



ASX Announcement

8th December 2023

Termination of Devon Gold Mine Profit Share Agreement

HIGHLIGHTS

- A mutually agreed formal termination of the Mine Management and Profit Sharing Joint Venture Agreement for the Devon Gold Mine Joint Venture (“JVA”) with Linden Gold Alliance Ltd has been executed by both parties
- Linden has been granted a 50% net profit share to a maximum of \$4M payable from either future mining operations at (or a sale of) the Devon Pit Gold Mine with no upfront consideration payable
- Any disputes between the parties cease upon execution of the binding agreement
- Matsa will now progress the Devon Gold Mine and consider all options to extract value from the project
- Matsa retains 100% ownership of the Devon Pit Gold Mine

CORPORATE SUMMARY

Executive Chairman

Paul Poli

Directors

Pascal Blampain

Andrew Chapman

Shares on Issue

478.67 million

Unlisted Options

67.33 million @ \$0.07 - \$0.105

Top 20 shareholders

Hold 58.41%

Share Price on 8th December 2023

2.6 cents

Market Capitalisation

A\$12.68 million

Matsa Resources Limited (“Matsa” or “the Company” ASX: MAT) is pleased to announce it has executed an agreement with Linden Gold Alliance Limited (“Linden”) and Linden’s wholly-owned subsidiary Devon Gold Project Pty Ltd (“Devon”) to terminate the Mine Management and Profit Sharing Joint Venture Agreement for the Devon Gold Mine Joint Venture (“JVA”). The termination follows on from the Company’s previous announcement in respect of a non-binding agreement¹.

The termination of the JVA now allows Matsa and Linden to amicably separate and continue their own operations without any recourse from each other. Matsa intends to progress the Devon Pit Gold Mine unencumbered of the issues that arose under the JVA and allow Matsa to consider all the options available to it to extract value from the Devon Pit Gold Mine.

The key terms of the termination agreement are as follows:

1. Matsa retains a 100% ownership of the Devon Pit Gold Mine
2. Linden will be granted a net profit share in the Devon Pit Gold Mine to a maximum of \$4,000,000 which is payable from future mining operations at (or the sale of) the Devon Pit Gold Mine. There is no immediate cash consideration payable.
3. The net profit share is based on Matsa paying Linden 50% of the quarterly net profit from the Devon Pit Gold Mine mining operations, being gross proceeds after recovery of all predevelopment, development, exploration, mining, financing and other costs of bringing the Devon Pit Gold Mine into production on a cumulative basis.
4. Linden will provide Matsa with all the Mining Information of the Devon Pit Gold Mine within seven days of the execution of the termination agreement.
5. Both parties have released and discharged each other from all liabilities and claims that may have arisen from the disputes under the JVA.

This ASX announcement is authorised for release by the Board of Matsa Resources Limited.

For further information please contact:

Paul Poli
Executive Chairman
T 08 9230 3555
E reception@matsa.com.au

¹ ASX Announcement 17 November 2023 - Resolution to Devon Joint Venture