



## Acquisition of Gilded Rose Gold Mine - PNN plan for Ready-to-Mine in one year

The Directors of PepinNini Lithium Ltd (PNN, the Company) are pleased to announce the signing of a binding term sheet for the acquisition of the Gilded Rose Gold Mine Project in Cloncurry Queensland from Ausmex Mining Group Ltd (ASX:AMG). The **Acquisition**, which is subject to due diligence and certain other conditions typical for a transaction of this nature, is for 100% of the project that includes 4 gold mining leases, one exploration licence and a gold (CIP – Carbon in Pulp) processing plant, currently not in operation, that has a design capacity for the processing of 60,000 tonnes per annum.



### ABOUT

PepinNini Lithium Limited is a diversified ASX listed Exploration Company focused on exploring and developing a lithium brine resource and production project in Salta Province Argentina within the Lithium Triangle of South America. The Company also holds strategically located exploration tenements in the Musgrave Province of South Australia. The company also holds a copper-gold exploration project in Salta Province, Argentina

### DIRECTORS

Rebecca Holland-Kennedy  
Managing Director  
**Philip Clifford**  
Non-Executive Director  
**Andre Wessels**  
Non-Executive Director  
**Dom Francese**  
Company Secretary

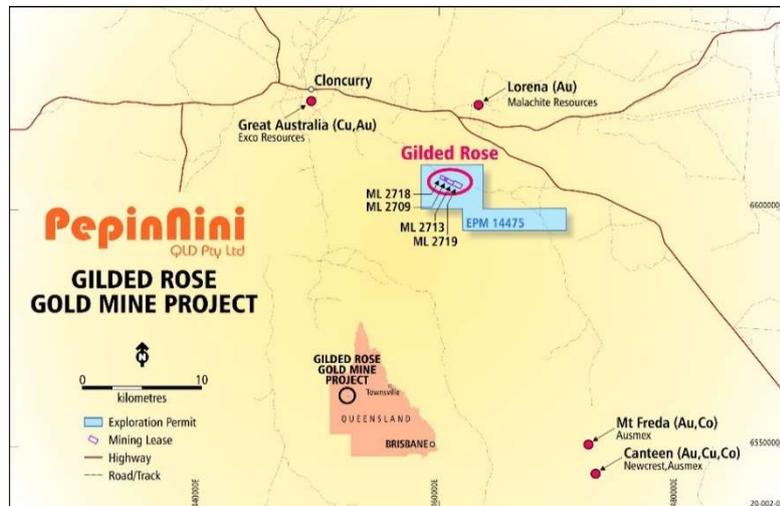
### CONTACT

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### FURTHER INFORMATION

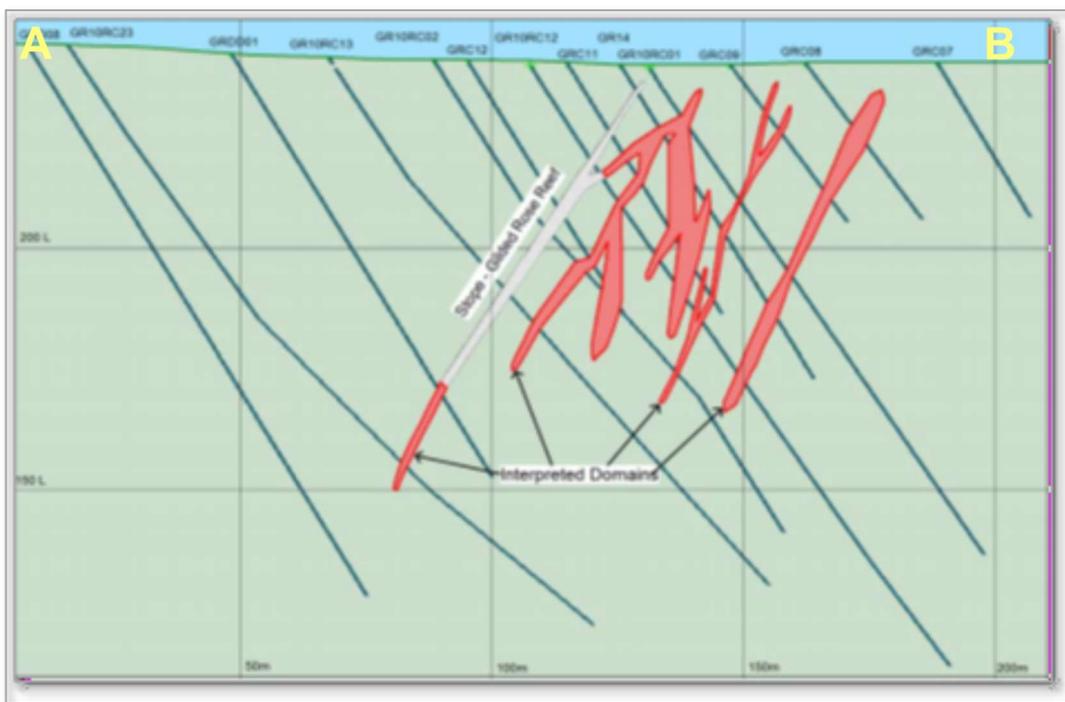
Ms Rebecca Holland-Kennedy  
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**Photos – Gilded Rose Mine CIP Processing Plant**

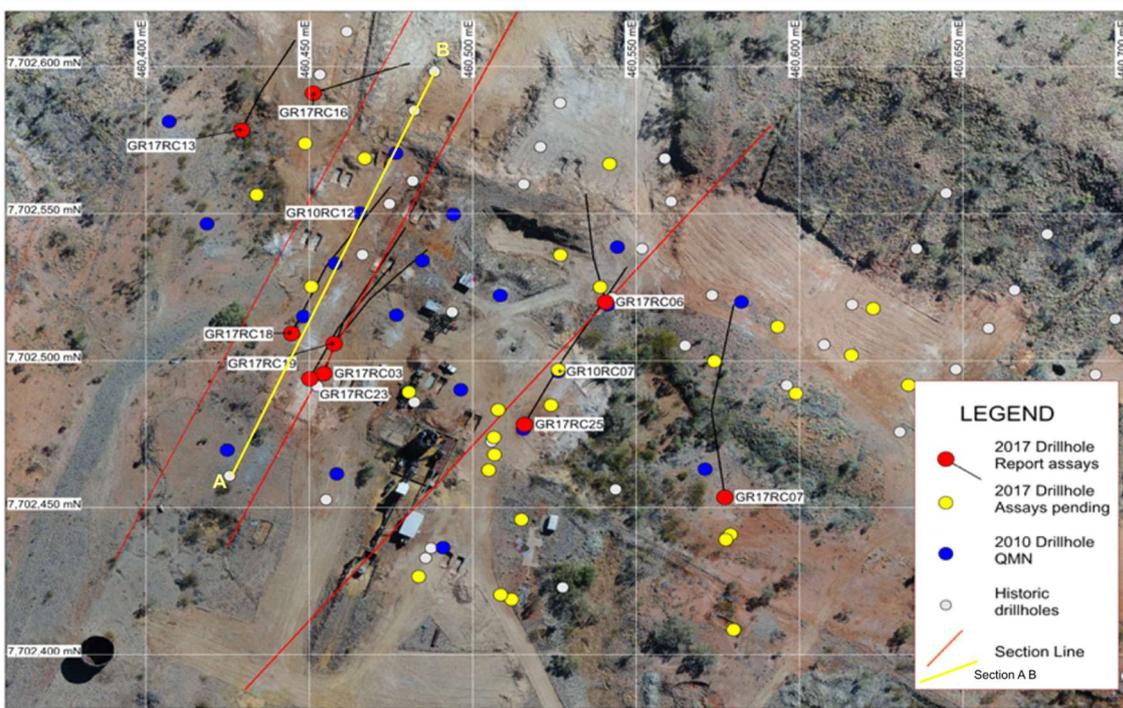
The gold resource tabulated below, was announced by previous owners Queensland Mining Corporation Ltd (ASX:QMN 22 March 2011) from a Mineral Resource Estimate<sup>(1)</sup> prepared in accordance with JORC 2004 Standards that the Company intends to upgrade to JORC 2012.

Indicated and Inferred Resources above 0.5g/t Au Cut-off			
Confidence	Tonnes	Au g/t	Au oz
Indicated	22,700	5.11	3,750
Inferred	120,800	4.0	15,650
<b>Total</b>	<b>143,500</b>	<b>4.2</b>	<b>19,400</b>



**Cross section A B (looking North-West) through Gilded Rose showing (+0.5g/t cut-off) resource block estimates**

Subsequent drilling by current owners AMG in 2017 (ASX: AMG 20 and 29 November 2017) reported high grade gold intersections extending the gold mineralisation. Gold intersects of up to 22g/t Au below the current Gilded Rose Open Cut and a new high-grade gold zone of 4m @ 11.35g/t Au including 3m @ 14.56g/t Au from a depth of 41m to the west of the current Gilded Rose open cut (boreholes GR17RC16 and GR17RC23 refer Plan 1 below) have been reported.



**Gilded Rose drill hole location plan GR17RC23 and GR17RC16 drilled to the west of the current open cut**

### Commercial Terms of the Acquisition

- An upfront non-refundable fee of \$20,000 and subsequently, immediately upon completion of due diligence to the satisfaction of PNN, a further payment of \$80,000.
- \$1,400,000 cash payable on transaction completion, currently targeted for 30 June 2020.
- \$1,000,000 scrip payment in listed shares (ASX:PNN) following completion, at an agreed issue price of \$0.002 per share,
- \$500,000 cash payment, payable 18 months following completion, currently targeted for 31 December 2021.
- \$1,000,000 milestone cash payment due upon 10,000 Oz gold production.

Completion of the Acquisition is subject to a number of conditions, including completion of due diligence to the satisfaction of PNN before 21 May 2020 subject to any delay caused by Covid-19, shareholder approval for the share component of the consideration, completion of a capital raising of \$2 million (also subject to shareholder approval) as well as the negotiation and execution of formal transaction documents.

### What's next

The Company will carry out due diligence on the project, including the mining equipment, resource, historical data and mining, tenement standing and environmental factors. A formal transaction document will be negotiated and agreed, with transaction completion conditional on conclusion of due diligence to the satisfaction of PNN and a capital raising of \$2 million. A shareholder meeting will then be called to approve the issue of shares in excess of the Company's placement capacity.

Subject to successful completion of the Gilded Rose Mining Project Acquisition by PNN, the Company then plans to:

- raise further capital to enable the commencement of gold production at Gilded Rose
- upgrade the gold resource to JORC 2012 in the area that would be suitable for open pit mining
- review drilling by previous owners and possibly carry out further drilling to enlarge and extend current gold resources
- re-condition the gold processing plant and equipment
- undertake mine planning for an initial open pit followed by a potential underground operation for deeper resources
- obtain approval to commence mining at Gilded Rose in 2021

### Outlook for Gold

Gold is a safe investment in the current global health crisis due to Covid-19. Currently the gold price is US\$1,709 and on 20 January this year it was US\$1,559 so there has been an increase since the beginning of the year. <https://goldprice.org/gold-price-today>.

*Gold miner Newmont has said that the safe-haven commodity could top US\$2000/oz as a result of Covid-19 and the accompanying stimulus by governments around the world (UBS Daily report).*

#### Competent Person Statement

Statements contained in this announcement relating to exploration results from the Gilded Rose Project owned by Ausmex Mining Group Ltd are based on information compiled by Mr. Matthew Morgan, who is a member of the Australasian Institute of Mining and Metallurgy (AusIMM). Mr. Morgan is the Managing Director of Ausmex Mining Group Limited and Geologist whom has sufficient relevant experience in relation to the mineralization styles being reported on to qualify as a Competent Person as defined in the Australian Code for Reporting of Identified Mineral resources and Ore reserves (JORC Code 2012). Mr. Morgan consents to the use of this information in this announcement in the form and context in which it appears.

#### Reference

<sup>(1)</sup>Gilded Rose Project, Cloncurry, QLD, Resource Estimation Report for Queensland Mining Corporation Ltd, 18 March 2011, *The data preparation, interpretation and wireframing of the mineralised domains and the resource estimates were performed by James McILwraith, AusIMM, of JM Geological Consulting Pty Ltd (JMGC), who qualifies as a Competent Person under the meaning of the 2004 JORC Code.*

#### Cautionary Statement in relation to this resource estimate

- the estimates of Mineral Resources or Ore Reserves are not reported in accordance with the JORC Code 2012;
- a Competent Person has not done sufficient work to classify the estimates of Mineral Resources or Ore Reserves in accordance with the JORC Code 2012;
- it is possible that following evaluation and/or further exploration work the currently reported estimates may materially change and hence will need to be reported afresh under and in accordance with the JORC Code 2012;
- that nothing has come to the attention of the Company that causes it to question the accuracy or reliability of the former owner's estimates; but
- the Company has not independently validated the former owner's estimates and therefore is not to be regarded as reporting, adopting or endorsing those estimates

*This announcement was authorised for issue by the Directors of PepinNini Lithium Ltd*

For further information please contact:

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#### Appendix 1 – Assay results boreholes GR17RC16 and GR17RC23

#### JORC Table 1 Gilded Rose Project, Cloncurry, QLD

## Appendix 1 – Assay Results Boreholes GR17RC16 and GR17RC23

Hole_ID	MGA94 EAST	MGA94 NORTH	RL (m)	EOH Depth (m)	DIP	AZIMUTH (grid)
GR17RC16	460451	7702591	237	66	-64	71
GR17RC23	460450	7702494	240	93	-62	27

Table 1. Borehole Collar locations

Hole_ID	From (m)	To (m)	Interval (m)	Au (g/t)
GR17RC16	0	4	4	0.11
GR17RC16	4	8	4	<0.01
GR17RC16	8	12	4	0.01
GR17RC16	12	16	4	<0.01
GR17RC16	16	20	4	<0.01
GR17RC16	20	24	4	0.01
GR17RC16	24	27	3	0.01
GR17RC16	27	28	1	<0.01
GR17RC16	28	29	1	0.01
GR17RC16	29	30	1	0.02
GR17RC16	30	31	1	<0.01
GR17RC16	31	34	3	<0.01
GR17RC16	34	35	1	<0.01
GR17RC16	35	38	3	<0.01
GR17RC16	38	41	3	0.04
GR17RC16	41	42	1	<b>1.71</b>
GR17RC16	42	43	1	<b>13.1</b>
GR17RC16	43	44	1	<b>19.9</b>
GR17RC16	44	45	1	<b>10.7</b>
GR17RC16	45	46	1	0.26
GR17RC16	46	47	1	0.01

Hole_ID	From (m)	To (m)	Interval (m)	Au (g/t)
GR17RC16	47	48	1	0.2
GR17RC16	48	49	1	0.04
GR17RC16	49	50	1	0.02
GR17RC16	50	51	1	<0.01
GR17RC16	51	52	1	<0.01
GR17RC16	52	53	1	0.01
GR17RC16	53	54	1	0.03
GR17RC16	54	55	1	0.28
GR17RC16	55	56	1	0.14
GR17RC16	56	57	1	0.1
GR17RC16	57	58	1	0.09
GR17RC16	58	59	1	0.05
GR17RC16	59	60	1	0.05
GR17RC16	60	63	3	0.07
GR17RC16	63	66	3	0.05
GR17RC23	0	4	4	<0.01
GR17RC23	4	8	4	<0.01
GR17RC23	8	12	4	<0.01
GR17RC23	12	16	4	<0.01
GR17RC23	16	20	4	<0.01
GR17RC23	20	24	4	<0.01
GR17RC23	24	28	4	<0.01
GR17RC23	28	32	4	<0.01
GR17RC23	32	36	4	<0.01
GR17RC23	36	40	4	<0.01
GR17RC23	40	44	4	<0.01

Hole_ID	From (m)	To (m)	Interval (m)	Au (g/t)
GR17RC23	44	48	4	0.04
GR17RC23	48	52	4	0.01
GR17RC23	52	56	4	0.01
GR17RC23	56	60	4	<0.01
GR17RC23	60	64	4	<0.01
GR17RC23	64	68	4	<0.01
GR17RC23	68	72	4	<0.01
GR17RC23	72	76	4	<0.01
GR17RC23	76	77	1	0.04
GR17RC23	77	78	1	<0.01
GR17RC23	78	79	1	0.03
GR17RC23	79	80	1	<b>7.83</b>
GR17RC23	80	81	1	<b>22</b>
GR17RC23	81	82	1	<b>3.64</b>
GR17RC23	82	83	1	0.06
GR17RC23	83	84	1	0.03
GR17RC23	84	85	1	<0.01
GR17RC23	85	86	1	0.02
GR17RC23	86	87	1	<0.01
GR17RC23	87	88	1	0.01
GR17RC23	88	89	1	0.09
GR17RC23	89	90	1	3.27
GR17RC23	90	91	1	0.38
GR17RC23	91	92	1	0.3
GR17RC23	92	93	1	0.01

Table 2. Assay results from GR17RC16 and GR17RC23 Gilded Rose.G2

# JORC Code, 2012 Edition – Table 1– Gilded Rose Drilling 2017 – Ausmex Mining Group Limited

## Section 1 Sampling Techniques and Data

(Criteria in this section apply to all succeeding sections.)

Criteria	JORC Code explanation	Commentary
<i>Sampling techniques</i>	<ul style="list-style-type: none"> <li>• <i>Nature and quality of sampling (eg cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling.</i></li> <li>• <i>Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.</i></li> <li>• <i>Aspects of the determination of mineralisation that are Material to the Public Report.</i></li> <li>• <i>In cases where ‘industry standard’ work has been done this would be relatively simple (eg ‘reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay’). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (eg submarine nodules) may warrant disclosure of detailed information.</i></li> </ul>	<ul style="list-style-type: none"> <li>• RC Drilling chip samples recovered via cyclone and splitter</li> <li>• Samples were ~2-3kg in weight</li> <li>• reverse circulation drilling was used to obtain 1 m samples for targeted ore zones, and 4 m cumulative samples between ore zones from which ~3 kg was pulverised to produce a 30 g charge for fire assay'</li> <li>• Samples analysis completed at SGS laboratory QLD</li> </ul>
<i>Drilling techniques</i>	<ul style="list-style-type: none"> <li>• <i>Drill type (eg core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (eg core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc).</i></li> </ul>	<ul style="list-style-type: none"> <li>• Reverse Circulation drilling with cyclone and splitter.</li> </ul>
<i>Drill sample recovery</i>	<ul style="list-style-type: none"> <li>• <i>Method of recording and assessing core and chip sample recoveries and results assessed.</i></li> <li>• <i>Measures taken to maximise sample recovery and ensure representative nature of the samples.</i></li> <li>• <i>Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.</i></li> </ul>	<ul style="list-style-type: none"> <li>• Samples recovered via cyclone and spitter, sample weights indicate representative for 1m</li> </ul>
<i>Logging</i>	<ul style="list-style-type: none"> <li>• <i>Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.</i></li> <li>• <i>Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.</i></li> <li>• <i>The total length and percentage of the relevant intersections logged.</i></li> </ul>	<ul style="list-style-type: none"> <li>• RC chips were geologically logged every 1 m</li> </ul>

Criteria	JORC Code explanation	Commentary
<i>Sub-sampling techniques and sample preparation</i>	<ul style="list-style-type: none"> <li>• <i>If core, whether cut or sawn and whether quarter, half or all core taken.</i></li> <li>• <i>If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.</i></li> <li>• <i>For all sample types, the nature, quality and appropriateness of the sample preparation technique.</i></li> <li>• <i>Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.</i></li> <li>• <i>Measures taken to ensure that the sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half sampling.</i></li> <li>• <i>Whether sample sizes are appropriate to the grain size of the material being sampled.</i></li> </ul>	<ul style="list-style-type: none"> <li>• No sub sampling taken from 1 metre RC chips.</li> <li>• Field duplicates and standard entered for analysis indicate representative sampling and analysis</li> </ul>
<i>Quality of assay data and laboratory tests</i>	<ul style="list-style-type: none"> <li>• <i>The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.</i></li> <li>• <i>For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.</i></li> <li>• <i>Nature of quality control procedures adopted (eg standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (ie lack of bias) and precision have been established.</i></li> </ul>	<ul style="list-style-type: none"> <li>• Industry standard Fire assays for Au were completed by SGS laboratories for Gold.</li> <li>• Repeat and checks were conducted by SGS laboratories whilst completing the analysis.</li> <li>• Standard and duplicates entered by Ausmex</li> </ul>
<i>Verification of sampling and assaying</i>	<ul style="list-style-type: none"> <li>• <i>The verification of significant intersections by either independent or alternative company personnel.</i></li> <li>• <i>The use of twinned holes.</i></li> <li>• <i>Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.</i></li> <li>• <i>Discuss any adjustment to assay data.</i></li> </ul>	<ul style="list-style-type: none"> <li>• The drill collars have been surveyed by a permanent base station (accuracy +/- 150mm) and recorded in MGA94, Zone 54 datum</li> <li>• Significant intersections inspected and verified by JORC competent personnel</li> <li>• No assays were adjusted</li> </ul>
<i>Location of data points</i>	<ul style="list-style-type: none"> <li>• <i>Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.</i></li> <li>• <i>Specification of the grid system used.</i></li> <li>• <i>Quality and adequacy of topographic control.</i></li> </ul>	<ul style="list-style-type: none"> <li>• The drill collars have been surveyed by a permanent base station (accuracy +/- 150mm) and recorded in MGA94, Zone 54 datum</li> </ul>
<i>Data spacing and distribution</i>	<ul style="list-style-type: none"> <li>• <i>Data spacing for reporting of Exploration Results.</i></li> <li>• <i>Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.</i></li> <li>• <i>Whether sample compositing has been applied.</i></li> </ul>	<ul style="list-style-type: none"> <li>• Data spacing and distribution is NOT sufficient for Mineral Resource estimation</li> <li>• No sample compositing has been applied.</li> </ul>
<i>Orientation of data in relation</i>	<ul style="list-style-type: none"> <li>• <i>Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering</i></li> </ul>	<ul style="list-style-type: none"> <li>• The orientation of samples is not likely to bias the assay results.</li> </ul>

Criteria	JORC Code explanation	Commentary
<i>to geological structure</i>	<p><i>the deposit type.</i></p> <ul style="list-style-type: none"> <li><i>If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.</i></li> </ul>	
<i>Sample security</i>	<ul style="list-style-type: none"> <li><i>The measures taken to ensure sample security.</i></li> </ul>	<ul style="list-style-type: none"> <li>Samples were taken to Cloncurry by company personnel and despatched by courier to the SGS Laboratory in Townsville</li> </ul>
<i>Audits or reviews</i>	<ul style="list-style-type: none"> <li><i>The results of any audits or reviews of sampling techniques and data.</i></li> </ul>	<ul style="list-style-type: none"> <li>No audits or reviews have been completed.</li> </ul>

## Section 2 Reporting of Exploration Results

(Criteria listed in the preceding section also apply to this section.)

Criteria	JORC Code explanation	Commentary
<i>Mineral tenement and land tenure status</i>	<ul style="list-style-type: none"> <li><i>Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings.</i></li> <li><i>The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.</i></li> </ul>	<ul style="list-style-type: none"> <li>ML2718, ML2709, ML2713, ML2719, are owned 100% by Spinifex Mines Pty Ltd. Ausmex Mining Group Limited owns 80% of Spinifex Mines Pty Ltd. Queensland Mining Corporation Limited own 20% of Spinifex Mines. Exploration is completed under an incorporated Joint Venture</li> <li>EPM14475 is held by QMC Exploration Pty Limited. Ausmex Mining Group Limited owns 80% of QMC Exploration Pty Limited. Queensland Mining Corporation Limited own 20% of Spinifex Mines. Exploration is completed under an incorporated Joint Venture.</li> </ul>
<i>Exploration done by other parties</i>	<ul style="list-style-type: none"> <li><i>Acknowledgment and appraisal of exploration by other parties.</i></li> </ul>	<ul style="list-style-type: none"> <li>All exploration programs conducted by Ausmex Mining Group Limited</li> </ul>
<i>Geology</i>	<ul style="list-style-type: none"> <li><i>Deposit type, geological setting and style of mineralisation.</i></li> </ul>	<ul style="list-style-type: none"> <li>ML2718, ML2709, ML2713, ML2719 hosts the Gilded Rose sheer hosted quartz reef. There are several gold mineralised hydrothermal quartz reefs within the deposit.</li> </ul>
<i>Drill hole Information</i>	<ul style="list-style-type: none"> <li><i>A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes:</i> <ul style="list-style-type: none"> <li><i>easting and northing of the drill hole collar</i></li> <li><i>elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar</i></li> <li><i>dip and azimuth of the hole</i></li> <li><i>down hole length and interception depth</i></li> <li><i>hole length.</i></li> </ul> </li> <li><i>If the exclusion of this information is justified on the basis that the</i></li> </ul>	<ul style="list-style-type: none"> <li>Details within Appendix 1</li> </ul>

Criteria	JORC Code explanation	Commentary
	<i>information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case.</i>	
<i>Data aggregation methods</i>	<ul style="list-style-type: none"> <li><i>In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (eg cutting of high grades) and cut-off grades are usually Material and should be stated.</i></li> <li><i>Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail.</i></li> <li><i>The assumptions used for any reporting of metal equivalent values should be clearly stated.</i></li> </ul>	<ul style="list-style-type: none"> <li>No material information is excluded.</li> <li>Average intersections have been reported as part of this release.</li> <li>All sample locations and fire assay Au results have been displayed.</li> <li>An average sample grade was displayed from the total samples taken, yet not a weighted average.</li> </ul>
<i>Relationship between mineralisation widths and intercept lengths</i>	<ul style="list-style-type: none"> <li><i>These relationships are particularly important in the reporting of Exploration Results.</i></li> <li><i>If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.</i></li> <li><i>If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg 'down hole length, true width not known').</i></li> </ul>	<ul style="list-style-type: none"> <li>No material information is excluded.</li> <li>intersections have been displayed reported as part of release.</li> <li>Interpreted X sections are presented in the announcement displaying the geometry of mineralisation</li> </ul>
<i>Diagrams</i>	<ul style="list-style-type: none"> <li><i>Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views.</i></li> </ul>	<ul style="list-style-type: none"> <li>Plan showing the location of the EPM and MLs is presented in the announcement</li> <li>Appropriate relevant and labelled X section is presented in the announcements.</li> </ul>
<i>Balanced reporting</i>	<ul style="list-style-type: none"> <li><i>Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.</i></li> </ul>	<ul style="list-style-type: none"> <li>All comprehensive Fire assay results for Gold were reported</li> </ul>
<i>Other substantive exploration data</i>	<ul style="list-style-type: none"> <li><i>Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.</i></li> </ul>	<ul style="list-style-type: none"> <li>There is reference to drilling completed in 2010 previously reported by Queensland Mining Corporation via the ASX:QMC on 6 August 2010</li> </ul>
<i>Further work</i>	<ul style="list-style-type: none"> <li><i>The nature and scale of planned further work (eg tests for lateral extensions or depth extensions or large-scale step-out drilling).</i></li> <li><i>Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.</i></li> </ul>	<ul style="list-style-type: none"> <li>Additional, RC and Core drilling</li> </ul>