



ANTILLES  
GOLD LIMITED

ABN: 48 008 031 034 ASX CODE: AAU

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**2023  
ANNUAL REPORT**

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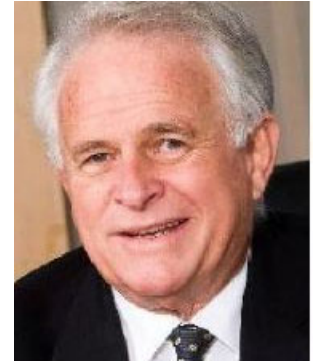
# CORPORATE DIRECTORY

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<b>Directors</b>	Brian Johnson <i>Chairman</i> James Tyers <i>Executive Director</i> Ugo Cario <i>Non-executive Director</i> Angela Pankhurst <i>Non-executive Director</i>
<b>Company Secretary</b>	Pamela Bardsley Tracey Aitkin
<b>Registered office</b>	55 Kirkham Road Bowral NSW 2576 Australia
<b>Principal place of business</b>	55 Kirkham Road Bowral NSW 2576 Australia  Email: <a href="mailto:admin@antillesgold.net">admin@antillesgold.net</a> Phone: +61 2 4861 1740
<b>Share register</b>	Automic Level 5, 126 Phillip Street Sydney NSW 2000 Phone: 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia)
<b>Auditor</b>	HLB Mann Judd (WA Partnership) Level 4 130 Stirling Street Perth WA 6000 Australia
<b>Solicitors</b>	Nova Legal Corporate Lawyers Level 2 50 Kings Park Road West Perth WA 6005 Australia
<b>Bankers</b>	National Australia Bank Level 2 1 Bolger Street Campbelltown NSW 2560
<b>Securities exchange listing</b>	Antilles Gold Limited shares are listed on the Australian Securities Exchange Code: AAU – Fully paid ordinary shares Code: AAUUSR – US control register Code: AAUOC - Listed options exp 30/06/25 @\$0.10 OTCQB - Code: ANTMF Frankfurt Stock Exchange – Code: PTJ
<b>Website address</b>	<a href="http://www.antillesgold.net">www.antillesgold.net</a>

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## *Chairman's Letter*



Dear Shareholder

During the reporting period to 31 December 2023, the Company, in conjunction with its Cuban partner, GeoMinera, decided that their joint venture should develop the small, low cap-ex Nueva Sabana gold-copper mine as its first project, and delay its flagship La Demajagua mine while confirming the potential of significantly improved financial results from the inclusion of roasting and leaching circuits (CIL) to produce gold doré from the mine's gold-arsenopyrite concentrate.

Activities during the period were focused on:

- completion of a 12,000m drilling program for the Nueva Sabana gold-copper mine and associated metallurgical test work
- completion of a 10 hole initial exploration program on the El Pilar copper-gold porphyry intrusive with encouraging results
- prospecting programs on the La Cristina and Vega Grande copper-gold concessions within the Sierra Maestra copper belt
- commencement of test work on the La Demajagua gold-arsenopyrite concentrate by a specialist Chinese engineering group that is expected to supply a concentrate processing facility on a turnkey basis to produce gold doré
- commencement of test work on the oxidation and stabilisation of arsenic in the La Demajagua tailings
- finalisation of arbitration proceedings for claims against the Dominican Republic Government from a previous project with the results still outstanding at the date of this report.

Since balance date, GeoMinera has supported a proposed restructuring of the joint venture with drafting of a revised agreement under way to reflect important changes including:

- permission to introduce additional shareholders to the joint venture company, Minera La Victoria ("MLV")
- recognition that majority foreign ownership of MLV may be necessary to develop larger projects
- the ability of MLV to issue shares to additional shareholders, or for future acquisitions, at a premium to their US\$1.00 par value when issued to the two Founding Shareholders

- the consolidation of all concessions in Cuba in which Antilles Gold has in interest under the ownership of MLV
- amendments to the capital structure of MLV so that
  - GeoMinera's subsidiary will initially hold US\$15M of shares as compensation for the transfer of the Exploitation Concessions for the Nueva Sabana mine, the El Pilar porphyry system, and the La Demajagua open pit mine.
  - Antilles Gold's subsidiary will earn-in for US\$15M of shares by the end of 2024 for its 50% shareholding (approximately US\$11.7M contributed to 15 March 2024).
- the revised joint venture will reflect a 50:50 ownership and replace the original 49:51 arrangement, as was agreed by Shareholders at a meeting in April 2023.

These changes are important as they will allow the Company to monetise the value of its investments in Cuba at an appropriate time in the future, and also attract capital for project developments, and the exploration of copper-gold porphyry prospects.

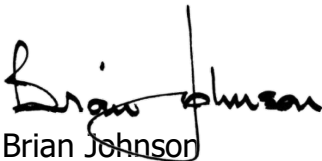
Going forward, the joint venture intends to have the Nueva Sabana mine development-ready by July 2024, and the La Demajagua open pit mine in Q4 2025, and to continue negotiations with investors showing interest in participating in the current mining projects, and exploration of the El Pilar and La Cristina copper-gold porphyry concessions.

Drilling of the El Pilar porphyry system, and prospecting in the Sierra Maestra properties will resume once the relevant concessions have been transferred to MLV.

It is expected the joint venture will soon become a gold producer with a positive cash flow from the Nueva Sabana mine which will allow it to accelerate the exploration of its major copper prospects.

I thank Shareholders for their participation in the Company, and their continuing support in what has been a difficult market for junior mining companies.

Yours sincerely



Brian Johnson

Chairman

27 March 2024

Antilles Gold is developing gold and copper projects in mineral rich Cuba in a 50:50 joint venture with the Government's mining company, GeoMinera SA.

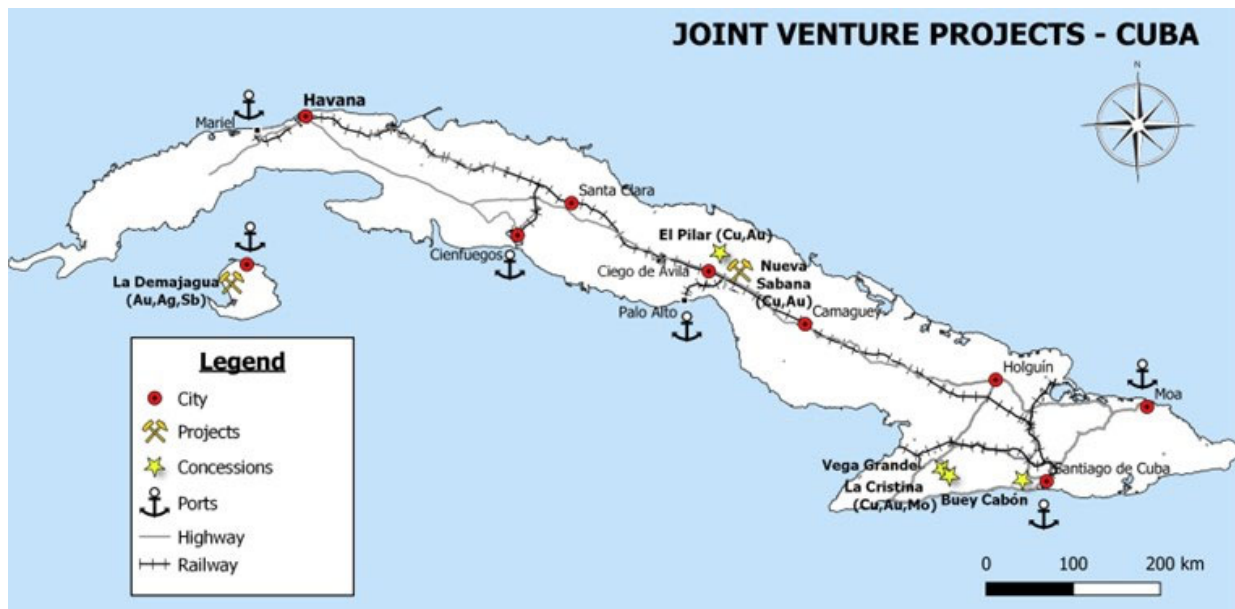
## CURRENT PROJECTS

### NEAR TERM MINE DEVELOPMENTS

- Nueva Sabana Open Pit Mine
  - gold concentrate
  - copper-gold concentrate
- **La Demajagua Open Pit Mine**
  - gold, arsenopyrite concentrate processed for gold doré
  - gold-silver-antimony concentrate

### EXPLORATION

- El Pilar copper-gold porphyry
- La Cristina copper-gold porphyry
- Vega Grande copper-gold porphyry



Project Locations, Cuba

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## NUEVA SABANA GOLD-COPPER MINE

The joint venture proposes to commence construction of the small, low cost (US\$25 million) Nueva Sabana mine in around July 2024 to produce gold, and copper-gold concentrates for an initial mine life of 4 years.

- The Nueva Sabana deposit is located within a 760 ha Exploration Concession in central Cuba which includes numerous oxide gold and copper targets, and the El Pilar copper-gold porphyry system.
- It is anticipated that an Exploitation Concession will be issued in the near future to replace the Exploration Concession, which will allow construction and mining to commence at Nueva Sabana.
- The Exploitation Concession will not limit the depth of mining to 100m from surface, as does the current Exploration Concession, and will allow the Nueva Sabana project to mine copper below this depth that has been identified in approximately 60 holes drilled to 150m, and 10 into the underlying El Pilar porphyry deposit, which could potentially extend the mine life.
- The deposit has three mineralised zones; a gold zone, a copper-gold zone, and a copper zone which appears to transition at depth into the offset El Pilar porphyry copper deposit.
- Results from a 12,000m drilling program at Nueva Sabana that was completed in November 2023, together with selected results from 24,000m of historic drilling were incorporated in the following Initial Mineral Resource Estimate advised to ASX on 6 March 2024.

**Initial Mineral Resource Estimate to RL-100m (approximately 150m from surface)  
prepared by Mining Associates Pty Ltd**

Above a 0.25% copper cut-off, and gold mineralisation of 0.3g/t

Material Type	Resource Category	Tonnes	Gold (g/t)	Gold (koz)	Copper (%)	Copper (Mlb)
Gold Domain	Indicated	470,000	2.83	42.7	-	-
	Inferred	376,000	2.51	30.4	-	-
<b>Sub Total</b>		<b>846,000</b>	<b>2.69</b>	<b>73.1</b>	-	-
Copper Gold Domain	Indicated	531,000	1.54	26.3	0.57	6.73
	Inferred	90,000	1.95	5.7	0.50	0.99
<b>Sub Total</b>		<b>621,000</b>	<b>1.60</b>	<b>31.9</b>	<b>0.56</b>	<b>7.72</b>
Copper Domain	Indicated	304,000	0.11	1.1	1.36	9.11
	Inferred	2,084,000	0.06	4.3	0.77	35.15
<b>Sub Total</b>		<b>2,388,000</b>	<b>0.07</b>	<b>5.4</b>	<b>0.84</b>	<b>44.26</b>
<b>Total</b>		<b>3,855,000</b>	-	<b>110.5</b>	-	<b>51.98</b>

*Notes*

- *Due to rounding to appropriate significant figures, minor discrepancies may occur, tonnages are dry metric tonnes*
- *Mineral Resources are not Ore Reserves and do not have demonstrated economic viability*
- *Gold in the copper-gold domain, and copper domain are expected to report to the copper concentrate*
- *Inferred resources have less geological confidence than indicated resources and should not have modifying factors applied to them*
- *It is reasonable to expect that with further exploration most of the inferred resources could be upgraded to indicated resources*



- A Scoping Study for the Nueva Sabana mine is expected to be completed in April 2024, and demonstrate the project's robust viability even for the short initial mine life that is currently restricted due to mining depth limitations.
- The joint venture expects an unrestricted mining depth, and additional exploration will increase the gold inventory, and expand the copper zone both laterally and vertically.
- The extent of historic artisanal gold workings within the Nueva Sabana concession outside the initial pit outline indicates the occurrence of widespread shallow oxide gold similar to that in the delineated gold cap.
- Antilles Gold also has an Exploration Agreement with Geo Minera that includes a 17,000ha Reconnaissance Permit surrounding the Nueva Sabana concession which hosts two porphyry copper intrusives, and is highly prospective for gold and copper in the oxide zone. The Agreement is in the process of being transferred to the joint venture company.

## **LA DEMAJAGUA OPEN PIT MINE**

The joint venture is developing the La Demajagua gold-silver-antimony deposit as an open pit mine to produce a gold doré, and a gold-silver-antimony concentrate, which could potentially be followed by underground operations.

- 900 ha mining concession located on the Isle of Youth, 60nm from mainland - mine site 35km from port via sealed roads, connected to water, electricity, and fiber optic cable
- Mineral Resource Estimate ("MRE") 905,000 oz Au Eq for open pit, advised to ASX on 7 July 2023
- Mining planned at ~815,000 tpa of ore to produce two concentrates from open pit for 9 year LoM – ~50,000tpa of gold-arsenopyrite concentrate (32g/t Au, and 27% As), and ~5,600tpa of gold-silver-antimony concentrate (49g/t Au, 2,000g/t Ag, and 46% Sb)
- The project has recently been expanded to include a 50,000tpa two-stage fluidized-bed roaster and CIL circuit to process the gold arsenopyrite concentrate, and produce a gold doré

- The processing facility will also include an antimony recovery circuit to increase annual antimony production
- Chinese engineering group, BGRIMM Technology Group, is undertaking metallurgical test work and preliminary engineering design before presenting a turnkey proposal for supply of the roaster, and CIL circuit
- Current shareholders equity of US\$27M for the La Demajagua project expected to be increased through participation by a major mining group in the joint venture
- Project financing from additional equity, and deferred payments to equipment suppliers
- A revised Scoping Study for the expanded project is expected to be completed in around July 2024 with the project being development-ready in Q4-2025.



BGRIMM 200tpd Two-Stage Fluidized-Bed Roaster

## EXPLORATION OF EL PILAR COPPER-GOLD PORPHYRY SYSTEM

The 752ha Exploration Concession in central Cuba held by the joint venture company covers both the Nueva Sabana gold-copper oxide deposit, and the El Pilar porphyry copper system.

- The Exploration Concession will be replaced in the near future by an Exploitation Concession which would allow mining of the porphyry deposits if they prove to be viable
- An adjacent 17,000ha Reconnaissance Permit covers porphyry copper prospects at San Nicholas and San Nicholas South, and numerous old gold workings
- Antilles Gold has identified surface exposure as the leached phyllic caps to underlying copper-gold porphyry intrusives in the El Pilar system
- The extent of surficial hydrothermal alteration indicates the porphyry intrusions have large dimensions, and potential depth greater than 1,000m
- Ground magnetics and Induced Polarisation surveys in early 2023 identified a cluster of three porphyry intrusives (El Pilar, Gaspar, and Camilo) within the concession
- The site is flat, unoccupied, and ideally located adjacent to a major highway, high tension power, and a 60km rail link to Palo Alto port

### Surface Mineralisation at El Pilar



Strong phyllic alteration and porphyry D-veins overprinting a copper-gold porphyry system

- A 10 hole initial diamond drilling program in 2023 demonstrated porphyry style veining, breccias and alteration indicative of copper porphyry style mineralization
- A Technical Report on the results of the initial drilling program was advised to ASX on 15 February 2024
- Drilling planned to recommence in mid-2024

## **EXPLORATION OF LA CRISTINA AND VEGA GRANDE COPPER-GOLD PROSPECTS**

The 3,600ha La Cristina Exploration Concession and the 49,000ha Vega Grande Reconnaissance Permit are currently held in an Exploration Agreement which will be transferred to the joint venture in the near future.

- The highly prospective areas of outcropping copper-gold-molybdenum mineralization were discovered by Antilles Gold in the Sierra Maestra copper belt in south east Cuba, and were the subject of two prospecting programs in 2023
- The copper belt is +200km terrain of Cretaceous arc geology intruded by Eocene stocks which are the source of widespread gold, and base-metals mineralisation
- The El Cobre mine, which is along strike from the concessions, and within the same geological sequence commenced in 1540 and is the oldest copper mine in the Americas
- The concessions incorporate a series of copper-gold-molybdenum zones that display significant footprints of hydrothermal alteration normally associated with potentially large porphyry systems, and show high prospectivity for associated epithermal gold-silver base metal systems
- A Report on the geology and mineralisation in the concessions was reported to ASX on 4 March 2024
- Prospecting to identify drill targets will continue in 2024.

# DIRECTORS' REPORT

## FOR THE YEAR ENDED 31 DECEMBER 2023

The Directors present their Report together with the financial statements on the consolidated entity being Antilles Gold Limited ("the Company") and the entities it controlled ("the Consolidated Group") for the year ended 31 December 2023.

### DIRECTORS

The following persons were Directors of the Company during the financial year and up to the date of this Report. Directors were in office for the entire period unless otherwise stated.

Brian Johnson	Chairman
James Tyers	Executive Director
Ugo Cario	Non-Executive Director
Angela Pankhurst	Non-Executive Director

### PRINCIPAL ACTIVITIES

The principal activities of the Consolidated Group during the year were:

- Expenditure of approximately US\$3.7 million on predevelopment activities for the Nueva Sabana gold-copper mine, and the La Demajagua gold-silver-antimony mine in Cuba, including:
  - 10,000m of drilling
  - geological modelling
  - resource modelling
  - metallurgical test work
  - design for infrastructure, concentrator, and power station
  - advancement of permitting
  - progress on Scoping Studies for both projects
- Final hearing of arbitration proceedings against the Dominican Republic Government.

### REVIEW OF OPERATIONS AND FINANCIAL RESULTS

The net cash outflow from operations for the Group was US\$2,450,617 (2022: US\$2,199,560).

The consolidated net loss for the year was US\$4,139,944 (2022: US\$7,747,366).

The net assets of the Consolidated Group were US\$13,603,714 (2022: US\$11,197,403).

Cash and cash equivalents as at the reporting date were US\$1,279,415 (2022: US\$2,756,749).

Arbitration and legal expenses during the year were US\$1,228,967 (2022: US\$915,284).

Ongoing Group overheads have been maintained at approximately US\$1.1 million per year.

#### Corporate Activities

##### Share Placements

On 26 April 2023, the Company announced its intention to issue 90.0 million fully paid new shares at A\$0.034 each with one free option attaching to each two new shares issued. The new options may be exercised at A\$0.10 each on or before 30 June 2025. Applications for quotation of securities were released on 9 May 2023 for the issue of 90,000,000 ordinary fully paid shares, and on 20 June 2023 for the issue of 45,000,000 listed options. A total of A\$3.06 million (US\$2.05 million) was raised before costs.

On 5 May 2023, the Company announced its intention, subject to shareholder approval at the Company's AGM on 24 May 2023, to issue an additional 9,500,000 fully paid new shares at A\$0.034 each and 4,750,000 free attaching options. Application for quotation of securities was released on 4 July 2023 for the issue of 8,820,588 ordinary fully paid shares and 4,410,294 listed options. A total of A\$0.3 million (US\$0.2 million) was raised before costs.

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## REVIEW OF OPERATIONS AND FINANCIAL RESULTS (CONTINUED)

On 6 September 2023, the Company announced a placement to professional and sophisticated investors of 99,478,261 new fully paid ordinary shares at A\$0.023 each with one free option attaching to each new share issued. The new options are exercisable at \$0.10 and expiry date of 30 June 2025. Applications for quotation of securities issued under the Placement were released between 12 September 2023 and 19 December 2023 for a total of 126,050,285 ordinary fully paid shares, and between 19 December 2023 and 21 December 2023 for the issue of 125,180,720 listed options. A total of A\$2.9 million (US\$1.9 million) was raised before costs.

On 27 November 2023, the Company announced it had received firm commitments to subscribe for 45.5 million fully paid new shares at \$0.023 each from non-related, sophisticated and professional investors, and investors will receive one free attaching new option for each new share issued. The options are exercisable at \$0.10 each on or before 30 June 2025. Applications for quotation of securities were released on 7 December 2023 for the issue of 46,262,768 ordinary fully paid shares and 46,262,768 listed options. A total of A\$1.06 million (US\$0.7 million) was raised before costs.

### *Share Purchase Plan*

In conjunction with the placement announced on 6 September 2023, the Company also offered eligible shareholders the opportunity to participate in a Share Purchase Plan (SPP) on the same terms as the placement. The offer under the SPP was for a total of up to 86,956,522 fully paid ordinary shares at A\$0.023 each with one free option attaching to each new share issued. Applications for quotation of securities issued under the SPP were released between 5 October 2023 and 27 November 2023 for a total of 87,989,157 ordinary fully paid shares, and between 21 December 2023 and 4 January 2024 for the issue of 87,989,157 listed options. A total of A\$2.0 million (US\$1.3 million) was raised before costs.

### *Listed options under non-renounceable entitlement offer*

On 10 May 2023, the Company announced the lodgement of a prospectus with ASX and ASIC pursuant to which the Company was undertaking a non-renounceable entitlement offer of 1 new quoted option exercisable at \$0.10 and expiring 30 June 2025 for every 3 shares held by eligible shareholders on 16 May 2023 (Record Date) at an issue price of \$0.001 each. During June 2023 the Company issued 193,449,764 listed options pursuant to the entitlement offer. A total of A\$0.19 million (US\$0.13 million) was raised before costs.

## SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

Significant changes in the state of affairs of the Consolidated Group during the financial year were as detailed above and in the Review of Projects.

In the opinion of the Directors, there were no other significant changes in the state of affairs of the Consolidated Group that occurred during the financial year under review not otherwise disclosed in this Report or in the consolidated accounts.

## DIVIDENDS

No dividends were paid during the year and no recommendation is made as to dividends (2022: Nil).

## MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

- On 1 March 2024, the Company announced that it had entered into an agreement with Patras Capital Pte Ltd to provide up to three A\$1.0 million Convertible Loan Notes to Antilles Gold Limited over the next three months. The provision of the second and third Loan Notes will be at the Company's option, and may require shareholder approval with respect to placement capacity.
- On 6 March 2024, the Company released to the ASX the Initial Mineral Resource Estimate ("MRE") for the Nueva Sabana gold-copper deposit, from consultants, Mining Associates Pty Ltd, and announced that the 50:50 joint venture in Cuba can now complete the Scoping Study for the proposed mine.

**MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR (CONTINUED)**

- No other matters or circumstances have arisen since the end of the balance date, which have significantly affected, or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

**LIKELY DEVELOPMENTS AND EXPECTED RESULTS OF OPERATIONS**

Likely or planned developments and the expected results of operations are detailed in the Review of Projects section of this Annual Report on pages 5 to 11.

**ENVIRONMENTAL REGULATION AND PERFORMANCE**

The Company (through a subsidiary) entered into a contract with the Dominican Government in 2005 which specifies the environmental regulations applicable to the Las Lagunas gold tailings project. There have been no known breaches of any environmental regulations during the year under review and up until the date of this Report.

**INFORMATION ON DIRECTORS**

**Mr Brian Johnson *Non-Executive Director and Chairman***

*B.Eng Civil (UWA) MIEAust  
Appointed 4 October 2005.*

*Experience and expertise*

Mr Johnson is a graduate in civil engineering from the University of Western Australia and a Member of the Institute of Engineers, Australia with extensive experience in the construction and mining industries in Australia, South East Asia and North America. He was instrumental in establishing successful companies, Portman Limited and Mount Gibson Iron Limited in the iron ore industry, and South Blackwater Coal Limited and Austral Coal Limited in the coal sector. He has previously been a director of two listed gold producers, and of companies with stock exchange listings in London, New York, Vancouver, and Australia.

*Other current directorships of listed entities*

None

*Former listed company directorships in last 3 years*

None

*Interests in shares and options*

102,056,122 shares  
40,101,455 options

**Mr James Tyers *Executive Director***

*BAppSci (Mineral Exploration & Mine Geology) WA School of Mines, MBA (UWA) MAusIMM  
Appointed 24 November 2004.*

*Experience and expertise*

Mr Tyers is a member of the AusIMM and has over 30 years experience in the mining industry involving senior management roles in gold and iron ore operations. He was Alternate Manager for the Palm Springs Gold Mine in the Kimberley region of Western Australia, and Manager for the Cornishman Project, a joint venture between Troy Resources Limited and Sons of Gwalia Limited. Mr Tyers also spent three years developing and operating iron ore projects in the mid-west of Western Australia.

Mr Tyers was responsible for the development of the Las Lagunas Project, is Project Director for Minera La Victoria SA and is responsible for the evaluation and development of future projects.

*Other current directorships of listed entities*

None

*Former listed company directorships in last 3 years*

None

**DIRECTORS' REPORT (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**INFORMATION ON DIRECTORS (CONTINUED)**

*Interests in shares, performance rights and options*

3,666,892 shares

955,631 options

3,200,000 performance rights

**Mr Ugo Cario *Non-Executive Director***

*B.Com (University of Wollongong), CPA*

*Appointed 25 March 2011.*

*Experience and expertise*

Mr Cario has over 30 years of experience in the Australian mining industry. He was a Director and Chief Executive Officer of Rocklands Richfield Limited for four years, and Managing Director of Austral Coal Limited for eight years. Prior to Austral Coal, Mr Cario held a number of senior positions with the Conzinc Rio Tinto Australia Group. He is also a former Director of the Port Kembla Coal Terminal, the New South Wales Joint Coal Board, and Interim Chairman of the New South Wales Minerals Council in 2004.

*Other current directorships of listed entities*

None

*Former listed company directorships in last 3 years*

None

*Interests in shares and options*

518,256 shares

817,680 options

**Ms Angela Pankhurst *Non-Executive Director and Audit Committee Chairperson***

*B.Bus (Curtin University), MAICD*

*Appointed 5 April 2012.*

*Experience and expertise*

Ms Pankhurst has over 20 years experience as an executive and non-executive director primarily in the mining industry. She has been a senior executive for companies with projects in Kazakhstan, Nigeria, Vietnam, South Africa and Australia, including CFO then Finance Director for Antilles Gold until March 2009. She was Managing Director of Central Asia Resources Limited during the development of its first gold mine and processing facility.

*Other current directorships of listed entities*

Yari Minerals Limited

*Former listed company directorships in last 3 years*

None

*Interests in shares and options*

556,464 shares

330,416 options

**COMPANY SECRETARY**

**Ms Pamela Bardsley. *Dip. Law (SAB), LLM (UTS), FGIA, FCIS***

*Appointed Company Secretary 8 February 2022.*

*Experience and expertise*

Ms Bardsley is a Chartered Secretary with over 30 years experience in general commerce, banking and finance. She also has over 20 years of experience in company secretary roles and was re-appointed Company Secretary of Antilles Gold Limited on 8 February 2022, having previously held the position between 14 December 2009 and 5 April 2019.

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# DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2023

## COMPANY SECRETARY (CONTINUED)

**Ms Tracey Aitkin B.Bus** (Charles Sturt University), CPA  
Appointed Co-Company Secretary 5 January 2024.

### Experience and expertise

Ms Aitkin is a professional member of CPA Australia with more than thirty years of experience in finance and company secretary roles across a range of industries including mining, manufacturing, retail, transport and agriculture. She joined the staff of Antilles Gold Limited in 2009 as Group Accountant and had the opportunity to grow and develop her skill base in line with the growth and development of the company. She was subsequently appointed as Chief Financial Officer in December 2010 and Company Secretary in January 2024.

## MEETINGS OF DIRECTORS

The numbers of meetings Directors were eligible to attend during the reporting period and the number of meetings attended by each Director was as follows:

	Full Board		Audit Committee	
	Meetings Held	Meetings Attended	Meetings Held	Meetings Attended
Brian Johnson	6	6	2	2
James Tyers	6	6	*	*
Ugo Cario	6	5	2	1
Angela Pankhurst	6	6	2	2

\* Not a member of the Audit Committee

## UNISSUED SHARES UNDER OPTIONS

Unissued ordinary shares of the Company under option at the date of this Report are:

Grant date	Expiry date	Exercise price (A\$)	Number under option
1 June 2023	30 June 2025	0.10	117,486,606
15 June 2023	30 June 2025	0.10	45,000,000
20 June 2023	30 June 2025	0.10	73,424,150
30 June 2023	30 June 2025	0.10	11,949,302
14 September 2023	30 June 2025	0.10	10,000,000
30 November 2023	30 June 2025	0.10	34,062,768
4 December 2023	30 June 2025	0.10	12,200,000
12 December 2023	30 June 2025	0.10	1,465,000
13 December 2023	30 June 2025	0.10	199,704,377
21 December 2023	30 June 2025	0.10	44,884,058
<b>Total listed options</b>			<b>550,176,761</b>

During June 2023 the Company issued 193,449,764 listed options under a non-renounceable entitlement offer of 1 new quoted option exercisable at \$0.10 and expiring 30 June 2025, for every 3 Shares held by eligible shareholders on 16 May 2023 (Record Date) at an issue price of \$0.001 per new option.

In June 2023 the Company issued 54,410,294 listed options, free attaching to ordinary shares issued under a share placement on a 1 for 2 basis, including 5,000,000 for lead manager services.

On 14 September 2023 the Company issued 10,000,000 listed options to a finance broker in part payment of fees for services rendered.

## DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2023

### UNISSUED SHARES UNDER OPTIONS (CONTINUED)

Between 30 November 2023 and 21 December 2023 the Company issued a further 259,432,645 listed options, free attaching to ordinary shares issued under the share placement and SPP announced to the ASX on 6 September 2023 on a 1 for 1 basis.

On 12 December 2023 the Company issued 32,884,058 listed options to a finance broker in part payment of fees for services rendered.

These options do not entitle the holders to participate in any share issue of the Company or any other body corporate.

During the reporting period, 38,658 ordinary shares were issued as a result of the exercise of listed options.

### UNISSUED SHARES UNDER PERFORMANCE RIGHTS

The number of performance rights on issue in the Company at the date of this report is as follows. All of these performance rights are unlisted and over the ordinary shares of the Company.

Grant date	Vesting date	Exercise price (A\$)	Number under performance rights
5 July 2022	1 December 2024	-	1,666,666
5 July 2022	1 December 2025	-	2,666,668
15 November 2022	1 December 2024	-	800,000
15 November 2022	1 December 2025	-	2,400,000
<b>Total performance rights</b>			<b>7,533,334</b>

### SHARES ISSUED ON VESTING OF PERFORMANCE RIGHTS

During or since the end of the financial year, Antilles Gold Limited issued ordinary shares as a result of the exercise of options and performance rights as follows (there were no amounts unpaid on the shares issued):

Grant date	Number vested	Issue price of shares (A\$)	Number of shares issued upon exercise of options and performance rights
5 July 2022	1,666,666	-	1,666,666
15 November 2022	800,000	-	800,000
<b>Total shares issued</b>			<b>2,466,666</b>

### CORPORATE GOVERNANCE

In recognising the need for the highest standards of corporate behaviour and accountability, the Directors of Antilles Gold Limited support the principles of good corporate governance. The Company's Corporate Governance Statement has been released as a separate document and is located on our website at <http://www.antillesgold.net/governance&policies.html>.

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**REMUNERATION REPORT (AUDITED)**

This Remuneration Report, which has been audited, outlines the director and executive arrangements of the Company and the Consolidated Group in accordance with the requirements of the Corporations Act 2001 and its Regulations. For the purposes of this report Key Management Personnel of the Consolidated Group are defined as those persons having authority and responsibility for planning, directing and controlling major activities of the Company and the Consolidated Group, directly or indirectly, including any Director (whether executive or otherwise) of the Company.

The remuneration report is set out below under the following main headings:

- A. Remuneration philosophy
- B. Key management personnel
- C. Service agreements
- D. Details of remuneration
- E. Share-based compensation
- F. Additional information

**A. Remuneration philosophy**

The performance of the Company and Consolidated Group depends on the quality of its Directors and executives. To prosper, the Company must attract, motivate and retain highly skilled management personnel.

To achieve this, the Company and Consolidated Group continue to develop and refine its remuneration policy to ensure that it:

- provides competitive rewards to attract high calibre executives; and
- links executive rewards to shareholder value.

The framework may provide a mix of fixed and variable pay, and a blend of short and long term incentives.

*Non-executive Director remuneration*

Fees and payments to non-executive directors reflect the demands which are made on, and the responsibilities of, the directors. Non-executive Directors' fees and payments are reviewed annually by the Board. Non-executive Directors' fees are determined within an aggregate Director's fee pool limit, which is periodically recommended for approval by shareholders. The maximum currently stands at A\$250,000 for all non-executive Directors.

*Executive Director remuneration*

The current base remuneration was last reviewed with effect from 1 July 2015 for the Executive Director and 19 September 2023 for the Chairman. Details of their respective remuneration packages are set out in Section C. Service agreements, and Section D. Details of remuneration.

The Company is continuing to develop its executive reward framework to ensure reward for performance is competitive and appropriate for the results delivered. The framework aims to align executive reward with achievement of strategic objectives and the creation of value for shareholders. The current framework has four available components: base pay and benefits; performance-related bonuses; long term incentives through participation in the Performance Rights Plan; and other remuneration such as superannuation. The combination of these comprises the executive's total remuneration.

*Consolidated entity performance and link to remuneration*

Remuneration for certain individuals can be directly linked to performance of the Consolidated Group. A portion of bonus and incentive payments may be dependent on defined earnings per share targets being met. The remaining portion of the bonus and incentive payments is at the discretion of the Board. Refer to section F of the remuneration report for details of the last four years earnings and total shareholders return.

*Use of remuneration consultants*

During the financial year ended 31 December 2023, the Consolidated Group did not engage any remuneration consultants.

**DIRECTORS' REPORT (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**REMUNERATION REPORT (AUDITED) (CONTINUED)**

**B. Key Management Personnel**

For the purposes of this report Key Management Personnel (or "KMP") of the Consolidated Group are defined as those persons having authority and responsibility for planning, directing and controlling major activities of the Company and the Consolidated Group, directly or indirectly, including any director (whether executive or otherwise) of the Company.

Name	Position	Employment period - 2023	Employment period - 2022
Brian Johnson	Chairman	Full year	Full year
James Tyers	Executive Director	Full year	Full year
Ugo Cario	Non-executive Director	Full year	Full year
Angela Pankhurst	Non-executive Director	Full year	Full year

**C. Service agreements**

Remuneration and other terms of employment for the Directors and the other KMP are formalised in service agreements. The major provisions of these agreements, including termination provisions are set out below:

Brian Johnson – Chairman

- Agreement dated 1 July 2015 for a term of three years from 1 July 2015 to 30 June 2018. The term was extended to 31 December 2019 by amendment to the Agreement on 14 March 2017. On 30 August 2019 the Agreement was extended for a further period of one year, to 31 December 2020. On 2 September 2021 the Agreement was again extended for a further period of two years, to 31 December 2022 and on 31 December 2022 the Agreement was extended for a further 12 months to 31 December 2023. On 19 September 2023 the term of the Agreement was further extended to 31 December 2024, with the option for a further extension period of one year by mutual consent.;
- Remuneration under agreement dated 1 July 2015 as follows:
  - A\$480,000 per annum from 1 July 2015 to 30 June 2016;
  - A\$510,000 per annum from 1 July 2016 to 30 June 2017;
  - A\$540,000 per annum from 1 July 2017 to 30 June 2018 (extended to 31 December 2023)
- Remuneration under amended agreement dated 19 September 2023 as follows:
  - A\$100,000 per annum for Directors Fees, plus A\$175.00 per hour for Management Services upon presentation of detailed timesheets at the end of each month, from 1 November 2023 to 31 December 2024.
- Eligible to participate in the Company's Performance Rights Plan;
- Termination notice required is three months by the employee, three months by the Company; and
- If the Company terminates the agreement, the Company is required to pay on termination the amount that would have been payable during the following 12 months, had there been no termination.

James Tyers – Executive Director

- Agreement dated 1 July 2015 for a three year period from 1 July 2015 to 30 June 2018. The term was extended to 31 December 2019 by amendment to the Agreement on 10 May 2018. On 30 August 2019 the Agreement was extended for a further period of one year, to 31 December 2020 and on 2 September 2021 the Agreement was again extended for a further period of two years, to 31 December 2022. On 27 December 2022 the term of the agreement was extended for a further period of two years, to 31 December 2024. On 19 September 2023 the term of the Agreement was amended to the period from 1 October 2023 to 30 September 2025. All other terms and conditions remain unchanged;
- Remuneration as follows:
  - A\$360,000 per annum to 30 June 2016
  - A\$375,000 per annum to 30 June 2017
  - A\$390,000 per annum to 30 June 2018 (extended to 30 September 2025);
- The remuneration is to be reviewed annually in December. Each review will have regard to the employee's individual performance as measured against any KPI's set for the employee by the Board of Directors, and the financial performance of the Consolidated Group;

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## DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2023

### REMUNERATION REPORT (AUDITED) (CONTINUED)

- Bonus payment to be considered by the Board of Directors annually in December;
- Eligible to participate in the Company's Performance Rights Plan;
- Termination notice required is three months by the employee, three months by the Company; and
- No termination benefits are payable unless the Company terminates the agreement without cause or the employee is made redundant, then the Company is required to payout one year's salary.

#### D. Details of remuneration

Details of the remuneration of the Directors and the other KMP of the Consolidated Group are set out in the following tables:

Year ended December 2023	Short Term	Post-employment		Total	Remuneration consisting of share-based payments	Remuneration that is performance based
Name	Cash salary and fees US\$	Superannuation US\$	Performance Rights <sup>(1)</sup> US\$	US\$	%	%
<b>Executive Directors</b>						
Brian Johnson <sup>(3)</sup>	353,867	-	-	353,867	-	-
James Tyers	240,087	18,824	45,433	304,344	14.9	-
<b>Non-executive Directors</b>						
Ugo Cario	33,189	-	-	33,189	-	-
Angela Pankhurst	33,176	-	-	33,176	-	-
<b>Total</b>	<b>660,319</b>	<b>18,824</b>	<b>45,433</b>	<b>724,576</b>	<b>6.8</b>	<b>-</b>

Year ended December 2022	Short Term	Post-employment		Total	Remuneration consisting of share-based payments	Remuneration that is performance based
Name	Cash salary and fees US\$	Superannuation US\$	Performance Rights <sup>(1)</sup> US\$	US\$	%	%
<b>Executive Directors</b>						
Brian Johnson	374,021	-	-	374,021	-	-
James Tyers <sup>(2)</sup>	328,037	19,480	5,438	352,955	1.5	-
<b>Non-executive Directors</b>						
Ugo Cario	34,628	-	-	34,628	-	-
Angela Pankhurst	34,625	-	-	34,625	-	-
<b>Total</b>	<b>771,311</b>	<b>19,480</b>	<b>5,438</b>	<b>796,229</b>	<b>0.7</b>	<b>-</b>

<sup>(1)</sup> The values shown in the tables above for share-based payments reflect the fair value of the share-based payment recognised as an expense for each person during the year.

<sup>(2)</sup> Cash salary and fees value in 2022 includes unused annual and long service leave cashed out of US\$77,445 gross. The net amount received was US\$44,918 and this amount was applied directly to the purchase of 2,000,000 shares in the Company.

<sup>(3)</sup> Cash salary and fees value for Brian Johnson in 2023 includes management fees of US\$44,803 and Directors fees of US\$11,109 for Moonstar Investments Pty Ltd.

#### Other transactions with Key Management Personnel

During the year Mr Johnson was reimbursed for out of pocket expenses in relation to the business use of his private motor vehicle (US\$10,703).

In December 2022, the Company was provided with an unsecured A\$1,000,000 loan from Moonstar Investments Pty Ltd ("Moonstar"), a related party of Mr Johnson. During the year, interest of A\$67,667 (US\$44,906) was paid to Moonstar at the agreed rate of 8% per annum, and principal repayments of A\$450,000 were made.

**DIRECTORS' REPORT (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**REMUNERATION REPORT (AUDITED) (CONTINUED)**

Amounts payable to KMP as at the date of this report, including GST where applicable, are set out in the following table:

	2023 US\$	2022 US\$
<b>Current Payables:</b>		
Brian Johnson – Management fees	22,587	134,740
Brian Johnson – Directors fees	6,244	-
Brian Johnson – Expense reimbursement	-	4,546
Brian Johnson (Moonstar Investments Pty Ltd) – Loan interest	2,581	-
Ugo Cario – Non-executive Directors fees	5,600	5,671
Angela Pankhurst – Non-executive Directors fees	6,177	6,238
James Tyers – Directors' fees accrued	20,016	20,015
	63,205	171,210

*Shareholdings of Key Management Personnel*

The number of shares in the parent entity held during the financial year by each Director and other members of KMP of the Consolidated Group, including their personally related parties, is set out below:

2023	Held at 1 Jan 2023	Additions	Disposals	Held at 31 Dec 2023
<i>Ordinary shares</i>				
Brian Johnson	83,987,732	18,068,390	-	102,056,122
James Tyers	2,866,892	800,000	-	3,666,892
Ugo Cario	262,403	255,853	-	518,256
Angela Pankhurst	339,073	217,391	-	556,464
<i>Listed options</i>				
Brian Johnson	3,000,000	40,101,455	(3,000,000)	40,101,455
James Tyers	753,356	955,631	(753,356)	955,631
Ugo Cario	38,462	817,680	(38,462)	817,680
Angela Pankhurst	33,906	330,416	(33,906)	330,416

2022	Held at 1 Jan 2022	Additions	Disposals	Held at 31 Dec 2022
<i>Ordinary shares</i>				
Brian Johnson	79,168,333	4,819,399	-	83,987,732
James Tyers	866,892	2,000,000	-	2,866,892
Ugo Cario	262,403	-	-	262,403
Angela Pankhurst	339,073	-	-	339,073
<i>Listed options</i>				
Brian Johnson	3,000,000	-	-	3,000,000
James Tyers	86,689	666,667	-	753,356
Ugo Cario	38,462	-	-	38,462
Angela Pankhurst	33,906	-	-	33,906

*Performance rights of Key Management Personnel*

The number of performance rights over shares in the parent entity held during the financial year by each director and other members of key management personnel of the Consolidated Group, including their personally related parties, is set out below:

**DIRECTORS' REPORT (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**REMUNERATION REPORT (AUDITED) (CONTINUED)**

2023	Held at 31 Dec 2022	Granted as remuneration	Exercised	Held at 31 Dec 2023
<b>Performance rights</b>				
James Tyers	4,000,000	-	(800,000)	3,200,000

2022	Held at 31 Dec 2021	Granted as remuneration	Exercised	Held at 31 Dec 2022
<b>Performance rights</b>				
James Tyers	-	4,000,000	-	4,000,000

All equity transactions with Key Management Personnel have been entered into under terms and conditions no more favourable than those the Consolidated Group would have adopted if dealing at arm's length.

**E. Share-based compensation**

*Employee performance rights plan*

The establishment of the employee performance rights plan was approved by shareholders at the 2010 Annual General Meeting, re-approved at the 2016 Annual General Meeting, and revised and re-approved again at the Company's General Meeting held on 11 October 2022. Under the plan, the Board may from time to time invite a full time employee or executive director of the Company or any wholly owned subsidiary or controlled entity of the Company whom the Board decides in its absolute discretion is eligible to be invited to receive a grant of rights in the plan, to participate in the plan and grant the eligible employee a right to acquire fully paid ordinary shares in the Company on conversion of the right as part of the eligible employee's remuneration.

Rights vest in three tranches, generally on 31 December of each year, over a three year period following approval by the Board. The number of rights granted to an employee is determined at the discretion of the Board and is generally based on a formula taking into account an employee's base salary, level within the Company and the Company's share price at the time of grant. Rights are granted to employees at no cost but may include non-market-based performance conditions. Rights automatically convert to shares on the vesting dates provided all vesting conditions have been met, however rights may be deferred after notification by the participant to the Board of Directors and that request has been approved.

*Performance rights holdings granted as remuneration*

Set out below is a summary of the unvested rights granted as compensation under the employee performance rights plan to key management personnel of the Consolidated Entity. There are no performance conditions or KPI's associated with any of these outstanding rights. The Board has exercised its discretion in allocating the performance rights to each employee on the basis of their base salary and level within the company. Unless an employee terminates their employment with the Company all rights will vest and convert to shares on the relevant vesting dates.

Name	Number of rights granted	Grant date <sup>1</sup>	Vesting date	Fair value per right at grant date (US\$)	Fair value of rights granted <sup>2</sup> (US\$)	% Vested	% Forfeited	% Carried forward
James Tyers	800,000	24 Apr 2023	1 Dec 2023	0.0204	19,761	100	-	-
	800,000	24 Apr 2023	1 Dec 2024	0.0204	19,761	-	-	100
	2,400,000	24 Apr 2023	1 Dec 2025	0.0204	59,283	-	-	100

<sup>1</sup> The performance rights were granted on 15 November 2022 and were subject to shareholder approval which was obtained on 24 April 2023.

<sup>2</sup> The fair value of rights granted is determined using the market price of shares of the Company as at the close of trading on the date the rights are granted.

## DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2023

### REMUNERATION REPORT (AUDITED) (CONTINUED)

#### Performance rights exercised during the period

Name	Number of rights exercised	Number of shares issued	Amount paid	Value of rights exercised (US\$)
James Tyers	800,000	800,000	-	12,152

The value of rights exercised is calculated by reference to the 5 day VWAP of the Company's shares on the day of exercise (A\$0.023 / US\$0.015).

#### F. Additional information

##### Remuneration, Company Performance and Shareholder Wealth

The development of remuneration policies and structures are considered in relation to the effect on company performance and shareholder wealth. They are designed by the Board to align Director and executive behaviours with improving Company performance and, ultimately, shareholder wealth. The table below sets out the Company's share price, earnings per share and dividends at the end of the current year and each of the previous four financial years.

Financial year ended	Closing share price (USD)	Earnings per share (USD)	Dividends
31 December 2023	0.023	(0.0069)	-
31 December 2022	0.0204	(0.021)	-
31 December 2021	0.080	(0.016)	-
31 December 2020	0.060	0.019	-
31 December 2019	0.042	0.025	-

This concludes the Remuneration Report, which has been audited.

#### 2023 Annual General Meeting

The Company received no specific feedback on its Remuneration Report at the Annual General Meeting.

### INDEMNITY AND INSURANCE OF OFFICERS

The Company has indemnified the Directors of the Company for costs incurred in their capacity as a Director for which they may be held personally liable, except where there is a lack of good faith.

In February 2019, the contract to insure the Directors of the Company against liability to the extent permitted by the Corporations Act 2001, expired. The Company was unable to renew the policy with its insurer due to the Company's activities in Cuba, and was unable to find an alternate provider to provide similar cover at a reasonable cost, so has not insured its Directors since then.

### INDEMNITY AND INSURANCE OF AUDITOR

The Company has not, during or since the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

### PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.



**DIRECTORS' REPORT (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**NON-AUDIT SERVICES**

No non-audit services were provided by the auditor during the financial year.

Should the auditor be engaged to provide non-audit services, the Directors satisfy themselves that the provision of non-audit services during the financial year, by the auditor (or by another person or firm on the auditor's behalf), is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001 via the following process:

- all non-audit services are reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor, and
- none of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing or auditing the auditor's own work, acting in a management or decision-making capacity for the Company, acting as advocate for the Company or jointly sharing economic risks and rewards.

**Officers of the company who are former audit partners of HLB Mann Judd**

There are no officers of the Company who are former audit partners of HLB Mann Judd.

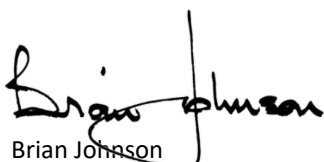
**AUDITOR'S INDEPENDENCE DECLARATION**

A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out on page 25.

**AUDITOR**

HLB Mann Judd continues in office in accordance with section 327 of the Corporations Act 2001.

This Report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.



Brian Johnson  
Executive Chairman  
27 March 2024

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**AUDITOR'S INDEPENDENCE DECLARATION**

As lead auditor for the audit of the consolidated financial report of Antilles Gold Limited for the year ended 31 December 2023, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- a) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- b) any applicable code of professional conduct in relation to the audit.

Perth, Western Australia  
27 March 2024



**M R Ohm**  
**Partner**

**hlb.com.au**

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HLB Mann Judd (WA Partnership) is a member of HLB International, the global advisory and accounting network.

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2023

	Note	2023 US\$	2022 US\$
Revenue	4	22,637	6,901
Other income	5	73	184,730
Project closure care and maintenance costs		(247,290)	(348,153)
Employee benefits – other than direct	6	(173,401)	(179,229)
Insurance costs		(20,497)	(19,549)
Legal and professional costs	7	(1,341,104)	(1,038,597)
Exploration and evaluation activities		(352,565)	(263,687)
Depreciation and amortisation expense	17, 18	(72,146)	(402,569)
Finance costs	8	(1,045,330)	(1,000,052)
Impairment of assets	10	(40,754)	(3,774,479)
Foreign exchange gain		2,847	49,360
Fair value loss on investments		(17,264)	(46,287)
Other expenses	9	(585,556)	(766,800)
Share-based payments	36	(269,594)	(148,955)
<b>Loss before income tax expense</b>		<b>(4,139,944)</b>	<b>(7,747,366)</b>
Income tax expense	12	-	-
<b>Loss after income tax</b>		<b>(4,139,944)</b>	<b>(7,747,366)</b>
<b>Other comprehensive income</b>			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Foreign currency translation movement		49,409	(236,526)
Equity-accounted investees – share of other comprehensive income	20	494,549	470,596
<b>Total other comprehensive income net of tax for the year</b>		<b>543,958</b>	<b>234,070</b>
<b>Total comprehensive loss for the year</b>		<b>(3,595,986)</b>	<b>(7,513,296)</b>
Attributable to:			
Owners of the Parent Entity		(3,595,986)	(7,513,296)
<b>Total comprehensive loss for the year</b>		<b>(3,595,986)</b>	<b>(7,513,296)</b>

## Earnings per share for the year attributable to the members of Antilles Gold Ltd

Basic loss per share (cents per share)	35	(0.69)	(2.10)
Diluted loss per share (cents per share)	35	(0.69)	(2.10)

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

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# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AT 31 DECEMBER 2023

	Note	2023 US\$	2022 US\$
<b>CURRENT ASSETS</b>			
Cash and cash equivalents	13	1,279,415	2,756,749
Prepayments and deposits	14	247,117	265,038
Other current assets	15	93,995	-
<b>TOTAL CURRENT ASSETS</b>		<b>1,620,527</b>	<b>3,021,787</b>
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	17	106,395	141,839
Right-of-use assets	18	46,153	43,795
Deferred exploration and evaluation expenditure	19	3,223,147	679,078
Investment in a joint venture	20	24,044,415	23,549,866
Investments in shares	21	84,913	102,302
<b>TOTAL NON-CURRENT ASSETS</b>		<b>27,505,023</b>	<b>24,516,880</b>
<b>TOTAL ASSETS</b>		<b>29,125,550</b>	<b>27,538,667</b>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	23	1,205,737	927,804
Provisions	24	481,491	451,515
Borrowings	25	374,616	-
Lease liabilities	18	29,823	28,175
Joint venture future contributions payable	20	3,859,923	5,417,530
<b>TOTAL CURRENT LIABILITIES</b>		<b>5,951,590</b>	<b>6,825,024</b>
<b>NON-CURRENT LIABILITIES</b>			
Borrowings	26	-	677,500
Lease liabilities	18	17,209	17,487
Joint venture future contributions payable	20	9,553,037	8,821,253
<b>TOTAL NON-CURRENT LIABILITIES</b>		<b>9,570,246</b>	<b>9,516,240</b>
<b>TOTAL LIABILITIES</b>		<b>15,521,836</b>	<b>16,341,264</b>
<b>NET ASSETS</b>		<b>13,603,714</b>	<b>11,197,403</b>
<b>EQUITY</b>			
Contributed equity	27	96,305,161	90,663,071
Reserves	28	(722,456)	(1,626,621)
Accumulated losses		(81,978,991)	(77,839,047)
<b>TOTAL EQUITY</b>		<b>13,603,714</b>	<b>11,197,403</b>

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

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# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2023

	Ordinary Shares US\$	Equity Reserve US\$	Options Reserve US\$	Options Premium Reserve US\$	Performance Rights Reserve US\$	Foreign Currency Translation Reserve US\$	Share of Joint Venture's Other Comprehensive Income Reserve US\$	Accumulated Losses US\$	Total US\$
<b>Balance as at 1 January 2022</b>	<b>84,786,290</b>	<b>(11,773,880)</b>	<b>4,086,832</b>	-	<b>1,386,963</b>	<b>3,940,257</b>	<b>397,794</b>	<b>(70,091,681)</b>	<b>12,732,575</b>
Loss for the year	-	-	-	-	-	-	-	(7,747,366)	(7,747,366)
Other comprehensive income	-	-	-	-	-	(236,526)	470,596	-	234,070
<b>Total comprehensive income for the year</b>	-	-	-	-	-	(236,526)	470,596	(7,747,366)	(7,513,296)
<b>Transactions with owners in their capacity as owners:</b>									
Shares issued	6,096,386	-	-	-	-	-	-	-	6,096,386
Shares to be issued	69,439	-	-	-	-	-	-	-	69,439
Transaction costs on share issue	(354,419)	-	-	-	-	-	-	-	(354,419)
Share-based payments	65,375	-	58,464	-	42,879	-	-	-	166,718
<b>Balance as at 31 December 2022</b>	<b>90,663,071</b>	<b>(11,773,880)</b>	<b>4,145,296</b>	-	<b>1,429,842</b>	<b>3,703,731</b>	<b>868,390</b>	<b>(77,839,047)</b>	<b>11,197,403</b>

	Ordinary Shares US\$	Equity Reserve US\$	Options Reserve US\$	Options Premium Reserve US\$	Performance Rights Reserve US\$	Foreign Currency Translation Reserve US\$	Share of Joint Venture's Other Comprehensive Income Reserve US\$	Accumulated Losses US\$	Total US\$
<b>Balance as at 1 January 2023</b>	<b>90,663,071</b>	<b>(11,773,880)</b>	<b>4,145,296</b>	-	<b>1,429,842</b>	<b>3,703,731</b>	<b>868,390</b>	<b>(77,839,047)</b>	<b>11,197,403</b>
Loss for the year	-	-	-	-	-	-	-	(4,139,944)	(4,139,944)
Other comprehensive income	-	-	-	-	-	49,409	494,549	-	543,958
<b>Total comprehensive income for the year</b>	-	-	-	-	-	49,409	494,549	(4,139,944)	(3,595,986)
<b>Transactions with owners in their capacity as owners:</b>									
Shares issued	6,120,564	-	-	-	-	-	-	-	6,120,564
Options issued	-	-	-	129,831	-	-	-	-	129,831
Transaction costs on share issue	(588,744)	-	-	-	-	-	-	-	(588,744)
Share-based payments	110,270	-	88,146	-	142,230	-	-	-	340,646
<b>Balance as at 31 December 2023</b>	<b>96,305,161</b>	<b>(11,773,880)</b>	<b>4,233,442</b>	<b>129,831</b>	<b>1,572,072</b>	<b>3,753,140</b>	<b>1,362,939</b>	<b>(81,978,991)</b>	<b>13,603,714</b>

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

# CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2023

	Note	2023 US\$	2022 US\$
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Receipts from customers		73	191,531
Payments to suppliers and employees		(2,075,880)	(2,179,853)
Payments for projects, exploration and evaluation activities		(352,565)	(215,955)
Interest received		22,637	6,901
Interest paid		(44,882)	(2,184)
<b>NET CASH USED IN OPERATING ACTIVITIES</b>	34	<b>(2,450,617)</b>	<b>(2,199,560)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Purchase of property, plant and equipment	17	(1,909)	(146,464)
Payments for exploration and evaluation activities	19	(2,584,823)	(679,078)
Payments for joint venture capital contributions	20	(1,823,690)	(3,793,625)
<b>NET CASH USED IN INVESTING ACTIVITIES</b>		<b>(4,410,422)</b>	<b>(4,619,167)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from issue of shares	27	6,120,564	6,165,825
Proceeds from issue of options	28	129,831	-
Payment of share issue costs		(480,529)	(336,656)
Payment of swap deposit	15	(93,995)	-
Proceeds from borrowings	25, 26	-	677,500
Repayment of borrowings	25	(288,965)	-
Lease payments	18	(35,782)	(33,904)
<b>NET CASH PROVIDED BY FINANCING ACTIVITIES</b>		<b>5,351,124</b>	<b>6,472,765</b>
<b>NET DECREASE IN CASH HELD</b>		<b>(1,509,915)</b>	<b>(345,962)</b>
Cash at the beginning of the financial year		2,756,749	3,337,398
FX movement in opening balances		32,581	(234,687)
<b>CASH AT THE END OF FINANCIAL YEAR</b>		<b>1,279,415</b>	<b>2,756,749</b>

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

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 1. SUMMARY OF MATERIAL ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of the financial report are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The financial report includes financial statements for the Consolidated Group consisting of Antilles Gold Limited and its subsidiaries for the year ended 31 December 2023.

#### (a) Reporting Entity

Antilles Gold Limited (the "Company") is a company limited by shares, incorporated and domiciled in Australia and is a for-profit entity. The address of the Company's registered office is 55 Kirkham Road, Bowral, NSW, Australia. The consolidated financial statements of the Company as at and for the year ended 31 December 2023 comprise the Company and its subsidiaries (together referred to as the "Group" or "Consolidated Group" and individually as "Group Entities"). The financial report is presented in US dollars, which is the Consolidated Group's functional and presentational currency.

The financial statements were approved by the Board of Directors on 27 March 2024. The Directors have the power to amend and reissue the financial statements.

#### (b) Basis of Preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") and the Corporations Act 2001, as appropriate for for-profit oriented entities.

##### (i) Statement of Compliance

These financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IASB").

##### (ii) Parent Disclosures

The Group has applied amendments to the Corporations Act (2001) that remove the requirement for the Group to lodge parent entity financial statements. Parent entity financial statements have been replaced by the specific parent entity disclosures in Note 38.

##### (iii) Historical cost convention

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial instruments.

##### (iv) Critical accounting estimates

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Consolidated Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 2.

#### (c) Changes in significant accounting policies

The accounting policies applied in these financial statements are the same as those applied in the Group's consolidated financial statements as at and for the year ended 31 December 2022. A number of new standards and amendments, summarised below, are effective from 1 January 2023 but they do not have a material effect on the Group's financial statements:

- AASB 2023-2 Amendments to Australian Accounting Standards – International Tax Reform – Pillar Two Model Rules
- AASB 2021-2 Amendments to Australian Accounting Standards – Disclosure of Accounting Policies and Definition of Accounting Estimates
- AASB 2021-6 Amendments to Australian Accounting Standards – Disclosure of Accounting Policies: Tier 2 and Other Australian Accounting Standards

**1. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)**

- AASB 2021-5 Amendments to Australian Accounting Standards – Deferred Tax related to Assets and Liabilities arising from a Single Transaction
- AASB 2022-7 Editorial Corrections to Australian Accounting Standards and Repeal of Superseded and Redundant Standards
- AASB 17 Insurance Contracts; AASB 2020-5 Amendments to Australian Accounting Standards – Insurance Contracts; and AASB 2022-1 Amendments to Australian Accounting Standards – Initial application of AASB 17 and AASB 9 – Comparative Information

**(d) New Accounting Standards and Interpretations not yet mandatory or early adopted**

Accounting Standards issued by the AASB that are not yet mandatorily applicable to the Group, together with an assessment of the potential impact of such pronouncements on the Group when adopted in future periods, are discussed below:

- **AASB 2023-1 Amendments to Australian Accounting Standards – Supplier Finance Arrangements. Effective Date: 1 January 2024**  
AASB 2023-1 amends AASB 107 Statement of Cash Flows and AASB 7 Financial instruments: Disclosures to require an entity to provide additional disclosures about its supplier finance arrangements to enable users of financial statements to assess how supplier finance arrangements affect an entity's liabilities, cash flows and exposure to liquidity risk. The amendments require an entity to disclose the terms and conditions of the arrangements, the carrying amount of the liabilities that are part of the arrangements, the carrying amounts of those liabilities for which the suppliers have already received payment from the finance providers, the range of payment due dates and the effect of non-cash changes. The directors anticipate that the adoption of AASB 2023-1 may have an impact on the Group's financial statements but the impact is not able to be quantified.
- **AASB 2020-1 Amendments to Australian Accounting Standards – Classification of Liabilities as Current or Non-current; AASB 2020-6 Amendments to Australian Accounting Standards – Classification of Liabilities as Current or Non-current – Deferral of Effective Date; AASB 2022-6 Amendments to Australian Accounting Standards – Non-current Liabilities with Covenants; and AASB 2023-3 Amendments to Australian Accounting Standards – Disclosure of Non-current Liabilities with Covenants: Tier 2. Effective Date: 1 January 2024**  
AASB 2020-1 amends AASB 101 Presentation of Financial Statements to require a liability to be classified as current when companies do not have a substantive right to defer settlement at the end of the reporting period. AASB 2020-6 defers the mandatory effective date of amendments that were originally made in AASB 2020-1 so that the amendments are required to be applied for annual reporting periods beginning on or after 1 January 2023 instead of 1 January 2022. AASB 2022-6 specified that only covenants with which an entity must comply on or before the reporting date affect the classification of a liability as current or non-current. Covenants with which the company must comply after the reporting date (i.e. future covenants) do not affect a liability's classification at that date. However, when non-current liabilities are subject to future covenants, companies will now need to disclose information to help users understand the risk that those liabilities could become repayable within 12 months after the reporting date. AASB 2022-6 further defers the mandatory effective date of amendments that were originally made in AASB 2020-1 and AASB 2020-6 so that the amendments are required to be applied for annual reporting periods beginning on or after 1 January 2024 instead of 1 January 2023. AASB 2023-3 makes amendments to AASB 1060 similar to the ones described above for AASB 101. The directors anticipate that the adoption of AASB 2020-1 may have an impact on the Group's financial statements but the impact is not able to be quantified.
- **AASB 2022-5 Amendments to Australian Accounting standards – Lease Liability in a Sale and Leaseback. Effective Date: 1 January 2024**  
The amendments introduce a new accounting model for how a seller-lessee accounts for variable lease payments that arise in a sale-and-leaseback transaction. It confirms the following:
  - On initial recognition, the seller-lessee includes variable lease payments when it measures a lease liability arising from a sale-and-leaseback transaction.
  - After initial recognition, the seller-lessee applies the general requirements for subsequent accounting of the lease liability such that it recognises no gain or loss relating to the right of use it retains.



**1. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)**

The directors anticipate that the adoption of AASB 2022-5 will not have an impact on the Group's financial statements.

- *AASB 2022-10 Amendments to Australian Accounting Standards – Fair Value Measurement of Non-Financial assets of Not-for-Profit Public Sector Entities (NFP)(PS). Effective Date: 1 January 2024*  
AASB 2022-10 amends AASB 13 Fair Value Measurement to modify the application of AASB 13 in relation to non-financial assets of NFP public sector entities not held primarily for their ability to generate net cash inflows. The directors anticipate that the adoption of AASB 2022-10 will not have an impact on the Group's financial statements.
- *AASB 2014-10 Amendments to Australian Accounting Standards – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture; AASB 2017-5 Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128 and Editorial Corrections; and AASB 2021-7(a-c) Amendments to Australian Accounting Standards – Effective Date of Amendments to AASB 10 and AASB 128 and Editorial Corrections. Effective Date: 1 January 2025*  
The amendments require the full gain or loss to be recognised when the assets transferred meet the definition of a 'business' under AASB 3 Business Combinations (whether housed in a subsidiary or not). AASB 2017-5 defers the mandatory effective date of amendments to AASB 10 Consolidated Financial Statements and AASB 128 Investments in Associates and Joint Ventures that were originally made in AASB 2014-10 so that the amendments are required to be applied for annual reporting periods beginning on or after 1 January 2022 instead of 1 January 2018. AASB 2021-7(a-c) further defers the mandatory effective date to periods beginning on or after 1 January 2025. The directors anticipate that the adoption of AASB 2014-10 may have an impact on the Group's financial statements but the impact is not able to be quantified.
- *AASB 2023-5 Amendments to Australian Accounting Standards – Lack of Exchangeability. Effective Date: 1 January 2025*  
AASB 2023-5 amends AASB 121 *The Effects of Changes in Foreign Exchange Rates* to clarify:
  - when a currency is exchangeable into another currency; and
  - how a company estimates a spot rate when a currency lacks exchangeability.New disclosures are required to help users assess the impact of using an estimated exchange rate on the financial statements. The directors anticipate that the adoption of AASB 2023-5 may have an impact on the Group's financial statements but the impact is not able to be quantified.

**(e) Foreign currency translation**

*(i) Functional and presentation currency*

All items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The consolidated financial statements are presented in United States dollars, unless otherwise stated, which is Antilles Gold Limited's functional and presentation currency.

*(ii) Transactions and balances*

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currency are recognised in the Statement of Profit or Loss and Other Comprehensive Income.

*(iii) Companies in the Consolidated Group*

The results and financial position of all the companies in the Consolidated Group (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentational currency as follows:

- assets and liabilities for each Statement of Financial Position presented are translated at the closing rate at the day of that Statement of Financial Position;

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 1. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

- income and expenses for each Statement of Profit or Loss and Other Comprehensive Income are translated at an average exchange rate (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- all resulting exchange differences are recognised in the foreign exchange reserve in the Statement of Profit or Loss and Other Comprehensive Income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other currency instruments designated as hedges of such investments are taken to foreign exchange reserve in equity. When a foreign operation is sold or borrowings repaid a proportionate share of such exchange differences are recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

#### (f) Going concern

The Consolidated Group incurred a loss of US\$4,139,944 (2022: US\$7,747,366) and had net cash outflows from operations and investing activities of US\$6,861,039 (2022: US\$6,818,727). As at 31 December 2023, the Consolidated Group's current liabilities exceeded its current assets by US\$4,331,063 (2022: US\$3,803,237).

The Las Lagunas Gold Tailings Project in the Dominican Republic finished production in December 2019. The Company's rights and obligations in relation to the Las Lagunas Project are governed by the "Special Contract" entered into with the Dominican Government. As outlined in Note 32, a number of disputes with the Government have been submitted for arbitration under the rules of the World Bank's International Centre for Settlement of Investment Disputes (ICSID) in Washington DC.

The Group has entered into an Agreement with a subsidiary of Cuban Government owned mining company, GeoMinera S.A., for the joint venture company, Minera La Victoria S.A., to develop the La Demajagua gold/silver mine. Minera La Victoria was registered in August 2020. The Group has committed to provide a total of US\$25.9 million of equity capital to Minera La Victoria across two stages of development. The first stage, totalling US\$13.0 million, is payable between Q4 2020 and Q4 2024 to progress feasibility studies and pay for infrastructure for the La Demajagua open pit gold/silver mine. At a meeting in April 2023, shareholders resolved to increase the Group's ownership from 49% to 50%. The shareholders subsequently agreed to expand the scope of the joint venture to include the development of the Nueva Sabana gold-copper mine in central Cuba, increasing the Group's capital contribution for the first stage to US\$15.0 million. At 31 December 2023 the amount remaining to be paid to meet this obligation is US\$3.9 million, which is scheduled to be paid by December 2024.

The Directors are confident of obtaining the necessary funds for the project in Cuba through the issue of equity and/or borrowings and of a favourable outcome from the arbitration process, to be able to pay its debts as and when they fall due.

Having reviewed the business outlook and cash flow forecasts and taking into account the above matters, the Directors are of the opinion that the use of the going concern basis of accounting is appropriate. Notwithstanding this, in the event of the Company being unsuccessful in raising additional equity and/or securing debt financing, the above conditions indicate a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial statements.

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## **2. CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

### *Impairment of non-financial assets*

The Consolidated Group tests impairment of non-financial assets (other than goodwill and other indefinite life intangible assets) at each reporting date by evaluating conditions specific to the Consolidated Group and to the particular asset that may lead to impairment or reversal of previously recorded impairment expense, in accordance with the accounting policy stated in Note 10. During the year ended 31 December 2022, the Consolidated Group wrote off in full its development cost intangible asset, recording an impairment expense of \$3,774,479, as during the period, management assessed that the Albion process will not be suitable for use at the La Demajagua project.

### *Deferred tax assets*

The Consolidated Group has made a judgement to not recognise carried forward tax losses (revenue and capital losses) in the accounts as there is uncertainty that future profits will be available against which the losses can be utilised. Refer to Note 12 for further information.

### *Estimates on share-based payment expenses*

As discussed in Note 36, expenses are recorded by the Group for share-based payments. The fair value of listed options granted is determined using the market value of the listed options on their grant date. For unlisted options, the fair value is determined using the Black Scholes option valuation methodology which takes into account the underlying share at grant date, the term of the option, the risk-free interest rate and share price volatility. Expected volatility is estimated by considering historic average share price volatility. The risk-free interest rate is based on government bonds.

The fair value of performance rights with non-market based vesting conditions is determined using the market price of shares of the Company as at the close of trading on the date the rights are granted.

### *Provision for Government share of excess cash flow (PUN)*

Under the terms of the Special Contract between EnviroGold (Las Lagunas) Limited ("EVGLL") and the Dominican Republic Government ("DR Government"), EVGLL is required to make payments (known as PUN payments) to the DR Government at the rate of 25% of the excess cash generated by the Las Lagunas gold tailings project once the cumulative cash flow from operations exceeds the initial capital investment in the project. The provision represents the estimated PUN payment at balance date.

### *Joint venture future contributions payable*

The joint venture future contributions payable are the net present value of the deferred joint venture capital contributions at an 8% discount rate. Interest is charged to the Statement of Profit or Loss and Other Comprehensive Income to unwind the liability back to the undiscounted amount payable.

### *Exploration and evaluation costs*

Deferred exploration and evaluation expenditure is carried forward where rights to the tenure of the area of interest are current and costs are expected to be recouped through revenue derived from the area of interest or sale of that area of interest. The recoupment of costs carried forward in relation to areas in the exploration and evaluation phase is dependent on the successful development and commercial exploitation or sale of the respective areas. A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest. The Consolidated Group can also recommend the removal of concessions held in the Los Llanos Exploration Agreement ("IEA") with Cuban Government owned mining company, GeoMinera SA, if they demonstrate insufficient prospectivity. In this event, all costs incurred in relation to these properties is written off during the period in which such a decision is made. A review has been undertaken as at 31 December 2023, and as a result, it was determined that an impairment amount of US\$40,754 existed in relation to the Golden Hills, New Horizons and Los Pasos concessions within the Los Llanos IEA (see notes 10 and 19).

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2023

## 3. SEGMENT REPORTING

The Company has identified its operating segments based on the internal reports that are reviewed and used by the executive management team (the chief operating decision makers) in assessing performance and in determining the allocation of resources.

The operating segment is identified by management by project – discrete financial information about this operating segment is reported to the executive management team on at least a quarterly basis.

Management has identified the Las Lagunas project, its Albion/CIL plant design and the Cuban projects as the group's main operating segments. Other segment information comprises a variety of projects that do not meet the definition of an operating segment on a quantitative basis.

The following table presents revenue and profit information for business segments for the years ended 31 December 2023 and 31 December 2022.

### Information about reportable segments

	Las Lagunas Project		Albion/CIL Plant Design		Cuban Projects		Others		Consolidated	
	2023 US\$	2022 US\$	2023 US\$	2022 US\$	2023 US\$	2022 US\$	2023 US\$	2022 US\$	2023 US\$	2022 US\$
External revenue	73	184,730	-	-	-	-	-	-	73	184,730
Inter-segment revenue	-	-	-	-	-	-	-	-	-	-
Interest revenue	2	4	-	-	-	-	22,635	6,897	22,637	6,901
Interest expense	(460)	(297)	-	-	(997,867)	(997,868)	(47,003)	(1,887)	(1,045,330)	(1,000,052)
Depreciation and amortisation	(13,158)	(11,411)	-	(360,756)	(35,781)	(3,136)	(23,207)	(27,266)	(72,146)	(402,569)
Other income	-	-	-	-	-	-	-	-	-	-
Reportable segment loss before income tax	(508,284)	(588,330)	-	(4,135,235)	(1,567,619)	(1,409,726)	(2,064,041)	(1,614,075)	(4,139,944)	(7,747,366)
<b>Other material non-cash items:</b>										
Foreign exchange gain / (loss)	321	(5,057)	-	-	30,735	35,720	(28,209)	18,697	2,847	49,360
Interest on deferred settlement of contributions	-	-	-	-	(997,867)	(997,868)	-	-	(997,867)	(997,868)
Share-based payments	-	-	-	-	(15,000)	(15,367)	(254,594)	(133,588)	(269,594)	(148,955)
Impairment loss	-	-	-	(3,774,479)	(40,754)	-	-	-	(40,754)	(3,774,479)
Segment assets	2,313,470	2,201,005	-	-	27,816,069	24,594,247	46,597,061	39,179,739	76,726,600	65,974,991
Capital expenditure	14,405	-	-	-	2,586,732	822,400	24,630	3,142	2,625,767	825,542
Segment liabilities	2,351,854	1,730,801	-	-	13,666,595	14,373,342	45,457,868	40,057,986	61,476,317	56,162,129

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 3. SEGMENT REPORTING (CONTINUED)

#### Reconciliations of reportable segment revenues, profit or loss, assets and liabilities

	2023 US\$	2022 US\$
<b>Revenues</b>		
Total revenue for reportable segments	73	184,730
Consolidated revenue	73	184,730

	2023 US\$	2022 US\$
<b>Assets</b>		
Total assets for reportable segments	76,726,600	65,974,991
Elimination of investments in subsidiaries	(32,223,845)	(27,202,260)
Elimination of intercompany loans and interest	(45,954,481)	(39,820,865)
Elimination of provision for intercompany loans	30,577,276	28,586,801
Consolidated total assets	29,125,550	27,538,667

	2023 US\$	2022 US\$
<b>Liabilities</b>		
Total liabilities for reportable segments	61,476,317	56,162,129
Elimination of intercompany loans and interest	(45,954,481)	(39,820,865)
Consolidated total liabilities	15,521,836	16,341,264

#### Geographical information

<b>Geographical non-current assets</b>	2023 US\$	2022 US\$
Dominican Republic	6,002	4,754
Cuba	27,373,875	24,369,130
Australia	125,146	142,996
	27,505,023	24,516,880

#### Accounting Policies

##### Segment reporting

The Consolidated Group applies AASB 8 *Operating Segments* and determines its operating segments to be based on its projects as this is how the business is organised and reported internally. Operating segments are subject to risks and returns that are different to those of segments operating in other economic environments.

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**4. REVENUE**

	2023 US\$	2022 US\$
<b>Revenue from continuing operations</b>		
<i>Other revenue</i>		
Interest received	22,637	6,901
	<b>22,637</b>	<b>6,901</b>

**Accounting Policies**

**Revenue recognition**

*Interest revenue*

Interest revenue is recognised as it accrues, taking into account the effective yield on the financial asset, and when there is control of the right to receive the interest payment.

**5. OTHER INCOME**

	2023 US\$	2022 US\$
Gain on sale of scrap	-	7,866
Gain on sales of fully depreciated assets	-	176,864
Insurance claim received	73	-
	<b>73</b>	<b>184,730</b>

**Accounting Policies**

**Revenue recognition**

*Sales of scrap and fully depreciated assets*

Revenue is recognised when the customer obtains control of the product and selling price can be determined with reasonable accuracy. Sales revenue represents gross proceeds recoverable from the customer.

Under AASB 15, each sale is a separate customer contract whereby revenue is recognised at a point in time upon delivery to the customer. The full risk of the material passes to the customer when the customer takes delivery.

**6. EMPLOYEE BENEFITS – NON-DIRECT**

Loss before tax includes, amongst others, the following:

	2023 US\$	2022 US\$
Employee costs - salaries	138,500	156,938
Employee costs – superannuation	12,253	10,569
Employee costs – other	22,648	11,722
	<b>173,401</b>	<b>179,229</b>

**Accounting Policies**

**Employee benefits**

(i) *Wages, salaries, annual and sick leave*

Liabilities for employee benefits for wages, salaries, annual leave and sick leave represent present obligations resulting from employees' services provided to reporting date, calculated at undiscounted amounts based on remuneration wage and salary rates that the Consolidated Group expects to pay as at reporting date including related on-costs, such as, workers compensation insurance and payroll tax.

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 6. EMPLOYEE BENEFITS – NON-DIRECT (CONTINUED)

#### (ii) Defined contribution plan

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as a personnel expense in the Consolidated Statement of Profit or Loss and Other Comprehensive Income when they are due.

### 7. LEGAL AND PROFESSIONAL COSTS

	2023 US\$	2022 US\$
Arbitration with Dominican Government	998,903	597,914
Legal fees for other disputes with Dominican Government	218,617	309,473
Legal fees - general	11,447	7,797
Audit and tax agent fees	69,951	56,069
Consulting fees	42,186	67,344
	<b>1,341,104</b>	<b>1,038,597</b>

### 8. FINANCE COSTS

		2023 US\$	2022 US\$
Interest on loan borrowings		44,906	-
Interest on deferred settlement of contributions	(i)	997,867	997,868
Lease interest		2,557	2,184
		<b>1,045,330</b>	<b>1,000,052</b>

(i) Joint venture future contributions payable, as described in Note 20, are initially recognised at the fair value of the future contributions using a discounted cash flow method. The liability is subsequently measured at amortised cost using the effective interest method. The value of interest on deferred settlement of contributions represents a non-cash finance charge which is generated for valuation purposes only.

### 9. OTHER EXPENSES

	2023 US\$	2022 US\$
Management fees	207,119	280,516
Non-executive directors fees	108,233	98,332
Investor relations costs	119,496	213,598
ASX, ASIC and share registry fees	66,853	73,631
Administration costs	83,855	100,723
	<b>585,556</b>	<b>766,800</b>

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 10. IMPAIRMENT OF ASSETS

	2023 US\$	2022 US\$
Albion/CIL processing plant design costs	-	3,774,479
Exploration and evaluation costs – Los Llanos IEA	40,754	-
	<b>40,754</b>	<b>3,774,479</b>

#### Accounting Policies

##### Impairment of assets

The carrying amounts of the Consolidated Group's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated.

Intangible assets that have an indefinite useful life or are not yet available for use are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in the circumstances indicate that they might be impaired.

The recoverable amount is estimated each year at the same time. The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generate cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to cash-generating units that are expected to benefit from the synergies of the combination.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in the Statement of Profit or Loss and Other Comprehensive Income. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

##### Financial assets

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount, and the present value of the estimated future cash flows discounted at the original effective interest rate. An impairment loss in respect of an available-for-sale financial asset is calculated by reference to its fair value.

Individually significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics.

All impairment losses are recognised in the Statement of Profit or Loss and Other Comprehensive Income.

##### Impairment reversals

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. If such an indication exists, the Consolidated Group estimates the recoverable amount of the asset. An impairment loss is reversed if the recoverable amount is in excess of its carrying value. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised. For financial assets measured at amortised cost, the reversal is recognised in profit or loss.

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 11. GOVERNMENT SHARE OF CASH FLOW (PUN)

	2023 US\$	2022 US\$
Net cumulative cash flow subject to PUN	(158,840)	(162,527)
PUN Payment @ 25%	-	-

### 12. INCOME TAX

Numerical reconciliation of income tax expense to prima facie tax payable

	2023 US\$	2022 US\$
Loss before income tax	(4,139,944)	(7,747,366)
Tax at the Australian tax rate of 30% (2022 - 30%)	(1,241,983)	(2,324,210)
Tax effect of Dominican Republic profits exempt from tax <sup>(i)</sup>	152,485	176,499
Non-deductible expenses	80,878	1,182,359
Tax losses not brought to account	1,008,620	965,352
Income tax expense	-	-

(i) Subsidiary company, EnviroGold (Las Lagunas) Limited ("EVGLL") and the Dominican Republic Government are parties to a Special Contract which exempts EVGLL from income tax in return for the Government receiving a 25% share of excess cash flows (PUN), as defined by the Special Contract. Refer to Notes 11 and 24 for further details.

### Accounting Policies

#### Income Tax

The income tax expense or revenue for the period is the tax payable on the current period's taxable income based on the national income tax rate for each jurisdiction adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements, and to unused tax losses.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to apply when the assets are recovered or liabilities are settled, based on those tax rates which are enacted or substantively enacted for each jurisdiction. The relevant tax rates are applied to the cumulative amounts of deductible and taxable temporary differences to measure the deferred tax asset or liability. An exception is made for certain temporary differences arising from the initial recognition of an asset or a liability. No deferred tax asset or liability is recognised in relation to these temporary differences if they arose in a transaction, other than a business combination, that at the time of the transaction did not affect either accounting profit or taxable profit or loss.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in controlled entities where the parent entity is able to control the timing of the reversal of the temporary differences and it is probable the differences will not reverse in the foreseeable future.

Current and deferred tax balances attributed to amounts recognised directly in equity are also recognised directly in equity.

#### Tax consolidation legislation

Antilles Gold Limited and its wholly-owned Australian subsidiary, Antilles Gold Technologies Pty Ltd, implemented the tax consolidation legislation from 14 November 2005. Antilles Gold Limited is the head entity in the tax consolidated group. On adoption of the tax consolidation legislation, the entities in the tax consolidated group did not enter into a tax sharing agreement.

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 13. CASH AND CASH EQUIVALENTS

	2023 US\$	2022 US\$
Cash at bank and on hand	1,258,982	2,736,334
Cash on deposit	20,433	20,415
	<b>1,279,415</b>	<b>2,756,749</b>

### Accounting Policies

#### Cash and cash equivalents

Cash on hand and in banks and short-term deposits are stated at nominal value.

For the purposes of the Statement of Cash Flows, cash includes cash on hand and in banks, and money market investments readily convertible to cash within 2 working days, net of any outstanding bank overdrafts. For sensitivity on cash amounts refer to Note 29 on interest rate risk and foreign exchange sensitivity.

### 14. PREPAYMENTS AND DEPOSITS (CURRENT)

	2023 US\$	2022 US\$
Prepayments and bonds	76,950	70,267
Prepaid future capital contributions	60,704	173,829
Prepaid exploration and evaluation expenditure	109,463	20,942
	<b>247,117</b>	<b>265,038</b>

### 15. OTHER CURRENT ASSETS

	2023 US\$	2022 US\$
Swap deposit (i)	93,995	-
	<b>93,995</b>	<b>-</b>

- (i) A swap deposit of A\$138,000 was paid under the terms of a Securities Placement Agreement entered into between the Company and an investor, being 50% of the placement amount. The investor is required to pay the swap deposit to the Company no more than 100 days after 1 November 2023.

### 16. SUBSIDIARIES

Name	Country of Incorporation	Percentage of equity interest held by the Consolidated Group	
		2023 %	2022 %
Antilles Gold Technologies Pty Ltd	Australia	100	100
EnviroGold (Las Lagunas) Limited <sup>(1)</sup>	Vanuatu	100	100
Antilles Gold Inc <sup>(1)</sup>	Cayman Islands	100	100
PanTerra Mining Finance Inc.	BVI	100	100
PanTerra Gold Inc.	BVI	100	100
PanTerra Gold Investments Inc. <sup>(2)</sup>	BVI	100	100
PanTerra Gold (Dominicana) S.A. <sup>50% (2) &amp; 50% (3)</sup>	Dominican Republic	100	100

<sup>(1)</sup> Investment held by Antilles Gold Technologies Pty Ltd

<sup>(2)</sup> Investment held by PanTerra Gold Inc. (BVI)

<sup>(3)</sup> Investment held by PanTerra Gold Investments Inc. (BVI)

**16. SUBSIDIARIES (CONTINUED)**

**Accounting Policies**

**Principles of consolidation**

*(i) Subsidiaries*

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Antilles Gold Limited ("Company" or "Antilles Gold") as at the 31 December 2023 and the results of all subsidiaries for the year then ended.

Subsidiaries are all those entities over which the Consolidated Group has control. The Consolidated Group controls an entity when the Consolidated Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Consolidated Group. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the Consolidated Group are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Consolidated Group.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Where the Consolidated Group loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The Consolidated Group recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Non-controlling interest in the results and equity of subsidiaries are shown separately in the statement of profit or loss and other comprehensive income, statement of financial position and statement of changes in equity of the Consolidated Group. Losses incurred by the Consolidated Group are attributed to the non-controlling interest in full, even if that results in a deficit balance.

*(ii) Acquisition of additional shares in a subsidiary*

Changes in the parent's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions (i.e. transactions with owners in their capacity as owners).

Transactions with non-controlling interests that increase or decrease the Group's ownership interest in a subsidiary, but which do not result in a change of control, are accounted for as transactions with equity owners of the Group. An adjustment is made between the carrying amount of the Group's controlling interest and the carrying amount of the non-controlling interests to reflect their relative values in the subsidiary. Any difference between the amount of the adjustment to the non-controlling interest and any consideration paid or received is recognised in a separate reserve within equity attributable to owners of Antilles Gold Limited.

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 17. PROPERTY, PLANT & EQUIPMENT

2023	Mine Buildings and Plant US\$	Plant & Equipment US\$	Total US\$
<b>Cost</b>			
Balance 1 January 2023	67,512,011	10,014,347	77,526,358
Additions	-	1,909	1,909
Balance 31 December 2023	<b>67,512,011</b>	<b>10,016,256</b>	<b>77,528,267</b>
<b>Accumulated Depreciation</b>			
Balance 1 January 2023	(47,653,680)	(9,872,508)	(57,526,188)
Depreciation expense	-	(37,353)	(37,353)
Balance 31 December 2023	<b>(47,653,680)</b>	<b>(9,909,861)</b>	<b>(57,563,541)</b>
<b>Impairment</b>			
Balance 1 January 2023	(19,858,331)	-	(19,858,331)
Impairment	-	-	-
Balance 31 December 2023	<b>(19,858,331)</b>	-	<b>(19,858,331)</b>
<b>Carrying Value 31 December 2023</b>	<b>-</b>	<b>106,395</b>	<b>106,395</b>

2022	Mine Buildings and Plant US\$	Plant & Equipment US\$	Total US\$
<b>Cost</b>			
Balance 1 January 2022	67,512,011	9,867,883	77,379,894
Additions	-	146,464	146,464
Balance 31 December 2022	<b>67,512,011</b>	<b>10,014,347</b>	<b>77,526,358</b>
<b>Accumulated Depreciation</b>			
Balance 1 January 2022	(47,653,680)	(9,866,166)	(57,519,846)
Depreciation expense	-	(6,342)	(6,342)
Balance 31 December 2022	<b>(47,653,680)</b>	<b>(9,872,508)</b>	<b>(57,526,188)</b>
<b>Impairment</b>			
Balance 1 January 2022	(19,858,331)	-	(19,858,331)
Impairment	-	-	-
Balance 31 December 2022	<b>(19,858,331)</b>	-	<b>(19,858,331)</b>
<b>Carrying Value 31 December 2022</b>	<b>-</b>	<b>141,839</b>	<b>141,839</b>

### Accounting Policies

#### Property, plant and equipment

All classes of property, plant and equipment are initially measured at cost and are assessed at each reporting date to ensure that the carrying value is not in excess of its recoverable amount. Depreciation is provided on all property, plant and equipment using either the straight-line method or the units of production method to write-off the net cost amount of each item of property, plant and equipment over its expected useful life to the Consolidated Group.

Assets within operations where the useful life is not dependent on the quantities of gold and silver produced are generally depreciated on a straight-line basis over the estimated useful lives of the assets as follows:

Mine buildings and plant	2 – 7 years
Leasehold Improvements	2 – 7 years
Plant and Equipment	2 – 7 years

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 17. PROPERTY, PLANT & EQUIPMENT (CONTINUED)

#### *Units of production method*

Where the useful life of an asset is directly linked to the extraction of gold and silver, the asset is depreciated using the units of production method. The units of production method is an amortised charge proportional to the depletion of the estimated proven and probable reserves. The cost of construction of the process plant and mine buildings is depreciated using the units of production method.

The mining operation at the Las Lagunas gold tailings project came to an end in December 2019 and as a consequence the mine buildings and process plant were fully depreciated at the end of that year.

### 18. LEASE ASSETS AND LIABILITIES

The Group leased office premises and office equipment in Bowral (Australia) and office premises in Santo Domingo (Dominican Republic). Information about leases for which the Group is a lessee is presented below.

#### Right-of-use lease assets

	Office Premises US\$	Office Equipment US\$	Total US\$
<b>2023</b>			
Balance at 1 January 2023	40,863	2,932	43,795
Additions	39,035	-	39,035
Depreciation charge for the year	(33,976)	(817)	(34,793)
Foreign currency adjustment	(1,865)	(19)	(1,884)
<b>Balance at 31 December 2023</b>	<b>44,057</b>	<b>2,096</b>	<b>46,153</b>

	Office Premises US\$	Office Equipment US\$	Total US\$
<b>2022</b>			
Balance at 1 January 2022	78,984	4,019	83,003
Additions	-	-	-
Depreciation charge for the year	(34,619)	(852)	(35,471)
Foreign currency adjustment	(3,502)	(235)	(3,737)
<b>Balance at 31 December 2022</b>	<b>40,863</b>	<b>2,932</b>	<b>43,795</b>

#### Lease liabilities

	2023 US\$	2022 US\$
<b>Maturity analysis – contractual undiscounted cash flows</b>		
Less than one year	31,807	29,261
One to five years	17,572	17,853
More than five years	-	-
<b>Total undiscounted lease liabilities</b>	<b>49,379</b>	<b>47,114</b>
<b>Lease liabilities included in the statement of financial position</b>	<b>47,032</b>	<b>45,662</b>
Current	29,823	28,175
Non-current	17,209	17,487

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**18. LEASE ASSETS AND LIABILITIES (CONTINUED)**

**Amounts recognised in profit or loss**

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Interest on lease liabilities	2,557	2,184
Expenses relating to short-term leases	-	-

**Amounts recognised in the statement of cash flows**

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
Total cash outflow for leases	35,782	33,904

**19. DEFERRED EXPLORATION AND EVALUATION EXPENDITURE**

	<b>2023</b>	<b>2022</b>
	<b>US\$</b>	<b>US\$</b>
<b>AEI - Los Llanos (Cuba)</b>		
Balance at the beginning of the year	679,078	-
Current year costs	704,434	679,078
Impairment write off	(40,754)	-
Closing balance	1,342,758	679,078
<b>Nueva Sabana project (Cuba)</b>		
Balance at the beginning of the year	-	-
Current year costs	1,880,389	-
Closing balance	1,880,389	-
<b>Total deferred exploration and evaluation expenditure</b>	<b>3,223,147</b>	<b>679,078</b>

**Accounting Policies**

*Deferred exploration and evaluation costs*

The expenditure which was capitalised in deferred exploration and evaluation expenditure during the reporting period related to the Cuban exploration programs on major gold and copper targets, including the El Pilar copper-gold porphyry system, the Nueva Sabana gold oxide project, and the Sierra Maestra copper belt. These concessions are held in an Exploration Agreement with Cuban Government owned mining company, GeoMinera SA, but will be transferred to joint ventures after the completion of a review of their potential by Antilles Gold.

Deferred exploration and evaluation expenditure for each area of interest is carried forward where rights to the tenure of the area of interest are current and costs are expected to be recouped through revenue derived from the area of interest or sale of that area of interest, or exploration and evaluation activities have not reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves and active or significant operations in, or in relation to, the area of interest are continuing. Deferred exploration and evaluation expenditure for an area of interest which does not satisfy the above policy is not carried forward as an asset and is written off in the statement of profit or loss and other comprehensive income.

Exploration and evaluation expenditure incurred is accumulated separately for each identifiable area of interest. Such expenditure comprises net direct costs, and an appropriate portion of related overhead expenditure, but does not include general overheads or administration expenditure not having a specific nexus with a particular area of interest. Accumulated costs in relation to an abandoned area are written off to the statement of profit or loss and other comprehensive income in the year in which the decision to abandon the area is made. When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**19. DEFERRED EXPLORATION AND EVALUATION EXPENDITURE (CONTINUED)**

The recoupment of costs carried forward in relation to areas in the exploration and evaluation phase is dependent on the successful development and commercial exploitation or sale of the respective areas. A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

**20. JOINT VENTURE – INVESTMENT AND COMMITMENTS**

In August 2020 the Group acquired a 49% interest in Minera La Victoria S.A. ("MLV"), a joint venture formed with Gold Caribbean Mining SA ("GCM"), a subsidiary of Cuban Government owned mining company, GeoMinera SA ("GMSA"), to develop the La Demajagua gold / silver mine on the Isle of Youth in SW Cuba. The Group's interest in MLV is accounted for using the equity method in the consolidated financial statements.

Under the terms of the joint venture agreement, GMC is required to pay for its 51% shareholding by providing the mining licence and historical data and information, with a fair value of US\$27,000,000. The Group is required to pay for its 49% shareholding by making capital contributions of US\$25,941,176 to fund the development of the mine. The Group's contributions are required to be made across two stages of development, with the first stage to be paid for progressively over a two and a quarter year period, commencing in Q4 of 2020 and ending in Q4 of 2022. The first stage of development was delayed by one year following disruptions to the drilling program and definitive feasibility studies, as a result of the worldwide Covid19 pandemic during 2020 and 2021. Completion of the first stage has been deferred to Q4 of 2024 by mutual agreement of the shareholders. The second stage is to be paid for over a one year period between Q3 of 2026 and Q2 of 2027, however, should the pre-feasibility study results be non-acceptable, the Group shall be released from its obligation to pay the second stage equity contributions destined for the development of the underground mine.

**Accounting Policies**

A joint venture is an arrangement where the parties have joint control of the arrangement and have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

Joint ventures are accounted for using the equity method.

The joint venture future contributions payable is initially recognised at the fair value of the future contributions. They are subsequently measured at amortised cost using the effective interest method.

<b><u>Net assets of joint venture at formation date</u></b>	<b>US\$</b>
Intangible assets	27,000,000
Cash	100,000
Other receivables - future capital contributions	19,188,726
	<b><u>46,288,726</u></b>

The carrying amount of the investment in the joint venture and the liabilities for future capital contributions at balance date are shown in the following tables:

<b>Investment in a joint venture</b>	<b>2023 US\$</b>	<b>2022 US\$</b>
Group's share of net assets at formation date – 49%	22,681,476	22,681,476
Group's share of other comprehensive income – 49%	1,362,939	868,390
<b>Group's carrying amount of the investment</b>	<b><u>24,044,415</u></b>	<b><u>23,549,866</u></b>

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 20. JOINT VENTURE – INVESTMENT AND COMMITMENTS (CONTINUED)

#### Movements of Group's share of other comprehensive income:

	2023 US\$	2022 US\$
Carrying amount at the start of the year	868,390	397,794
Other comprehensive income during the year	494,549	470,596
Carrying amount at the end of the year	<b>1,362,939</b>	<b>868,390</b>

<b>Future capital contributions</b>	<b>2023 US\$</b>	<b>2022 US\$</b>
Future contributions payable – beginning balance	14,238,783	17,034,540
Contributions paid during the year	(1,823,690)	(3,793,625)
Interest on deferred settlement of contributions	997,867	997,868
	<b>13,412,960</b>	<b>14,238,783</b>

<b>Future capital contributions</b>	<b>2023 US\$</b>	<b>2022 US\$</b>
Future contributions payable – current	3,859,923	5,417,530
Future contributions payable – non-current	9,553,037	8,821,253
	<b>13,412,960</b>	<b>14,238,783</b>

Summarised financial information of the joint venture, based on its IFRS financial statements, and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below:

#### Summarised statement of financial position of Minera La Victoria S.A:

	2023 US\$	2022 US\$
Current assets	231,283	124,873
Non-current assets	49,322,786	48,324,830
Current liabilities	(483,835)	(388,753)
<b>Equity</b>	<b>49,070,234</b>	<b>48,060,950</b>
Group's share in equity - 49%	24,044,415	23,549,866
<b>Group's carrying amount of the investment</b>	<b>24,044,415</b>	<b>23,549,866</b>

A small profit recorded in the joint venture, generated as a result of currency exchange revaluations, is not reported by the Company as the amount is considered trivial.

### 21. INVESTMENTS IN SHARES

	2023 US\$	2022 US\$
Shares Black Dragon Gold Corp	84,913	102,302
	<b>84,913</b>	<b>102,302</b>

The Group subscribed for 11,000,000 shares in TSX Listed Black Dragon Gold Corp ("BDG") to assist in funding exploration of a Spanish gold prospect of interest to the company. In May 2018 BDG completed a consolidation of its issued and outstanding common shares on the basis of three (3) pre-consolidation common shares, options and warrants to one (1) post consolidation common share, option or warrant. BDG was listed on the ASX on 29 August 2018 (ASX: BDG) and de-listed from the TSX on 28 February 2019. The 3,666,666 post consolidation shares are shown at fair value through profit or loss. Unlisted warrants attached to the shares have been valued and determined to be immaterial.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 21. INVESTMENTS IN SHARES (CONTINUED)

#### Accounting Policies

Investments in shares are initially recognised at cost and subsequently carried at fair value. Fair value is determined at each reporting date, based on the prevailing market price of the shares. Changes in fair values are recognised in profit or loss.

### 22. FAIR VALUE MEASUREMENT

#### Fair value hierarchy

The following tables detail the consolidated entity's assets and liabilities, measured or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, being:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3: Unobservable inputs for the asset or liability.

Consolidated – 2023	Level 1	Level 2	Level 3	Total
	US\$	US\$	US\$	US\$
Assets				
Listed equity investments	84,913	-	-	84,913
<b>Total assets</b>	<b>84,913</b>	-	-	<b>84,913</b>
Consolidated – 2022				
Consolidated – 2022	Level 1	Level 2	Level 3	Total
	US\$	US\$	US\$	US\$
Assets				
Listed equity investments	102,302	-	-	102,302
<b>Total assets</b>	<b>102,302</b>	-	-	<b>102,302</b>
Liabilities				
Derivative liability	-	125,628	-	125,628
<b>Total liabilities</b>	-	<b>125,628</b>	-	<b>125,628</b>

Assets and liabilities held for sale are measured at fair value on a non-recurring basis.

### 23. TRADE & OTHER PAYABLES

	Note	2023 US\$	2022 US\$
Current			
Trade creditors			
Other corporations		1,076,783	663,305
Director related entities	33	43,189	151,195
Accruals		85,765	113,304
		<b>1,205,737</b>	<b>927,804</b>

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**23. TRADE & OTHER PAYABLES (CONTINUED)**

**Accounting Policies**

**Trade and other payables**

Trade and other payables are recognised for amounts to be paid in the future for goods and services received. Trade accounts payable are normally settled within 60 days.

**24. PROVISIONS (CURRENT)**

	2023 US\$	2022 US\$
Employee benefits (expected to be settled within 12 months)	194,007	164,031
Government share of cash flow (PUN)	287,484	287,484
	<b>481,491</b>	<b>451,515</b>

**Movements of employee benefits provision:**

Carrying amount at the start of the year	164,031	209,688
Amounts paid during the year	-	(45,657)
Provisions recognised during the year	29,976	-
Carrying amount at the end of the year	<b>194,007</b>	<b>164,031</b>

**Accounting Policies**

**Provisions**

A provision is recognised when there is a legal, equitable or constructive obligation as a result of past transactions or other past events and it is probable that a future sacrifice of economic benefits will be required to settle the obligation, the timing or amount of which is uncertain.

If the effect is material, a provision is determined by discounting the expected future cash flows (adjusted for expected future risks) required to settle the obligation at a pre-tax rate that reflects current market assessments of the time value of money and the risks that are specific to the liability most closely matching the expected future payments. The unwinding of the discount is treated as part of the expense related to the particular provision.

*Government share of excess cash flow (PUN)*

Under the terms of the Special Contract between EnviroGold (Las Lagunas) Limited ("EVGLL") and the Dominican Republic Government ("DR Government"), EVGLL is required to make payments (known as PUN payments) to the DR Government at the rate of 25% of the excess cash generated by the Las Lagunas gold tailings project once the cumulative cash flow from operations, for the first time exceeds the initial capital investment in the project. This first occurred during 2018, therefore an annual provision representing the estimated PUN payment is calculated and recognised at balance date.

**25. BORROWINGS (CURRENT)**

	2023 US\$	2022 US\$
Unsecured shareholders loan	374,616	-
	<b>374,616</b>	<b>-</b>

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**25. BORROWINGS (CURRENT) (CONTINUED)**

Movements of borrowings:	2023 US\$	2022 US\$
Carrying amount at the start of the year	-	-
Transferred from borrowings (non-current) <sup>(i)</sup>	677,500	-
Interest expenses accrued	44,906	-
Amounts paid during the year	(333,871)	-
Foreign currency adjustments	(13,919)	-
Carrying amount at the end of the year	<b>374,616</b>	-

- (i) The agreement for an unsecured loan with conversion rights which was entered into in December 2022 between the Company and Moonstar Investments Pty Ltd, a trustee company associated with the Chairman, Mr Brian Johnson, was subsequently cancelled on 28 March 2023. A new agreement for an unsecured A\$1,000,000 loan was entered into on the following basis:
- repayment on demand of all or part at 3 days notice from the Lender;
  - interest rate – 8.0%pa paid monthly

**26. BORROWINGS (NON-CURRENT)**

<i>Unsecured loan with conversion rights</i>	2023 US\$	2022 US\$
Financial liability at amortised cost	-	551,872
Derivative liability at fair value through profit or loss	-	125,628
	<b>-</b>	<b>677,500</b>
Financial liability at amortised cost		
Opening balance	551,872	-
Proceeds from borrowings	-	677,500
Fair value of embedded derivative at inception	-	(125,628)
Transferred to borrowings (current)	(551,872)	-
Closing balance	<b>-</b>	<b>551,872</b>
Derivative liability at fair value through profit or loss		
Opening balance	125,628	-
Fair value of embedded derivative at inception	-	125,628
Transferred to borrowings (current)	(125,628)	-
Closing balance	<b>-</b>	<b>125,628</b>

**27. CONTRIBUTED EQUITY**

	2023 US\$	2022 US\$
<b>Issued and paid up capital</b>		
Ordinary shares fully paid	96,305,158	90,663,068
Preference shares fully paid	3	3
	<b>96,305,161</b>	<b>90,663,071</b>

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 27. CONTRIBUTED EQUITY (CONTINUED)

Movements in ordinary shares on issue	2023	
	Number	US\$
Balance 31 December 2022	490,310,633	90,663,068
Share placements	359,122,798	6,117,232
Options exercised	38,658	3,332
Performance rights exercised	2,466,666	-
Share-based payments	6,445,738	110,270
Capital raising costs		(588,744)
<b>Balance 31 December 2023</b>	<b>858,384,493</b>	<b>96,305,158</b>

Movements in ordinary shares on issue	2022	
	Number	US\$
Balance 31 December 2021	304,004,961	84,786,287
Share placements	181,266,686	6,096,386
Share-based payments	2,038,986	65,375
Shares to be issued	3,000,000	69,439
Capital raising costs	-	(354,419)
<b>Balance 31 December 2022</b>	<b>490,310,633</b>	<b>90,663,068</b>

#### *Terms and conditions of contributed equity*

Ordinary shares have no par value. Ordinary shares have the right to receive dividends as declared and, in the event of winding up the Company, to participate in proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held.

Ordinary shares entitle their holder to one vote either in person or by proxy, at a meeting of the Company.

The five non-redeemable preference shares were issued to Balmoral Corporation Pty Limited following approval by the members of an ultimately failed merger proposal. The dividend on these shares is 5% per annum and is cumulative.

#### *Options issued*

Movements in options	Listed Options	Unlisted Options	Total	Weighted Average Exercise Price	Range of Exercise Price (A\$)	Weighted Average Days to Maturity
Balance at the beginning of the year	112,864,645	-	112,864,645	0.13	0.13	
Options issued	550,176,761	-	550,176,761	0.10	0.10	
Options exercised	(38,658)	-	(38,658)	0.13	0.13	
Options expired	(112,825,987)	-	(112,825,987)	0.13	0.13	
<b>Balance at end of year</b>	<b>550,176,761</b>	<b>-</b>	<b>550,176,761</b>	<b>0.10</b>	<b>0.10</b>	<b>547</b>

All unexpired listed options were exercisable at the end of the reporting period.

#### *Listed options*

38,658 listed options exercisable at \$0.13 and expiring 30 April 2023 were exercised prior to the expiry date, raising a total of US\$3,332 (A\$5,025). The remaining 112,825,987 expired on 30 April 2023.

During June 2023 the Company issued 193,449,764 listed options under a non-renounceable entitlement offer of 1 new quoted option exercisable at \$0.10 and expiring 30 June 2025, for every 3 Shares held by eligible shareholders on 16 May 2023 (Record Date) at an issue price of \$0.001 per new option.

In June 2023 the Company issued 54,410,294 listed options, free attaching to ordinary shares issued under a share placement on a 1 for 2 basis, including 5,000,000 for lead manager services.

In September 2023 the Company issued 10,000,000 listed options to a finance broker in part payment of fees for services rendered.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 27. CONTRIBUTED EQUITY (CONTINUED)

Between November 2023 and December 2023 the Company issued 259,432,645 listed options, free attaching to ordinary shares issued under the share placement and SPP announced to the ASX on 6 September 2023 on a 1 for 1 basis.

On 12 December 2023 the Company issued 32,884,058 listed options to a finance broker in part payment of fees for services rendered.

All options issued during 2023 are exercisable at A\$0.10 each on or before 30 June 2025.

### Accounting Policies

#### Contributed equity

Issued and paid up capital is recognised at the fair value of the consideration received by the Company. Any transaction costs arising on the issue of ordinary shares are recognised directly in equity as a reduction of the share proceeds received.

### 28. RESERVES

	2023 US\$	2022 US\$
Equity reserve	(11,773,880)	(11,773,880)
Option reserve	4,233,442	4,145,296
Option premium reserve	129,831	-
Performance rights reserve	1,572,072	1,429,842
Foreign currency translation reserve	3,753,140	3,703,731
Share of joint venture's other comprehensive income reserve	1,362,939	868,390
	<b>(722,456)</b>	<b>(1,626,621)</b>

#### Equity reserve

The Equity reserve of \$11,773,880 is a consequence of the Consolidated Group acquiring 30% of the shares in EnviroGold (Las Lagunas) from Grimston World Inc. on 3 December 2010. The increase in ownership from 70% to 100% was accounted for as an equity transaction.

#### Option reserve

The option reserve records the following items:

- i) Directors and employees options granted and recognised as expenses;
- ii) Options granted to Macquarie Bank Limited under the terms of its funding agreement with the Consolidated Group;
- iii) Proceeds received by Antilles Gold Limited from a non-renounceable rights issue in January 2010;
- iv) Options granted under the terms of Shareholder Loan agreements;
- v) Options granted to CAMIF under the terms of its Option Subscription agreement with the Company;
- vi) Options granted to Lead Managers for services provided in the renounceable rights issue in May 2021 and share placements in October 2021.
- vii) Options granted to Lead Managers for services provided in share placements in April 2022.
- viii) Options granted to consultants in part payment of fees for services rendered in May 2022 and October 2022.
- ix) Options granted to subscribers and Lead Manager under a share placement on a 1 for 2 basis during June 2023.
- x) Options granted to consultants in part payment of fees for services rendered in September 2023 and December 2023.
- xi) Options granted to subscribers under a share placement and SPP on a 1 for 1 basis between November 2023 and December 2023.

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 28. RESERVES (CONTINUED)

#### *Option premium reserve*

Proceeds received by Antilles Gold Limited from a non-renounceable entitlement offer in June 2023.

#### *Performance rights reserve*

The performance rights reserve is used to recognise the fair value of performance rights issued to employees.

#### *Foreign currency translation reserve*

Exchange differences arising on translation of the Australian Parent Entity (Antilles Gold Limited) and Australian Subsidiary (Antilles Gold Technologies Pty Ltd) are taken to the foreign currency translation reserve, as described in Note 1 (e).

#### *Share of joint venture's other comprehensive income reserve*

The Group's share of movement in the fair value of the joint venture contributions reserve and foreign currency translation reserve.

### 29. FINANCIAL INSTRUMENTS

The Consolidated Group is uniquely positioned to participate in two near-term gold mine developments, and in the exploration, and possible development of substantial copper prospects in Cuba, in joint ventures with the Government's mining company, GeoMinera. As such, the Consolidated Group is exposed to market risk (foreign exchange), credit risk, interest rate risk and liquidity risk.

The Consolidated Group does not enter into or trade financial instruments, including derivative financial instruments for speculative purposes. The use of financial instruments and the overall risk management strategy of the Consolidated Group are governed by the Board of Directors and is primarily focused on ensuring that the Consolidated Group is able to finance its business plans.

#### **Market risk**

##### *Foreign exchange risk*

The major foreign exchange exposure of the Consolidated Group is to the Australian Dollar, with the corporate overheads and administration costs incurred in Australian Dollars, and to the Canadian Dollar and the Euro with the establishment of bank accounts for the payment of costs associated with the joint venture in Cuba.

Foreign exchange risk arises from future commercial transactions and recognised financial assets and using sensitivity analysis and cash flow forecasting.

The carrying amount of the Consolidated Group's foreign currency denominated financial assets and financial liabilities at the reporting date was as follows:

	Assets		Liabilities	
	2023 US\$	2022 US\$	2023 US\$	2022 US\$
Australian Dollars	1,066,404	1,627,022	687,163	1,031,066
Canadian Dollars	269,527	30,105	64,743	50,458
Euro	1,026	7,074	-	11,368
Dominican Pesos	8,623	8,145	6,789	7,598
Vanuatu Vatu	761	742	-	-
Pound Sterling	-	-	513,720	280,446
	<u>1,346,341</u>	<u>1,673,088</u>	<u>1,272,415</u>	<u>1,380,936</u>

##### *Foreign exchange sensitivity*

The Consolidated Group had net assets denominated in foreign currencies of US\$73,925 (assets US\$1,346,341 less liabilities US\$1,272,415) as at 31 December 2023 (2022: US\$292,152 (assets US\$1,673,088 less liabilities US\$1,380,936)).

The following table sets out the estimated impact on the Consolidated Group's post-tax loss as a result of fluctuations in the exchange rates for the major foreign currency exposures with all other variables held constant:

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**29. FINANCIAL INSTRUMENTS (CONTINUED)**

2023	AUD	CAD	EUR	DOP	GBP	TOTAL
<b>USD Weakened %</b>	-7%	-3%	-4%	-3%	-5%	
Increase in post-tax loss for the year (USD)	53,396	5,430	23	64	(28,369)	30,544
<b>USD Strengthened %</b>	5%	3%	3%	4%	5%	
Decrease in post-tax loss for the year (USD)	(39,386)	(5,657)	(19)	(73)	25,374	(19,761)
2022	AUD	CAD	EUR	DOP	GBP	TOTAL
<b>USD Weakened %</b>	-9%	-4%	-9%	-4%	-11%	
Increase in post-tax loss for the year (USD)	57,011	(574)	(402)	5	(30,561)	25,479
<b>USD Strengthened %</b>	11%	6%	9%	5%	14%	
Decrease in post-tax loss for the year (USD)	(65,756)	841	401	(7)	37,991	(26,530)

The percentage change is the expected overall volatility of the significant currencies, which is based on management's assessment of reasonable possible fluctuations taking into consideration movements over the last 12 months and the spot rate at each reporting date.

**Interest rate risk**

The main exposure of the Consolidated Group to interest rate risk arises from the interest received on cash surpluses invested with banks.

*Interest rate sensitivity*

Based on the financial asset instruments held at 31 December 2023, had the AUD cash on deposit interest rate increased/decreased by 1.186% during the year (2022: 2.16%), with all other variables held constant, the Consolidated Group's post-tax loss for the year would have been US\$8,489 higher/lower (2022: US\$26,671 higher/lower), mainly as a result of cash and cash equivalents.

The percentage change is based on the expected volatility of interest rates taking into consideration movements over the last 12 months.

**Credit risk**

The Consolidated Group is exposed to credit risk if a counterparty to a financial instrument fails to meet its contractual obligation. Such a risk arises principally in relation to trade receivables, receivables due from related parties in regards to the parent and cash deposits with banks or other financial institutions.

Credit risk is managed on a Consolidated Group basis. Credit risk arises from trade receivables, cash and cash equivalents and deposits with banks and financial institutions. For banks and financial institutions, only independently rated parties with a minimum rating of 'A' are accepted.

The Group believes that no impairment allowance is necessary in respect of trade receivables not past due or past due by up to 30 days.

The maximum exposure to credit risk, excluding the value of any collateral or other security, at reporting date to recognised financial assets, is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the Statement of Financial Position and Notes to the Financial Statements. There are no material amounts of collateral held as security at 31 December 2023. Credit risk is reviewed regularly. The maximum credit risk exposure relating to financial assets is represented by their respective carrying values as at the Statement of Financial Position date.

All financial assets held at the date of the Statement of Financial Position in respect of the Consolidated Group and the Parent were neither past due nor impaired.

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 29. FINANCIAL INSTRUMENTS (CONTINUED)

#### Liquidity risk

Vigilant liquidity risk management requires the Consolidated Group to maintain sufficient liquid assets (mainly cash and cash equivalents) and available borrowing facilities to be able to pay debts as and when they become due and payable.

The Consolidated Group manages liquidity risk by maintaining adequate cash reserves and available borrowing facilities by continuously monitoring actual and forecast cash flows and matching the maturity profiles of financial assets and liabilities.

#### Remaining contractual maturities

The following tables detail the Consolidated Group's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the Statement of Financial Position.

2023	Weighted average interest rate %	1 year or less US\$	Between 1 and 2 years US\$	Between 2 and 5 years US\$	Over 5 years US\$	Remaining contractual maturities US\$
<b>Non-derivatives</b>						
<i>Non-interest bearing</i>						
Trade & other payables	-	1,205,737	-	-	-	1,205,737
<i>Interest bearing</i>						
Joint venture contributions payable	8%	3,934,908	-	12,970,588	-	16,905,496
Lease liabilities	7%	31,807	17,065	507	-	49,379
Financial liability at amortised cost	8%	374,616	-	-	-	374,616
		5,547,068	17,065	12,971,095	-	18,535,228

2022	Weighted average interest rate %	1 year or less US\$	Between 1 and 2 years US\$	Between 2 and 5 years US\$	Over 5 years US\$	Remaining contractual maturities US\$
<b>Non-derivatives</b>						
<i>Non-interest bearing</i>						
Trade & other payables	-	927,804	-	-	-	927,804
<i>Interest bearing</i>						
Joint venture contributions payable	8%	5,758,598	-	12,970,588	-	18,729,186
Lease liabilities	3.7%	29,260	16,335	1,519	-	47,114
Financial liability at amortised cost	8%	-	551,872	-	-	551,872
Total non-derivatives		6,715,662	568,207	12,972,107	-	20,255,976
<b>Derivatives</b>						
Derivative liability at FVTPL		-	125,628	-	-	125,628
		-	125,628	-	-	125,628
		6,715,662	693,835	12,972,107	-	20,381,604

#### Fair value estimation

The fair value of financial assets and financial liabilities must be estimated for recognition and measurement or for disclosure purposes. Techniques such as estimated discounted cash flows, are used to determine fair value of the financial instruments. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Consolidated Group for similar financial instruments.

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2023

## 29. FINANCIAL INSTRUMENTS (CONTINUED)

The Consolidated Group has a number of financial instruments which are not measured at fair value in the Statement of Financial Position. For the majority of these instruments, the fair values are not materially different to their carrying amounts, since the interest receivable/payable is either close to current market rates or the instruments are short-term in nature. No significant differences were identified for any of the financial instruments at 31 December 2023.

### Capital risk management

The Consolidated Group's and parent entity's objectives when managing capital is to safeguard their ability to continue as a going concern, maximise returns for shareholders and to reduce the cost of capital. To ensure that all financial obligations are met when required, the Consolidated Group maintains a rolling cash forecast for the Consolidated Group as part of its capital risk management strategy. The Consolidated Group monitors capital using financial and non-financial indicators.

The Consolidated Group's capital structure is as follows:

	2023 US\$	2022 US\$
Capital employed	96,305,161	90,663,071
Cash and cash equivalents	1,279,415	2,756,749
Total equity - funds	97,584,576	93,419,820

## 30. KEY MANAGEMENT PERSONNEL

### Compensation of Key Management Personnel

The aggregate compensation made to Directors and other members of Key Management Personnel of the Consolidated Group is set out below:

	2023 US\$	2022 US\$
Short-term employee benefits	660,319	771,311
Post-employment benefits	18,824	19,480
Share-based payment	45,433	5,438
	<b>724,576</b>	<b>796,229</b>

### Related party transactions

Related party transactions are set out in Note 33.

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 31. REMUNERATION OF AUDITORS

During the financial year the following fees were paid or payable for services provided by HLB Mann Judd (WA) and HLB Republica Dominicana:

	2023 US\$	2022 US\$
<i>Audit services – HLB Mann Judd (WA)</i>		
Audit or review of the financial report	64,592	64,313
	<u>64,592</u>	<u>64,313</u>
<b>Total Services – HLB Mann Judd (WA)</b>	<b><u>64,592</u></b>	<b><u>64,313</u></b>
<i>Audit services – HLB Republica Dominicana</i>		
Audit or review of the financial report	11,438	13,991
	<u>11,438</u>	<u>13,991</u>
<i>Other services – HLB Republica Dominicana</i>		
Preparation of tax returns	2,542	1,537
	<u>2,542</u>	<u>1,537</u>
<b>Total Services – HLB Republica Dominicana</b>	<b><u>13,980</u></b>	<b><u>15,528</u></b>

### 32. LITIGATION AND CONTINGENCIES

#### EnviroGold (Las Lagunas) Limited (“EVGLL”) v Grúas Liriano

EVGLL filed a lawsuit in the Dominican Republic for damages against crane operator, Gruas Liriano, for damage caused to one of its dredges. On 14 October 2020, EVGLL was awarded damages of DOP 40.0 million (approximately US\$680,000) however Gruas Liriano appealed this decision. On 31 January 2024, the First Hall of the Supreme Court of Justice dismissed the appeal filed by Grúas Liriano. The Supreme Court’s verdict reaffirms the trial court’s directive for Grúas Liriano to compensate EVGLL with DOP 40.0 million in damages, effectively closing the case. A counterclaim by Gruas Liriano was dismissed. EVGLL’s lawyers are in the process of identifying Gruas Liriano’s assets in preparation for executing garnishment orders as necessary to enforce the judgment.

#### Disputes with Dominican Government

The Company’s rights and obligations in relation to the Las Lagunas Project are governed by the “Special Contract” it signed with the Dominican Government in 2004. As outlined below, a number of disputes with the Government have been submitted for arbitration under the rules of the World Bank’s International Centre for Settlement of Investment Disputes (ICSID) in Washington DC. The proceedings are expected achieve an outcome in mid 2023.

#### *i. Tailings Dam Site*

The Company has submitted a formal Claim to the Dominican Government for costs relating to its failure, at the commencement of the project, to provide a suitable site for constructing a dam for depositing reprocessed tailings from the Las Lagunas Albion/CIL plant. The provision of the dam site was an obligation of the Government under the Special Contract.

The inability of EVGLL to construct a new storage dam resulted in the reprocessed tailings having to be deposited back into the same storage facility from which they were mined, and also prohibited blending of the feed to the flotation circuit which resulted in additional direct costs and inefficiencies in the operation of the plant.

The Claim, which has been rejected by the Government, was prepared by independent consultants and has been submitted for arbitration.

The Claim for costs to 16 November 2022 amounted to US\$15,474,306, plus compound interest at a rate of 13.72%.

#### *ii. Taxation Matters*

Despite unequivocal documentation in the Special Contract that EVGLL will benefit from an “exemption from any type of tax, fee, duty, national or municipal”, the Dominican Government has repeatedly submitted assessments to EVGLL for ‘asset tax’ and ‘income tax’, which have had to be defended in the Courts.

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**32. LITIGATION AND CONTINGENCIES (CONTINUED)**

In December 2019 the Supreme Court of the Dominican Republic ruled in favour of EVGLL's interpretation of the Special Contract. Under the judgement, the Supreme Court acknowledge and ratified EVGLL's tax-exempted status in connection with income tax, including its advancements, and the tax on assets.

DGII subsequently decided to challenge the Supreme Court decision in the Constitutional Court. The Constitutional Court handed down a decision in February 2022, dismissing DGII's Constitutional Review Appeal and upholding the original Supreme Court Judgment.

Resolution of this dispute has also been included as a subject matter for arbitration.

In December 2020, EVGLL received a Garnishee Notice from the Government's taxation department which prevents the sale or export of surplus equipment stored at Las Lagunas, based on a declaration that taxes were owed by EVGLL. The Garnishee Notice was knowingly and illegally issued by DGII despite the Supreme Court's earlier decision that taxation was not applicable to the project. Legal proceedings have been ongoing to have the notice rescinded. EVGLL has claimed for an independently assessed amount of US\$3.4 million for the deterioration in value of the stored plant and equipment that cannot be sold as a consequence of the garnishment, and a further US\$2.2 million for the loss and damage resulting from storing, securing and maintaining the garnished assets in the Dominican Republic and for the loss and damage resulting from additional overhead costs incurred due to EVGLL's longer stay in the Dominican Republic due to the garnishments.

EVGLL also disputes DGII's interpretation of the Special Contract that its share of cash flow after recovery of the project investment ("PUN") and royalties payable to the Government ("RNF") are taxes and as such interest and penalties should apply under the Tax Code for any late payments even in the event of delays in payments occasioned by disagreement and resolution of applicable amounts. The decision handed down by the Constitutional Court in February 2022 has confirmed EVGLL's position, acknowledging the legal nature of both the PUN and the RNF as being royalties derived from the Special Contract and not taxes.

EVGLL has sought declaratory relief with regards to this matter in the application for arbitration and has also sought to recover the amount of US\$882,922 of legal costs, incurred as of 31 May 2023, in defending its position against tax assessments.

*iii. Share of Cash Flow (PUN)*

The Dominican Government does not agree with the amount of PUN paid by EVGLL for 2018 and 2019, nor the amount calculated for 2020, which remains unpaid at balance date. As a consequence, this matter has been added to the matters to be arbitrated. The provision for 2020 represents management's best estimate of the probable outflow, adjusted for EVGLL's invoice to DGII lodged during 2020 for the return of approximately US\$355,000 incorrectly levied as penalties and interest for late payments of royalties in 2015 and 2016.

The total amount of all Claims being considered by ICSID, including legal fees and interest, is approximately US\$30 million.

The Tribunal at ICSID conducting the arbitration has indicated it will rule on the Claims in March 2024. The London based law firm representing EVGLL have expressed their confidence in a successful outcome for the Company.

**33. RELATED PARTY TRANSACTIONS**

*Parent entity*

Antilles Gold Limited is the parent entity.

The balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation and are not disclosed in this note. Details of transactions between the Group and other related parties are disclosed below.

*Subsidiaries*

Interests in subsidiaries are set out in Note 16.

*Key Management Personnel*

Disclosures relating to Directors and specified executives are set out in Note 30 and the Directors' Report.

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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 33. RELATED PARTY TRANSACTIONS (CONTINUED)

#### *Transactions with related parties*

Payments were made during the months of January through to October 2023 to Tristar Holdings Pty Ltd (“THPL”) for reimbursement of expenditures totalling US\$10,703 incurred by THPL on behalf of Antilles Gold and for management fees charged by Brian Johnson. Mr Johnson is a director and his wife is a director and shareholder of THPL. Services provided by THPL were on the same basis as that provided to other entities.

Payments were made during the months of November and December 2023 to Moonstar Investments Pty Ltd (“MIPL”) for directors fees and for management fees charged by Brian Johnson. Mr Johnson is a director and his wife is a director and shareholder of MIPL. Services provided by MIPL were on the same basis as that provided to other entities.

Fees were charged during the year by Cario Family Trust (“CFT”) for directors fees of Ugo Cario. Mr Cario and his wife are the trustees of CFT. Services provided by CFT were on the same basis as that provided to other entities.

Fees were charged during the year by Western Ventures Consulting Pty Ltd (“WVCPL”) for directors fees of Angela Pankhurst. Mrs Pankhurst is a shareholder and director of WVCPL. Services provided by WVCPL were on the same basis as that provided to other entities.

There were no loans to Directors or KMP during the period.

In December 2022, the Company was provided with an unsecured A\$1,000,000 loan with conversion rights from Moonstar Investments Pty Ltd (“MIPL”). This agreement was subsequently cancelled on 28 March 2023 and a new agreement for an unsecured A\$1,000,000 loan was entered into on the following basis:

- repayment on demand of all or part at 3 days notice from the Lender;
- interest rate – 8.0%pa paid monthly

Mr Johnson is a director and his wife is a director and shareholder of MIPL. At 31 December 2023 US\$374,616 was payable on this loan (2022: US\$677,500).

Transactions which occurred with related parties during the year are shown in the table below:

	2023 US\$	2022 US\$
<b>Charges for services provided by:</b>		
Tristar Holdings – Management fees	297,865	374,021
Moonstar Investments – Management fees	44,803	-
Moonstar Investments – Directors fees	11,199	-
Cario Family Trust – Directors fees	33,189	34,628
Western Ventures Consulting – Directors fees	33,176	34,625
	420,232	443,274
<b>Loan interest and principal repayments:</b>		
Moonstar Investments – Interest payments	44,906	-
Moonstar Investments – Principal repayments	288,965	-
	333,871	-

At the end of the reporting period the following invoiced amounts (including GST) were outstanding:

	2023 US\$	2022 US\$
<b>Current Payables:</b>		
Tristar Holdings	-	139,286
Moonstar Investments Pty Ltd	31,412	-
Cario Family Trust	5,600	5,671
Western Ventures Consulting	6,177	6,238
	43,189	151,195

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**33. RELATED PARTY TRANSACTIONS (CONTINUED)**

At the end of the reporting period the following unpaid amounts were accrued for:

	2023 US\$	2022 US\$
<b>Current Accruals:</b>		
James Tyers director fees	20,016	20,015
	20,016	20,015

**34. RECONCILIATION OF PROFIT AFTER INCOME TAX TO NET CASH FROM OPERATING ACTIVITIES:**

	2023 US\$	2022 US\$
Loss after income tax	(4,139,944)	(7,747,366)
Add/(Less) Non-cash Items		
Depreciation and amortisation	72,146	402,569
Unrealised foreign exchange loss	3,034	9,203
Share-based payments	269,594	148,955
Interest on deferred settlement of joint venture contributions	997,867	997,868
Impairment losses	40,754	3,774,479
Fair value movement	17,264	46,287
Changes in operating assets and liabilities		
Decrease in receivables		-
(Increase) / decrease in other assets	(586)	(29,269)
Increase / (decrease) in payables	289,254	197,714
<b>Net cash flows used in operating activities</b>	<b>(2,450,617)</b>	<b>(2,199,560)</b>

**35. EARNINGS / (LOSS) PER SHARE ("EPS")**

	2023 US\$	2022 US\$
Numerator used for basic and diluted EPS:		
Loss after tax attributable to the owners of Antilles Gold Limited	(4,139,944)	(7,747,366)
	<b>Number of Shares</b>	<b>Number of Shares</b>
Weighted average number of ordinary shares outstanding during the year used in calculating the basic EPS.	597,168,524	369,755,375
Weighted average of diluted holdings used in calculating the diluted EPS	597,168,524	369,755,375

**Accounting Policies**

**Earnings per share**

Basic earnings per share ("EPS") is calculated by dividing the net profit / (loss) attributable to members of the parent entity for the reporting period, after excluding any costs of servicing equity (other than ordinary shares and converting preference shares classified as ordinary shares for EPS calculation purposes), by the weighted average number of ordinary shares of the Company, adjusted for any bonus issue.

Diluted EPS is calculated by dividing the basic EPS earnings, adjusted by the after tax effect of financing costs associated with dilutive potential ordinary shares and the effect on revenues and expenses of conversion to ordinary shares associated with dilutive potential ordinary shares, by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus issue.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

### 36. SHARE-BASED PAYMENTS

#### Employee Performance Rights Plan

Approval was obtained from shareholders at the 2010 Annual General Meeting for the establishment of the Employee Performance Rights Plan. The Plan was re-approved by shareholders at the 2016 Annual General Meeting, and revised and re-approved again at the Company's General Meeting held on 11 October 2022. The object of the plan is to:

- provide participants with an incentive plan which recognises ongoing contribution to the achievement by the Company of long term strategic goals;
- establish an employee incentive scheme within the meaning of the Tax Act and an employee share scheme within the meaning of Class Order 03/184 issued by the Australian Securities and Investments Commission;
- align the interests of participants with security holders through the sharing of a personal interest in the future growth and development of the Company as represented in the price of its securities; and
- provide a means of attracting and retaining skilled and experienced employees.

Under the plan, eligible employees of the Company (and its subsidiaries) are provided with performance rights over the Company's ordinary shares. These performance rights will vest and convert into shares, subject to the fulfilment of certain conditions which are determined by the Board.

An employee's eligibility to participate in the plan is subject to the discretion of the Board of Directors of the Company. The Board may from time to time invite an eligible employee to participate in the plan and grant rights to an eligible employee, as part of their remuneration.

Set out below is a summary of performance rights vested and converted during the year. There were no new performance rights granted during the year.

Financial year of grant	Financial year of vesting date	Balance at start of year Number	Granted Number	Vested and converted Number	Forfeited Number	Balance at end of year Number	Fair Value US\$
31 Dec 2022	31 Dec 2023	2,466,666	-	2,466,666	-	-	-
31 Dec 2022	31 Dec 2024	2,466,666	-	-	-	2,466,666	77,519
31 Dec 2022	31 Dec 2025	5,066,668	-	-	-	5,066,668	146,390
		10,000,000	-	2,466,666	-	7,533,334	223,909

The fair value at grant date is determined using the market price of shares of the Company as at the close of trading on the date the rights are granted. There are no performance conditions or KPI's associated with any of these outstanding rights. Unless an employee terminates their employment with the Company all rights will vest and convert to shares on the relevant vesting dates. An expense of US\$ 142,230 (2022: US\$42,879) has been recognised during the year for rights granted under the Performance Rights Plan.

#### Listed Options

The key inputs used in the fair valuation of listed options issued during the year are shown in the following table:

Grant Date	Options issued	Exercise price	Exercise date	Share price at grant date	Risk Free rate	Volatility	Option price at grant date	Fair Value US\$
05/05/2023	5,000,000	A\$0.10	30/06/2025	0.034	3.080%	68.632%	-	14,590
11/09/2023	19,884,058	A\$0.10	30/06/2025	-	-	-	0.003	38,735
26/09/2023	7,000,000	A\$0.10	30/06/2025	-	-	-	0.003	13,797
28/11/2023	16,000,000	A\$0.10	30/06/2025	-	-	-	0.002	21,024
	47,884,058							88,146

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

## FOR THE YEAR ENDED 31 DECEMBER 2023

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### 36. SHARE-BASED PAYMENTS (CONTINUED)

An expense of US\$27,366 (2022: US\$40,701) was recognised in profit or loss during the year, and US\$60,780 as cost of capital raising (2022: US\$17,763).

#### *Other share-based payments*

##### *Share-based payment to share placement Lead Manager*

441,177 ordinary fully paid shares were issued at A\$0.034 each (total US\$10,272) on 20 June 2023, for payment to the Lead Manager of a share placement in May 2023.

##### *Share-based payment to consultant for board advisory services in Cuba*

557,405 ordinary fully paid shares were issued at A\$0.04 each (total US\$15,000) on 20 June 2023, for payment to a consultant for services rendered to the Group in relation board advisory services in Cuba.

##### *Share-based payments to investor relations consultants*

On 20 June 2023 the Company issued 164,634 ordinary fully paid shares at A\$ 0.041 each to a consultant engaged by the Company for the provision of investor relations services. In December 2023 the Company issued a further 5,282,522 ordinary fully paid shares at A\$0.023 each to three consultants engaged by the Company for the provision of investor relations and general consultancy services. An expense of US\$84,998 has been recognised during the year for these share-based payments.

### 37. SUBSEQUENT EVENTS

- On 1 March 2024, the Company announced that it had entered into an agreement with Patras Capital Pte Ltd to provide up to three A\$1.0 million Convertible Loan Notes to Antilles Gold Limited over the next three months. The provision of the second and third Loan Notes will be at the Company's option, and may require shareholder approval with respect to placement capacity.
- On 6 March 2024, the Company released to the ASX the Initial Mineral Resource Estimate ("MRE") for the Nueva Sabana gold-copper deposit, from consultants, Mining Associates Pty Ltd, and announced that the 50:50 joint venture in Cuba can now complete the Scoping Study for the proposed mine.
- No other matters or circumstances have arisen since the end of the balance date, which have significantly affected, or may significantly affect the operations of the Group, the results of those operations, or the state of affairs of the Group in future financial years.

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)**  
FOR THE YEAR ENDED 31 DECEMBER 2023

**38. PARENT ENTITY DISCLOSURES**

As at and throughout the financial year 31 December 2023, the parent entity of the Group was Antilles Gold Limited.

<b>Result of parent entity</b>	<b>2023 US\$</b>	<b>2022 US\$</b>
Loss for the period	(2,993,196)	(1,013,461)
Other comprehensive income / (loss)	65,200	(207,654)
<b>Total comprehensive loss</b>	<b>(2,927,996)</b>	<b>(1,221,115)</b>
<b>Financial position of parent entity at year end</b>		
Current assets	1,009,522	1,542,150
Non-current assets	13,377,236	10,100,426
<b>Total assets</b>	<b>14,386,758</b>	<b>11,642,576</b>
Current liabilities	765,836	418,178
Non-current liabilities	17,208	694,987
<b>Total liabilities</b>	<b>783,044</b>	<b>1,113,165</b>
<b>Total equity of the parent entity comprising of:</b>		
Share capital	96,305,161	90,663,071
Foreign currency translation reserve	5,992,955	5,927,753
Option reserve	4,233,442	4,145,296
Option premium reserve	129,831	-
Performance rights reserve	1,572,072	1,429,842
Accumulated losses	(94,629,747)	(91,636,551)
<b>Total equity</b>	<b>13,603,714</b>	<b>10,529,411</b>

*Guarantees entered into by the parent entity in relation to debts of its subsidiaries*

The parent entity had not entered into any guarantees in relation to debts of its subsidiaries as at 31 December 2023 and 31 December 2022.

*Contingent liabilities*

The parent entity had no contingent liabilities as at 31 December 2023 and 31 December 2022.

*Capital commitments – Property, plant and equipment*

The parent entity had no capital commitments for property, plant and equipment as at 31 December 2023 and 31 December 2022.

*Material accounting policies*

The accounting policies of the parent entity are consistent with those of the Consolidated Group, as disclosed in Note 1, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity;
- Investments in associates are accounted for at cost, less any impairment, in the parent entity.

The parent entity has reviewed the carrying value of its assets. A provision has been made against intercompany loans and investments in subsidiaries totalling US\$31,030,576, based on the fair market value of the Las Lagunas project, the La Demajagua project, and the Los Llanos exploration agreement.

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# DIRECTORS' DECLARATION

## FOR THE YEAR ENDED 31 DECEMBER 2023

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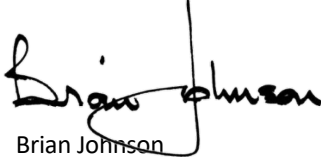
In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Australian Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in Note 1 to the financial statements;
- the attached financial statements and notes give a true and fair view of the Consolidated Group's financial position as at 31 December 2023 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors



Brian Johnson  
Executive Chairman  
27 March 2024

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**INDEPENDENT AUDITOR'S REPORT**  
To the Members of Antilles Gold Limited

**Report on the Audit of the Financial Report**

*Opinion*

We have audited the financial report of Antilles Gold Limited ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 31 December 2023, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, notes to the financial statements, including material accounting policy information, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- (a) giving a true and fair view of the Group's financial position as at 31 December 2023 and of its financial performance for the year then ended; and
- (b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

*Basis for Opinion*

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the 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 financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

*Material Uncertainty Related to Going Concern*

We draw attention to Note 1(f) in the financial report, which indicates that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

*Key Audit Matters*

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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In addition to the matter described in the *Material Uncertainty Related to Going Concern*, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How our audit addressed the key audit matter
<p><b>Investment in the Minera La Victoria SA Joint Venture and future capital contributions</b> Refer to Note 20</p> <p>The Group has a 49% interest in Minera La Victoria S.A., a joint venture with Gold Caribbean Mining SA. Under the terms of the joint venture agreement, the Group was required to make capital contributions of US\$25.94m.</p> <p>At 31 December 2023, the carrying amount of the Group's investment in the joint venture was US\$24.04m and the net present value of the future capital commitments was US\$13.41m. The Group recognised US\$0.49m within other comprehensive income being its share of the joint venture's other comprehensive income.</p> <p>The accounting for the joint venture is considered a key audit matter as it is material to the users of the financial statements, the accounting was complex, and it involved the most communication with management.</p>	<p>Our procedures included but were not limited to:</p> <ul style="list-style-type: none"> <li>- Obtaining an understanding of the key processes and controls associated with management's accounting for its investment in the joint venture;</li> <li>- Reviewing the joint venture agreement to understand the key terms of the agreement;</li> <li>- Determining whether joint control existed and considering the type of joint arrangement in existence;</li> <li>- Ensuring that the joint venture was correctly accounted for under relevant accounting standards;</li> <li>- Considering the appropriateness of the discount rate used to determine the net present value of the future capital contributions;</li> <li>- Verifying the financial statements of the joint venture at balance date;</li> <li>- Considering the existence of any impairment indicators in relation to the joint venture and its underlying assets;</li> <li>- Reviewing the mathematical accuracy of the net present value of the future contributions;</li> <li>- Testing a sample of joint venture contributions made during the year; and</li> <li>- Assessing the appropriateness of the disclosures included in the relevant notes to the financial report.</li> </ul>
<p><b>Deferred exploration and evaluation expenditure</b> Refer to Note 19</p> <p>In accordance with AASB 6 <i>Exploration for and Evaluation of Mineral Resources</i>, the Group capitalises all exploration and evaluation expenditure, including acquisition costs and subsequently applies the cost model after recognition.</p> <p>Deferred exploration and evaluation expenditure was determined to be a key audit matter as it is important to the users' understanding of the financial statements as a whole and was an area which involved the most audit effort and communication with those charged with governance.</p>	<p>Our procedures included but were not limited to the following:</p> <ul style="list-style-type: none"> <li>- Obtaining an understanding of the key processes associated with management's review of the carrying value of deferred exploration and evaluation expenditure;</li> <li>- Considering the Directors' assessment of potential indicators of impairment in addition to making our own assessment;</li> <li>- Obtaining evidence that the Group has current rights to tenure of its areas of interest;</li> <li>- Considering the nature and extent of future planned ongoing activities;</li> </ul>

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Key Audit Matter	How our audit addressed the key audit matter
<b>Deferred exploration and evaluation expenditure Note 19</b>	<ul style="list-style-type: none"> <li>- Substantiating a sample of expenditure by agreeing to supporting documentation; and</li> <li>- Examining the disclosures made in the financial report.</li> </ul>

*Information Other than the Financial Report and Auditor’s Report Thereon*

The directors are responsible for the other information. The other information comprises the information included in the Group’s annual report for the year ended 31 December 2023, but does not include the financial report and our auditor’s report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

*Responsibilities of the Directors for the Financial Report*

The directors of the Company are responsible for the preparation of the 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 financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

*Auditor’s Responsibilities for the Audit of the Financial Report*

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material

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- misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
  - Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
  - Evaluate the overall presentation, structure, and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
  - Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision, and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## **REPORT ON THE REMUNERATION REPORT**

### *Opinion on the Remuneration Report*

We have audited the Remuneration Report included within the Directors' Report for the year ended 31 December 2023.

In our opinion, the Remuneration Report of Antilles Gold Limited for the year ended 31 December 2023 complies with Section 300A of the *Corporations Act 2001*.

*Responsibilities*

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

*HLB Mann Judd*

**HLB Mann Judd**  
**Chartered Accountants**

**Perth, Western Australia**  
**27 March 2024**



**M R Ohm**  
**Partner**

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# ASX ADDITIONAL INFORMATION

## FOR THE YEAR ENDED 31 DECEMBER 2023

Additional information required by the ASX Limited Listing Rules and not disclosed elsewhere in this Report is set out below. The information is current as at 20 March 2024 unless stated otherwise.

### DISTRIBUTION OF EQUITY SECURITIES

The number of equitable security holders by size of holding as at 20 March 2024 is:

Holding	Ordinary Shares		Listed Options	
	Number of Holders	Number of Ordinary Shares	Number of Holders	Number of Listed Options
1 - 1,000	83	19,800	12	808
1,001 - 5,000	65	163,282	20	70,195
5,001 - 10,000	109	877,161	21	162,975
10,001 - 100,000	722	30,480,138	83	4,594,884
100,001 and over	529	866,844,111	244	545,347,900
<b>Number of holders</b>	<b>1,508</b>	<b>898,384,492</b>	<b>380</b>	<b>550,176,762</b>

#### *Unquoted equity securities*

As at 20 March 2024, there is one holder of five non-redeemable preference shares.

### VOTING RIGHTS

#### *Ordinary shares*

On a show of hands, every ordinary shareholder present in person, or by proxy, attorney or representative is entitled to one vote, and upon a poll each share shall have one vote.

#### *Non-redeemable preference shares*

One vote for each share, but limited to matters affecting the rights of such shares.

#### *Options (Listed and Unlisted)*

No voting rights.

#### *Performance Rights*

No voting rights.

### UNMARKETABLE PARCELS

As at 31 December 2023, the number of shareholders holding less than a marketable parcel of ordinary shares was 493 (4,589,329 ordinary shares).

### ON-MARKET BUY BACK

There is no on-market buy-back currently in place.

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# ASX ADDITIONAL INFORMATION (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2023

## SUBSTANTIAL SHAREHOLDERS

The names of Substantial Shareholders listed on the Company's register are:

Substantial Shareholder	Number of Shares	Percentage of total Shares issued
BNP PARIBAS NOMINEES PTY LTD ACF CLEARSTREAM	91,045,633	10.14%
MOONSTAR INVESTMENTS PTY LTD <THE PEMBERLEY A/C>	70,260,000	7.83%
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	58,704,274	6.54%

## TWENTY LARGEST SHAREHOLDERS

	Listed Ordinary Shares	
	Number of Shares	Percentage of total Shares issued
BNP PARIBAS NOMINEES PTY LTD ACF CLEARSTREAM	91,045,633	10.14%
MOONSTAR INVESTMENTS PTY LTD <THE PEMBERLEY A/C>	70,260,000	7.83%
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	58,704,274	6.54%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	37,536,023	4.18%
CITICORP NOMINEES PTY LIMITED	34,424,812	3.84%
PATRAS CAPITAL PTE LTD	27,225,000	3.03%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	25,058,597	2.79%
HAWTHORNE PTY LTD <BGJ SUPER FUND A/C>	25,000,000	2.79%
BNP PARIBAS NOMS PTY LTD	21,518,364	2.40%
MR DAVID O'NEIL	17,391,305	1.94%
MRS JANE YUET KIU OR POON & MR JACKY HIN LUNG POON <POON SUPER FUND A/C>	11,967,732	1.33%
ARMCO BARRIERS PTY LTD	10,000,000	1.11%
MATANO TRADING PTY LTD	8,429,091	0.94%
VECTOR NOMINEES PTY LTD <THE VECTOR SUPER FUND A/C>	8,372,557	0.93%
MIKE MOORE SUPER PTY LTD <MIKE MOORE SUPER FUND A/C>	8,219,565	0.92%
MR GARRET WILLIAM LOGAN <GARRET & WENDY LOGAN FT A/C>	8,000,000	0.89%
STRATA INVESTMENT HOLDINGS PLC	7,737,647	0.86%
MERCURY CONNECTION INTERNATIONAL CO LIMITED	6,600,000	0.74%
MR YUNG WING HO & MRS KATHERINE KAM LING HO <VIC & KATHY SUPER FUND A/C>	6,524,740	0.73%
MR ANDREW GOTTI	6,000,000	0.67%
<b>Total</b>	<b>490,015,340</b>	<b>54.60%</b>

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