



26 June 2024

Lexington Gold Ltd
("Lexington Gold" or the "Company")

**Final Results for the year ended 31 December 2023
and availability of Annual Report and Financial Statements**

Lexington Gold (AIM: LEX), the gold exploration and development company with projects in South Africa and the USA, is pleased to announce its audited results for the year ended 31 December 2023.

Copies of the Company's full Annual Report and Financial Statements for the financial year to 31 December 2023 will be made available to download from the Company's website at www.lexingtongold.co.uk and will be posted to shareholders by 28 June 2024.

Financial Summary

Net loss for the year from continuing operations was US\$0.1 million (2022: US\$0.9 million).

Total assets were US\$18.2 million (2022: US\$5.1 million) at the year end.

Net cash position of US\$2.6 million (2022: US\$0.42 million) as at the year end.

Total liabilities of US\$1.1 million (2022: US\$0.1 million) as at the year end.

Corporate Summary

In March 2023, the Company entered into a US\$150,000 unsecured loan facility with Lexington Gold's Chairman, Edward Nealon, to support the group's ongoing working capital requirements and the costs associated with evaluating potential additional new gold projects/opportunities.

In May 2023, the Company announced a substantial development in the form of the proposed acquisition of WRE, an exploration and development company with significant gold assets in the Witwatersrand gold fields in South Africa, which historically was the largest single gold producing district in the world. The aggregate amount payable by the Company under the associated WRE Acquisition and Loan Agreements is £0.3 million, by way of the provision of a subordinated loan to WRE, and up to £6.4 million to be settled by way of the issue of new common shares in Lexington Gold based on certain pre-determined milestones being satisfied, with such shares being subject to a 12-month lock-up arrangement followed by a 12-month orderly market arrangement from the date of their issue.

WRE's tenement interests have been estimated by WRE's former management to contain non-code compliant potential resources of over 37 million ounces of gold. WRE has focussed its exploration efforts on shallow (200 to 1,200m depth) deposits close to well-established infrastructure. Its tenement interests comprised 10 prospecting rights (six granted licences and four renewal applications – of which one has recently been successfully renewed), grouped into five projects. Most significantly, WRE holds 65 per cent. of Jelani Resources with the Harmony Group holding the remaining 35 per cent. Jelani Resources has a non-code compliant independently estimated resource of 6.02 million ounces of gold at an average grade of 6.47 g/t.

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WRE was established by well-known Australian explorer, Mark Creasy, in 2002, with whom, on 12 May 2023, the Company entered into a one year unsecured loan agreement for a principal amount of £300,000. As announced on 10 July 2023, the Company subsequently raised, in aggregate, gross proceeds of £2,516,300 (the “**Fundraising**”) at a price of six pence (the “**Fundraising Price**”) per common share of US\$0.003 each in the capital of the Company (“**Common Shares**”) from the issue of, in aggregate, 41,938,334 new Common Shares (the “**Fundraising Shares**”). The Fundraising comprised a placing of 17,188,334 new Common Shares (the “**Placing Shares**”) to raise £1,031,300 at the Fundraising Price (the “**Placing**”), via the Company’s joint brokers, Peterhouse Capital Limited and WH Ireland Limited, and share subscriptions for, in aggregate, 24,750,000 new Common Shares at the Fundraising Price to raise £1,485,000 (the “**Share Subscriptions**”). The Share Subscriptions included a subscription of £100,000 by Edward Nealon, Lexington Gold’s Chairman, for 1,666,667 Fundraising Shares.

The Company also issued warrants to the Fundraising participants to subscribe for up to a further 41,938,334 new Common Shares which are exercisable at 10 pence per share until expiry on 20 July 2026 (the “**Fundraising Warrants**”).

In addition, the Company agreed to settle, in aggregate, £423,518 of outstanding loans including accrued interest on the same terms as the Fundraising by way of the issue of 7,058,639 new Common Shares and 7,058,639 warrants with the same terms as the Fundraising Warrants. £120,061 of this amount was due to Edward Nealon, the Company’s Chairman, in relation to his US\$150,000 loan to the Company announced on 14 March 2023 which was settled by the issue of 2,001,024 new Common Shares and 2,001,024 warrants with the same terms as the Fundraising Warrants. The remaining £303,457 was due to Mark Creasy in relation to his £300,000 loan to the Company announced on 15 May 2023 which was settled by the issue of 5,057,615 new Common Shares and 5,057,615 warrants with the same terms as the Fundraising Warrants.

On 7 September 2023, the Company announced the completion of its acquisition of WRE and on 17 October 2023 completion of the associated Broad-Based Black Economic Empowerment (“**BBBEE**”) arrangements such that the Company is now the ultimate beneficial owner of 74 per cent. of WRE with 26 per cent. held by Lexington Gold’s BBBEE partners Letsema Holdings Proprietary Limited (“**Letsema**”).

In accordance with the terms of the acquisition, in September 2023 Lexington Gold issued 36,129,032 new common shares (the “**Initial Consideration Shares**”) to settle £2.24 million, representing 35 per cent. of the maximum Lexington Gold Equity of up to £6.4 million to be paid as consideration under the WRE Acquisition and Loan Agreements.

The Initial Consideration Shares were issued at a price of 6.20 pence per new common share (the “**Issue Price**”) based on the 30-day VWAP to Tuesday, 5 September 2023 being 2 business days prior to the announcement of 7 September 2023.

In May 2024, further to the renewal of the Jelani Resources Prospecting Right, a further tranche of 25,806,451 new common shares (the “**Initial Deferred Consideration Shares**”) were issued at the Issue Price in respect of the aforementioned Lexington Gold Equity.

The balance of the consideration due under the WRE Acquisition and Loan Agreements is to be settled by way of the issue of further new common shares in Lexington Gold at the Issue Price based on certain milestones being achieved, namely:

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Lexington Gold Equity

%	No. of common shares	Milestone event
20%	20,645,162	Later of 30 November 2023 and the date of renewal of three of the Prospecting Rights split, 10%, 8% and 2% respectively between the three Prospecting Rights concerned.
20%	20,645,161	Receipt of Ministerial Consent.

In September 2023, Mark Creasy also invested an amount of £100,000 by way of a subscription for 1,666,666 new common shares (the “**Creasy Subscription Shares**”) and 1,666,666 associated Fundraising Warrants on the same commercial terms as the Company’s approximate £2.5 million equity fundraising announced on 10 July 2023.

Table 1 below shows the current status of WRE’s Prospecting licences and Prospecting Right applications.

Table 1: WRE’s Prospecting Licences and Prospecting Right Applications

Project	Tenement	Area (hectares “ha”)	Status	Expiry date
Jelani Resources	FS 30/5/1/1/2/10350(10627) PR	956.76	Renewal Granted	26-May-26 ¹
Kroonstad	FS 30/5/1/1/2/889(10637) PR	13,845.77	Renewal under appeal	²
Kroonstad	FS 30/5/1/1/2/10520(10643) PR	12,429.45	Renewal under appeal	²
Kroonstad	FS 30/5/1/1/2/10519(10684) PR	22,193.1	Renewal Granted	29-May-27
New Kroonstad North	FS 30/5/1/1/2/10696 PR	18,340.46	New Application Accepted	³
Bothaville	FS 30/5/1/1/2/10273(10578) PR	9,510	Withdrawn (See FS10695 PR)	03-Mar-24
Bothaville	FS 30/5/1/1/2/10274(10579) PR	9,119.58	Withdrawn (See FS10695 PR)	17-Mar-24
New Bothaville Cons	FS 30/5/1/1/2/10695 PR	18,627.20	New Application Accepted	⁴
Ventersburg	FS 30/5/1/1/2/888(10686) PR	8,418.7	Renewal Granted	16-April-27 ¹
Ventersburg	FS 30/5/1/1/2/10489(10687) PR	8,965.9	Renewal Granted	16-April-27 ¹
Ventersburg	FS 30/5/1/1/2/10528(10701) PR	2,248.6	Executed (Renewal Lodged and pending)	21-Aug-24
Oribi	FS 30/5/1/1/2/10486 PR	6,795	Executed	18-Dec-24
Klerksdorp	NW 30/5/1/1/2/11335(13484) PR	1,816.9	Renewal under appeal	²
Active licences total (ha):*		114,637.84		

Notes:

* - excluding the two withdrawn Bothaville applications detailed above.

¹ In South Africa renewals are for 3 years from granting of renewal rights.

² Renewals under appeal by WRE following an initial refusal due to technical non-compliance of original renewals previously submitted by WRE. New applications by Reef Exploration, a subsidiary of Lexington Gold South Africa have also been submitted over the same areas.

- In respect of Kroonstad (FS 889 PR), Reef Exploration lodged an application under DMRE reference FS

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- 30/5/1/1/10677 PR to secure the area pending the appeal process.
 - In respect of Kroonstad (FS 10520 PR), Reef Exploration lodged an application under DMRE reference FS 30/5/1/1/10681 PR to secure the area pending the appeal process.
 - In respect of Klerksdorp (NW 11335 PR), Reef Exploration lodged an application under DMRE reference NW 30/5/1/1/13963 PR to secure the area pending the appeal process.

³ New areas adjacent to the existing Kroonstad Rights have been identified to be of interest for additional exploration. An application for a prospecting right was lodged by WRE. The application was accepted and is being processed.

⁴ To re-secure the two Bothaville prospecting areas which expired after their 3-year period, Reef Exploration, a subsidiary of Lexington Gold South Africa, lodged a consolidated application for a prospecting right in respect of both areas. The application was accepted and is being processed.

Further to Lexington Gold South Africa's receipt of its interest in WRE, the procedural application for Ministerial Consent in respect of the transaction was made and the parties to the WRE Acquisition and Loan Agreements agreed an extension to the deadline for obtaining such consent to 31 August 2024 or such later date as may be further agreed between the parties.

The Initial Consideration Shares, the Initial Deferred Consideration Shares and future issues of Lexington Gold Equity are subject to a 12 month lock-up from their date of issue and thereafter to a further 12-month orderly market arrangement via Lexington Gold's brokers.

In October 2023, warrants to subscribe for a total of 3,268,485 new common shares were exercised by their holder at a price of 2.75 pence per share with the Company receiving approximately £90k.

Operational Highlights

USA Drilling Operations

Both the Jennings-Pioneer and Argo projects in the Carolinas, USA, made good progress during 2023, especially Jennings-Pioneer where drilling has yielded potentially significant results. Drilling at Jennings-Pioneer intersected several new gold zones, thereby confirming the high-grade potential adjacent to the historic Barite Hill Main Pit. These latest results will help refine our geological models and guide future exploration efforts.

Jennings-Pioneer Project ("Jennings-Pioneer")

In February 2023, the Company announced the competition of a soil and surface sampling programme at Jennings-Pioneer targeting gold, silver and base metals through multi-element assaying to verify and supplement historical sampling conducted on the deposit. Selected highlights included:

- 505 soil samples on a 30m by 123m grid spacing with a tighter 15m x 123m grid spacing on the Barite Hill Trend
- 17 surface samples collected concurrent with the surface mapping campaign
- A total of 522 samples were submitted to ALS Geochemistry in Nevada

The results of the 505 soil and 17 rock grab samples were announced in April 2023 and findings included:

- The identification of 13 gossans (targets at surface) within three separate mineralisation trends: the Barite Hill Trend, the Jennings Trend and the Self Trend
- The Barite Hill Trend represents the north east extension of the historic Barite Hill Mine, which continues 600m along strike onto Lexington Gold's tenured property
- Identification of a 350 metre surface extent of the Red Hill mineralisation extending from the historic Barite Hill pit

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- United States critical mineral by-product potential including barite and tellurium with diverse industrial applications

Argo Project (“Argo”)

In February 2023, the Company also completed its surface trenching and sampling campaign, involving a total of 13 trench lines, with a total combined length of approximately 844m, with 409 composite channel samples of 2m each collected. An additional 30 rock samples were taken at surface and as point samples in trenches. The, in aggregate, 439 samples were shipped to ALS in Nevada for assaying. The trenching, sampling and mapping activity sought to better define the grade distribution and structure of the mineralised zones in order to facilitate the design of a potential Phase I drilling campaign for the project in due course.

In late July 2023, the Company received the results of the aforementioned campaign which were a promising first set of assays for Argo showing high-grade surface mineralisation at both the Northeast and Southern workings. Other key findings included:

- The trench assay results confirming that gold is present at surface at the project:
 - Trench AT-04: 24m @ 1.10 g/t Au from 14m to 38m, including:
 - 2m @ 7.50 g/t Au from 14m to 16m
 - 2m @ 2.51 g/t Au from 26m to 28m
 - Trench AT-07: 8m @ 0.61 g/t Au from 16m to 24m, including:
 - 2m @ 1.24 g/t Au from 22m to 24m
 - Trench AT-13: 8m @ 0.34 g/t Au from 24m to 32m
- Rock samples from trenches and outcrops showed local high grade ore shoots:
 - ARRK-016: 12.65 g/t Au from trench wall of AT-07
 - ARRK-017: 2.89 g/t Au from trench wall of AT-07
 - ARRK-011: 2.70 g/t Au from trench wall of AT-06
 - ARRK-014: 1.21 g/t Au from historic waste dump
 - ARRK-024: 43.30 g/t Ag from surface outcrop

South African Operations

The acquisition of WRE, completed in early September 2023, has greatly enhanced our resource inventory, particularly with respect to the Bothaville Project where our recent drill campaign has confirmed the presence of gold-bearing formations. This project alone represents a significant step towards benefiting from the vast potential of the Witwatersrand Basin.

In December 2023, the Company commenced its planned initial drill campaign, comprising of four mother holes plus wedging at the Bothaville Project. The campaign involved:

- Confirming and expanding the area of gold mineralisation intersected in historic third-party drilling, with half of the drilling penetrating the Karoo Supergroup (the “**Karoo cover**”); and
- The main exploration targets were the gold-bearing conglomerates of the Kimberley Formation (including A-Reef) which subcrops beneath the Karoo cover starting at a depth of 250m, where diamond drilling was to be utilised.

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In May 2024, the Company announced that a total of four drillholes had been completed at Bothaville, amounting to 2,355m of drilling. Three of the four holes were completed successfully with a total of eight intersections of the A-Reef from three motherholes and five deflections. The drilling tested for a gold-bearing channel at shallow depth in the target A-Reef horizon, as postulated by the drilling of two third party historic holes which returned 7.1 g/t Au over 71 cm and 5.53 g/t over 77 cm, respectively.

South African Licence Overview

Lexington Gold South Africa Proprietary Limited (“**Lexington Gold South Africa**”) through its subsidiaries is a major tenement holder in the Witwatersrand gold fields of South Africa, covering approximately 114,638 hectares. Its portfolio assets are estimated to contain potential resources of over 37 million ounces of gold. Such resources are primarily located in shallow deposits close to established infrastructure, thereby enhancing their potential value and accessibility.

Key Projects and Technical Highlights:

Jelani Resources Proprietary Limited (“**Jelani Resources**”): The shareholders of Jelani Resources are Lorraine Gold Mines Limited and Avgold Limited (both subsidiaries of Harmony Gold Mining Company Limited (JSE: HAR) (“**Harmony**”)) (together, the “**Harmony Group**”) (35%) and WRE (65%). The recently renewed Jelani Resources prospecting right covers an area of 956 hectares adjacent to Harmony’s Target Mine in the north-western portion of the Welkom Gold Fields. An historic independently estimated resource suggested a potential 6.02 million ounces of gold at an average grade of 6.47 g/t. Jelani Resources represents a significant component of our strategic asset base in South Africa.

Kroonstad Project: This area is particularly exciting, with an estimated gold exploration target of between 6.06 and 62.41 million ounces, at grades ranging from 4.96 g/t to 11.54 g/t. Kroonstad could potentially represent a new goldfield within the Witwatersrand region.

Bothaville NE and Klerksdorp South Projects: These areas are included in our detailed exploration and development plans, focused on expanding the known mineralisation and improving our geological understanding of such zones.

WRE’s extensive historical database, consisting of approximately 2,500 mother holes and their associated assays, forms a critical part of our strategy to convert resources into JORC-compliant mineral resource estimates. This database is considered to be one of the largest and most comprehensive collections of surface exploration data in South Africa.

For further information, please contact:

Lexington Gold Ltd

Bernard Olivier (Chief Executive Officer)
Edward Nealon (Non-Executive Chairman)
Mike Allardice (Group Company Secretary)

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The information contained within this announcement is deemed by the Company to constitute inside information as stipulated under the Market Abuse Regulation (EU) No. 596/2014 as it forms part of United Kingdom domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended by virtue of the Market Abuse (Amendment) (EU Exit) Regulations 2019.

Note to Editors:

Lexington Gold (AIM: LEX) is a gold exploration and development company currently holding interests in four diverse gold projects, covering a combined area of approximately 1,675 acres in North and South Carolina, USA and in six gold projects covering approximately 114,638 hectares in South Africa.

Further information is available on the Company's website: www.lexingtongold.co.uk or follow us through our social media channel: **X (formerly known as Twitter): @LexGoldLtd**

Neither the contents of the Company's website nor the contents of any website accessible from hyperlinks on the Company's website (or any other website) is incorporated into, or forms part of, this announcement.

Key Extracts from the Company's audited Annual Report and Financial Statements are set out below:

Chairman's Statement

Reflecting on the twelve months ended 31 December 2023, I am immensely proud of the progress and achievements of our team at Lexington Gold. This year marked a series of strategic milestones coming to fruition that have significantly transformed our operational scope and bolstered our market standing.

Our acquisition of White Rivers Exploration Proprietary Limited ("WRE"), completed in early September 2023, has been a key focus, bringing access to extensive gold deposits in South Africa's Witwatersrand Basin, an area synonymous with rich gold reserves. The integration of WRE has not only expanded our resource base but also diversified our operational risk and enhanced our growth potential. The recent renewal of the Jelani Resources Prospecting Right until May 2026 underscores the long-term value we foresee in its asset portfolio.

In the Carolinas, USA, we have continued our drilling activities with significant progress at the Jennings-Pioneer Project. The discovery of multiple gold-bearing structures adjacent to the historic Barite Hill Main Pit has provided further confirmation of the high-grade mineralisation potential within our existing resource areas.

We have successfully executed a comprehensive drilling programme across the majority of our Carolinas portfolio, culminating in a better understanding of the geological characteristics of our various projects and refining our exploration models. Such efforts are ultimately aimed at upgrading our resource classifications and extending our known mineral zones.

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Our financial strategy remains robust, characterised by prudent management of cash reserves and strategic capital allocation. The successful equity raise of approximately £2.5 million gross in July 2023 has provided us with the necessary funds to pursue our ambitious exploration goals and ensure operational excellence is maintained.

Post-period end, 2024 to date has seen further progress across our operations, continuing last year's momentum. Our Jennings-Pioneer drilling programme in the USA, targeting gold mineralisation adjacent to Barite Hill, has shown promising results with recently announced assays yielding extensions of the Barite Hill Trend gold mineralisation which serves to further support the high potential of this exploration area. Over in South Africa, the Bothaville Project has made significant strides, with drilling activities enhancing our existing geological data and expanding potential mineralisation zones.

The renewal of the Jelani Resources licence until May 2026 demonstrates our commitment to long-term value creation. This renewal triggered the issuance of 25,806,451 deferred consideration shares in connection with the WRE acquisition, predominantly to Mark Creasy/his nominee. Accordingly, Mr Creasy and his nominees are now interested in approximately 13.35 per cent. of the Company's enlarged issued share capital. In addition, on 6 June 2024 our unlisted 10 pence warrants, expiring in July 2026, were admitted to JP Jenkins' matched bargain platform thereby providing an accessible trading venue for our warrant holders.

As we look to the future, our strategy is clear and focused. We are committed to advancing our projects, enhancing shareholder value, and achieving sustainable growth through strategic exploration and development.

I am grateful for your continued support and confidence in our strategic vision and look forward to reporting further successes as we move forwards.

Edward Nealon
Non-Executive Chairman

26 June 2024

Chief Executive's Operational and Financial Review

1. Overview

FY2023 was a transformational year for Lexington Gold with the acquisition of White Rivers Exploration Proprietary Limited ("**WRE**") which affords access to extensive gold deposits in South Africa's Witwatersrand Basin. Following successful completion of the acquisition, the Company conducted a 2,355m drill campaign, the results of which have provided invaluable data, confirming the presence of a potentially significant gold system. The Company has also undertaken drilling across its other assets in the Carolinas, USA. Discoveries of gold-bearing structures near the historic Barite Hill Main Pit at the Jennings-Pioneer Project have confirmed its high-grade mineralisation potential. A successful equity raise of approximately £2.5 million gross has enabled the pursuit of our ambitious exploration goals.

Momentum has continued into 2024 with the Jennings-Pioneer drill programme delivering promising results, whilst the Bothaville Project in South Africa has made substantial progress. The renewal of the Jelani Resources licence until May 2026 triggered the issuance of an initial tranche of deferred consideration shares as part of the WRE acquisition, predominantly to Mark Creasy/his nominee, whilst earlier this month our unlisted 10 pence warrants, expiring in July 2026, were admitted to JP Jenkins' matched bargain trading platform.

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Operational Highlights:

USA Drilling Operations

Both the Jennings-Pioneer and Argo projects in the Carolinas, USA, made good progress during 2023, especially Jennings-Pioneer where drilling has yielded potentially significant results. Drilling at Jennings-Pioneer intersected several new gold zones, thereby confirming the high-grade potential adjacent to the historic Barite Hill Main Pit. These latest results will help refine our geological models and guide future exploration efforts.

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WRE’s extensive historical database, consisting of approximately 2,500 mother holes and their associated assays, forms a critical part of our strategy to convert resources into JORC-compliant mineral resource estimates. This database is considered to be one of the largest and most comprehensive collections of surface exploration data in South Africa.

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Total liabilities of US\$1.1 million (2022: US\$0.1 million) as at the year end.

3. Dividend

The directors have not declared a dividend (2022: Nil).

4. Corporate Activities

In March 2023, the Company entered into a US\$150,000 unsecured loan facility with Lexington Gold’s Chairman, Edward Nealon, to support the group’s ongoing working capital requirements and the costs associated with evaluating potential additional new gold projects/opportunities.

In May 2023, the Company announced a substantial development in the form of the proposed acquisition of WRE, an exploration and development company with significant gold assets in the Witwatersrand gold fields in South Africa, which historically was the largest single gold producing district in the world. The aggregate amount payable by the Company under the associated WRE Acquisition and Loan Agreements is £0.3 million, by way of the provision of a subordinated loan to WRE, and up to £6.4 million to be settled by way of the issue of new common shares in Lexington Gold based on certain pre-determined milestones being satisfied, with such shares being subject to a 12-month lock-up arrangement followed by a 12-month orderly market arrangement from the date of their issue.

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applications – of which one has recently been successfully renewed), grouped into five projects. Most significantly, WRE holds 65 per cent. of Jelani Resources with the Harmony Group holding the remaining 35 per cent. Jelani Resources has a non-code compliant independently estimated resource of 6.02 million ounces of gold at an average grade of 6.47 g/t.

WRE was established by well-known Australian explorer, Mark Creasy, in 2002, with whom, on 12 May 2023, the Company entered into a one year unsecured loan agreement for a principal amount of £300,000. As announced on 10 July 2023, the Company subsequently raised, in aggregate, gross proceeds of £2,516,300 (the “**Fundraising**”) at a price of six pence (the “**Fundraising Price**”) per common share of US\$0.003 each in the capital of the Company (“**Common Shares**”) from the issue of, in aggregate, 41,938,334 new Common Shares (the “**Fundraising Shares**”). The Fundraising comprised a placing of 17,188,334 new Common Shares (the “**Placing Shares**”) to raise £1,031,300 at the Fundraising Price (the “**Placing**”), via the Company’s joint brokers, Peterhouse Capital Limited and WH Ireland Limited, and share subscriptions for, in aggregate, 24,750,000 new Common Shares at the Fundraising Price to raise £1,485,000 (the “**Share Subscriptions**”). The Share Subscriptions included a subscription of £100,000 by Edward Nealon, Lexington Gold’s Chairman, for 1,666,667 Fundraising Shares.

The Company also issued warrants to the Fundraising participants to subscribe for up to a further 41,938,334 new Common Shares which are exercisable at 10 pence per share until expiry on 20 July 2026 (the “**Fundraising Warrants**”).

In addition, the Company agreed to settle, in aggregate, £423,518 of outstanding loans including accrued interest on the same terms as the Fundraising by way of the issue of 7,058,639 new Common Shares and 7,058,639 warrants with the same terms as the Fundraising Warrants. £120,061 of this amount was due to Edward Nealon, the Company’s Chairman, in relation to his US\$150,000 loan to the Company announced on 14 March 2023 which was settled by the issue of 2,001,024 new Common Shares and 2,001,024 warrants with the same terms as the Fundraising Warrants. The remaining £303,457 was due to Mark Creasy in relation to his £300,000 loan to the Company announced on 15 May 2023 which was settled by the issue of 5,057,615 new Common Shares and 5,057,615 warrants with the same terms as the Fundraising Warrants.

On 7 September 2023, the Company announced the completion of its acquisition of WRE and on 17 October 2023 completion of the associated Broad-Based Black Economic Empowerment (“**BBBEE**”) arrangements such that the Company is now the ultimate beneficial owner of 74 per cent. of WRE with 26 per cent. held by Lexington Gold’s BBBEE partners Letsema Holdings Proprietary Limited (“**Letsema**”).

In accordance with the terms of the acquisition, in September 2023 Lexington Gold issued 36,129,032 new common shares (the “**Initial Consideration Shares**”) to settle £2.24 million, representing 35 per cent. of the maximum Lexington Gold Equity of up to £6.4 million to be paid as consideration under the WRE Acquisition and Loan Agreements.

The Initial Consideration Shares were issued at a price of 6.20 pence per new common share (the “**Issue Price**”) based on the 30-day VWAP to Tuesday, 5 September 2023 being 2 business days prior to the announcement of 7 September 2023.

In May 2024, further to the renewal of the Jelani Resources Prospecting Right, a further tranche of 25,806,451 new common shares (the “**Initial Deferred Consideration Shares**”) were issued at the Issue Price in respect of the aforementioned Lexington Gold Equity.

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The balance of the consideration due under the WRE Acquisition and Loan Agreements is to be settled by way of the issue of further new common shares in Lexington Gold at the Issue Price based on certain milestones being achieved, namely:

Lexington Gold Equity		
%	No. of common shares	Milestone event
20%	20,645,162	Later of 30 November 2023 and the date of renewal of three of the Prospecting Rights split, 10%, 8% and 2% respectively between the three Prospecting Rights concerned.
20%	20,645,161	Receipt of Ministerial Consent.

In September 2023, Mark Creasy also invested an amount of £100,000 by way of a subscription for 1,666,666 new common shares (the “**Creasy Subscription Shares**”) and 1,666,666 associated Fundraising Warrants on the same commercial terms as the Company’s approximate £2.5 million equity fundraising announced on 10 July 2023.

Table 1 below shows the current status of WRE’s Prospecting licences and Prospecting Right applications.

Table 1: WRE’s Prospecting Licences and Prospecting Right Applications

Project	Tenement	Area (hectares Status “ha”)	Expiry date
Jelani Resources	FS 30/5/1/1/2/10350(10627) PR	956.76 Renewal Granted	26-May-26 ¹
Kroonstad	FS 30/5/1/1/2/889(10637) PR	13,845.77 Renewal under appeal	2
Kroonstad	FS 30/5/1/1/2/10520(10643) PR	12,429.45 Renewal under appeal	2
Kroonstad	FS 30/5/1/1/2/10519(10684) PR	22,193.1 Renewal Granted	29-May-27
New Kroonstad North	FS 30/5/1/1/2/10696 PR	18,340.46 New Application Accepted	3
Bothaville	FS 30/5/1/1/2/10273(10578) PR	9,510 Withdrawn (See FS10695 PR)	03-Mar-24
Bothaville	FS 30/5/1/1/2/10274(10579) PR	9,119.58 Withdrawn (See FS10695 PR)	17-Mar-24
New Bothaville Cons	FS 30/5/1/1/2/10695 PR	18,627.20 New Application Accepted	4
Ventersburg	FS 30/5/1/1/2/888(10686) PR	8,418.7 Renewal Granted	16-April-27 ¹
Ventersburg	FS 30/5/1/1/2/10489(10687) PR	8,965.9 Renewal Granted	16-April-27 ¹
Ventersburg	FS 30/5/1/1/2/10528(10701) PR	2,248.6 Executed (Renewal Lodged and pending)	21-Aug-24
Oribi	FS 30/5/1/1/2/10486 PR	6,795 Executed	18-Dec-24
Klerksdorp	NW 30/5/1/1/2/11335(13484) PR	1,816.9 Renewal under appeal	2
Active licences total (ha):*		114,637.84	

Notes:

* - excluding the two withdrawn Bothaville applications as detailed above.

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¹ In South Africa renewals are for 3 years from granting of renewal rights.

² Renewals under appeal by WRE following an initial refusal due to technical non-compliance of original renewals previously submitted by WRE. New applications by Reef Exploration, a subsidiary of Lexington Gold South Africa have also been submitted over the same areas.

- In respect of Kroonstad (FS 889 PR), Reef Exploration lodged an application under DMRE reference FS 30/5/1/1/10677 PR to secure the area pending the appeal process.
- In respect of Kroonstad (FS 10520 PR), Reef Exploration lodged an application under DMRE reference FS 30/5/1/1/10681 PR to secure the area pending the appeal process.
- In respect of Klerksdorp (NW 11335 PR), Reef Exploration lodged an application under DMRE reference NW 30/5/1/1/13963 PR to secure the area pending the appeal process.

³ New areas adjacent to the existing Kroonstad Rights have been identified to be of interest for additional exploration. An application for a prospecting right was lodged by WRE. The application was accepted and is being processed.

⁴ To re-secure the two Bothaville prospecting areas which expired after their 3-year period, Reef Exploration, a subsidiary of Lexington Gold South Africa, lodged a consolidated application for a prospecting right in respect of both areas. The application was accepted and is being processed.

Further to Lexington Gold South Africa's receipt of its interest in WRE, the procedural application for Ministerial Consent in respect of the transaction was made and the parties to the WRE Acquisition and Loan Agreements agreed an extension to the deadline for obtaining such consent to 31 August 2024 or such later date as may be further agreed between the parties.

The Initial Consideration Shares, the Initial Deferred Consideration Shares and future issues of Lexington Gold Equity are subject to a 12 month lock-up from their date of issue and thereafter to a further 12-month orderly market arrangement via Lexington Gold's brokers.

In October 2023, warrants to subscribe for a total of 3,268,485 new common shares were exercised by their holder at a price of 2.75 pence per share with the Company receiving approximately £90k.

5. Post-year end Events

2024 to date has seen continued momentum with several significant developments as follows:

USA Operations:

Jennings-Pioneer Drilling: 495m drill programme comprising three diamond core holes completed targeted at exploring the extension of gold mineralisation adjacent to Barite Hill. Assay results received and announced in June 2024, yielded promising extensions of the Barite Hill Trend gold mineralisation. The findings indicated the presence of substantial gold mineralisation and tellurium mineralisation as well as the potential for further discoveries. In summary:

- Assays results from 495m of drill core from three drill holes confirmed the along strike and down plunge continuation of the Barite Hill Trend gold mineralisation
- All three mineralised zones of the Barite Hill trend were successfully intersected, namely the Middle Ore Zone, the Foot Wall Ore Zone and the Red Hill Ore Zone
- Multi-element assays, geologic logs, and core photos from this latest drill programme have been used to update and expand the Company's explicit geologic model for the Barite Hill Trend.

South African Operations:

Bothaville Project Progress: Drilling activities at Bothaville, completed in early 2024, have not only expanded our geological data but also indicated the presence of mineralisation in new zones. These findings will play a crucial role in our ongoing exploration strategy and we are confident that continued exploration will serve to further define and expand this promising gold system and the larger Bothaville Project. In summary:

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- Three of the four holes were completed successfully with a total of eight intersections of the A-Reef from three motherholes and five deflections
- The latest drilling has proven the concept of A-Reef channels occurring at Bothaville and has provided significantly more information on the presence and orientation of one such channel first intersected by historic third party drilling
- The three new successful drillholes intersected gold mineralisation approximately 250m towards the NW, NE and SE of the historical drillholes, thereby significantly expanding the potential area of mineralisation and indicating a possible significant gold system.

Renewal of Jelani Resources Licence: The renewal of the Jelani Resources Prospecting Right until May 2026 is a testament to our commitment to long-term value creation and strengthens our position in the region.

As announced on 13 May 2024, the renewal of the Jelani Resources Prospecting Right was a milestone for the issue of, in aggregate, 25,806,451 deferred consideration shares in respect of the Company's acquisition of WRE such that the following new common shares were issued:

- 19,387,703 shares to Mark Creasy or his nominee; and
- 6,418,748 shares to Sunswell Holdings Pty Limited ("**Sunswell**") or its nominees.

Accordingly, further to the issue of such shares:

- Mr Creasy and his nominees are interested, in aggregate, in 53,254,768 common shares representing approximately 13.35 per cent. of the Company's enlarged issued share capital; and
- Freefire Technology Ltd, one of Sunswell's nominees owns 15,250,947 common shares representing approximately 3.82 per cent. of the Company's enlarged issued share capital.

Warrant Trading Facility: On 6 June 2024, the Company announced that its existing unlisted 10 pence warrants expiring on 20 July 2026, were being admitted to trading on JP Jenkins' matched bargain securities platform. This facility provides warrant holders with an efficient and accessible venue to potentially trade their securities.

These further developments underscore Lexington Gold's operational capabilities and strategic approach to maximising the value of its project portfolio. We look forward to announcing further growth and success in the coming years.

Bernard Olivier
Chief Executive Officer

26 June 2024

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Financial Statements

Lexington Gold Ltd

Consolidated statement of profit or loss and other comprehensive income
for the Year Ended 31 December 2023
(Audited)

	<u>2023</u> US\$'000	<u>2022</u> US\$'000
<u>CONTINUING OPERATIONS</u>		
Other income	-	-
Operating expenses	<u>(770)</u>	<u>(708)</u>
Operating loss	(770)	(708)
Fair value gain/(loss) on derivative liability	703	(149)
Net finance income/(cost)	<u>6</u>	<u>(67)</u>
Loss before taxation	(61)	(924)
Income tax charge	<u>-</u>	<u>-</u>
Loss for the year	<u>(61)</u>	<u>(924)</u>
Attributable to:		
Equity owners of the parent	50	(924)
Non-controlling interest	(111)	-
Other comprehensive income		
Loss for the year	(61)	(924)
<i>Items that may be reclassified to profit or loss:</i>		
Exchange losses arising on translation of foreign operations	<u>(87)</u>	<u>-</u>
Total comprehensive loss for the year	<u>(148)</u>	<u>(924)</u>
Attributable to:		
Equity owners of the parent	(46)	(924)
Non-controlling interest	(102)	-
Total comprehensive loss for the year	<u>(148)</u>	<u>(924)</u>
Profit/(loss) per share attributable to the owners of the parent during the year		
Basic profit/(loss) per share from continuing operations (US cents/share)	0.02	(0.35)
Diluted profit/(loss) per share from continuing operations (US cents/share)	0.01	(0.35)

The above Consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes in the Company's full Annual Report and Financial Statements.

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Lexington Gold Ltd
Consolidated statement of financial position
as at 31 December 2023
(Audited)

	<u>2023</u> US\$'000	<u>2022</u> US\$'000
Assets		
Non-current assets		
Exploration and evaluation assets	15,490	4,556
Total non-current assets	<u>15,490</u>	<u>4,556</u>
Current assets		
Other receivables	79	74
Restricted cash and cash equivalents	45	-
Cash and cash equivalents	2,617	424
Total current assets	<u>2,741</u>	<u>498</u>
Total assets	<u>18,231</u>	<u>5,054</u>
Equity		
Share capital	1,121	851
Share premium	65,425	60,163
Shares to be issued	5,058	-
Share option reserve	651	651
Foreign currency translation reserve	(98)	(2)
Accumulated loss	(57,624)	(57,674)
Total equity attributable to equity owners of the parent	<u>14,533</u>	<u>3,989</u>
Non-controlling interest	2,633	970
Total equity	<u>17,166</u>	<u>4,959</u>
Current liabilities		
Trade and other payables	673	95
Borrowings	-	-
Derivative liability	392	-
Total current liabilities	<u>1,065</u>	<u>95</u>
Total equity and liabilities	<u>18,231</u>	<u>5,054</u>

The above Consolidated statement of financial position should be read in conjunction with the accompanying notes in the Company's full Annual Report and Financial Statements.

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Lexington Gold Ltd
Consolidated statement of cash flows
for the Year Ended 31 December 2023
(Audited)

	<u>2023</u> US\$'000	<u>2022</u> US\$'000
Cash flows from operating activities		
Cash utilised by operations	(742)	(684)
Interest received	13	-
	<u>(729)</u>	<u>(684)</u>
Net cash flows utilised in operating activities		
Cash flows from investing activities		
Payments for exploration	(493)	(792)
Acquisition of subsidiary, net of cash	(287)	-
	<u>(780)</u>	<u>(792)</u>
Net cash flows utilised by investing activities		
Cash flows from financing activities		
Proceeds from issue of shares	3,432	579
Share issue cost	(163)	(26)
Proceeds from borrowings	525	-
Proceeds from convertible loans	-	416
	<u>3,794</u>	<u>969</u>
Net cash flows generated from financing activities		
Net increase/(decrease) in cash and cash equivalents	<u>2,285</u>	<u>(507)</u>
Movement in cash and cash equivalents		
Net foreign currency exchange losses	(92)	(22)
At the beginning of the year	424	953
Net increase/decrease in cash and cash equivalents	<u>2,285</u>	<u>(507)</u>
Cash and cash equivalents at the end of the year	<u>2,617</u>	<u>424</u>

The above Consolidated statement of cash flows should be read in conjunction with the accompanying notes in the Company's full Annual Report and Financial Statements.

Notes to the consolidated financial information

1. General Information

Lexington Gold Ltd (the "Company", "Lexington Gold" or "Lexington") and its subsidiaries (together, "the Group") is focused on the exploration and development of its four diverse gold projects, covering a combined area of approximately 1,675 acres in North and South Carolina, USA and six gold projects covering approximately 114,638 hectares in South Africa.

The Company is a limited liability company incorporated and domiciled in Bermuda. The address of its registered office is Clarendon House, 2 Church Street, Hamilton, HM 11, Bermuda.

The Company is quoted on the Alternative Investment Market ("AIM") of the London Stock Exchange.

2. Basis of preparation and significant accounting policies

The principal accounting policies applied in the preparation of the consolidated financial information are consistent with those set out in the full Annual Report and Financial Statements. These policies have been consistently applied to all the years presented unless otherwise stated.

(a) Going concern basis of accounting

For the year ended 31 December 2023, the Group recorded a loss of US\$0.1 million and had net cash outflows from operating activities of US\$0.7 million. An operating loss is expected in the year subsequent to the date of these accounts.

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The ability of the entity to continue as a going concern is dependent on the Group generating positive operating cash flows and/or securing additional funding through the raising of debt or equity to fund its projects.

These conditions indicate a material uncertainty that may cast a significant doubt about the entity's ability to continue as a going concern such that it may be unable to realise its assets and discharge its liabilities in the normal course of business.

The financial statements have been prepared on the basis that the entity is a going concern, which contemplates the continuity of normal business activity, realisation of assets and settlement of liabilities in the normal course of business for the following reasons:

- The Company secured additional funding by way of a £2.5 million gross equity fundraise and conversion of certain loans on 10 July 2023;
- The Directors are confident that they will be able to raise additional funds to satisfy the Group's cash requirements as and when necessary; and
- The Directors have the ability to reduce expenditure in order to preserve cash if required.

Should the entity not be able to continue as a going concern, it may be required to realise its assets and discharge its liabilities other than in the ordinary course of business, and at amounts that differ from those stated in the financial statements. The annual report does not include any adjustments relating to the recoverability and classification of recorded asset amounts or liabilities that might be necessary should the entity not continue as a going concern.

(b) Basis of preparation

The consolidated financial information set out above does not constitute the Group's financial statements for the years ended 31 December 2023 or 31 December 2022 but is derived from those financial statements. The auditors have reported on the 2023 and 2022 financial statements which carried unqualified audit reports. The 2023 financial statements included reference to a matter to which the auditors drew attention by way of emphasis, namely the existence of material uncertainty related to going concern as outlined in Note 2(a) above. The auditor's opinion was not modified in respect of such matter. The 2022 financial statements included a similar emphasis of matter regarding the existence of material uncertainty related to going concern and the auditor's opinion was similarly not modified in respect of such matter.

While the financial information included in this announcement has been compiled in accordance with, *inter alia*, International Financial Reporting Standards ("IFRS"), this announcement does not in itself contain sufficient information to comply with IFRS.

The full consolidated financial statements have been prepared in accordance with IFRS, interpretations of the International Financial Reporting Interpretations Committee ("IFRIC") and Bermuda Companies Act, 1981. The consolidated financial statements have also been prepared under the historical cost convention, as modified by:

- Share options measured at fair value; and
- Financial assets and liabilities at fair value through profit or loss.

****ENDS****