

ASX ANNOUNCEMENT

27 September 2018

JAURDI GOLD PROJECT UPDATE AND APPENDIX 3B

HIGHLIGHTS

- **Lost Dog Ore Reserve Statement**

PROVED		PROBABLE		TOTALS		
Tonnage	Au Grade	Tonnage	Au Grade	Tonnage	Au Grade	Au Ounces
(t)	(g/t)	(t)	(g/t)	(t)	(g/t)	(oz)
870,000	1.9	1,570,000	1.8	2,440,000	1.8	143,100

Beacon Minerals Limited (“**Beacon**” or the “**Company**”) is pleased to provide an Updated Ore Reserve Statement for the Lost Dog deposit, which forms part of the Jaurdi Gold Project in Western Australia.



Figure 1: Jaurdi Gold Project – September 2018

Lost Dog Ore Reserve Statement

The Ore Reserve Statement at Lost Dog has been updated following the modelling of the RC grade control data. The Ore Reserve calculated in September 2018 is consistent with the ore reserve reported in August 2018 (see ASX announcement dated 29 August 2018 “*Pre-Feasibility Study Results for the Jaurdi Gold Project*”), with 35% of the tonnes and 36% of ounces now being categorised as Proved and 65% of the tonnes and 64% of ounces being categorised as Probable (Table 1).

BEACON MINERALS LIMITED ACN 119 611 559

Kalgoorlie Office 144 Vivian Street, Boulder, WA 6432

Registered Office Level 1, 115 Cambridge Street, PO Box 1305, West Leederville, WA 6007

Website www.beaconminerals.com **Phone** 08 9322 6600 **Facsimile** 08 9322 6610

Table 1: Lost Dog Mineral Resource Upgrade

PROVED		PROBABLE		TOTALS		
Tonnage	Au Grade	Tonnage	Au Grade	Tonnage	Au Grade	Au Ounces
(t)	(g/t)	(t)	(g/t)	(t)	(g/t)	(oz)
870,000	1.9	1,570,000	1.8	2,440,000	1.8	143,100

The classification of the Jaurdi Ore Reserve has been carried out in accordance with the recommendations of the JORC Code 2012. It is based on the density of drilling, estimation methodology and the mining method to be employed.

All Proved and Probable Ore Reserves have been derived from Measured and Indicated Mineral Resources.

The Jaurdi Ore Reserves were estimated using conventional open pit mining and milling at an on-site CIP processing plant. Modifying factors for mining dilution and mining recovery have been applied. Contemporary in-house mining, processing and site costs have been utilised.

Appendix 3B and Cleansing Statement

Beacon has agreed to issue an unlisted options package in Beacon to the Company's Registered Mine Manager, Darren Gaby, for further information on Mr Gaby's appointment please see ASX announcement dated 3 April 2018. The unlisted options will be exercisable at \$0.025 on or before 1 August 2021 and are being issued under the Company's issuing capacity under ASX Listing Rule 7.1.

Further the Company is pleased to advised that 80,000,000 unlisted options exercisable at \$0.004 on or before 31 January 2022 have been exercised.

The Appendix 3B and Cleansing Statement are attached to this announcement.

For further information please contact:

Geoff Greenhill
Executive Chairman
Beacon Minerals Limited
M: +61 (0) 419 991 713

Graham McGarry
Managing Director
Beacon Minerals Limited
M: +61 (0) 409 589 584

Competent Persons Statement

The Information in this Report that relates to Ore Reserves is based on information compiled by Mr Gary McCrae, a Competent Person who is a Member of the Australasian Institute of Mining and Metallurgy. Mr McCrae is a full-time employee of Minecomp Pty Ltd. Mr McCrae has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the “Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves”. Mr McCrae consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Disclaimer

This ASX announcement (Announcement) has been prepared by Beacon Minerals Limited (“Beacon” or “the Company”). It should not be considered as an offer or invitation to subscribe for or purchase any securities in the Company or as an inducement to make an offer or invitation with respect to those securities. No agreement to subscribe for securities in the Company will be entered into on the basis of this Announcement.

This Announcement contains summary information about Beacon, its subsidiaries and their activities which is current as at the date of this Announcement. The information in this Announcement is of a general nature and does not purport to be complete nor does it contain all the information which a prospective investor may require in evaluating a possible investment in Beacon.

By its very nature exploration for minerals is a high risk business and is not suitable for certain investors. Beacon’s securities are speculative. Potential investors should consult their stockbroker or financial advisor. There are a number of risks, both specific to Beacon and of a general nature which may affect the future operating and financial performance of Beacon and the value of an investment in Beacon including but not limited to economic conditions, stock market fluctuations, gold price movements, regional infrastructure constraints, timing of approvals from relevant authorities, regulatory risks, operational risks and reliance on key personnel.

Certain statements contained in this announcement, including information as to the future financial or operating performance of Beacon and its projects, are forward-looking statements that:

- may include, among other things, statements regarding targets, estimates and assumptions in respect of mineral reserves and mineral resources and anticipated grades and recovery rates, production and prices, recovery costs and results, capital expenditures, and are or may be based on assumptions and estimates related to future technical, economic, market, political, social and other conditions;
- are necessarily based upon a number of estimates and assumptions that, while considered reasonable by Beacon, are inherently subject to significant technical, business, economic, competitive, political and social uncertainties and contingencies; and,
- involve known and unknown risks and uncertainties that could cause actual events or results to differ materially from estimated or anticipated events or results reflected in such forward-looking statements.

Beacon disclaims any intent or obligation to update publicly any forward-looking statements, whether as a result of new information, future events or results or otherwise. The words ‘believe’, ‘expect’, ‘anticipate’, ‘indicate’, ‘contemplate’, ‘target’, ‘plan’, ‘intends’, ‘continue’, ‘budget’, ‘estimate’, ‘may’, ‘will’, ‘schedule’ and similar expressions identify forward-looking statements.

All forward looking statements made in this announcement are qualified by the foregoing cautionary statements. Investors are cautioned that forward-looking statements are not guarantees of future performance and accordingly investors are cautioned not to put undue reliance on forward-looking statements due to the inherent uncertainty therein.

No verification: Although all reasonable care has been undertaken to ensure that the facts and opinions given in this Announcement are accurate, the information provided in this Announcement has not been independently verified.

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Appendix 1

JORC Code, 2012 Edition – Table 1 Report – Jaurdi Gold Project Progress – RCGC Drilling of Mining Panel 1 and Mineral Resource Update

Section 1 Sampling Techniques and Data

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

Criteria	JORC Code explanation	Commentary
Sampling techniques	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.	The sampling for the Lost dog Mineral Resource has been a from a combination of reverse circulation (RC), Aircore (AC) and diamond core (DD) drilling. A total of 273 RC grade control (RCGC) holes completed in Mining Panel 1.
	Include reference to measures taken to ensure sample representation and the appropriate calibration of any measurement tools or systems used.	The drill hole collar locations were surveyed by DGPS using Kalgoorlie based registered surveyors of Minecomp Pty Ltd. Sampling was carried out under Beacon’s protocols and QAQC procedures as per industry best practice. See further details below.
	Aspects of the determination of mineralisation that are Material to the Public Report. 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	The RC holes were drilled using a 133 mm face-sampling bit. One metre samples were collected through a cyclone and split through a rig mounted riffle splitter. A sample size of approximately 3-4kg was collected for each metre. All samples were pulverised at the lab to -75um, to produce a 50g charge for Fire Assay with an AAS finish. Diamond drillholes were completed with PQ Triple-Tube equipment. Drill core was cut into quarters, with 1 quarter core submitted for analysis at intervals of approximately 1m.

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Criteria	JORC Code explanation	Commentary
	(eg submarine nodules) may warrant disclosure of detailed information.	
Drilling techniques	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).	The RC drilling rig, owned and operated by Raglan Drilling, was used to collect the samples for the Panel 1 grade control programme. The RC drill bit has a diameter of 133 mm. Kalgoorlie based Westralian Diamond Drillers Pty Ltd completed the 6 diamond drillholes using PQ Triple-Tube techniques. Ausdrill has been used on several campaigns at Lost Dog using RC and Aircore drill rigs.
Drill sample recovery	Method of recording and assessing core and chip sample recoveries and results assessed.	The majority of samples were dry. Ground water ingress occurred in some holes at rod change, but overall the holes were kept dry. Typically, drilling operators ensured water was lifted from the face of the hole at each rod change to ensure water did not interfere with drilling and to make sure samples were collected dry. RC recoveries were visually estimated, and recoveries recorded in the log as a percentage. Recovery of the samples was good, generally estimated to be full, except for some sample loss at the collar of the hole. Diamond recoveries were logged at approximately 96%.
	Measures taken to maximise sample recovery and ensure representative nature of the samples.	RC face-sample bits and dust suppression were used to minimise sample loss. Drilling airlifted the water column above the bottom of the hole to ensure dry sampling. RC samples are collected through a cyclone and then split to capture a 3 to 4 Kg sample.
	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.	No relationship between recovery and grade has been identified.
Logging	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.	All chips and drill core were geologically logged by BM Geological Services geologists and independent geologists, using the Beacon Minerals geological logging legend and protocol.

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Criteria	JORC Code explanation	Commentary
	Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.	Logging of RC chips and drill core records lithology, mineralogy, mineralisation, weathering, colour and other features of the samples. All samples are wet-sieved and stored in a chip tray. Half of the drill core is stored.
	The total length and percentage of the relevant intersections logged	All holes were logged in full.
Sub-sampling techniques and sample preparation	If core, whether cut or sawn and whether quarter, half or all core taken.	Drill core was sawn to quarters using an Almonte automatic core saw. A quarter of the core was each used for assay analysis and metallurgical test-work. The remaining half of the drill core was stored.
	If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.	One-metre drill samples were collected below a rig mounted cyclone and riffle splitter, and an average 3-4 kg sample was collected in a pre-numbered calico bag, and positioned on top of the reject. >98% of samples were dry.
	For all sample types, the nature, quality and appropriateness of the sample preparation technique.	Samples for the RCGC programme of Panel 1 were prepared at the ALS Laboratory in Kalgoorlie. Samples were dried, and the whole sample pulverised to 90% passing -75um, and a sub-sample of approx. 200g retained. A nominal 50g was used for the fire assay analysis. The procedure is industry standard for this type of sample.
	Quality control procedures adopted for all sub-sampling stages to maximise representation of samples.	A CRM standard, fine blank and field duplicate was submitted at a rate of approximately 1 in 30 samples. At the laboratory, regular Repeats and Lab Check samples are assayed.
	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.	The technique to collect the one metre samples was via a rig mounted riffle splitter. The riffle splitter was routinely inspected by the field geologist. Field duplicates were collected and results were satisfactory, suggesting the duplicate field samples replicated the original samples. Diamond drill holes twinned previous RC/AC holes, with a positive correlation between assay results.

Criteria	JORC Code explanation	Commentary
	Whether sample sizes are appropriate to the grain size of the material being sampled.	Sample sizes are considered appropriate to give an indication of mineralisation given the particle size and the preference to keep the sample weight at a targeted 3 to 4kg mass.
Quality of assay data and laboratory tests	The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.	Samples were analysed at the ALS Laboratory in Kalgoorlie. The analytical method used was a 50g Fire Assay with AAS finish for gold. The techniques is considered to be appropriate for the material and style of mineralization.
	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.	The assaying and laboratory procedures used are industry standard and are appropriate for the material tested.
	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.	Beacon Minerals protocol for the 2017 RC/AC/DD drilling programmes and the 2018 RCGC programme was for a single CRM (Certified Reference Material), fine blank and field duplicate to be inserted in every 90 samples. This at a rate of approximately 1 QA/QC sample per 30 regular samples. At the ALS Laboratory, regular assay Repeats, Lab Standards and Blanks are analysed. Results of the Field and Lab QAQC were analysed on assay receipt. On analysis, all assays passed QAQC protocols, showing no levels of contamination or sample bias. Analysis of field duplicate assay data suggests appropriate levels of sampling precision have been achieved for the sampling technique employed.
Verification of sampling and assaying	The verification of significant intersections by either independent or alternative company personnel.	Significant results were checked by Beacon Minerals executives and BMGS senior geologists.
	The use of twinned holes.	A total of 6 completed drillholes were twinned during the Stage 3 program. The results of which, displayed a high degree of correlation. Part of the Stage 4 RC program was the completion of an in-fill

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Criteria	JORC Code explanation	Commentary
		campaign. All of the in-fill drillholes correlated well with adjacent drillhole data. No twinning of holes was undertaken in the RCGC programme.
	Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.	All field logging is carried out using a customised logging form on a Tough Book and transferred into an Access database. Assay files are received electronically from the Laboratory. All data is stored in the Jaurdi Gold Project Access database and managed by BMGS in Perth and Kalgoorlie.
	Discuss any adjustment to assay data.	No assay data was adjusted.
Location of data points	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.	RC hole collar locations were surveyed by a registered Surveyor. The group used was the Kalgoorlie based Minecomp Pty Ltd. All Resource definition holes and RCGC holes were vertical – previous down-hole surveys observed minimal deviation with vertical holes and it was therefore deemed to be not necessary to continue completing down-hole surveys of shallow, vertical holes.
	Specification of the grid system used.	Grid projection is MGA94, Zone 51.
	Quality and adequacy of topographic control.	Minecomp Pty Ltd has completed a topographic survey over the lease picking up the two shallow pits on the Mining Lease and a suite of historical holes.
Data spacing and distribution	Data spacing for reporting of Exploration Results.	Stage 3 Diamond holes were drilled to twin existing RC/ AC drillholes. Stage 4 RC in-fill and extensional drilling was completed at a 25m East-West spacing, with a resultant overall spacing of 25m x 25m for the in-fill and Eastern extensional region. The RCGC drill pattern is 12.5 m x 12.5m.
	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.	This spacing is sufficient to test the continuity of mineralisation for this style of mineralisation.
	Whether sample compositing has been applied.	All RC samples collected were 1 metre composites. Diamond core was cut and submitted at approximately 1m intervals.

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Criteria	JORC Code explanation	Commentary
Orientation of data in relation to geological structure	Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.	It is considered the orientation of the drilling and sampling suitably captures the “structure” of the palaeochannel style of mineralisation.
	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.	This is not considered material.
Sample security	The measures taken to ensure sample security.	Samples were transported by company transport to the ALS laboratory in Kalgoorlie.
Audits or reviews	The results of any audits or reviews of sampling techniques and data.	Sampling and assaying techniques are industry-standard. No specific audits or reviews have been undertaken at this stage in the program.

Section 2 Reporting of Exploration Results

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

Criteria	JORC Code explanation	Commentary
Mineral tenement and land tenure status	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.	The RC and Diamond drilling occurred within tenement M16/529, of which BCN holds a 100% controlling interest.

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Criteria	JORC Code explanation	Commentary
	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.	The tenement is in good standing with the WA DMIRS.
Exploration done by other parties	Acknowledgment and appraisal of exploration by other parties.	There have been three campaigns of drilling undertaken on this lease by third parties; previously a suite of Prospecting Licenses. The early phase was completed by a private firm called Coronet Resources in 2007. A second phase of drilling was completed by a group of “prospectors”, the program being supervised by BM Geological Services in 2009. A report was produced outlining an unclassified resource. The third phase of drilling was commissioned by Fenton and Martin Mining Developments in 2015 (the current owners of the Jaurdi Gold Project). BCN has since completed four exploration and grade control campaigns on the tenement.
Geology	Deposit type, geological setting and style of mineralisation.	<p>The Jaurdi Gold Project overlies a portion of the Bali Monzogranite immediately adjacent to the Jaurdi Hills-Dunnsville greenstone sequence. The Bali Monzogranite and Dunnsville Granodiorite to the north, together occupy the core of the gently north plunging anticline. The tenement making up the project is located to the west of the anticlinal axis and immediately adjacent to the granite-greenstone contact.</p> <p>The Bali Monzogranite is poorly exposed. The greenstone-granite contact is foliated where exposed. Shear zones developed locally within the adjacent greenstones, may continue within the granite. Gold mineralised palaeochannels are known in the Jaurdi area.</p> <p>Regional magnetic data suggest that the western portion of the project lies within a broad demagnetised corridor following the western contact of the Bali Monzogranite, and which may continue in a north northwest direction through the greenstone sequence to Dunnsville. A magnetic dyke, akin to the Parkeston dyke in the Kalgoorlie area, has intruded this corridor. Another paired east northeast magnetic dyke set is located immediately to the south of the project area. This dyke set is part of the regionally extensive Widgiemooltha Dyke Suite, and passes to the north of Kalgoorlie-Boulder.</p>

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Criteria	JORC Code explanation	Commentary
		<p>The Jaurdi Gold Project is located close to the western margin of the Bali Monzogranite immediately to the south east of the exposed Jaurdi Hills greenstone sequence. The tenement is entirely soil covered, with well-developed nodular carbonate increasing in intensity southwards towards an active contemporary drainage.</p> <p>Recent drilling programs have revealed the known soil anomaly overlies an extensive system of Au-bearing sand channels indicating that a major long-lived palaeoalluvial system was present in the area. A typical profile consists of transported lateritic gravels overlying plastic clay zones, which in turn overly thick, water saturated silt and clay sequences with minor cobble layers. Drilling evidence suggests that younger, perched channels overly older channels, indicating that an anastomosing series of paleochannels are present over an east-west distance of at least 800 metres. Two horizons of mineralisation have been identified in the Western Arm with the shallower lode situated between 12 to 16 metres vertical depth, and the second horizon between 18 to 25 metres. The Eastern Arm has been identified by a system which is at least 850 metres strike (East – West orientated), 175 metres wide and 8 metres deep; and appears open to the North-East and connects with the Western Arm.</p>

Criteria	JORC Code explanation	Commentary
Drill hole Information	<p>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:</p> <ul style="list-style-type: none"> ▪ easting and northing of the drill hole collar ▪ elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar ▪ dip and azimuth of the hole ▪ down hole length and interception depth ▪ hole length. <p>If the exclusion of this information is justified on the basis that the 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.</p>	<p>A total of 273 RC grade control holes were drilled within Mining Panel 1. It is deemed unnecessary to report a summary on all of the “grade control” holes considering the June 2017 Mineral Resource reconciled at 101% tonnes, 97% grade and 98% of the ounces.</p>
Data aggregation methods	<p>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.</p>	<p>Grades are reported as down-hole length-weighted averages of grades above approximately 0.5 ppm Au. No top cuts have been applied to the reporting of the assay results. Intercepts averaging values significantly less than 0.2 g/t Au were assigned the text “NSI” (No Significant Intercept).</p>
	<p>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.</p>	<p>Higher grade intervals are included in the reported grade intervals.</p>

Criteria	JORC Code explanation	Commentary
	The assumptions used for any reporting of metal equivalent values should be clearly stated.	No metal equivalent values are used.
Relationship between mineralisation on widths and intercept lengths	<p>These relationships are particularly important in the reporting of Exploration Results.</p> <p>If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.</p> <p>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').</p>	The geometry of the mineralisation has been well established by the recent drilling. There is no ambiguity with the geometry of this relatively simple alluvial system.
Diagrams	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.	Refer to Figures 1 to 3 in the body of text.
Balanced reporting	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.	No misleading results have been presented in this announcement.
Other substantive exploration data	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,	There is no other meaningful and material exploration data.

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Criteria	JORC Code explanation	Commentary
	groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.	
Further work	<p>The nature and scale of planned further work (eg tests for lateral extensions or depth extensions or large-scale step-out drilling).</p> <p>Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.</p>	Further exploration work is currently under consideration, the details of which will be released in due-course.

Section 3 Estimation and Reporting of Mineral Resources

Criteria	JORC Code explanation	Commentary
Database integrity	Measures taken to ensure that data has not been corrupted by, for example, transcription or keying errors, between its initial collection and its use for Mineral Resource estimation purposes.	Database inputs were logged electronically at the drill site and at the BCN Kalgoorlie yard for the diamond core.
	Data validation procedures used.	The collar metrics, assay, lithology and down-hole survey interval tables were checked and validated by numerous staff of BMGS and Beacon Minerals.
Site visits	Comment on any site visits undertaken by the Competent Person and the outcome of those visits.	Mr. Finch was on-site throughout Stage 1 & 2, as well as the conclusion of the diamond program. A BMGS Senior Geologist provided daily supervision of the diamond programme and the RCGC programme. An independent Geologist was on-site for throughout the Stage 4 RC program. Mr.

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Criteria	JORC Code explanation	Commentary
		Mapleson is based out of the BMGS Kalgoorlie office and provided external advice of the various drilling campaigns.
	If no site visits have been undertaken indicate why this is the case.	Not applicable
Geological interpretation	Confidence in (or conversely, the uncertainty of) the geological interpretation of the mineral deposit.	Consistent logging of the lithology has correlated well with resultant assay values. A distinct correlation was identified between gold mineralisation and the presence of a heavily silicified siltstone and clay units.
	Nature of the data used and of any assumptions made.	RC, AC and Diamond drilling data has been used in the estimation. Aerial photography and geological logging were used to aid the interpretation.
	The effect, if any, of alternative interpretations on Mineral Resource estimation.	Subtle differences in the geological domains possibly could be made by differing Geologists. The effect of this would be immaterial.
	The use of geology in guiding and controlling Mineral Resource estimation.	Fundamental palaeochannel characteristics were identified, confirming the style of mineralisation.
	The factors affecting continuity both of grade and geology.	No known factors have been identified to influence grade and/ or geological continuity of the deposit.
Dimensions	The extent and variability of the Mineral Resource expressed as length (along strike or otherwise), plan width, and depth below surface to the upper and lower limits of the Mineral Resource.	<p>The Eastern Arm of mineralisation extends 1,200m along strike, 175m in width, is an average of 8m thick and is at average of 10m below the natural surface.</p> <p>The Western arm of mineralisation extends 250m along strike, 140m in width, is an average of 7m thick and is at an average of 10m below the natural surface.</p> <p>A third domain was created and represents a low-grade repetition of mineralisation, below the central regions of the main ore horizon. Dimensions of the third domain are 230m in length, 80m in width and 2m thick.</p>

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Criteria	JORC Code explanation	Commentary
Estimation and modelling techniques	The nature and appropriateness of the estimation technique(s) applied and key assumptions, including treatment of extreme grade values, domaining, interpolation parameters and maximum distance of extrapolation from data points. If a computer assisted estimation method was chosen include a description of computer software and parameters used.	Grade estimation was completed via ordinary kriging (OK) for the two main ore domains and Inverse-distance-squared (ID ²) techniques for the smaller low-grade domain. A nested spherical variogram with two structures was derived for each OK domain using Snowden Supervisor software. The variogram was created as normal scores and was back transformed for use with 3DS Surpac modelling software. A statistical analysis was undertaken, with nil extreme or outlier Gold grades identified. A low coefficient of variation value exists with all domains. Nil by-products have been identified. Nil deleterious elements have been identified.
	The availability of check estimates, previous estimates and/or mine production records and whether the Mineral Resource estimate takes appropriate account of such data.	A previous 2009 resource estimate by BMGS was used as a check, as well visual checks and a series of swath validation plots that spatially compare block grades to raw composite
	The assumptions made regarding recovery of by-products.	Nil assumptions were made.
	Estimation of deleterious elements or other non-grade variables of economic significance (eg sulphur for acid mine drainage characterisation).	Three domains were created, based on variable grade distribution and orientation of mineralisation
	In the case of block model interpolation, the block size in relation to the average sample spacing and the search employed.	Block size was determined via a kriging neighborhood analysis (KNA), using Snowden Supervisor software. A series of checks are used to confirm the block size to be being geologically suitable.
	Any assumptions behind modelling of selective mining units.	The selective mining unit (SMU) was developed based on open-pit mining using a 120t backhoe excavator.
	Any assumptions about correlation between variables.	Nil assumptions were made regarding correlation between variable.

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Registered Office Level 1, 115 Cambridge Street, PO Box 1305, West Leederville, WA 6007

Website www.beaconminerals.com **Phone** 08 9322 6600 **Facsimile** 08 9322 6610

Criteria	JORC Code explanation	Commentary
	Description of how the geological interpretation was used to control the resource estimates.	Separate domains were created for siltstone, siltstone/clay, clay/siltstone and clay units identified in logging.
	Discussion of basis for using or not using grade cutting or capping.	A statistical analysis was undertaken for determination of a Gold top-cut for each domain. Grade distribution was determined to be homogenous; as a result, a top-cut was not required.
	The process of validation, the checking process used, the comparison of model data to drill hole data, and use of reconciliation data if available.	Nil reconciliation data was available.
Moisture	Whether the tonnages are estimated on a dry basis or with natural moisture, and the method of determination of the moisture content.	Tonnage has been estimated on a dry basis. Moisture values were obtained from diamond core analysis. The Diamond core samples were weighed prior to a wax immersion SG analysis. After the analysis, the samples were dried and re-weighed to obtain a moisture value.
Cut-off parameters	The basis of the adopted cut-off grade(s) or quality parameters applied.	A suite of cut-off grades was presented for a scoping study. 0.5g/t Au was selected as the optimal cut-off grade.
Mining factors or assumptions	Assumptions made regarding possible mining methods, minimum mining dimensions and internal (or, if applicable, external) mining dilution. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential mining methods, but the assumptions made regarding mining methods and parameters when estimating Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the mining assumptions made.	The assumption of open-pit mining, using a 120t backhoe excavator was used. Minimal mining dilution is expected due to the simplicity and orientation of mineralisation.

Criteria	JORC Code explanation	Commentary
Metallurgical factors or assumptions	The basis for assumptions or predictions regarding metallurgical amenability. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential metallurgical methods, but the assumptions regarding metallurgical treatment processes and parameters made when reporting Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the metallurgical assumptions made.	Detailed metallurgical analysis is underway and will be factored into the economics of the deposit when complete. Further work will be undertaken to identify any potential deleterious elements.
Environmental factors or assumptions	Assumptions made regarding possible waste and process residue disposal options. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider the potential environmental impacts of the mining and processing operation. While at this stage the determination of potential environmental impacts, particularly for a greenfields project, may not always be well advanced, the status of early consideration of these potential environmental impacts should be reported. Where these aspects have not been considered this should be reported with an explanation of the environmental assumptions made.	Waste material is expected to be back-filled into completed sectors of the open-pit. The location of ore treatment is yet to be determined. A detailed environmental study has been undertaken. DMIRS has approved the BCN Mining Proposal and Project Management Plan.
Bulk density	Whether assumed or determined. If assumed, the basis for the assumptions. If determined, the method used, whether wet or dry, the frequency of the measurements, the nature, size and representativeness of the samples.	Dry bulk density was determined by Bureau Veritas Kalgoorlie via a wax immersion SG analysis of Diamond core representing different rock units from a variety of locations within the zone of mineralisation.

Criteria	JORC Code explanation	Commentary																				
	The bulk density for bulk material must have been measured by methods that adequately account for void spaces (vugs, porosity, etc), moisture and differences between rock and alteration zones within the deposit,	<p>A wet SG was determined by the analysis, before the calculated moisture values were applied to obtain a dry SG, which has been applied to the Lost Dog model as a bulk density.</p> <table border="1"> <thead> <tr> <th>Rock Unit</th> <th>Wet SG</th> <th>Avg Moisture %</th> <th>Dry SG</th> </tr> </thead> <tbody> <tr> <td>Siltstone</td> <td>2.45</td> <td>2%</td> <td>2.4</td> </tr> <tr> <td>Siltstone/Claystone</td> <td>1.80</td> <td>25%</td> <td>1.4</td> </tr> <tr> <td>Claystone/Siltstone</td> <td>1.69</td> <td>31%</td> <td>1.2</td> </tr> <tr> <td>Claystone</td> <td>1.65</td> <td>35%</td> <td>1.1</td> </tr> </tbody> </table>	Rock Unit	Wet SG	Avg Moisture %	Dry SG	Siltstone	2.45	2%	2.4	Siltstone/Claystone	1.80	25%	1.4	Claystone/Siltstone	1.69	31%	1.2	Claystone	1.65	35%	1.1
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Claystone	1.65	35%	1.1																			
	Discuss assumptions for bulk density estimates used in the evaluation process of the different materials.	A down-hole density analysis has provided additional correlation with wet SG data from analysis of the Diamond core.																				
Classification	The basis for the classification of the Mineral Resources into varying confidence categories.	Resource classification as Measured, Indicated or Inferred was based on drill-hole density and grade continuity between drillholes.																				
	Whether appropriate account has been taken of all relevant factors (ie relative confidence in tonnage/grade estimations, reliability of input data, confidence in continuity of geology and metal values, quality, quantity and distribution of the data),	Data integrity has been analysed and a high level of confidence has been placed on the dataset and resultant resource estimation.																				
	Whether the result appropriately reflects the Competent Person's view of the deposit.	Mr. Finch and Mr. Mapleson retain a high degree of confidence in the result of the resource estimation.																				
Audits or reviews	The results of any audits or reviews of Mineral Resource estimates.	Nil audits have occurred.																				
Discussion of relative	Where appropriate a statement of the relative accuracy and confidence level in the Mineral Resource estimate using an approach or procedure deemed appropriate by the	Excellent correlation between the resource estimate, the statistical analysis of composite data, metrics of a 2009 resource estimation and third-party small scale mining observations on the lease has resulted in a high level of confidence of the estimation on a global scale.																				

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Criteria	JORC Code explanation	Commentary
accuracy/ confidence	<p>Competent Person. For example, the application of statistical or geostatistical procedures to quantify the relative accuracy of the resource within stated confidence limits, or, if such an approach is not deemed appropriate, a qualitative discussion of the factors that could affect the relative accuracy and confidence of the estimate.</p> <p>The statement should specify whether it relates to global or local estimates, and, if local, state the relevant tonnages, which should be relevant to technical and economic evaluation. Documentation should include assumptions made and the procedures used.</p> <p>These statements of relative accuracy and confidence of the estimate should be compared with production data, where available.</p>	

JORC Section 4 - Estimation and Reporting of Ore Reserves

Criteria	JORC Code explanation	Commentary
Mineral Resource estimate for conversion to Ore Reserves	Description of the Mineral Resource estimate used as a basis for the conversion to an Ore Reserve.	The Mineral Resource for the Lost Dog Prospect was estimated by BMGS in June 2017 (jaurdi_bmgs_1706.mdl). Where applicable the resource has been superceded by the July 2018 Grade Control block model (ldgc_p11.mdl). The Ore Reserve has been determined using these models.
	Clear statement as to whether the Mineral Resources are reported additional to, or inclusive of, the Ore Reserves	The Mineral Resource is inclusive of the Ore Reserves.

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Site visits	Comment on any site visits undertaken by the Competent Person and the outcome of those visits.	A site visit by the Competent Person was undertaken prior to the commencement of the pre-feasibility study.
	If no site visits have been undertaken indicate why this is the case.	Additional site visits would not materially affect the determination of the Ore Reserve.
Study status	The type and level of study undertaken to enable Mineral Resources to be converted to Ore Reserves.	The study is considered to be to a pre-feasibility level of confidence (+/- +10/-5%).
	The Code requires that a study to at least Pre-Feasibility Study level has been undertaken to convert Mineral Resources to Ore Reserves. Such studies will have been carried out and will have determined a mine plan that is technically achievable and economically viable, and that material Modifying Factors have been considered.	The Ore Reserve is a combination of the August 2018 pre-feasibility study and upgraded resource models. Ore reserves are classified as Proved and Probable.
Cut-off parameters	The basis of the cut-off grade(s) or quality parameters applied.	The cut-off grade is calculated as part of the mine optimisation analysis. For Ore Reserve calculations the cut-off grade was 0.6 g/t gold (diluted).
Mining factors or assumptions	The method and assumptions used as reported in the Pre-Feasibility or Feasibility Study to convert the Mineral Resource to an Ore Reserve (i.e. either by application of appropriate factors by optimisation or by preliminary or detailed design).	The Mineral Resource model was factored to generate diluted Ore Reserve during the calculation process. A detailed mine design has also been completed.
	The choice, nature and appropriateness of the selected mining method(s) and other mining parameters including associated design issues such as pre-strip, access, etc.	Mining method is conventional open-pit with drill and blast, excavate, load and haul. The ore zone geometry coupled with the low stripping ratio (<1.9 (waste) to 1 (ore) and maximum pit depth (<32.5m) indicate that Lost Dog is most suited to mining by conventional open pit mining methods.
	The assumptions made regarding geotechnical parameters (eg pit slopes, stope sizes, etc), grade control and pre-production drilling.	An external geotechnical report provided pit slopes and recommended inputs for optimisation. Grade Control, where applicable has be RC drilled from surface on a 12.5x12.5m staggered grid.
	The major assumptions made and Mineral Resource model used for pit and stope optimisation (if appropriate).	The Mineral resource model used for the pit optimisation was estimated by BMGS in June 2017. This Ore Reserve has been determined using a combination of this model and the July

		2018 Grade Control block model, with the Grade Control model taking precedence in areas of overlap.
	The mining dilution factors used.	Additional mining dilution of 2% was applied.
	The mining recovery factors used.	Mining recovery of 98% was applied.
	Any minimum mining widths used.	No minimum widths were utilised with resource lode interpretation being in excess 120m exclusive of mining dilution.
	The manner in which Inferred Mineral Resources are utilised in mining studies and the sensitivity of the outcome to their inclusion.	Inferred Resources were not used or included in the mining study nor any subsequent Ore Reserve calculations.
	The infrastructure requirements of the selected mining methods.	Infrastructure required includes mine process bore field, mineral processing plant, tails storage facility, workshop, offices, fuel tank, generator, magazine and process water dam.
Metallurgical factors or assumptions	The metallurgical process proposed and the appropriateness of that process to the style of mineralisation.	Processing will be using conventional CIP methods and is a tried and tested means of gold extraction from material of this nature.
	Whether the metallurgical process is well-tested technology or novel in nature.	Well-tested existing metallurgical technology.
	The nature, amount and representativeness of metallurgical test work undertaken, the nature of the metallurgical domaining applied and the corresponding metallurgical recovery factors applied.	<p>Previous tenement holder mined and custom milled a 4,625t of ore which has a gold recovery determined by the custom milling facility to be 91.8%. This mill parcel was representative of the ore zones.</p> <p>ALS Metallurgical testwork performed on a representative composite sample achieved 84% gold recovery.</p> <p>Bureau Veritas bottle roll testwork on various ore types has resulted in gold recoveries of between 82-96%.</p> <p>Based upon these results a gold recovery of 85% has been utilised for this pre-feasibility study.</p>
	Any assumptions or allowances made for deleterious elements.	No deleterious elements are present.

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	The existence of any bulk sample or pilot scale test work and the degree to which such samples are considered representative of the orebody as a whole.	Bulk sample processing (i.e. the 4,300t parcel previously mined) has been carried out.
	For minerals that are defined by a specification, has the ore reserve estimation been based on the appropriate mineralogy to meet the specifications?	Not Applicable
Environmental	The status of studies of potential environmental impacts of the mining and processing operation. Details of waste rock characterisation and the consideration of potential sites, status of design options considered and, where applicable, the status of approvals for process residue storage and waste dumps should be reported.	<p>All environmental permitting has been submitted to the Western Australian DMIRS and DWER. All approvals have subsequently been received.</p> <p>Waste rock is typically non-acid forming.</p> <p>Waste material will be stored in conventional above surface waste dumps.</p> <p>Tailings will be stored on site in excavated open pit workings. As stated above approval is pending.</p>
Infrastructure	The existence of appropriate infrastructure: availability of land for plant development, power, water, transportation (particularly for bulk commodities), labour, accommodation; or the ease with which the infrastructure can be provided, or accessed.	<p>Site access is via a public road (Jaurdi Hills Road) which passes along the western edge of the main tenement boundary.</p> <p>The tenements comprising the project area are granted mining leases with a combined area of approximately 1,000 hectares.</p> <p>Accommodation will be a mixture of residential and on-site</p>
Costs	The derivation of, or assumptions made, regarding projected capital costs in the study.	Capital costs are based upon BCN in-house knowledge and experience in the establishment of similar mining operations. These costs estimates are considered to be within (+10%/-5%).
	The methodology used to estimate operating costs.	Operating costs are based upon contemporary in-house knowledge and experience for similar mining operations. These costs estimates are considered to be within (+10%/-5%).
	Allowances made for the content of deleterious elements.	No deleterious elements present.
	The source of exchange rates used in the study.	Cost models use Australian dollars.
	Derivation of transportation charges.	There are no transport costs.

	The basis for forecasting or source of treatment and refining charges, penalties for failure to meet specification, etc.	Treatment costs are based on known current milling costs.
	The allowances made for royalties payable, both Government and private.	State royalty of 2.5% and 3 rd Party Royalty of \$80/oz have been incorporated.
Revenue factors	The derivation of, or assumptions made regarding revenue factors including head grade, metal or commodity price(s) exchange rates, transportation and treatment charges, penalties, net smelter returns, etc.	Using a gold price of Au\$1,650/oz.
	The derivation of assumptions made of metal or commodity price(s), for the principal metals, minerals and co-products.	Perth Mint combined April/May 2018 monthly average gold price >\$A1,720/oz.
Market assessment	The demand, supply and stock situation for the particular commodity, consumption trends and factors likely to affect supply and demand into the future.	Gold doré will be sold at the Perth Mint as it is produced.
	A customer and competitor analysis along with the identification of likely market windows for the product.	Market window unlikely to change.
	Price and volume forecasts and the basis for these forecasts.	Price is likely to go up, down or remain same.
	For industrial minerals the customer specification, testing and acceptance requirements prior to a supply contract.	Not industrial mineral.

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Economic	The inputs to the economic analysis to produce the net present value (NPV) in the study, the source and confidence of these economic inputs including estimated inflation, discount rate, etc	No NPV applied.
	NPV ranges and sensitivity to variations in the significant assumptions and inputs.	Sensitivity analyses have been completed.
Social	The status of agreements with key stakeholders and matters leading to social license to operate.	No Native Title Claimants on DIA over the mining leases.
Other	To the extent relevant, the impact of the following on the project and/or on the estimation and classification of the Ore Reserves:	
	Any identified material naturally occurring risks.	A risk review has been completed. No material risks are identified.
	The status of material legal agreements and marketing arrangements.	95.7% of Mining Reserves and 96.3% of gold ounces are contained within granted mining tenements. 4.3% of Mining Reserves and 3.7% of gold ounces are contained within the 3 rd Party owned Exploration License E16/469. An option to purchase agreement between BCN the 3 rd Party owners of E16/469 has been exercised by BCN. A Project Management Plan and Mining Proposal have been approved by the Western Australian DMIRS.
	The status of governmental agreements and approvals critical to the viability of the project, such as mineral tenement status, and government and statutory approvals. There must be reasonable grounds to expect that all necessary Government approvals will be received within the timeframes anticipated in the Pre-Feasibility or Feasibility study. Highlight and discuss the materiality of any unresolved matter that is dependent on a third party on which extraction of the reserve is contingent.	A miscellaneous license L16/120 application has been lodged and subsequently approved by the DMIRS. L16/120 is to be utilised as a tailing/water pipeline corridor to Black Cat. A miscellaneous license L16/122 application has been lodged with the DMIRS. This has been applied to facilitate pipeline access between a portion of the bore field and the proposed ore processing plant.

Classification	The basis for the classification of the Ore Reserves into varying confidence categories.	Reserves are classified according to Resource classification.
	Whether the result appropriately reflects the Competent Person's view of the deposit.	They reflect the Competent Person's view.
	The proportion of Probable Ore Reserves that have been derived from Measured Mineral Resources (if any).	Approximately 35%
Audits or reviews	The results of any audits or reviews of Ore Reserve estimates.	No audits carried out.
Discussion of relative accuracy/ confidence	Where appropriate a statement of the relative accuracy and confidence level in the Ore Reserve estimate using an approach or procedure deemed appropriate by the Competent Person. For example, the application of statistical or geostatistical procedures to quantify the relative accuracy of the reserve within stated confidence limits, or, if such an approach is not deemed appropriate, a qualitative discussion of the factors which could affect the relative accuracy and confidence of the estimate.	Confidence is in line with gold industry standards and the companies aim to provide effective prediction for current and future mining projects. No statistical quantification of confidence limits has been applied.
	The statement should specify whether it relates to global or local estimates, and, if local, state the relevant tonnages, which should be relevant to technical and economic evaluation. Documentation should include assumptions made and the procedures used.	Estimates are global.
	Accuracy and confidence discussions should extend to specific discussions of any applied Modifying Factors that may have a material impact on Ore Reserve viability, or for which there are remaining areas of uncertainty at the current study stage.	Reserve confidence is reflected by the Proved and Probable category applied, which in turn reflects the confidence of the Mineral Resource. The Reserve is most sensitive to; a) resource grade accuracy, b) gold price c) metallurgical recovery d) ore milling costs.
	It is recognised that this may not be possible or appropriate in all circumstances. These statements of relative accuracy and confidence of the estimate should be compared with production data, where available.	Current production data where available has been used.

Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/05, 01/08/12, 04/03/13

Name of entity

Beacon Minerals Limited

ABN

64 119 611 559

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|---|---|
| 1 | +Class of +securities issued or to be issued | (a) Fully Paid Ordinary Shares
(b) Unlisted Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | (a) 80,000,000
(b) 20,000,000 |
| 3 | Principal terms of the +securities (e.g. if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | (a) Fully Paid Ordinary Shares
(b) Exercise price of \$0.025 per option on or before 1 August 2021 |

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

<p>4 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?</p> <p>If the additional +securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>(a) Yes</p> <p>(b) No – new class of options. Shares issued on exercise of options will be on the same terms as fully paid ordinary shares on issue.</p>
<p>5 Issue price or consideration</p>	<p>(a) \$0.004</p> <p>(b) Nil</p>
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>(a) Issued on exercise of unlisted options.</p> <p>(b) Issued as consideration for services provided to the Company.</p>
<p>6a Is the entity an +eligible entity that has obtained security holder approval under rule 7.1A?</p> <p>If Yes, complete sections 6b – 6h in relation to the +securities the subject of this Appendix 3B, and comply with section 6i</p>	<p>Yes</p>
<p>6b The date the security holder resolution under rule 7.1A was passed</p>	<p>27 November 2017</p>
<p>6c Number of +securities issued without security holder approval under rule 7.1</p>	<p>20,000,000 Unlisted Options exercisable at \$0.025 per options on or before 1 August 2021</p>

+ See chapter 19 for defined terms.

6d	Number of +securities issued with security holder approval under rule 7.1A	Nil						
6e	Number of +securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)	Nil						
6f	Number of +securities issued under an exception in rule 7.2	80,000,000 Fully Paid Ordinary Shares						
6g	If +securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the +issue date and both values. Include the source of the VWAP calculation.	N/A						
6h	If +securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements	N/A						
6i	Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A – complete Annexure 1 and release to ASX Market Announcements	See Annexure 1						
7	<p>+Issue dates</p> <p><small>Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.12). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.</small></p> <p><small>Cross reference: item 33 of Appendix 3B.</small></p>	26 September 2018						
8	Number and +class of all +securities quoted on ASX (<i>including</i> the +securities in section 2 if applicable)	<table border="1" style="width: 100%;"> <thead> <tr> <th style="width: 50%;">Number</th> <th style="width: 50%;">+Class</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">2,093,961,284</td> <td style="text-align: center;">Fully Paid Ordinary Shares</td> </tr> <tr> <td style="text-align: center;">498,490,321</td> <td style="text-align: center;">Listed Options ex. \$0.025 on or before 17 August 2022</td> </tr> </tbody> </table>	Number	+Class	2,093,961,284	Fully Paid Ordinary Shares	498,490,321	Listed Options ex. \$0.025 on or before 17 August 2022
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498,490,321	Listed Options ex. \$0.025 on or before 17 August 2022							

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

9	Number and ⁺ class of all ⁺ securities not quoted on ASX (including the ⁺ securities in section 2 if applicable)	Number	⁺ Class
		20,000,000	Unlisted Options ex. \$0.025 on or before 1 August 2021
		5,000,000	Unlisted Options ex. \$0.025 on or before 5 May 2019
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	N/A	

Part 2 - Pro rata issue

11	Is security holder approval required?	N/A	
12	Is the issue renounceable or non-renounceable?	N/A	
13	Ratio in which the ⁺ securities will be offered	N/A	
14	⁺ Class of ⁺ securities to which the offer relates	N/A	
15	⁺ Record date to determine entitlements	N/A	
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A	
17	Policy for deciding entitlements in relation to fractions	N/A	
18	Names of countries in which the entity has security holders who will not be sent new offer documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	N/A	
19	Closing date for receipt of acceptances or renunciations	N/A	

+ See chapter 19 for defined terms.

20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders	N/A
25	If the issue is contingent on security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and offer documents will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do security holders dispose of their entitlements (except by sale through a broker)?	N/A

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

33 +Issue date

N/A

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

34 Type of +securities
(tick one)

(a) +Securities described in Part 1

(b) All other +securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders

36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
1 - 1,000
1,001 - 5,000
5,001 - 10,000
10,001 - 100,000
100,001 and over

37 A copy of any trust deed for the additional +securities

+ See chapter 19 for defined terms.

Entities that have ticked box 34(b)

38 Number of +securities for which +quotation is sought N/A

39 +Class of +securities for which quotation is sought N/A

40 Do the +securities rank equally in all respects from the +issue date with an existing +class of quoted +securities?

If the additional +securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

N/A

41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another +security, clearly identify that other +security)

N/A

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the +securities in clause 38)	N/A	N/A

+ See chapter 19 for defined terms.

Quotation agreement

1 +Quotation of our additional +securities is in ASX’s absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Sarah Shipway Date: 27 September 2018
Non-Executive Director/Company Secretary

Print name: Sarah Shipway

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+ See chapter 19 for defined terms.

Appendix 3B – Annexure 1

Calculation of placement capacity under rule 7.1 and rule 7.1A for eligible entities

Introduced 01/08/12 Amended 04/03/13

Part 1

Rule 7.1 – Issues exceeding 15% of capital	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
Insert number of fully paid +ordinary securities on issue 12 months before the +issue date or date of agreement to issue	2,013,961,284
<p>Add the following:</p> <ul style="list-style-type: none"> • Number of fully paid +ordinary securities issued in that 12 month period under an exception in rule 7.2 • Number of fully paid +ordinary securities issued in that 12 month period with shareholder approval • Number of partly paid +ordinary securities that became fully paid in that 12 month period <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>Include only ordinary securities here – other classes of equity securities cannot be added</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	26 September 2018 - 80,000,000 Fully Paid Ordinary Shares – Exercise of Unlisted Options
Subtract the number of fully paid +ordinary securities cancelled during that 12 month period	N/A
“A”	2,093,961,284

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

Step 2: Calculate 15% of “A”	
“B”	0.15 <i>[Note: this value cannot be changed]</i>
Multiply “A” by 0.15	314,094,192
Step 3: Calculate “C”, the amount of placement capacity under rule 7.1 that has already been used	
<p>Insert number of +equity securities issued or agreed to be issued in that 12 month period <i>not counting</i> those issued:</p> <ul style="list-style-type: none"> • Under an exception in rule 7.2 • Under rule 7.1A • With security holder approval under rule 7.1 or rule 7.4 <p><i>Note:</i></p> <ul style="list-style-type: none"> • <i>This applies to equity securities, unless specifically excluded – not just ordinary securities</i> • <i>Include here (if applicable) the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	26 September 2018 – 20,000,000 Unlisted Options Exercisable at \$0.025 on or before 1 August 2021
“C”	20,000,000
Step 4: Subtract “C” from [“A” x “B”] to calculate remaining placement capacity under rule 7.1	
“A” x 0.15 <i>Note: number must be same as shown in Step 2</i>	314,094,192
Subtract “C” <i>Note: number must be same as shown in Step 3</i>	20,000,000
Total [“A” x 0.15] – “C”	294,094,192 <i>[Note: this is the remaining placement capacity under rule 7.1]</i>

+ See chapter 19 for defined terms.

Part 2

Rule 7.1A – Additional placement capacity for eligible entities	
Step 1: Calculate “A”, the base figure from which the placement capacity is calculated	
“A” <i>Note: number must be same as shown in Step 1 of Part 1</i>	2,093,961,284
Step 2: Calculate 10% of “A”	
“D”	0.10 <i>Note: this value cannot be changed</i>
Multiply “A” by 0.10	209,396,128
Step 3: Calculate “E”, the amount of placement capacity under rule 7.1A that has already been used	
Insert number of +equity securities issued or agreed to be issued in that 12 month period under rule 7.1A Notes: <ul style="list-style-type: none"> • <i>This applies to equity securities – not just ordinary securities</i> • <i>Include here – if applicable – the securities the subject of the Appendix 3B to which this form is annexed</i> • <i>Do not include equity securities issued under rule 7.1 (they must be dealt with in Part 1), or for which specific security holder approval has been obtained</i> • <i>It may be useful to set out issues of securities on different dates as separate line items</i> 	N/A
“E”	0

+ See chapter 19 for defined terms.

Appendix 3B
New issue announcement

Step 4: Subtract "E" from ["A" x "D"] to calculate remaining placement capacity under rule 7.1A	
"A" x 0.10 <i>Note: number must be same as shown in Step 2</i>	209,396,128
Subtract "E" <i>Note: number must be same as shown in Step 3</i>	0
Total ["A" x 0.10] – "E"	209,396,128 <i>Note: this is the remaining placement capacity under rule 7.1A</i>

+ See chapter 19 for defined terms.



27 September 2018

ASX Limited
Level 40 Central Park
152-158 St Georges Terrace
PERTH WA 6000

BEACON MINERALS LIMITED– NOTICE UNDER SECTION 708A (5)(e) OF THE CORPORATIONS ACT

On 26 September 2018, 80,000,000 fully paid ordinary shares (**Shares**) in the capital of Beacon Minerals Limited (**Company**) were issued on exercise of unlisted options.

The Company hereby notifies ASX pursuant to section 708A(5)(e) of the Corporations Act 2001 (**Act**) that:

- (a) the Shares were issued without disclosure to investors under Part 6D.2 of the Act;
- (b) as at the date of this notice the Company has complied with the provisions of Chapter 2M of the Act as they apply to the Company;
- (c) as at the date of this notice the Company has complied with Section 674 of the Act;
- (d) as at the date of this notice, there is no information to be disclosed which is excluded information (as defined by section 708A(7) of the Act) that is reasonable for investors and their professional advisers to expect to find in a disclosure document.

Sarah Shipway
Non-Executive Director/Company Secretary
Beacon Minerals Limited
P: +61 8 9322 6600