

Results of Share Purchase Plan

Offer closed in 1 week; applications exceeded 300% of \$1m target

HIGHLIGHTS

- \$1m Share Purchase Plan (**SPP**) opened Tuesday, 9 April 2024 at price of \$0.24 per share
- Closed early on 16 April 2024 at 12:00 AWST with over \$3 million eligible applications received
- ~\$2.25 million SPP applications accepted, ~9.375 million new SPP shares to be issued

Barton Gold Holdings Limited (ASX:BGD, OTCQB:BGDFF, FRA:BGD3) (**Barton** or the **Company**) is pleased to confirm the final results of the Share Purchase Plan (**SPP**) that opened on 9 April 2024.

The SPP was strongly supported, and closed with significant overapplications in only 1 week. Eligible applications received totalled \$3.15 million (following final reconciliation and analysis).

The SPP offered all eligible shareholders the opportunity to acquire new Barton shares at the same price as the Company's recent institutional placement (**Placement**).¹ Further to the Placement, Collins Street Asset Management became a ~6.9% substantial shareholder of Barton.²

To recognise and reward the significant interest shown by existing shareholders, the Directors have resolved to accept a total of \$2.25 million in SPP applications, equivalent to ~71.5% of eligible applications received prior to the early closing of the SPP Offer. Accordingly, a total of 9,375,023 new SPP shares will be issued pursuant to the SPP, for a total proceeds of \$2,250,005.52 (before costs).

8,408,198 of the new SPP shares will be issued pursuant to the Company's available Listing Rule 7.1A capacity, with the 966,825 balance issued pursuant to the Company's available Listing Rule 7.1 capacity. Scale back has been applied proportionally for each applicant, where each eligible applicant will receive ~71.5% of the amount of shares they validly applied for. The difference between the application monies received, and the value of SPP Shares allocated (number x Issue Price), will be refunded without interest.

Barton expects to issue the SPP shares Tuesday, 23 April 2024, with the shares to start trading on 24 April 2024, in accordance with the revised timetable set out in Barton's announcement of 16 April 2024. Following the issuance of new SPP shares, there will be 218,456,999 fully paid ordinary shares on issue.

Commenting on the final SPP results, Barton Managing Director Alex Scanlon said:

"The SPP outcome reflects an extraordinary vote of shareholder confidence in Barton's platform and strategy as we pursue the development of large scale gold production in South Australia. With Tunkillia commencing Scoping Studies and Tarcoola starting high-grade target drilling, the balance of 2024 should be quite interesting.

"Together with the ongoing sales tender for more than \$4 million contained gold-in-concentrates, Barton is very well capitalised to pursue its target of continued regional growth and potential 'Stage 1' development pathways."

¹ Refer to ASX announcement dated 27 March 2024

² Refer to ASX announcement dated 5 April 2024

Authorised by the Board of Directors of Barton Gold Holdings Limited.

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About Barton Gold

Barton Gold is an ASX, OTCQB and Frankfurt Stock Exchange listed Australian gold developer targeting future gold production of 150,000oz annually, with **~1.6Moz Au JORC Mineral Resources** (52.2Mt @ 0.94 g/t Au), multiple advanced exploration projects and brownfield mines, and **100% ownership of the only regional gold mill** in the renowned central Gawler Craton of South Australia.*

Tarcoola Gold Project

- Existing brownfield open pit mine within trucking distance of Barton's processing plant
- Under-explored asset with untapped scale potential

Tunkillia Gold Project

- **1.5Moz Au Mineral Resources (51.3Mt @ 0.91 g/t Au)***
- District-scale structures with advanced satellite targets

Infrastructure

- 650ktpa CIP process plant, mine village, and airstrip
- Tarcoola ~40 person lodging to support mine operations
- Tunkillia camp to support dedicated project team



Competent Persons Statement & Previously Reported Information

The information in this announcement that relates to the historic Exploration Results and Mineral Resources as listed in the table below is based on, and fairly represents, information and supporting documentation prepared by the Competent Person whose name appears in the same row, who is an employee of or independent consultant to the Company and is a Member or Fellow of the Australasian Institute of Mining and Metallurgy (AusIMM), Australian Institute of Geoscientists (AIG) or a Recognised Professional Organisation (RPO). Each person named in the table below has sufficient experience which is relevant to the style of mineralisation and types of deposits under consideration and to the activity which he has undertaken to qualify as a Competent Person as defined in the JORC Code 2012.

Activity	Competent Person	Membership	Status
Tarcoola Mineral Resource	Dr Andrew Fowler (Consultant)	AusIMM	Member
Tarcoola Exploration Results (until 15 Nov 2021)	Mr Colin Skidmore (Consultant)	AIG	Member
Tarcoola Exploration Results (after 15 Nov 2021)	Mr Marc Twining (Employee)	AusIMM	Member
Tunkillia Exploration Results (until 15 Nov 2021)	Mr Colin Skidmore (Consultant)	AIG	Member
Tunkillia Exploration Results (after 15 Nov 2021)	Mr Marc Twining (Employee)	AusIMM	Member
Tunkillia Mineral Resource	Mr Ian Taylor (Consultant)	AusIMM	Fellow
Challenger Mineral Resource	Mr Dale Sims (Consultant)	AusIMM / AIG	Fellow / Member

The information relating to historic Exploration Results and Mineral Resources in this announcement is extracted from the Company's Prospectus dated 14 May 2021 or as otherwise noted in this announcement, available from the Company's website at www.bartongold.com.au or on the ASX website www.asx.com.au. The Company confirms that it is not aware of any new information or data that materially affects the Exploration Results and Mineral Resource information included in previous announcements and, in the case of estimates of Mineral Resources, that all material assumptions and technical parameters underpinning the estimates in the Prospectus continue to apply and have not materially changed. The Company confirms that the form and context in which the applicable Competent Persons' findings are presented have not been materially modified from the previous announcements.

Cautionary Statement Regarding Forward-Looking Information

This document may contain forward-looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "believe", "plan", "expect", "target" and "intend" and statements than an event or result "may", "will", "should", "would", "could", or "might" occur or be achieved and other similar expressions. Forward-looking information is subject to business, legal and economic risks and uncertainties and other factors that could cause actual results to differ materially from those contained in forward-looking statements. Such factors include, among other things, risks relating to property interests, the global economic climate, commodity prices, sovereign and legal risks, and environmental risks. Forward-looking statements are based upon estimates and opinions at the date the statements are made. Barton undertakes no obligation to update these forward-looking statements for events or circumstances that occur subsequent to such dates or to update or keep current any of the information contained herein. Any estimates or projections as to events that may occur in the future (including projections of revenue, expense, net income and performance) are based upon the best judgment of Barton from information available as of the date of this document. There is no guarantee that any of these estimates or projections will be achieved. Actual results will vary from the projections and such variations may be material. Nothing contained herein is, or shall be relied upon as, a promise or representation as to the past or future. Any reliance placed by the reader on this document, or on any forward-looking statement contained in or referred to in this document will be solely at the readers own risk, and readers are cautioned not to place undue reliance on forward-looking statements due to the inherent uncertainty thereof.

* Refer to Barton Prospectus dated 14 May 2021 and ASX announcement 4 March 2024. Total Barton attributable JORC (2012) Mineral Resources include 824koz Au (26.8Mt @ 0.96 g/t Au) in Indicated and 750koz Au (25.4Mt @ 0.92 g/t Au) in Inferred categories.