through the issue of shares in the parent company, Santana Minerals Limited. The consolidated entity will also be required to pay additional milestone payments, consisting of: a) \$850,000 upon definition of a Resource of 1,000,000 Oz Au or Au equivalent on the Becker project; plus b) \$425,000 for each additional Resource defined of 500,000 Oz Au or Au equivalent on the Becker project. As part of the acquisition, the consolidated entity assumed all obligations of Carlin in relation to the Project including milestone payments and minimum exploration expenditure requirements. Carlin has entered into an amended Joint Venture Agreement which gives Carlin the right to earn up to 85% of existing granted tenements (2,000ha) and 80% of the tenement applications (6,000ha), by satisfying a series of staged cash payments and completion of minimum exploration requirements. Carlin is required to make annual cash payments totalling \$1m over a period of 5 years. As at 31 December 2018 a total of \$900,000 (30 June 2018: \$900,000) remains payable. In addition, Carlin is also required to complete an initial JORC 2012 compliant resource and a scoping study by 15 March 2022. The consolidated entity retains the right to withdraw from the Carlin Project at any time.

Subsequent to the end of the reporting period, the consolidated entity reached agreement to vary the terms of the Joint Venture Agreement as set out in Note 11.

### **Cuitaboca**

On 29 July 2014 the consolidated entity announced that it had entered into agreements allowing it to earn 80% of the Cuitaboca Project located in the State of Sinaloa, Mexico. Under the terms of the agreements, the consolidated entity made an initial payment of A\$100,000 and committed to meeting 100% of expenditure, thereby providing the consolidated entity with management of the Cuitaboca Project through an initial 100% ownership of Minera Cuitaboca S.A. de C.V. (Project Company). The Project Company has the right to acquire the Cuitaboca Project mining concessions under an option agreement (Concession Option Agreement) with Consorcio Minero Latinoamericano S.A. de C.V (Concession Holder). The Concession Option Agreement provides that the Project Company can acquire a 100% interest in the mining concessions from the Concession Holder by paying option fees totalling US\$3,500,000, with those option fees payable on a six monthly basis. A balance of US\$2,910,168 in option fees remains payable by the Project Company to the Concession Holder as at 31 December 2018. The Consolidated Entity is required to meet all expenditure during the term of the Concession Option Agreement (including option fees which the Project Company has agreed to pay the Concession Holder, concession rentals plus exploration expenditure as the Consolidated Entity determines) with the Vendors free carried. Once the Concession Option Agreement is completed the expenditure and ownership of the Project Company will revert to 80% Consolidated Entity 20% Vendors. The Consolidated Entity retains the right to withdraw from the Cuitaboca Project at any time.

### **Namiquipa**

The consolidated entity is in the process of relinquishing the Namiquipa Project. The net carrying value of the Namiquipa Project is \$nil at 31 December 2018 (30 June 2018: \$nil).

Subsequent to the end of the reporting period the consolidated entity disposed of its interest in the Namiquipa Project for a nominal sum.

## 9. SHARE CAPITAL

The Company recorded the following amounts within shareholders' equity as a result of having issued ordinary shares.

<b>31 December 2018</b>	<b>Number of ordinary shares</b>	<b>Issue price \$</b>	<b>Share capital \$</b>
Balance at 1 July 2018	546,820,454		28,662,467
Share issue August 2018 (non-cash)	5,083,436	0.0098	50,000
Share issue September 2018 (non-cash)	6,875,597	0.0073	50,000
Share issue costs			(15,719)
Balance at 31 December 2018 – fully paid	<u>558,779,487</u>		<u>28,746,748</u>

<b>31 December 2017</b>	<b>Number of ordinary shares</b>	<b>Issue price \$</b>	<b>Share capital \$</b>
Balance at 1 July 2017	262,373,200		25,428,387
Share issue September 2017	26,947,851	0.0300	808,436
Share issue September 2017 (non-cash)	3,385,482	0.0300	101,564
Share issue October 2017 (options exercised)	275,000	0.0300	8,250
Share issue October 2017	21,549,082	0.0300	646,472
Share issue October 2017 (non-cash)	1,450,918	0.0300	43,528
Share issue costs	-		(63,185)
Balance at 31 December 2017 – fully paid	<u>315,981,533</u>		<u>26,973,452</u>

## 10. RELATED PARTIES

There were no significant changes in arrangements with related parties from those arrangements set out in the 30 June 2018 annual financial report.



## 11. SUBSEQUENT EVENTS

Since the end of the half year and to the date of this report no matter or circumstance has arisen which has significantly affected, or may significantly affect, the operations of the consolidated entity, the results of those operations or the state of affairs of the consolidated entity in subsequent financial years other than the matters referred to below.

- On 1 March 2019, the consolidated entity announced that it had reached agreement with its Joint Venture Partner, to vary the terms of the Becker Gold Project Joint Venture (“Becker JVA”). In accordance with the variation, cash option payments (US\$1M) have been omitted and the consolidated entity will instead pay the Joint Venture Partner a sum of US\$1 per oz AuEq once an indicated resource (JORC 2012 standard) of not less than 1M oz AuEq is estimated by an independent competent person. The US\$1 per oz AuEq will be paid on such estimate and continue for every oz discovered and subsequently estimated.

The material agreed obligations and timetable are:

- meet a minimum exploration expenditure of US\$1M, including a non-binding drill target of 1,800m by 28 February 2022; and
  - complete a minimum of 2,500m drilling, undertake an initial JORC 2012 compliant resource estimate and undertake a scoping study, each by 28 February 2024.
- On 4 March 2019, the consolidated entity announced that it had agreed to a placement to raise \$250,000 (Placement) and that it would also offer eligible shareholders the opportunity to participate in a Share Purchase Plan to raise up to an additional \$800,000 at \$0.005 per share.

The consolidated entity completed the Placement through the issue of 50,000,000 share on 8 March 2019.

In addition, on 7 March 2019 the consolidated entity announced that it had agreed to a further placement to raise an additional \$150,000 through the issue of 30,000,000 shares at \$0.005 (Additional Placement). The Additional Placement and Share Purchase Plan are anticipated to close on 29 March 2019.

## Directors' Declaration

1. In the opinion of the directors of Santana Minerals Limited ("the Company")
  - a) the consolidated interim financial statements and notes that are set out on pages 13 to 24 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 2018 and of its performance for the six month period ended on that date; and
    - ii) complying with Australian Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*; and
2. 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:



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AJ McDonald  
Managing Director

Dated at Brisbane this 13<sup>th</sup> day of March 2019



# Independent Auditor's Review Report

To the shareholders of Santana Minerals Limited

## Report on the Half-year Financial Report

### Conclusion

We have reviewed the accompanying **Half-year Financial Report** of Santana Minerals Limited.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the Half-year Financial Report of Santana Minerals Limited 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 2018 and of its financial performance for the half - year ended on that date; and
- complying with *Australian Accounting Standards* and the *Corporations Regulations 2001*.

The **Half-year Financial Report** comprises:

- Consolidated interim statement of financial position as at 31 December 2018;
- Consolidated interim statement of profit or loss, Consolidated interim statement of other comprehensive income, Consolidated interim statement of changes in equity, and Consolidated interim statement of cash flows for the half-year ended on that date;
- Notes 1 to 11 comprising a summary of significant accounting policies and other explanatory information; and
- The Directors' Declaration.

The **Group** comprises of the Company and the entities it controlled at the year-end or from time to time during the half-year.

### Material uncertainty related to going concern

We draw attention to Note 4, "Going Concern" in the Half-year Financial Report. The conditions disclosed in Note 4, indicate a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern and, therefore, whether it will realise its assets and discharge its liabilities in the normal course of business, and at the amounts stated in the Half-year Financial Report. Our conclusion is not modified in respect of this matter.

KPMG, an Australian partnership and a member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity.

Liability limited by a scheme approved under Professional Standards Legislation.



### Responsibilities of the Directors for the Half-year Financial Report

The Directors of the Company are responsible for:

- the preparation of the Half-year 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 Half-year Financial Report that is free from material misstatement, whether due to fraud or error.

### Auditor's responsibility for the review of the Half-year Financial Report

Our responsibility is to express a conclusion on the Half-year Financial Report based on our review. We conducted our review in accordance with *Auditing Standard on Review Engagements ASRE 2410 Review of a Financial Report Performed by the Independent Auditor of the Entity*, in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the Half-year 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 2018 and its performance for the half-year ended on that date; and complying with *Australian Accounting Standard AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*. As auditor of Santana Minerals Limited, *ASRE 2410* requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

A review of a Half-year 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.

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

KPMG

Stephen Board  
Partner

Brisbane  
13 March 2019

## Corporate Directory

Australian Business No.	37 161 946 989
Directors	Norman A Seckold, Chairman  Anthony J McDonald, Managing Director  Richard E Keevers, Non-Executive Director
Corporate Secretary	Craig J McPherson
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ASX Code	SMI
Share Registrars	Link Market Services Limited Level 21 10 Eagle Street Brisbane, QLD 4000
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