

# AUSTRAL GOLD LIMITED 2020 ANNUAL GENERAL MEETING

**TIME:** 8.00am (AEST)

**DATE:** Wednesday,  
27 May 2020

**PLACE:** Virtual Meeting  
through Lumi on-line platform



# DISCLAIMER



Before reading the Chairman's message, we caution you that statements in this Chairman's message that are not historical facts are forward-looking statements. Forward-looking statements are statements that are not historical and consist primarily of projections - statements regarding future plans, expectations and developments. Words such as "expects", "intends", "plans", "may", "could", "potential", "should", "anticipates", "likely", "believes" and words of similar import tend to identify forward-looking statements. All of these forward-looking statements are subject to a variety of known and unknown risks, uncertainties and other factors that could cause actual events or results to differ from those expressed or implied, including, without limitation, business integration risks; uncertainty of production, development plans and cost estimates, commodity price fluctuations; political or economic instability and regulatory changes; currency fluctuations, the state of the capital markets especially in light of the effects of the novel coronavirus,, uncertainty in the measurement of mineral reserves and resource estimates, Austral's ability to attract and retain qualified personnel and management, potential labour unrest, reclamation and closure requirements for mineral properties; unpredictable risks and hazards related to the development and operation of a mine or mineral property that are beyond the Company's control, the availability of capital to fund all of the Company's projects and other risks and uncertainties identified under the heading "Risk Factors" in the Company's continuous disclosure documents filed on the ASX and on SEDAR. You are cautioned that the foregoing list is not exhaustive of all factors and assumptions which may have been used. Austral cannot assure you that actual events, performance or results will be consistent with these forward-looking statements, and management's assumptions may prove to be incorrect. Austral's forward-looking statements reflect current expectations regarding future events and operating performance and speak only as of the date hereof and Austral does not assume any obligation to update forward-looking statements if circumstances or management's beliefs, expectations or opinions should change other than as required by applicable law. For the reasons set forth above, you should not place undue reliance on forward-looking statements.

# AUSTRAL GOLD LIMITED CHAIRMAN'S MESSAGE



Eduardo Elsztein  
Chairman

# AUSTRAL GOLD LIMITED CHAIRMAN'S MESSAGE

**Dear Shareholders,**

I am pleased to report that 2019 was another solid year for Austral Gold Limited that created a strong foundation for the future of your Company. Our operations in Chile generated sound cash flows through the realisation of higher gold and silver prices, improved production and lower operating cash costs thanks to our management and employees. In addition, we accomplished key strategic objectives that added significant value to your Company which are discussed below.

As our main strategic objective is to extend the life of mine of our Guanaco/Amancaya mine complex, we made a considerable financial commitment to exploration in Chile with encouraging results which led to the identification of new attractive targets within our existing properties.

# AUSTRAL GOLD LIMITED CHAIRMAN'S MESSAGE



The Guanaco/Amancaya mine complex is our primary cash generating asset after placing our Casposo mine in Argentina on care & maintenance in April 2019. However, we have a clear objective to recommence mining operations at Casposo. To accomplish this objective, we increased our brownfield exploration and drilling activities during the second half of 2019 and will continue to do so in 2020. Our commitment to grow our Argentinean mining operations is further reflected by the increase in our interest in Casposo to 100% in December 2019.

In addition, we continually assess opportunities to consolidate projects that surround Casposo and to source ore from third parties in the region. This is a work in progress, and we are pursuing several compelling opportunities.



# AUSTRAL GOLD LIMITED CHAIRMAN'S MESSAGE



Further, we intend to advance the Pingüino project in Santa Cruz, Argentina by continuing with exploration activities and the potential acquisition of Sierra Blanca as announced on 1 April 2020.

In addition to improved operational and financial results, we met a key strategic objective by entering the North American mining sector through an equity investment in the Rawhide gold and silver mine located in the state of Nevada which gave us 22.5% of this potentially valuable asset (increased to 26.5% upon the exercise of options in 2020).

This investment strengthens our portfolio of mining projects by adding a potential new cash-flow generating asset in one of the most prominent jurisdictions for mining. The Rawhide mining operation is located in the Walker Lane's Regent mining district. We believe there is considerable production upside with this asset and our team is actively involved to maximise the return on our investment.

# AUSTRAL GOLD LIMITED CHAIRMAN'S MESSAGE



In 2020 we plan to build upon the accomplishments we made this year. We forecast production to be at 55,000-60,000 gold equivalent ounces. However, we are currently unable to determine the potential impact on our annual 2020 production guidance from the measures taken to de-risk the impact of COVID-19 (announced on 9 April 2020) and the impact of the strike at Guanaco/Amancaya (announced on 12 May 2020).

Our Board is proud of key milestones that Austral Gold achieved this year, including:

- Production of 67K AuEq at Guanaco/Amancaya
- EBITDA of US\$33.6m with healthy C1 and AISC metrics at our mining operations in Chile
- Positive exploration results in Guanaco
- The continued support from our shareholders through a Rights offering which raised US\$1.4m
- Entry into the North America through the investment in the Rawhide gold and silver mine.

# AUSTRAL GOLD LIMITED CHAIRMAN'S MESSAGE



Safety is a significant priority for Austral Gold. We are committed to the well-being of our employees and the communities in which we operate, and continue to promote the highest health, safety and environmental standards. We are very supportive of the local communities in which we operate through local hiring of personnel and community and education initiatives.

Our strategic acquisitions and organic growth opportunities, backed by an experienced management team with a proven operational and exploration track record, an exceptional understanding of the Chilean and Argentinean resources sector and the strategic equity investment in the Rawhide mine in Nevada, USA provides us with the foundation for continued growth.

In 2019 and early 2020, we saw a positive trend for gold and silver prices, and we expect fundamentals to remain strong in 2020 and in future years. Although we have improved our financial results in 2019, we continually strive to improve profit margins, while increasing the life and value of our mineral resources to ultimately increase shareholder value.



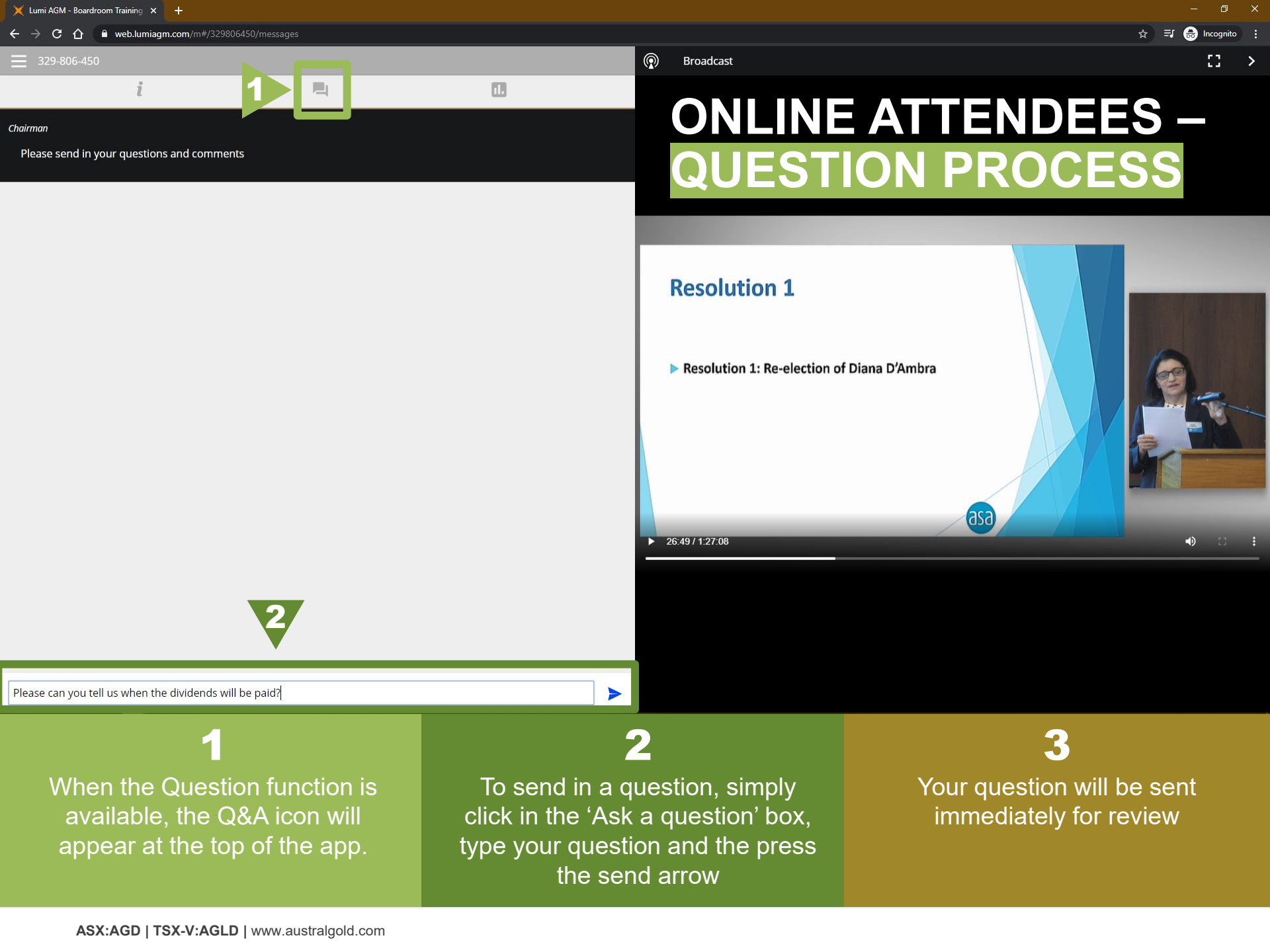
# AUSTRAL GOLD LIMITED CHAIRMAN'S MESSAGE

I would like to thank our shareholders for their continued support, all of our employees and contractors, and our Board members for their hard work and dedication during this year.

Finally, we want to update our shareholders on negotiations with the Unions at the Guanaco and Amancaya mine complex as announced on 12 May 2020. We are making our best efforts to reach an agreement and resume operations as soon as practicable in the benefit of all the stakeholders.

Additionally, as the health of our employees are our top priority, we are closely monitoring the developments around COVID-19.

**Eduardo Elsztain**  
Chairman



# ONLINE ATTENDEES – QUESTION PROCESS

## Resolution 1

▶ Resolution 1: Re-election of Diana D'Ambra



2

Please can you tell us when the dividends will be paid?

1

When the Question function is available, the Q&A icon will appear at the top of the app.

2

To send in a question, simply click in the 'Ask a question' box, type your question and the press the send arrow

3

Your question will be sent immediately for review

Resolution 1  
Adoption of Remuneration Report

*For - Vote received*

For Against Abstain

Resolution 2.1  
Elect Mr Sam Smith as a director

*Select a choice to send.*

For Against Abstain

Resolution 2.2  
Re-elect Ms Danielle Johns as a Director

*Select a choice to send.*

For Against Abstain

Resolution 3  
Adoption of New Constitution

*Select a choice to send.*

For Against Abstain

Broadcast

# ONLINE ATTENDEES – VOTING PROCESS

Resolution 1

▶ Resolution 1: Re-election of Diana D'Ambra

asa

26:49 / 1:27:08

4

When the poll is open, the vote will be accessible by selecting the voting icon at the top of the screen

5

To vote simply select the direction in which you would like to cast your vote, the selected option will change colour.

6

There is no submit or send button, your selection is automatically recorded.

# ORDINARY BUSINESS - ITEM 1



## Adoption of the financial report for the period ended 31 December 2019

To receive and to consider the Company's Financial Report, the Director's Report and the Auditor's Report for the period ended 31 December 2019.

*Note: This item of ordinary business is **for discussion only and is not a resolution.***

# RESOLUTION 1



To adopt the remuneration report for the period ended 31 December 2019

Resolution 1 is as follows:

To consider and, if thought fit, to pass **Resolution 1 to adopt the Remuneration Report for the period ended 31 December 2019**, as an **ordinary resolution**.

# RESOLUTION 1 – PROXY RESULTS



To adopt the remuneration report for the period ended 31 December 2019

Proxy Vote	Number of Proxy Votes	%
FOR	5,081,061	98.76
AGAINST	33,070	0.64
OPEN	30,660	0.60
ABSTAIN	413,457,359	N/A



# RESOLUTION 2



That Mr Benjamin Jarvis be re-elected as a Director of the Company

Resolution 2 is as follows:

To consider and, if thought fit, to pass **Resolution 2:**  
**That Mr Benjamin Jarvis be re-elected as a Director of the Company, as an ordinary resolution.**

# RESOLUTION 2 – PROXY RESULTS



That Mr Benjamin Jarvis be re-elected as a Director of the Company

Proxy Vote	Number of Proxy Votes	%
FOR	418,508,251	99.98
AGAINST	62,022	0.01
OPEN	24,860	0.01
ABSTAIN	7,017	N/A

# RESOLUTION 3



That Mr Eduardo Elsztain be re-elected as a Director of the Company

Resolution 3 is as follows:

To consider and, if thought fit, to pass **Resolution 3: That Mr Eduardo Elsztain be re-elected as a Director of the Company, as an ordinary resolution.**

# RESOLUTION 3 – PROXY RESULTS



That Mr Eduardo Elsztain be re-elected as a Director of the Company

Proxy Vote	Number of Proxy Votes	%
FOR	389,562,930	99.98
AGAINST	65,951	0.02
OPEN	24,860	0.01
ABSTAIN	28,948,409	N/A

# RESOLUTION 4



That Mr Pablo Vergara Del Carril be re-elected as a Director of the Company

Resolution 4 is as follows:

To consider and, if thought fit, to pass **Resolution 4: That Mr Pablo Vergara Del Carril be re-elected as a Director of the Company, as an ordinary resolution.**

# RESOLUTION 4 – PROXY RESULTS



That Mr Pablo Vergara Del Carril be re-elected as a Director of the Company

Proxy Vote	Number of Proxy Votes	%
FOR	418,508,251	99.98
AGAINST	61,684	0.01
OPEN	24,860	0.01
ABSTAIN	7,355	N/A



# RESOLUTION 5



That Mr Robert Trzebski be re-elected as a Director of the Company

Resolution 5 is as follows:

To consider and, if thought fit, to pass **Resolution 5:**  
**That Mr Robert Trzebski be re-elected as a Director of the Company, as an ordinary resolution.**

# RESOLUTION 5 – PROXY RESULTS



That Mr Robert Trzebski be re-elected as a Director of the Company

Proxy Vote	Number of Proxy Votes	%
FOR	418,542,937	99.98
AGAINST	26,772	0.01
OPEN	24,860	0.01
ABSTAIN	7,581	N/A

# RESOLUTION 6



That Mr Saul Zang be re-elected as a Director of the Company

Resolution 6 is as follows:

To consider and, if thought fit, to pass **Resolution 6:**  
**That Mr Saul Zang be re-elected as a Director of the Company, as an ordinary resolution.**

# RESOLUTION 6 – PROXY RESULTS



That Mr Saul Zang be re-elected as a Director of the Company

Proxy Vote	Number of Proxy Votes	%
FOR	418,486,264	99.97
AGAINST	85,607	0.02
OPEN	24,860	0.01
ABSTAIN	5,419	N/A

# RESOLUTION 7



That Mr Wayne Hubert be re-elected as a Director of the Company

Resolution 7 is as follows:

To consider and, if thought fit, to pass **Resolution 7:**  
**That Mr Wayne Hubert be re-elected as a Director of the Company, as an ordinary resolution.**

# RESOLUTION 7 – PROXY RESULTS



That Mr Wayne Hubert be re-elected as a Director of the Company

Proxy Vote	Number of Proxy Votes	%
FOR	418,569,795	99.98
AGAINST	2,414	0.01
OPEN	24,860	0.01
ABSTAIN	5,081	N/A



# RESOLUTION 8



## Approval of 10% capacity to issue equity securities

Resolution 8 is as follows:

To consider and, if thought fit, to pass **Resolution 8: Approval of 10% capacity to issue equity securities**, as a **special resolution**.

# RESOLUTION 8 – PROXY RESULTS



## Approval of 10% capacity to issue equity securities

Proxy Vote	Number of Proxy Votes	%
FOR	418,418,921	99.96
AGAINST	114,865	0.03
OPEN	39,860	0.01
ABSTAIN	28,504	N/A

# RESOLUTION 9



## Approval of maximum aggregate amount of non-executive director fees

Resolution 9 is as follows:

To consider and, if thought fit, to pass **Resolution 9: Approval of the maximum aggregate remuneration payable to all non-executive Directors of the Company will not exceed four hundred thousand United States dollars (US\$400,000) per annum, effective immediately as a special resolution.**

# RESOLUTION 9 – PROXY RESULTS



## Approval of maximum aggregate amount of non-executive director fees

Proxy Vote	Number of Proxy Votes	%
FOR	4,027,242	98.11
AGAINST	52,552	1.28
OPEN	24,860	0.61
ABSTAIN	414,497,496	N/A

# RESOLUTION 10



## Adoption of new constitution

Resolution 10 is as follows:

To consider and, if thought fit, to pass  
**Resolution 10: Adoption of New Constitution**  
as a **special resolution**.

# RESOLUTION 10 – PROXY RESULTS



## Adoption of new constitution

Proxy Vote	Number of Proxy Votes	%
FOR	418,509,922	99.98
AGAINST	15,591	0.01
OPEN	24,860	0.01
ABSTAIN	51,177	N/A



329-806-450

You have voted on 1 of 4 items

**Resolution 1**  
Adoption of Remuneration Report

*For - Vote received*

For Against Abstain

CANCEL

**Resolution 2.1**  
Elect Mr Sam Smith as a director

*Select a choice to send.*

For Against Abstain

CANCEL

**Resolution 2.2**  
Re-elect Ms Danielle Johns as a Director

*Select a choice to send.*

For Against Abstain

CANCEL

**Resolution 3**  
Adoption of New Constitution

*Select a choice to send.*

For Against Abstain

CANCEL

Broadcast

# ONLINE ATTENDEES – VOTING PROCESS

**Resolution 1**

▶ Resolution 1: Re-election of Diana D'Ambra

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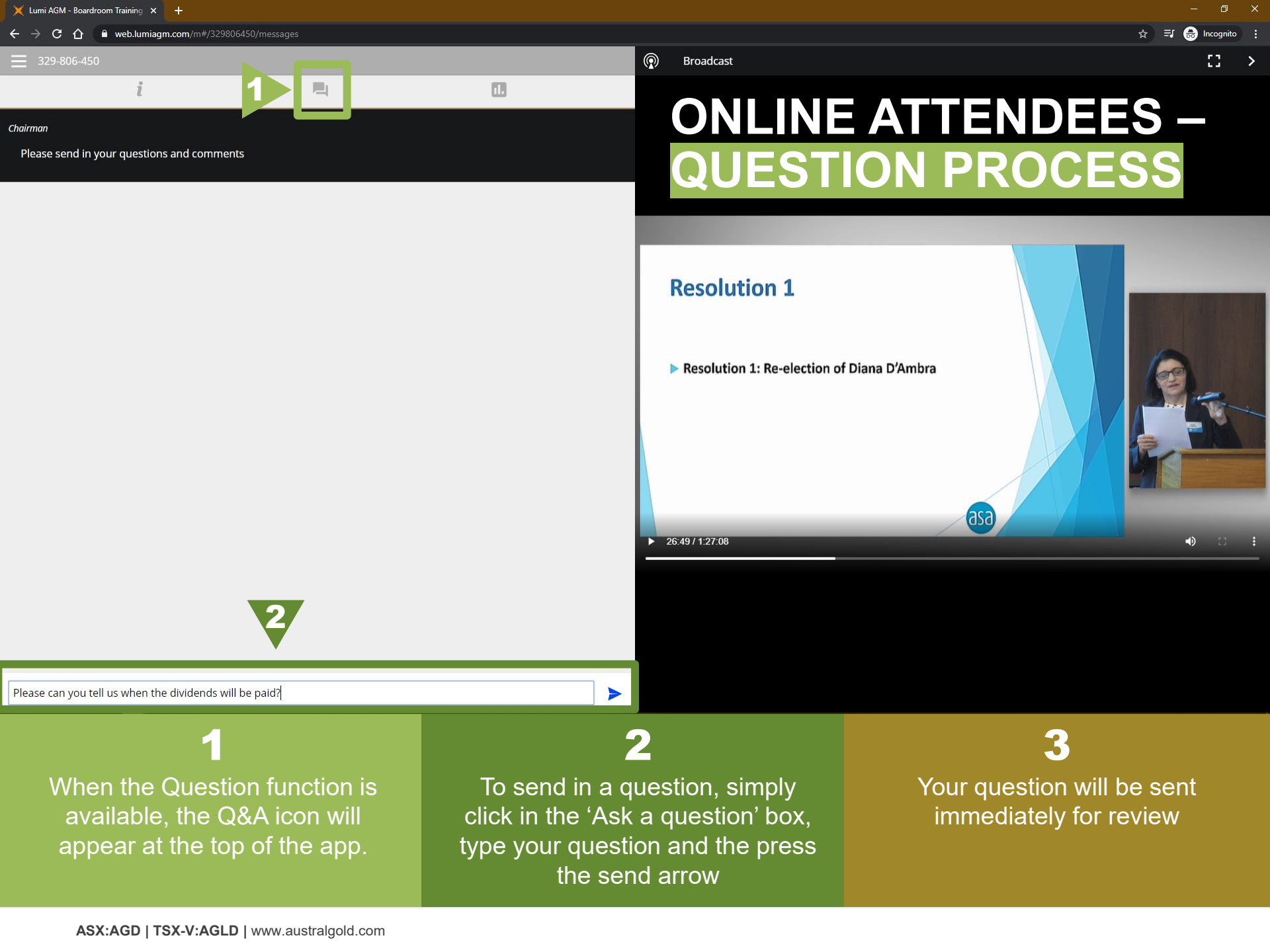
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