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TAUNG GOLD INTERNATIONAL LIMITED
壇金礦業有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 621)

ANNOUNCEMENT OF INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2021

INTERIM RESULTS

The board of directors (the "**Board**") of Taung Gold International Limited (the "**Company**") is pleased to announce the unaudited consolidated interim results of the Company and its subsidiaries (collectively, referred to as the "**Group**") for the six months ended 30 September 2021 together with the comparative figures for the corresponding period in 2020 as follows:

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 September 2021

		Six months ended 30 September	
		2021	2020
	Notes	***HK$'000***	*HK$'000*
		(unaudited)	(unaudited)
Other income	3	**428**	1,249
Other gains and losses	4	**(885)**	1,213
Administrative and operating expenses		**(10,364)**	(14,690)
Finance costs		**(25)**	(27)
Share of results of associates		**(12)**	(12)
Loss before taxation		**(10,858)**	(12,267)
Income tax expense	5	**–**	–
Loss for the period	6	**(10,858)**	(12,267)

* *For identification purpose only*

	Note	Six months ended 30 September 2021 HK$'000 (unaudited)	2020 HK$'000 (unaudited)
Other comprehensive (expense)/income for the period:			
Item that may be subsequently reclassified to profit or loss:			
Exchange difference arising on translation of foreign operations		**(57,935)**	197,134
Total comprehensive (expense)/income for the period		**(68,793)**	184,867
Loss for the period attributable to:			
Owners of the Company		**(9,726)**	(10,913)
Non-controlling interests		**(1,132)**	(1,354)
		(10,858)	(12,267)
Total comprehensive (expense)/income attributable to:			
Owners of the Company		**(55,414)**	143,136
Non-controlling interests		**(13,379)**	41,731
		(68,793)	184,867
Loss per share	8		
Basic *(HK cents)*		**(0.05)**	(0.06)
Diluted *(HK cents)*		**(0.05)**	(0.06)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 September 2021

	30 September 2021 *HK$'000* **(unaudited)**	31 March 2021 *HK$'000* (audited)
Non-current assets		
Property, plant and equipment	**2,396**	2,526
Mining assets	**2,966,499**	3,022,642
Right-of-use assets	**2,137**	337
Interests in associates	**490**	502
Financial assets at fair value through profit or loss	**53,968**	54,969
Deposit for acquisition of an investment	**30,000**	60,000
Rental deposit	**408**	–
Pledged bank deposits	**738**	751
	3,056,636	3,141,727
Current assets		
Other receivables, prepayment and deposits	**5,523**	6,971
Bank balances and cash	**176,702**	163,140
	182,225	170,111
Current liabilities		
Lease liabilities	**1,163**	282
Other payables and accruals	**4,534**	10,319
	5,697	10,601
Net current assets	**176,528**	159,510
Total assets less current liabilities	**3,233,164**	3,301,237
Non-current liabilities		
Lease liabilities	**939**	–
Provision of rehabilitation costs	**11,809**	12,028
	12,748	12,028
	3,220,416	3,289,209

	Note	**30 September 2021** *HK$'000* **(unaudited)**	31 March 2021 *HK$'000* (audited)
Capital and reserves			
Share capital	9	**181,515**	181,515
Reserves		**2,406,959**	2,462,373
Equity attributable to owners of the Company		**2,588,474**	2,643,888
Non-controlling interests		**631,942**	645,321
Total equity		**3,220,416**	3,289,209

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2021

1. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements has been prepared in accordance with the Hong Kong Accounting Standard ("**HKAS**") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("**HKICPA**") as well as the applicable disclosures requirements of Appendix 16 to the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

The unaudited condensed consolidated financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. The accounting policies and methods of computation used in the preparation of unaudited condensed consolidated financial statements for six months ended 30 September 2021 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 31 March 2021.

In the current interim period, the Group has applied the Amendments to References to the Conceptual Framework in Hong Kong Financial Reporting Standards ("**HKFRSs**") and the following amendments to HKFRSs issued by the HKICPA, for the first time, which are mandatorily effective for the annual period beginning on or after 1 January 2020 for the preparation of the Group's condensed consolidated financial statements:

Amendments to HKAS 1 and HKAS 8	Definition of Material
Amendments to HKFRS 3	Definition of a Business
Amendments to HKFRS 9, HKAS 39 and HKFRS 7	Interest Rate Benchmark Reform

Except as described below, the application of the Amendments to References to the Conceptual Framework in HKFRS Standards and the amendments to HKFRSs in the current period has had no material impact on the Group's financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

1.1 Impacts of application of Amendments to HKFRS 3 "Definition of a Business"

The Group has applied the amendments for the first time in the current period. The amendments clarify that while business usually have outputs, outputs are not required for an integrated set of activities and assets to qualify as a business. To be considered a business, an acquired set of activities and assets must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create outputs.

The amendments remove the assessment of whether market participants are capable of replacing any missing inputs or processes and continuing to produce outputs. The amendments also introduce additional guidance that helps to determine whether a substantive process has been acquired.

In addition, the amendments introduce an optional concentration test that permits a simplified assessment of whether an acquired set of activities and assets is not a business. Under the optional concentration test, the acquired set of activities and assets is not a business if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar assets. The gross assets under assessment exclude cash and cash equivalents, deferred tax assets, and goodwill resulting from the effects of deferred tax liabilities. The election on whether to apply the optional concentration test is available on transaction-by-transaction basis.

The amendments had no impact on the condensed consolidated financial statements but may impact periods should the Group make any future acquisition.

2. SEGMENT INFORMATION

Information reported to the executive directors of the Company, being the chief operating decision maker, for the purposes of resource allocation and assessment of segment performance focuses on types of goods delivered or services provided.

The Group's operating and reportable segments under HKFRS 8 are as follows:

(a) gold exploration and development in the Republic of South Africa ("**South Africa**"); and

(b) trading of minerals.

The following is an analysis of the Group's revenue and results by operating and reportable segment:

For the six months ended 30 September 2021

	Gold exploration and development in South Africa *HK$'000* (unaudited)	Trading of minerals *HK$'000* (unaudited)	Total *HK$'000* (unaudited)
REVENUE			
External sales	–	–	–
RESULTS			
Segment loss	(5,284)	–	(5,284)
Unallocated other income			158
Unallocated corporate expenses			(5,695)
Finance costs – Interest on lease liabilities			(25)
Share of result of associates			(12)
Loss before taxation			(10,858)

For the six months ended 30 September 2020

	Gold exploration and development in South Africa *HK$'000* (unaudited)	Trading of minerals *HK$'000* (unaudited)	Total *HK$'000* (unaudited)
REVENUE			
External sales	–	–	–
RESULTS			
Segment loss	(5,654)	–	(5,654)
Unallocated other income			1,073
Unallocated corporate expenses			(7,647)
Finance costs – Interest on lease libilities			(27)
Share of result of associates			(12)
Loss before taxation			(12,267)

3. OTHER INCOME

	Six months ended 30 September	
	2021	2020
	HK$'000	*HK$'000*
	(unaudited)	(unaudited)
Interest income on rental deposit	**8**	9
Interest income on bank deposits	**343**	1,237
Others	**77**	3
	428	1,249

4. OTHER GAINS AND LOSSES

	Six months ended 30 September	
	2021	2020
	HK$'000	*HK$'000*
	(unaudited)	(unaudited)
Foreign exchange (loss)/gain, net	**(885)**	1,213
	(885)	1,213

5. INCOME TAX EXPENSE

Hong Kong profits tax for both periods was calculated at 16.5% on the estimated assessable profits of the subsidiaries incorporated and operating in Hong Kong for the period. No provision for Hong Kong profits tax was made as these subsidiaries had no assessable profits for both periods.

Under South African tax law, the corporate tax for both periods was calculated at 28% on the estimated assessable profits of the subsidiaries incorporated and operating in South Africa for the period. No provision for South African profits tax was made as these subsidiaries had no assessable profits for both periods.

6. LOSS FOR THE PERIOD

	Six months ended 30 September	
	2021	2020
	HK$'000	*HK$'000*
	(unaudited)	(unaudited)
Loss for the period has been arrived at after charging/(crediting):		
Depreciation for property, plant and equipment	**184**	289
Depreciation of right-of-use assets	**523**	669
Staff costs (including directors' emoluments)		
Salaries and other benefits	**6,347**	6,960
Contributions to retirement benefits scheme	**139**	137
Less: Amounts capitalised in mining assets	**(2,171)**	(1,559)
	4,315	5,538

7. DIVIDEND

The Board does not recommend the payment of an interim dividend for the six months ended 30 September 2021 (six months ended 30 September 2020: Nil).

8. LOSS PER SHARE

The calculations of basic and diluted loss per share for the six months ended 30 September 2021 together with the comparative figures for 2020 are as follows:

	Six months ended 30 September	
	2021	2020
	HK$'000	*HK$'000*
	(unaudited)	(unaudited)
Loss attributable to owners of the Company for the purpose of calculating basic and diluted loss per share	**(9,726)**	(10,913)

	Six months ended 30 September	
	2021	2020
	'000	*'000*
Weighted average number of ordinary shares for the purpose of calculating basic and diluted loss per share	**18,035,062**	18,035,062

The calculation of diluted loss per share for both periods did not assume the exercise of the Company's outstanding share options as assuming exercise of these share options would result in a decrease in loss per share.

9. SHARE CAPITAL

	Number of shares	**Share capital**
		HK$'000
Ordinary shares of HK$0.01 each		
Authorised:		
At 31 March 2021 and 30 September 2021	30,000,000,000	300,000
Issue and fully paid:		
At 31 March 2021 (audited)	18,151,471,981	181,515
At 30 September 2021 (unaudited)	18,151,471,981	181,515

All shares ranked *pari passu* in all respects with other shares in issue.

MANAGEMENT DISCUSSION AND ANALYSIS

RESULTS

The Group is principally engaged in investment holding, trading of minerals and exploration, development and mining of gold and associated minerals in South Africa.

During the period ended 30 September 2021, the Group recorded a basic loss attributable to owners of the Company of approximately HK$9,726,000 or basic loss of HK0.05 cents per share, compared with a basic loss attributable to owners of the Company for the period ended 30 September 2020 of approximately HK$10,913,000 or basic loss of HK0.06 cents per share.

INTERIM DIVIDEND

The Board does not recommend the payment of an interim dividend for the six months ended 30 September 2021 (six months ended 30 September 2020: Nil).

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 September 2021, the Group had no outstanding bank borrowings (31 March 2021: Nil) and no banking facilities (31 March 2021: Nil).

The Group's gearing ratio as at 30 September 2021 was zero (31 March 2021: zero), calculated based on the Group's total zero borrowings (31 March 2021: zero) over the Group's total assets of approximately HK$3,238,861,000 (31 March 2021: HK$3,311,838,000).

As at 30 September 2021, the balance of cash and cash equivalents of the Group was approximately HK$176,702,000 (31 March 2021: HK$163,140,000) and was mainly denominated in Hong Kong Dollars ("**HK$**"), United States Dollars ("**US$**") and South African Rand ("**ZAR**").

The Group continues to adopt a policy of dealing principally with clients with whom the Group has enjoyed a long working relationship so as to minimize risks in its business.

FOREIGN EXCHANGE EXPOSURE

During the period ended 30 September 2021, the Group operated mainly in South Africa, and the majority of the Group's transaction and balances were denominated in HK$, US$ and ZAR. However, as the directors consider that the present currency risk is not significant, the Group does not have a policy of hedging foreign currency.

Nevertheless, the Company's management monitors foreign exchange exposure and will consider hedging foreign currency exposure should this be deemed prudent.

REVIEW OF BUSINESS OPERATIONS

During the period under review, the Group did not carry out any field exploration activities and its attention was focused on the following:

- Advancing the Engineering, Procurement and Construction Contract ("**EPC Contract**") with Metallurgical Corporation of China Ltd ("**MCC**") for the Jeanette Project;

- Implementing activities under the Social & Labour Plan in the communities surrounding the Jeanette Project to alleviate poverty in the area;

- Advancing the commercial arrangements for the Design & Build Contract and financing for the Evander Project;

- The sale of Holfontein Investments (Pty) Limited ("**HIL**");

- Corporate activity with respect to the Pakistan Project; and

- Identification of near-term gold producing assets for potential acquisition.

As at 30 September 2021, the Company had not conducted any mining or production activities during the period under review.

The Evander Project

The Evander Project is located in the Evander Goldfield on the northeastern limb of the Witwatersrand Basin and is close to the town of Secunda in the Mpumalanga Province of South Africa. Taung Gold Secunda (Pty) Limited ("**TGS**"), a wholly-owned subsidiary of Taung Gold (Pty) Limited ("**TGL**"), is the registered holder of the mining right in terms of the Mineral and Petroleum Resources Development Act ("**MPRDA**") of the Evander Project. The Mining Right No. 107/2010 was registered in the name of TGS in November 2013 and permits the mining of gold and associated minerals in the Six Shaft and Twistdraai area. During the period under review, ZAR5.13 million was spent on the Evander Project.

On 16 May 2016, the Company declared a maiden Mineral Reserve (Probable Reserve) from the Evander Project's Kimberley Reef horizon of 4.29 million ounces of gold, from 19.64 million tons of ore at an average head grade of 6.80g/t.

On 12 September 2016, the Company announced the Bankable Feasibility Study ("**BFS**") for the Evander Project. Highlights from the results are as follows:

Evander Project BFS Highlights

Gold Recovered over Life of Project	4,113,000oz
Annual Gold Recovered at Full Production	309,000oz
Recovered Grade over Life of Project	6.51g/t
Initial Construction Capital Cost Estimate	US$579.3m
Total Capital Cost over Life of Project	US$714.7m
Capital Efficiency	US$2,696/oz
After-tax Net Present Value ("**NPV**") at 5% Discount Rate	US$724.8m
After-tax Internal Rate of Return ("**IRR**")	17.6%
Life of Mine	20 years
Payback	3.6 years
Cash Operating Costs	US$486/oz
All in Sustaining Costs ("**AISC**")	US$583/oz
All in Costs ("**AIC**")	US$724/oz

Notes:

1. Financials calculated using a gold price of US$1,290/oz and an exchange rate of US$1.00 = ZAR14.00.

2. Capital Efficiency is calculated as Total Capital Cost divided by average annual gold production over the production life of mine.

3. Payback calculated from date of first production.

4. US$/oz cost definitions as per World Gold Council Guidance Note on AISC and AIC costs – 27 June 2013.

Turnberry Projects (Pty) Limited ("**Turnberry**"), an independent South African based consultancy, was the lead independent consultant for the BFS, which has an effective date of 29 February 2016. All estimates in this announcement have been extracted from the BFS report dated 29 February 2016. The engineering, design, scheduling and original capital and operating cost estimating work for the Evander Project was carried out in South Africa by various independent professional consultants under the leadership of Turnberry. As a part of its review process, the Company engaged China ENFI Engineering Corporation Limited, a subsidiary of MCC, to investigate further capital cost and construction scheduling optimization. Accordingly, the BFS results include the results of this optimization.

Expenditure on the Evander Project for the period ended 30 September 2021 was as follows:

	ZAR million
Consultants & service providers	0.02
Staffing	3.96
Overheads	1.15
Total	5.13

The Jeanette Project

The Jeanette Project is located in the northern region of the Free State goldfield close to the towns of Allanridge, Kutlwanong and Nyakallong, within the southwest limb of the Witwatersand Basin in the Free State Province of South Africa. Taung Gold Free State (Pty) Limited ("**TGFS**"), a wholly-owned subsidiary of TGL, is the registered holder of the mining right over the Jeanette Project. The Mining Right No. 33/2017 for the Jeanette Project was registered in the name of TGFS on 6 December 2017. During the period under review, ZAR7.09 million was spent on the Jeanette Project.

On 28 April 2018, the Company entered into a Service Contract with MCCI International Incorporation Limited ("**MCCI**"), a subsidiary of MCC, whereby the Company appointed MCCI to carry out a Feasibility Study ("**FS**") for the Jeanette Project. The FS was duly completed with an effective date of 23 July 2019.

The Company and MCCI agreed during the early stages of the FS that the Jeanette Project should be executed in a phased approach as follows:

Phase 1

a. Completing and commissioning the existing No. 1 Shaft and No. 2B shaft infrastructure and establishing a connection holing between the two shafts to access the northern portion of the orebody;

b. Establishing ore reserve development in the northern portion of the orebody and building up the production profile to a rate of 30,833 tons milled per month at a head grade of 11.92g/t; and

c. Establishing the surface infrastructure for a stand-alone mining and a modular processing operation at a rate of approximately 370,000 tons milled per annum.

Phase 2

a. Sinking and developing two new shafts to access the southern portion of the orebody;

b. Establishing ore reserve development in the southern portion of the orebody and building up the production profile to a rate of 69,167 tons milled per month at a head grade of 11.06g/t; and

c. Increasing the capacity of the processing plant and associated infrastructure to 830,000 tons per annum.

This phased approach has the following advantages over the approach followed initially in the pre-feasibility study ("**PFS**"):

- A significantly lower Initial Construction Capital Cost Estimate of US$523.5 million (in 2019 terms) compared to US$723.8 million (2017 terms) in the PFS, as a result of a more optimal use of the existing shaft infrastructure and the sinking of two new shafts being postponed to Phase 2; and

- A much shorter lead-time to first gold production of 3.6 years, as a result of being able to access the ore reserve much faster than anticipated in the PFS (4.5 years).

Given the above, the Company believes that the phased approach is a superior methodology, especially considering the prevailing global economic and financial market conditions.

The Company therefore reports the FS as representing the outcome of the work done in respect of Phase 1 of the Jeanette Project with a life of mine of 22 years. Accordingly, the Company will consider the timing of the feasibility work for Phase 2 of the Jeanette Project at a future date. Highlights from the results of Phase 1 of the Jeanette Project FS are as follows:

Jeanette Project FS Highlights – Phase 1

Gold Recovered over Life of Project	2.89Moz
Initial Construction Capital Cost Estimate (2019 terms)	US$523.5m
Total Capital Cost over Life of Project (2019 terms)	US$646.6m
Capital Efficiency	US$4,017/oz
After-tax NPV at 5% Discount rate	US$509.9m
After-tax IRR	14.1%
Life of Mine	22 years
Payback	8.7 years
Cash Operating Costs	US$471/oz
Profit Margin	46.2%
AISC	US$666/oz
AIC	US$694/oz

Notes:

1. Financials calculated using a gold price of US$1,290/oz and/or an exchange rate of US$1.00 = ZAR14.00.

2. Capital Efficiency is calculated as Total Capital Cost divided by average annual gold production over the production life of mine.

3. Payback calculated from date of first production.

Expenditure on the Jeanette Project for the period ended 30 September 2021 was as follows:

	ZAR million
Consultants & service providers	1.20
Staffing	4.54
Overheads	1.35
Total	7.09

The Pakistan Project

Reko Garok Gold Minerals (Private) Limited ("The Pakistani Target Company")

As disclosed in the announcement on 28 December 2016, the Pakistani Target Company was the legal holder of the EL127 Exploration License and has lodged an application for the conversion of the EL127 Exploration License into Mining Lease. The EL127 Exploration License will continue be effective until such time as the Mining Lease been issued.

According to a letter issued to the Pakistani Target Company by the Department of Mines and Minerals, Government of Balochistan on 16 February 2018, the Mining Lease was granted subject to the mineral agreement with the Government of Balochistan (the "**Agreement**") and the No Objection Certificate issued by the Environmental Protection Agency of the Government of Balochistan (the "**NOC**"). The Pakistani Target Company has lodged the execution of the Agreement and the NOC accordingly. On 6 April 2018 and 19 May 2018, both the Agreement and the NOC have been executed and obtained and hence, the Mining Lease is valid and legally held by the Pakistani Target Company and thus EL127 will convert to ML127 as per the Mining Lease.The granting of the Mining Lease is first mover process in tapping into one of the largest hosts of world-class copper-gold porphyry mineralization.

On 25 June 2019, an addendum was executed to extend the long stop date of the proposed acquisition of the Pakistani Target Company ("**Proposed Acquisition**") to 31 December 2019 (the "**First Addendum**"). However, the uncertain political environment has adversely affected the due diligence process, completion could therefore not take place on or before the long stop date of 31 December 2019 as set out in the First Addendum. Subsequently, the impact of COVID-19 has also affected the progress and on 26 June 2020, a second addendum (the "**Second Addendum**") was executed to further extend the long stop date to 31 December

2020. Details of the First Addendum and Second Addendum have been disclosed in the announcements dated 25 June 2019 and 26 June 2020 respectively.

On 25 June 2021, the Group decided not to proceed with the Proposed Acquisition and entered into a termination agreement (the "**Termination Agreement**") with the seller and the guarantor to terminate the Proposed Acquisition (the "**Termination**"). Pursuant to the Termination Agreement, the Proposed Acquisition be terminated with effect from the date of the Termination Agreement, and the Group and the seller should release each other from their respective and obligations. Following the Termination, HK$30,000,000 of the deposit has been refunded to the Group, while the seller and the guarantor undertook to refund the remaining HK$30,000,000 of the deposit on or before 31 December 2021. Details about this Termination are set out in the Company's announcement on 25 June 2021.

The JV with FWO

Taung Gold International Limited, a non-wholly owned subsidiary of the Company incorporated in the British Virgin Islands entered into Joint Venture (the "**JV**") with Frontier Works Organization ("**FWO**") for the "Tanjeel H4 Deposit" on 9 June 2017. The Company has prepared the Pre-Qualification Document (the "**PQD**") in accordance with the public announcement made by the Mines and Mineral Department of the Government of Balochistan regarding the invitation for Expressions of Interest for the "Tanjeel H4 Deposit" (the "**PQD Submission**"). The result of the PQD Submission is still yet to be announced as a result of delays in political and administration processes due to the Pakistan general election since 2018. Hence, in view of the lack of clarity regarding the outcome of the PQD Submission, the Company has re-negotiated the JV with FWO and has recovered the US$15.4 million remaining deposit as per the Joint Venture Agreement on 27 February 2019 (the "**Joint Venture Agreement**").

In view of the lack of progress on the result of the PQD Submission as well as the impact of COVID-19, the Board is of the view that the Company should focus and concentrate its resources on the development of Jeanette Project and therefore the Group decided not to advance the development of the "Tanjeel H4 Deposit" in Pakistan.

FUTURE PLANS FOR THE EVANDER PROJECT AND THE JEANETTE PROJECT

The Evander Project

Contract for the Construction of the Evander Project

As disclosed in 2019 Annual Report, the Company and MCCI decided to await the results of the Jeanette FS before committing further time and resources to the contract for the Evander Project. This decision was underpinned by early indications that the Jeanette Project, as a result of the phased approach adopted by the Company and MCCI, would require a lower amount of capital funding and a faster lead-time to first production. The capital cost and lead-time to first production are fundamental to how potential investors look at large-scale gold projects and have a significant bearing on their appetite to commit funding. The FS results of the Jeanette Project was released and the relevant announcement was published on 30 August 2019. Given the Jeanette Project's lower capital cost and shorter lead-time to production, the Company's efforts have therefore been focused on advancing the EPC Contract for the Jeanette Project.

The estimated time frame for the remaining work for the Evander contract will be 12–18 months from the date of a decision to continue. The Company will keep its shareholders informed of any material development in this regard in due course.

Disposal of HIL

During the period under review, the sale process for TGS to dispose of its 100% interest in HIL, whose sole asset is a mining right for coal in terms of MPRDA, was still in progress.

A Sale of Shares and Claims Agreement (the "**Sale Agreement**") with a potential buyer terminated when the potential buyer was unable to provide adequate proof of funding. A broker appointed to oversee the disposal of HIL is canvassing to find a fresh potential buyer.

The EIA/EMP Amendment Process

The Environmental Impact Assessment ("**EIA**") for the Evander Project requires amendment to reflect the positive changes regarding tailings disposal and an application to the Department of Mineral Resources will lead to subsequent amendment of the Mining Works Program and Environmental Authorization that form part of the Evander Project Mining Right held by TGS.

The Company already has an Environmental Authorisation for the dewatering and construction phase of the Evander Project. In addition, the Water Use Licence ("**WUL**") for abstraction, transport and disposal of excess mine water during the dewatering and construction phase has also been issued and is in the process of being renewed.

The amendment of the EIA/Environmental Management Programme ("**EMP**") and final WUL for the Evander Project relates to the production phase which will start approximately 6 years after commencement and, as such, is not on the critical path for project construction.

In light of the decision to stay further work on the Evander Project contract, a decision was taken earlier in 2019 to postpone the commencement of the environmental specialist studies. The studies will be initiated once the timing of the Evander Project construction phase has been finalised.

The Jeanette Project

As stated in the announcement dated 30 August 2019, it was intended that MCCI would participate in the development of the Jeanette Project on an Engineering, Procurement and Construction ("**EPC**") basis and would also assist the Company with securing debt financing and equity investment.

On 30 December 2019, TGFS, the holder of the Mining Right over the Jeanette Project, entered into a EPC Contract with MCC with an Accepted Contract Amount of US$521,546,000. Pursuant to the EPC Contract; (i) TGFS has agreed to engage MCC and MCC has agreed to undertake the works of the Jeanette Project on EPC basis for the initiation, execution and completion of the Works and the remedying of any defects therein; and (ii) the EPC Contract will be split into two contracts, one being between TGFS and MCC for the Engineering and Procurement portion, and the other being between TGFS and MCC's South African branch for the Construction portion.

In order to progress with the engineering work for the Jeanette Project, the Company and MCC agreed to immediately commence with Basic Design for the Jeanette Project firstly through the conclusion of an agreement between the parties for the Basic Design. This entailed the entering into of a Supplementary Agreement to the EPC Contract and an addendum to the 2018 FS Service Contract, in order to facilitate the completion of the design work for long-lead items, the early works program and to determine the Lump Sum Offer. The addendum to the 2018 FS Service Contract has yet to be concluded due to the reasons detailed below. The final amount for the EPC Contract may differ from the Accepted Contract Amount of US$521,546,000 as a result of any variations in scope that may arise during the Basic Design work. In addition, MCC will assist the Company to secure equity and debt financing for the EPC Contract for the Jeanette Project at the TGFS level from independent third parties, including but not limited to, strategic investors in the mining sector and Chinese banks.

Meanwhile, given the travel restrictions in both South Africa and the People's Republic of China since the outbreak of COVID-19, the Company has been unable to commence the Basic Design without physical visiting MCC and the technical team of MCC visiting the Jeanette Project. The Company and MCC continues to communicate on the Basic Design and to monitor any changes to the travel restrictions which may allow the commencement of Basic Design. Hence, additional time is required for the Basic Design and to prepare for the finalization of the Lump Sum Offer, potential financing arrangements and the entering into of the Lump Sum Offer Supplementary Agreement.

Upon finalization of the Lump Sum Offer, the EPC Contract will be subject to the approval of shareholders. Shareholders are referred to the announcement of 20 May 2020 and 30 April 2021 respectively in this regard. The Company will keep shareholders informed of any material development in this regard in due course.

EMPLOYEE AND REMUNERATION POLICY

As at 30 September 2021, the total number of employees, excluding workers under exclusive sub-contracting arrangement, of the Group was 23 (31 March 2021: approximately 30). The Group's remuneration policy is primarily based on their performance, working experience and the prevailing market conditions. Employee benefits include mandatory provident fund (pension), share option scheme, death and disability cover, etc.

CORPORATE GOVERNANCE CODE

In the opinion of the directors, the Company had complied with the code provisions of the Corporate Governance Code ("**CG Code**") as set out in Appendix 14 to the Listing Rules during the six months ended 30 September 2021, save as the deviation from code provision A.4.1 which is explained as follows:

– Under code provision A.4.1 of the CG Code, non-executive directors should be appointed for a specific term and subject to re-election. The independent non-executive directors of the Company are not appointed for specific terms but are subject to retirement by rotation in accordance with the bye-laws of the Company.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix 10 of the Listing Rules as its own code of conduct regarding directors' securities transactions. The Company has made specific enquiries of all the directors and all the directors confirmed that they have complied with the required standards set out in the Model Code for the six months ended 30 September 2021.

The Company has also established written guidelines on no less exacting terms than the Model Code (the "**Written Guidelines**") for securities transactions by the relevant employees, including the directors, who are likely to possess inside information of the Company.

No incidents of non-compliance of the Written Guidelines by the relevant employees were noted by the Company.

AUDIT COMMITTEE

The audit committee, which comprises three independent non-executive directors of the Company, has discussed with the management of the Company on the accounting principles and practices adopted by the Group, internal controls, risk management and financial reporting matters. The audit committee has also reviewed and discussed with the management of the Company the unaudited consolidated financial statements for the six months ended 30 September 2021.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

There was no purchase, sale or redemption of shares or other listed securities of the Company or by any of its subsidiaries during the reporting period.

PUBLICATION OF THE INTERIM RESULTS AND INTERIM REPORT

This announcement is available for viewing on the website of the Stock Exchange at www.hkexnews.hk under "Latest Listed Companies Information" and on the website of the Company at www.taunggold.com under "Investors and media". The interim report of the Company containing all the information required by the Listing Rules will be published on the same websites in due course.

By Order of the Board
Taung Gold International Limited
Cheung Pak Sum
Co-chairman & Executive Director

Hong Kong, 30 November 2021

As at the date of this announcement, the Executive Directors of the Company are Mr. Christiaan Rudolph de Wet de Bruin (Co-chairman), Ms. Cheung Pak Sum (Co-chairman) and Mr. Phen Chun Shing, Vincent; and the Independent Non-executive Directors of the Company are Mr. Chong Man Hung Jeffrey, Mr. Li Kam Chung and Mr. Tsui Pang.