

## Issued Capital

151.2M shares on issue

## Board

Justin Boylson

*Executive Director*

Simon Andrew

*Non-Executive Director*

Michael Davy

*Non-Executive Director*

## Riversgold Ltd

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**ASX code: RGL**

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## Highlights:

- A technical review of all assets commenced during the quarter with results to be announced to the market next quarter.
- Negotiations initiated to farm out non-core assets inclusive of Alaskan and SA projects with the main effort consisting of realising intrinsic value from each of them.
- Company announces a \$1.9m capital raising via a \$400,000 placement and non-renounceable rights issue to raise approximately \$1,500,000.

Riversgold Limited (ASX:RGL, "Riversgold") is pleased to provide a summary of activities for the Quarter ending 30 September 2019.

Riversgold has a portfolio of highly prospective gold exploration projects in two world-class gold terranes:

- the Eastern Goldfields of Western Australia;
- the Tintina Gold Province in southwest Alaska, USA.

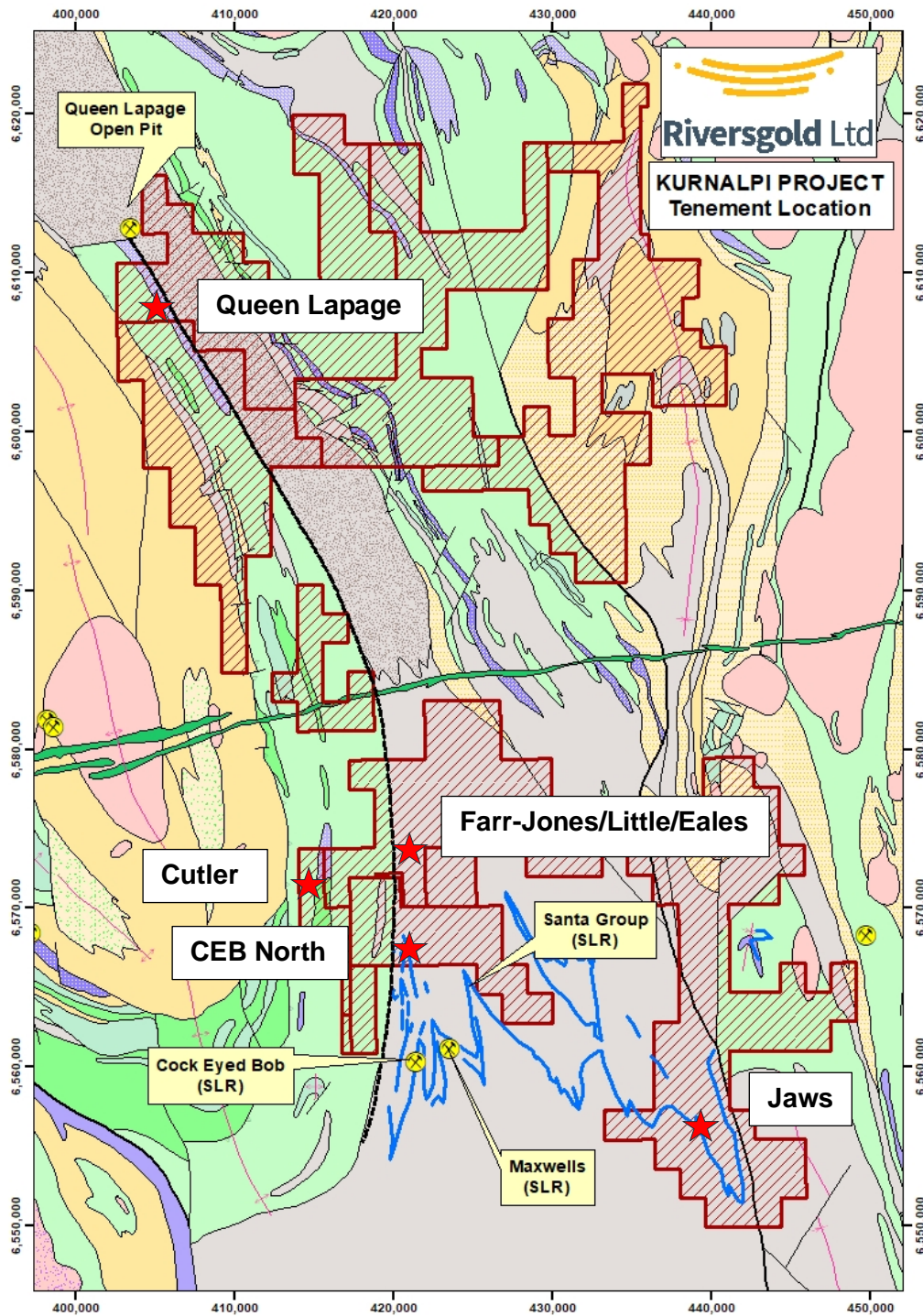
The Company is also exploring for a large Iron-Oxide Copper-Gold deposit in the Olympic Copper-Gold Province of South Australia.

There was no field activity during the Quarter. The company continued to review and validate all previous work that has been carried out to date at Kurnalpi. Following the successful restructure and capitalisation of the Company, activities focussed on potential rationalisation of the Company's Project portfolio and obtaining quotes for geophysical programmes to commence at Kurnalpi, upon receipt of funds.

## 1. Kurnalpi Region Projects, WA

Riversgold has a portfolio of mineral exploration tenements in the Eastern Goldfields of Western Australia (Figure 1.1). The projects are located along major structures and within proximity to transport infrastructure, existing gold processing facilities and emerging gold discoveries.

The Company also has a farm-in agreement with ASX-listed Alloy Resources Limited (“Alloy”) over two Exploration Licences in the same area.



**Figure 1.1** Location of Riversgold’s Kurnalpi region projects showing key targets.

During the Quarter, activities were focussed on compilation and validation of all historic exploration data covering the Kurnalpi Project, as well as preparatory work for the recommencement of field activities upon the receipt of funds from the recent capital raising. The Company expects the technical review to be completed and the results announced to market during the December quarter.

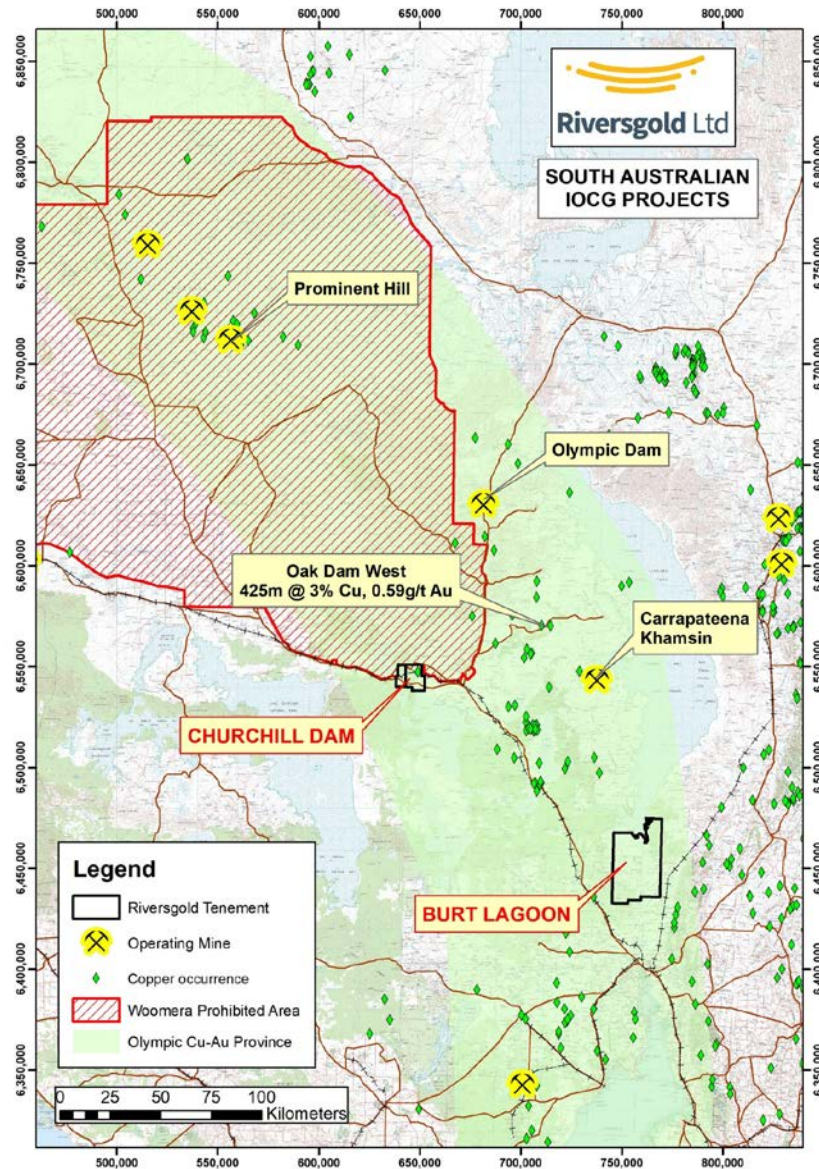
Immediate activities planned for the Kurnalpi Project involve the acquisition of suitable high-resolution aeromagnetic data for the Cutler, Queen Lapage and Jaws target areas. For the Cutler and Jaws areas, this data acquisition involves the purchase and reprocessing of existing multi-client and public domain high-resolution surveys that cover the target. For Queen Lapage, existing publicly available datasets that cover the periphery of the target area will be purchased, as well as the flying of a new detailed survey (50m line spacing, 25m flight height) over the Queen Lapage corridor. These new data will be utilised in new lithological-structural interpretations for the Cutler, Queen Lapage and Jaws targets.

Upon receipt of the newly processed data and associated interpretation, planning for aircore drilling at the Cutler and Queen Lapage targets will commence.

## **2. South Australia**

Riversgold is exploring for a large Iron-Oxide Copper-Gold deposit in the Olympic Copper-Gold Province of South Australia. The Company currently has two projects within this province (Figure 2.1). The 2018 announcement of significant results at the Oak Dam West target, by BHP, highlights the potential for the discovery of further large IOCG deposits within this province.

During the Quarter discussions continued with interested parties for the potential farm-out or sale of the South Australian assets.

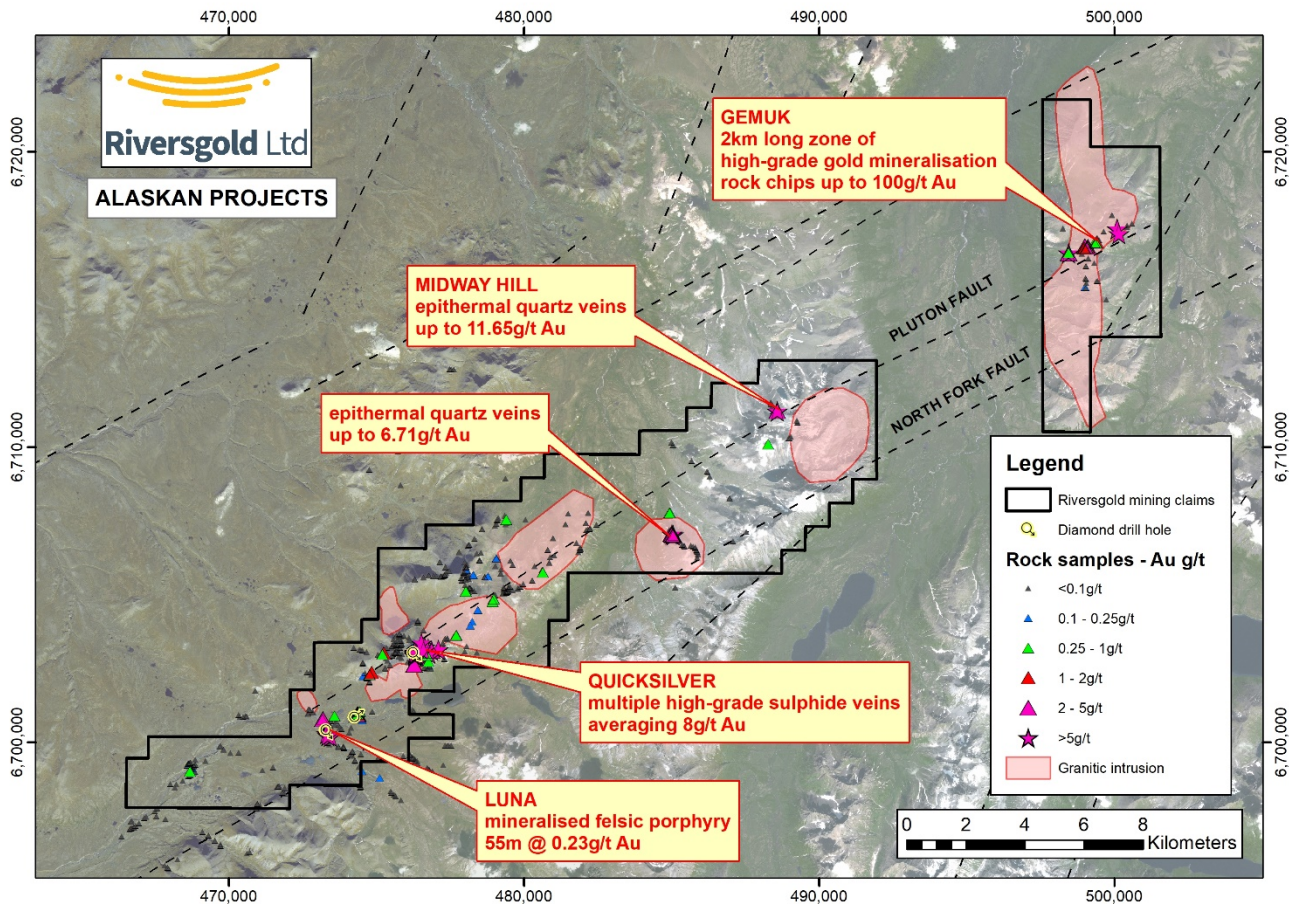


**Figure 2.1.** Riversgold's South Australian projects in relation to known IOCG deposits.

### 3. Southwest Alaska, USA

Riversgold has a 100% interest in three projects in southwest Alaska, USA. The projects are located at the western end of the “Tintina Gold Province”, which hosts the giant 45 million-ounce Donlin Creek gold deposit, along with other intrusion-related gold (IRG) deposits such as Fort Knox, Pogo and Livengood.

During the Quarter, discussions continued with parties interested in the potential farm in or sale of the Alaskan Project.



3.1 Riversgold’s Alaskan Projects, showing key targets.

## 4. Corporate/Financial

### 4.1. Capital Raising

In August, the Company announced that it was to undertake a capital raising of approximately \$1,900,000 via a \$400,000 placement and \$1,500,000 non-renounceable rights issue. Funds to be received from the capital raising are to be applied towards managing and realising the full potential of the Company’s underlying assets as well as look for complementary acquisition opportunities to generate shareholder value. Work was performed during the quarter in progressing this corporate action. The Placement was completed on 17 October 2019.

#### **4.2. Board Changes**

During the Quarter Mr Justin Boylson was appointed as Executive Director and Messrs Simon Andrew and Michael Davy were appointed as Non-executive Directors to the Board. Mr Aaron Colleran and Mr Kevin Hart resigned from the Board during the quarter. Subsequent to the end of the quarter Mr Rod Webster stepped down as a director of the Company.



**Justin Boylson**  
**Executive Director**

**Tenement Schedule**

| Project                  | Tenement          | Status      | Ownership at beginning of Quarter | Ownership at end of Quarter |
|--------------------------|-------------------|-------------|-----------------------------------|-----------------------------|
| <b>Western Australia</b> |                   |             |                                   |                             |
| Kurnalpi                 | E 25/538          | Live        | 80%                               | 80%                         |
|                          | E 25/539          | Live        | 80%                               | 80%                         |
|                          | E 25/540          | Live        | 80%                               | 80%                         |
|                          | E 25/541          | Live        | 80%                               | 80%                         |
|                          | E 28/2580         | Live        | 80%                               | 80%                         |
|                          | E25/550           | Live        | 100%                              | 100%                        |
|                          | E28/2599          | Live        | Earning 70%                       | Earning 70%                 |
|                          | E28/2665          | Live        | Earning 70%                       | Earning 70%                 |
|                          | E25/573           | Application | 100%                              | 100%                        |
|                          | E25/582           | Application | 100%                              | 100%                        |
|                          | E25/583           | Application | 100%                              | 100%                        |
|                          | P25/2610          | Application | 100%                              | 100%                        |
|                          | P25/2611          | Application | 100%                              | 100%                        |
|                          | P25/2612          | Application | 100%                              | 100%                        |
| <b>South Australia</b>   |                   |             |                                   |                             |
| Churchill Dam            | EL 5890           | Live        | 100%                              | 100%                        |
| Burt Lagoon              | EL 6162           | Live        | 100%                              | 100%                        |
| Eucolo Creek             | EL 6313           | Live        | 0%                                | 100%                        |
| <b>Alaska</b>            |                   |             |                                   |                             |
| Luna/Quicksilver         | BP claims         | Live        | 66 – 100%                         | 64 – 100%                   |
|                          | LUNA claims       | Live        | 40 – 100%                         | 38 – 100%                   |
|                          | NQ claims         | Live        | 10 – 100%                         | 8 – 100%                    |
| Gemuk Mountain           | GM claims         | Live        | 52 – 100%                         | 52 – 100%                   |
| Midway Hill              | MD claims         | Live        | 70 – 100%                         | 70 – 100%                   |
| <b>Cambodia</b>          |                   |             |                                   |                             |
| Antrong                  | Antrong           | Application | 100%                              | 100%                        |
|                          | Kang Roland North | Application | 100%                              | 100%                        |
|                          | Rapoah            | Application | 100%                              | 100%                        |
| Kang Roland South        | Kang Roland South | Application | 100%                              | 100%                        |

## Appendix 5B

# Mining exploration entity and oil and gas exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10, 01/05/13, 01/09/16

### Name of entity

RIVERSGOLD LTD

### ABN

64 617 614 598

### Quarter ended ("current quarter")

30 SEPTEMBER 2019

| Consolidated statement of cash flows                      | Current quarter<br>\$A'000 | Year to date<br>(3 months)<br>\$A'000 |
|---|----------------------------|---------------------------------------|
| <b>1. Cash flows from operating activities</b>            |                            |                                       |
| 1.1 Receipts from customers                               | -                          | -                                     |
| 1.2 Payments for  |                            |                                       |
| (a) exploration & evaluation                              | (122)                      | (122)                                 |
| (b) development   | -                          | -                                     |
| (c) production  | -                          | -                                     |
| (d) staff costs   | (13)                       | (13)                                  |
| (e) administration and corporate costs                    | (96)                       | (96)                                  |
| 1.3 Dividends received (see note 3)                       | -                          | -                                     |
| 1.4 Interest received                                     | -                          | -                                     |
| 1.5 Interest and other costs of finance paid              | -                          | -                                     |
| 1.6 Income taxes paid                                     | -                          | -                                     |
| 1.7 Research and development refunds                      | -                          | -                                     |
| 1.8 Other   | -                          | -                                     |
| <b>1.9 Net cash from / (used in) operating activities</b> | <b>(231)</b>               | <b>(231)</b>                          |

|  |   |   |
|--|---|---|
| <b>2. Cash flows from investing activities</b> |   |   |
| 2.1 Payments to acquire:                       |   |   |
| (a) property, plant and equipment              | - | - |
| (b) tenements (see item 10)                    | - | - |
| (c) investments                                | - | - |
| (d) other non-current assets                   | - | - |



| <b>Consolidated statement of cash flows</b> |   | <b>Current quarter<br/>\$A'000</b> | <b>Year to date<br/>(3 months)<br/>\$A'000</b> |
|---|---|------------------------------------|--|
| 2.2   | Proceeds from the disposal of:                        |                                    |  |
|   | (a) property, plant and equipment                     | -                                  | -  |
|   | (b) tenements (see item 10)                           | -                                  | -  |
|   | (c) investments                                       | -                                  | -  |
|   | (d) other non-current assets                          | -                                  | -  |
| 2.3   | Cash flows from loans to other entities               | -                                  | -  |
| 2.4   | Dividends received (see note 3)                       | -                                  | -  |
| 2.5   | Other   | -                                  | -  |
| <b>2.6</b>                                  | <b>Net cash from / (used in) investing activities</b> | <b>-</b>                           | <b>-</b>                                       |

|             |   |            |            |
|-------------|---|------------|------------|
| <b>3.</b>   | <b>Cash flows from financing activities</b>                                 |            |            |
| 3.1         | Proceeds from issues of shares  | -          | -          |
| 3.2         | Proceeds from issue of convertible notes                                    | -          | -          |
| 3.3         | Proceeds from exercise of share options                                     | -          | -          |
| 3.4         | Transaction costs related to issues of shares, convertible notes or options | (3)        | (3)        |
| 3.5         | Proceeds from borrowings  | -          | -          |
| 3.6         | Repayment of borrowings   | -          | -          |
| 3.7         | Transaction costs related to loans and borrowings                           | -          | -          |
| 3.8         | Dividends paid  | -          | -          |
| 3.9         | Other   | -          | -          |
| <b>3.10</b> | <b>Net cash from / (used in) financing activities</b>                       | <b>{3}</b> | <b>{3}</b> |

|            |  |            |            |
|------------|--|------------|------------|
| <b>4.</b>  | <b>Net increase / (decrease) in cash and cash equivalents for the period</b> |            |            |
| 4.1        | Cash and cash equivalents at beginning of period                             | 407        | 407        |
| 4.2        | Net cash from / (used in) operating activities (item 1.9 above)              | (231)      | (231)      |
| 4.3        | Net cash from / (used in) investing activities (item 2.6 above)              | -          | -          |
| 4.4        | Net cash from / (used in) financing activities (item 3.10 above)             | (3)        | (3)        |
| 4.5        | Effect of movement in exchange rates on cash held                            | -          | -          |
| <b>4.6</b> | <b>Cash and cash equivalents at end of period</b>                            | <b>173</b> | <b>173</b> |

| 5. <b>Reconciliation of cash and cash equivalents</b><br>at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts | Current quarter<br>\$A'000 | Previous quarter<br>\$A'000 |
|--|----------------------------|-----------------------------|
| 5.1 Bank balances  | 173                        | 407                         |
| 5.2 Call deposits  | -                          | -                           |
| 5.3 Bank overdrafts  | -                          | -                           |
| 5.4 Other (provide details)  | -                          | -                           |
| <b>5.5 Cash and cash equivalents at end of quarter (should equal item 4.6 above)</b>   | <b>173</b>                 | <b>407</b>                  |

| 6. <b>Payments to directors of the entity and their associates</b>                                       | Current quarter<br>\$A'000 |
|--|----------------------------|
| 6.1 Aggregate amount of payments to these parties included in item 1.2                                   | -                          |
| 6.2 Aggregate amount of cash flow from loans to these parties included in item 2.3                       | -                          |
| 6.3 Include below any explanation necessary to understand the transactions included in items 6.1 and 6.2 |                            |

Director's remuneration and Directors fees were accrued but not paid in cash during the September 2019 quarter. A portion of this remuneration was settled in shares following shareholder approval on 16<sup>th</sup> October 2019.

| 7. <b>Payments to related entities of the entity and their associates</b>                                | Current quarter<br>\$A'000 |
|--|----------------------------|
| 7.1 Aggregate amount of payments to these parties included in item 1.2                                   | -                          |
| 7.2 Aggregate amount of cash flow from loans to these parties included in item 2.3                       | -                          |
| 7.3 Include below any explanation necessary to understand the transactions included in items 7.1 and 7.2 |                            |

## Mining exploration entity and oil and gas exploration entity quarterly report

| <b>8. Financing facilities available</b><br><i>Add notes as necessary for an understanding of the position</i>   | <b>Total facility amount<br/>at quarter end<br/>\$A'000</b> | <b>Amount drawn at<br/>quarter end<br/>\$A'000</b> |
|--|---|--|
| 8.1 Loan facilities  | -   | -  |
| 8.2 Credit standby arrangements  | -   | -  |
| 8.3 Other (Convertible Notes)  | 100   | 100  |
| 8.4 Include below a description of each facility above, including the lender, interest rate and whether it is secured or unsecured. If any additional facilities have been entered into or are proposed to be entered into after quarter end, include details of those facilities as well. |   |  |

As announced to ASX on 7 May 2019, the Company issued convertible notes with a Principal value of \$100,000 to Greenwich Group Pty Ltd. The notes are repayable 18 months from date of issue. Interest accrues at 5% per annum, calculated monthly and payable 3 monthly in arrears. Each note is convertible into Shares at the higher of 2.2 cents per Share or 80% of the 5 day VWAP at the date the Conversion Notice is given to the Company.

| <b>9. Estimated cash outflows for next quarter</b>    | <b>\$A'000</b> |
|---|----------------|
| 9.1 Exploration and evaluation                        | 375            |
| 9.2 Development                                       | -              |
| 9.3 Production  | -              |
| 9.4 Staff costs                                       | 95             |
| 9.5 Administration and corporate costs                | 130            |
| 9.6 Other (share issue costs)                         | 114            |
| <b>9.7 Total estimated cash outflows <sup>1</sup></b> | <b>714</b>     |

<sup>1</sup> Estimated outflows are entirely dependent on available cash. The Company raised \$400k before costs from a placement in October 2019 and as announced to ASX on 18<sup>th</sup> October, a non-renounceable rights issue will potentially raise a further \$1.5m if fully subscribed.

| <b>10. Changes in tenements (items 2.1(b) and 2.2(b) above)</b>                            | <b>Tenement reference and location</b> | <b>Nature of interest</b> | <b>Interest at beginning of quarter</b> | <b>Interest at end of quarter</b> |
|--|--|---------------------------|---|-----------------------------------|
| 10.1 Interests in mining tenements and petroleum tenements lapsed, relinquished or reduced |  |                           |   |                                   |
| 10.2 Interests in mining tenements and petroleum tenements acquired or increased           |  |                           |   |                                   |

### **Compliance statement**

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Sign here:



Company secretary

Date: 30 October 2019

Print name: Kevin Hart

### **Notes**

1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity that wishes to disclose additional information is encouraged to do so, in a note or notes included in or attached to this report.
2. If this quarterly report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, AASB 6: Exploration for and Evaluation of Mineral Resources and AASB 107: Statement of Cash Flows apply to this report. If this quarterly report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.