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Resolute

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2020 Annual Report

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Scope of this Report

Resolute Mining Limited's 2020 Annual Report presents the Company's operating and financial results for the period from 1 January 2020 to 31 December 2020 and has been prepared for our stakeholders in line with statutory and regulatory reporting obligations.

Resolute is a multi-mine, low-cost, African-focused gold producer. This report outlines Resolute's operational and financial performance and details the Company's efforts in 2020 to deliver long-term value to all stakeholders in a manner that reflects company values.

All references to Resolute, the Company, we, us and our, refer to Resolute Mining Limited (ABN 097 088 689) and its subsidiaries. All dollar figures are in United States dollar currency unless otherwise stated.

All references to 2020 are for the 12-month period from 1 January 2020 to 31 December 2020 unless otherwise stated.

About Resolute

Resolute is a successful African-focused gold miner with more than 30 years of experience as an explorer, developer and operator of ten gold mines which have produced more than 9 million ounces of gold and counting.

Resolute currently owns two producing gold mines: the Syama Gold Mine in Mali (Syama) and the Mako Gold Mine in Senegal (Mako). Our Global Mineral Resource base comprises 11 million ounces (Moz) of gold.

Syama is a robust, long-life asset which is expected to produce 235,000oz to 255,000oz of gold in 2021 from existing processing and mining infrastructure.

Mako is a high quality, open pit gold mine which Resolute has owned and operated since August 2019.

The Company is also active in exploration with drilling campaigns underway across its African tenements with a focus on Mali, Senegal, Côte d'Ivoire and Guinea.

Resolute's Vision

To be a multi-mine, low-cost, African-focused gold producer

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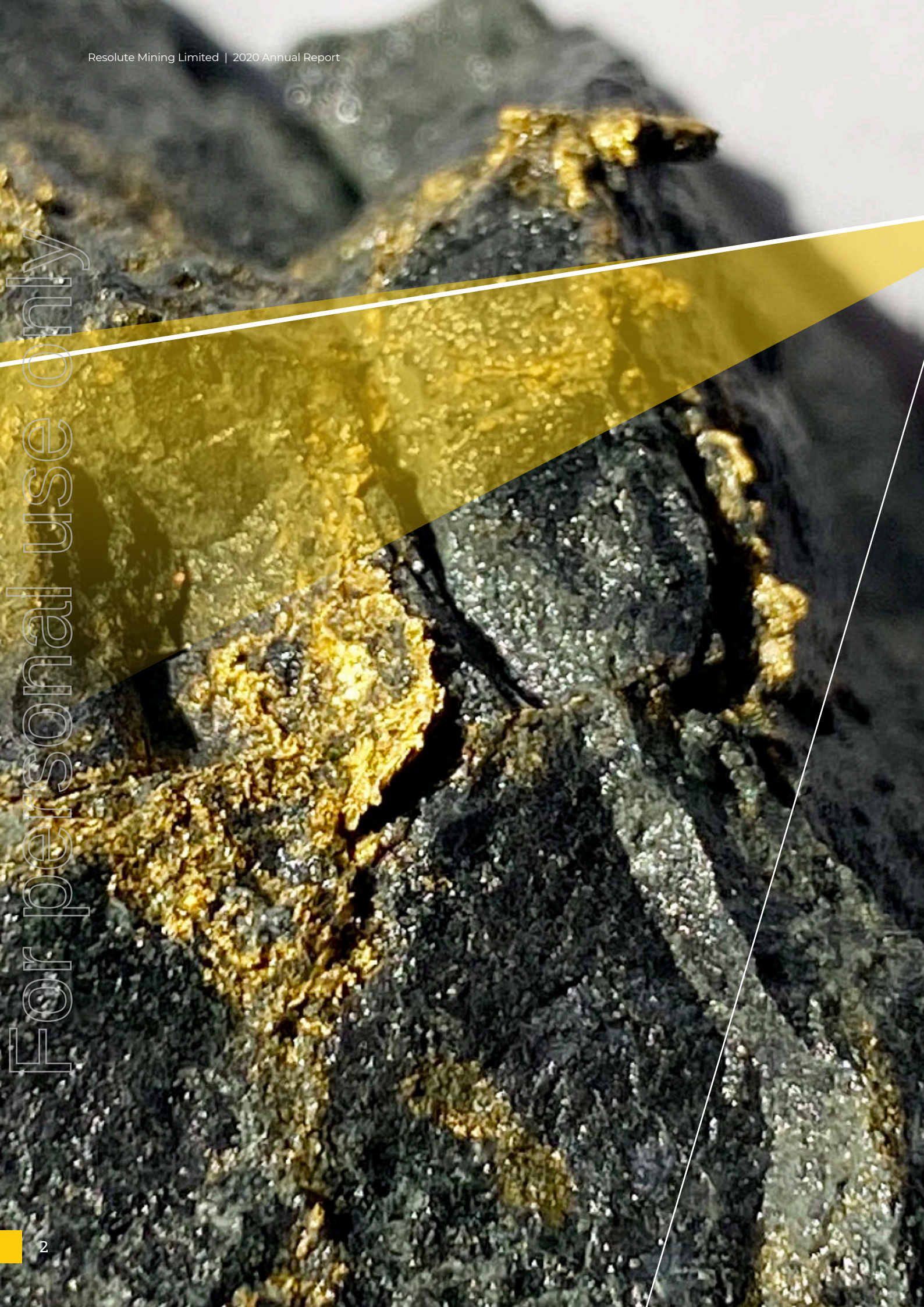

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2020 at a Glance

Gold Production:
395,136oz

Revenue:
$618 million

Cash, Bullion and Listed Investments:
$107 million

All-In Sustaining Cost:
$1,074/oz

Underlying EBITDA:
$270million

Gold in Circuit Inventory:
78,420oz
valued at $148 million

Gold Sales:
395,175oz

Underlying Net Profit After Tax:
$37 million

Economic Value Distributed:
$760 million

Average Realised Gold Price:
$1,562/oz

Net Profit After Tax:
$5 million

Total Recordable Injury Frequency Rate:
0.87

26 March: $300 million debt refinancing completed

26 March: Comprehensive COVID-19 response plan implemented

31 March: Divestment of Ravenswood Gold Mine (Australia) for A$50 million in cash, a A$50 million promissory note with annual coupon of 6% to be capitalised and payable to Resolute at maturity, and up to A$200 million in payments aligned to gold price and strategic outcomes at Ravenswood

31 May: First phase of open pit mining completed at Tabakoroni

30 June: Operation of Syama Underground at nameplate production rate of 2.4Mtpa achieved

20 July: Mako Life of Mine updated

14 October: Tabakoroni Underground Mineral Resource Estimate upgraded

14 October: Tabakoroni Pre-Feasibility Study completed

15 December 2020: Agreement for the $105 million sale of Bibiani Gold Mine (Ghana) signed

Chairman's Report

Resolute is a multi-mine, African-focused gold producer with 30 years experience exploring, developing and operating gold mines. The Company has mined more than 9 million ounces of gold from ten mines in Australia and Africa. During 2020, Resolute achieved a number of significant corporate milestones including the disposal of two non-core assets, namely the Ravenswood Gold Mine in Queensland and towards the end of the year, the announcement of the signing of an agreement to sell the Bibiani Gold Mine in Ghana. These actions enable the simplification of Resolute's current operational and development objectives to focus on our producing mines, Syama and Mako, while providing a stronger foundation from which to pursue a growth agenda. Our commitment remains to deliver sustainable and enduring value to shareholders and to the communities in which we operate.

Dear Shareholders,

Presenting Resolute Mining Limited's 2020 Annual Report provides an opportunity to reflect on an extraordinary period for our company. Various management and operational challenges were compounded by the global Coronavirus pandemic which took hold in the first half of 2020, and which continues with full effect as this report is penned.

Up front I wish to recognise the great management focus, and resilience of our employees, particularly at our operations, which have ensured that we have safely maintained production throughout the development of this pandemic. Protocols established for earlier regional outbreaks of contagious diseases, such as Ebola, provided an initial platform for addressing COVID-19. Continuous review of these processes, augmented by enhancement of oversight structures and application of technologies such as temperature cameras and site based PCR testing, has ensured targeted improvement.

Your company entered 2020 with a Board focused on balance sheet matters, exacerbated by the production consequences of a roaster failure at Syama in Q4 of 2019.

In January 2020, shareholders and new investors supported a successful equity raising allowing repayment, as planned, of the outstanding Toro Gold acquisition facility. In March, Resolute completed a debt refinancing allowing repayment of the Mako project loan, further simplifying the Company's balance sheet.

At the end of March, we completed the sale of our Ravenswood operations in Queensland, thus for now, becoming a truly African-focused gold miner. Ravenswood requires significant capital investment to leverage the opportunity within its gold resources. This investment will now be made by its new owners, with Resolute retaining an appropriate upside exposure to the gold price and subsequent performance.

In December 2020 we announced the sale of Bibiani, an asset the Company has owned since 2014. We are confident that our positive legacy in Ghana, and the interests of all stakeholders, will be best served under the new ownership arrangements which will allow for early redevelopment of operations at Bibiani.

August saw a form of Coup d'Etat in Mali, with some supply disruption caused by ECOWAS sanctions before a new transitional government was established. Whilst a reminder that political stability remains a risk, neither the safety or security of our employees, at Syama and Bamako, were compromised and the impact to production was minimal.

Mako, in Senegal, completed its first full year as a Resolute asset, confirming the strategic rationale of the Toro Gold acquisition, meeting all targets and providing strong cash flows. 2021 will see reduced production as a cutback is advanced.

The Company's new underground mine at Syama is now operating consistently at nameplate levels, with caving as planned and delivery of fresh ore at grade to the sulphide circuit.

Despite the successful advancement of numerous strategic objectives and the pleasing performance of the Mako asset, we recognise the Company requires urgent focus to deliver the expected consistent operational performance at our flagship Syama mine in order to begin to deliver

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appropriate value to shareholders. Actions have been taken in this regard and we are determined to ensure significant progress in 2021 and beyond.

In October 2020, Stuart Gale was appointed Interim CEO following John Welborn stepping down from the role. An active process to recruit a new CEO is under way. John worked hard to reposition and transform Resolute during his time at the Company and we thank him for his contributions and wish him well in his new endeavours.

Resolute takes great care to ensure it operates responsibly and with consideration for the health and safety of our employees, the communities within which we operate, and the environment around us. We published our inaugural Sustainability Report this year, which provides a detailed review of our environmental, social, and governance performance for each of our operating assets in 2020, in accordance with leading practice. An integral part of embedding resilience into our operations is our further commitment to support the increase in national professionals in senior and upper level management roles at our operations.

The gold price continues to maintain its strength amid continued global uncertainty. This provides a favourable environment within which the Company is determined to deliver sustainable value for its shareholders through operational and financial improvement while continuing to assess strategic opportunities.

I look forward to being able to report on our progress during 2021.

Martin Botha
Chairman

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Interim CEO Report

Dear Shareholders,

During 2020 we achieved a number of major strategic goals. We implemented a robust COVID-19 response plan across our operations which has kept our people safe and our mines running; completed the sale of Ravenswood with proceeds of up to A$300 million and crystallised our strategy to be an African-focused gold producer; successfully refinanced the business through an equity raising and a new low-cost, flexible syndicated debt facility which enabled us to remove the external royalty over our Mako Gold Mine in Senegal; updated the Life of Mine plan for Mako, increasing gold production by 39% and added two years of mine life; announced an updated Mineral Resource Estimate for the Tabakoroni underground and completed a Pre-Feasibility Study to assess its potential to augment gold production at our Syama Gold Mine in Mali.

We are proud of our people and were very pleased this year to deliver on our commitment to increase the development of our workforce at Syama with the promotion of a number of Malian professionals in senior and upper level management roles. In September, we appointed Ousmane Coulibaly as Resolute's Country Manager Mali, responsible for our day to day business in Bamako. We announced the appointment of Mohamed Cisse as Managing Director SOMISY in December, the first Malian to oversee operations at Syama. It was also rewarding to see Awa Fofana, Underground Safety Superintendent at Syama, and also the only female in this role in Mali, recognised as one of Women in Mining UK's top 100 global inspirational women in mining for 2020.

Resolute's operational performance in 2020 in the face of COVID-19, a Coup d'Etat in Mali and industrial action at Syama, reflects the resilience of our people who performed throughout to ensure that operations were safely maintained, and gold production continued. In the face of these challenges during 2020, Resolute showed positive momentum with our operations and produced 395,136 ounces of gold at an All-In Sustaining Cost of $1,074 per ounce. Group Revenue was $618 million and resulted in underlying earnings before interest, tax, depreciation and amortisation of $270 million and an underlying net profit after tax of $5 million.

Revenue from continuing operations at Syama and Mako was $603 million and corresponded with an underlying EBITDA of $270 million.

Most pleasingly throughout 2020, our teams worked safely and efficiently to operate our mines, despite the impacts of COVID-19. In response to the pandemic our executive and site management teams implemented measures and protocols that protected the wellbeing of our employees, contractors and the communities in which we operate, while maintaining and improving our operational performance and keeping our mines running. Our comprehensive response plan remains in place to manage the COVID-19 pandemic at all company locations and includes additional hygiene, PPE, and social distancing measures, and extensive testing and mandatory isolation procedures for suspected or confirmed cases amongst the workforces.

The impacts of COVID-19 on our expatriate workers, many of whom worked extended rosters, some for several months due to the pandemic's restriction on air travel and international border closures, should not be overlooked. I take this moment to pause and offer my thanks for their commitment and resolve during a period of unprecedented uncertainty and disruption to regular work life.

I also thank our executive and senior management teams who remained vigilant and prioritised the safety of our operations while managing and adjusting to the challenges of the pandemic. The safety and wellbeing of our people remains our number one priority. We have kept our mills running to produce gold and sustain the significant economic contribution we make to our host communities, at the same time as honouring our obligations to maintain the health and safety of our employees and contractors.

Our sulphide operations at Syama were fully operational at the beginning of the year with significant underground ore stockpiles at surface. Underground mining and processing rates increased significantly as the roaster was recommissioned following repairs in late 2019 and the underground mine reached full operating capacity.

Plant throughput increased as a result of extensive optimisation and modification work on the crushing and milling circuits, while recoveries reflected a similar process of optimisation in the operation of the flotation and leach circuits. Syama's operating performance continues to improve as we seek to consolidate and deliver a consistent level of throughput aligned with our long-term expectations of the plant and roaster.

The Syama oxide operations continued to perform well, although ore grade and gold production were lower in 2020 following the completion of initial oxide open pit operations at the Tabakoroni complex. Exploration at Syama is focused on extended the remaining two-year life of this operation.

Political pressures in Mali resulted in a Coup d'Etat in August which saw sanctions placed on the country by the Economic Community of West African States (ECOWAS). The sanctions, which threatened supply lines of key mining consumables for a period, and political instability did not impact production or the safety and security of employees and contractors at Syama, or in Bamako. The resolution of the political issues at the end of the September quarter was pleasing, with a transitional government supported by ECOWAS sworn into office. The establishment of a new administration provides confidence for the Company as we continue our engagement with the Mali Government to resolve our previously documented in-country tax position.

During the September and December quarters, a number of local and national strikes at Syama impacted production. Pleasingly, we were able to maintain production throughout this period by capitalising on available ore stockpiles and redeploying essential workers to maintain production at the sulphide and oxide processing plants.

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Turning to our operations in Senegal, Mako is a consistent performer for Resolute, delivering strong results and cash flows. An increase in mining volumes in 2020 reflects the arrival of a new mining fleet to accelerate waste stripping to support an enlarged open pit and longer mine life. This reflected the results of work to update the Mako Life of Mine plan, which was completed in July 2020.

During 2020 our exploration activity was focused on the underground resource at Tabakoroni and the expansion of our potential oxide deposits around Syama in Mali. Other field programs in Senegal, Côte d'Ivoire and Guinea were paused during the June quarter due to logistical impacts of the COVID-19 pandemic, with border closures and travel restrictions imposed by respective governments. These programs restarted after restrictions eased in August with work continuing as normal for the remainder of the year.

On 14 October 2020, Resolute announced an updated Mineral Resource Estimate at Tabakoroni which enabled completion of a Pre-Feasibility Study to assess the potential for a new underground gold mine at Tabakoroni.

Excellent drilling results from deep drilling at Tabakoroni throughout the second half of 2020 led to a re-estimation of the Mineral Resource in December. The updated Mineral Resource at Tabakoroni now stands at 8.1 million tonnes at 4.9 grams per tonne of gold for a total of 1.26 million ounces of gold. The Tabakoroni underground deposit remains open, both along strike and at depth with ongoing exploration success expected to expand Mineral Resources and extend mine life.

Accelerated drilling programs were undertaken throughout the Syama Greenstone Belt to expand oxide resources and extend mine life which is a key priority for the Company. Positive results from these programs were reported in April and October 2020. The Company is confident that the exploration program will be successful in adding to the oxide mining inventory.

Construction of the new hybrid modular power station at Syama in partnership with Aggreko plc continued throughout 2020. Commissioning of the first generating units, and the battery storage system will take place in the first quarter of 2021. The project will be fully commissioned and operating shortly thereafter.

At the corporate level, we announced a key milestone in Resolute's history with the sale of our Australian operation at Ravenswood in Queensland, with total proceeds receivable by Resolute of up to A$300 million. Resolute has received A$50 million in cash and a A$50 million promissory note, with A$200 million of upside exposure to Ravenswood in potential payments contingent on future gold prices, future gold production from the mine and the investment outcomes generated by new owners, EMR Capital and Golden Energy and Resources. We are proud of our achievements at Ravenswood and the significant economic benefits we have provided to the local community, the Queensland Government, and Resolute shareholders. We are confident Resolute's legacy, and the interests of all stakeholders in Ravenswood, will be protected and enhanced by the new owners.

We also completed an important refinancing during the March quarter for a fully flexible, low-cost $300 million facility provided by syndicate banks which provided significant flexibility in the unstable global environment. As part of that refinancing, we successfully negotiated the acquisition of the external royalty over Mako which was put in place during the financing phase of that mine, to remove the external royalty over the project, increasing future cash flows for the Company.

The strategic review of the Bibiani Gold Mine in Ghana resulted in an agreement to sell our interest in Bibiani, to Chijin International (HK) Limited, a wholly owned subsidiary of Chifeng, for total cash consideration of $105 million. Resolute is proud of its contribution to Ghana and pleased that our investments at Bibiani in exploration, feasibility studies, and community support will provide a strong base for future success and value creation. I am confident that Resolute's positive legacy in Ghana, and the interests of all stakeholders in Bibiani, will be protected and enhanced under Chifeng's ownership.

Resolute operates responsibly, with careful consideration for the health and safety of our people, the communities surrounding our sites, and the environment around us, and is aligned to the World Gold Council's Responsible Gold Mining Principles. During 2020 we developed a Sustainability Performance Framework to reflect this commitment and govern the way we operate in order to meet international standards of good practice in areas of social development, human rights, environmental protection and health and safety. We are very pleased to publish our first Sustainability Report this year which provides a detailed review of our ESG performance for each of our operating assets in 2020, in accordance with the Global Reporting Initiative Sustainability Standards.

I take this opportunity to recognise the efforts of the entire Resolute team, led by our Board, our executive group, senior management team and our site-based general managers. The efforts of our employees, contractors and advisory partners, as well as the support of all our stakeholders has enabled Resolute to remain resilient and determined during 2020. I also wish to thank former Managing Director and Chief Executive Officer, John Welborn for his leadership, valuable contributions and hard work in repositioning and transforming the business over the past five years.

In 2021 we will continue to simplify our business and focus on the consistent delivery of operational outcomes and create sustainable value for all stakeholders.

Stuart Gale
Interim Chief Executive Officer

Board of Directors

Martin Botha

BScEng

Non-Executive Chairman

Mr Martin Botha was appointed Chairman in June 2017 after being appointed to the Board in February 2014. Mr Botha is Chair of the Nomination Committee and a member of the Audit and Risk Committee and the Remuneration Committee.

Skills, experience and expertise

Mr Botha is an investment banker with extensive experience as a non-executive director in the metals and mining industry and regulated financial markets.

Mr Botha led the establishment and development of Standard Bank's core global natural resources trading and financing franchise across all continents as a founding director in their London centred international operations. He brings this insight and experience of global commodity markets as well as mining financing and M&A transactions to the Board.

Mr Botha is active in assisting early stage mining opportunities in Africa and has a broad strategic understanding of the resources industry and its cyclical nature.

He brings deep experience in governance through his board level roles in highly regulated institutions in a number of global financial centres. Mr Botha currently chairs a UK regulated broker as well as a private company building digital marketplaces.

Mr Botha graduated with first class honours from the University of Cape Town and is based in London.

Current listed directorships

- Non-Executive Director of Zeta Resources Limited (appointed 2013)

Other current directorships/appointments

- Non-Executive Chair Sberbank (UK) (appointed 2012)
- Non-Executive Chair Perfect Channel Ltd (appointed 2017)

Peter Sullivan

BEng, MBA

Non-Executive Director

Mr Peter Sullivan was appointed Managing Director and Chief Executive Officer of the Company in 2001 and retired as Chief Executive Officer on 30 June 2015 at which point he became a Non-Executive Director of the Company. Mr Sullivan is a member of the Remuneration Committee (Chair until 19 February 2020), the Audit and Risk Committee and the Nomination Committee.

Skills, experience and expertise

Mr Sullivan is an engineer with extensive experience as a non-executive director and in senior executive roles, including in chief executive officer and operational positions. Mr Sullivan brings wide-ranging and global experience working in listed and unlisted resource companies.

He has valuable insight and experience in engineering and construction, investment banking and capital markets and managing mining operations in Australia and internationally.

Mr Sullivan has over 30 years' experience working with ASX-listed companies and has a broad strategic perspective and understanding of the long-term cyclical nature of the resources industry.

Mr Sullivan has been closely involved with the strategic development of resource projects and companies with input across technical, financial, regulatory and governance matters. Mr Sullivan has worked across multiple jurisdictions including Africa, North America, Europe and Asia.

He holds a Bachelor of Engineering degree from the University of Western Australia and an MBA from the Australian Graduate School of Management.

Current listed directorships

- Non-Executive Director of GME Resources Limited (appointed 1996)
- Non-Executive Director of Zeta Resources Limited (appointed 2013)
- Non-Executive Director of Panoramic Resources Limited (appointed 2015)
- Non-Executive Director of Horizon Gold Limited (appointed 2020)
- Non-Executive Director of Copper Mountain Mining Corporation (appointed 2020)

Note: The Board considers that the specific duties and responsibilities of Mr Sullivan's current listed directorships outside of the Company do not impact on his ability to serve as a Non-Executive Director.

Other current directorships/appointments

- None

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Yasmin Broughton

BACom, Post Graduate Law, FAICD

Non-Executive Director

Ms Yasmin Broughton was appointed to the Board as a Non-Executive Director in June 2017. Ms Broughton is Chair of the Audit and Risk Committee, and a member of the Remuneration Committee and the Nomination Committee.

Skills, experience and expertise

Ms Broughton is a barrister and solicitor with extensive experience as a non-executive director and corporate lawyer working in a diverse range of industries including mining, infrastructure, energy, financial services, cyber security and agriculture.

Ms Broughton was a senior associate at the international law firm, Ashurst. As a corporate lawyer, Ms Broughton's speciality is M&A, corporate finance, and corporate governance.

Ms Broughton has over 20 years' experience working with ASX-listed companies and has a deep understanding of strategy, change management, governance and risk, compliance and regulation. In her executive career, Ms Broughton was general counsel and company secretary of several ASX-listed companies including Alinta Limited, a former ASX 50 energy and infrastructure company.

Ms Broughton has worked across multiple jurisdictions including the UK, Europe, Asia, and Africa.

Ms Broughton is a member of the Audit and Risk Committees of Western Areas, Synergy and the Insurance Commission of WA and a member of the Human Resources and Sustainability Committee at Synergy. Ms Broughton has a broad strategic perspective and understanding of the long-term cyclical nature of the resources industry with proven health, safety and environment performance.

Ms Broughton is a Fellow of the Australian Institute of Company Directors.

Current listed directorships

- Non-Executive Director Western Areas Limited (appointed October 2020)

Other current directorships/appointments

- Non-Executive Director Wright Prospecting Pty Ltd (appointed April 2020)
- Non-Executive Director of Synergy (appointed November 2017)
- Non-Executive Director of Insurance Commission of Western Australia (appointed October 2015)

Mark Potts

BSc (Hons), GAICD

Non-Executive Director

Mr Mark Potts was appointed to the Board as a Non-Executive Director in June 2017. Mr Potts is Chair of the Remuneration Committee (from 20 February 2020), and a member of the Audit and Risk Committee and the Nomination Committee.

Skills, experience and expertise

Mr Potts is a leading global technology and business executive. He has founded multiple venture backed technology and technology services companies in Australia, the UK and the US. Most recently Mr Potts was an HP Fellow and Chief Technology Officer / Vice President of Corporate Strategy at Hewlett-Packard Enterprise in the US, leading their efforts in both M&A, technology investment and capital strategy.

Mr Potts is and has been a non-executive director and chairman at a number of ASX-listed technology companies involved in disruption within both financial services/ superannuation, security/surveillance automation and government service digitisation. He has deep expertise in technology lead innovation leveraging Robotic Process Automation, AI / machine learning, and Blockchain technology, as well as public policy change and privatisation of government soft assets into public and private partnership.

Mr Potts has worked across multiple jurisdictions including the UK, Europe, US and Asia Pacific.

Mr Potts is also a non-executive director at Linear Clinical Research Limited, a purpose built state-of-the-art, clinical trials facility and a focal point for Australian clinical and medical research.

Mr Potts is a Member of the Australian Institute of Company Directors.

Current listed directorships

- Non-Executive Chairman of icetana (appointed 2018)

Other current directorships/appointments

- Non-Executive Director of Linear Clinical Research Limited (appointed 2019)
- Non-Executive Director of Land Services WA (appointed 2019)

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Sabina Shugg

BSc (Mining Engineering), MBA, GAICD

Non-Executive Director

Ms Sabina Shugg was appointed to the Board as a Non-Executive Director in September 2018. Ms Shugg is a member of the Remuneration Committee, the Sustainability Committee, the Audit and Risk Committee and the Nomination Committee.

Skills, experience and expertise

Ms Shugg is a mining engineer with over 30 years' experience involving senior operational roles with leading mining and consulting organisations including Normandy, Newcrest, and KPMG.

Ms Shugg has extensive experience in senior roles with mining and consulting organisations including operations management experience at senior site level covering both underground and open pit environments. Ms Shugg's work has a strong people focus together with a solid project management background.

Ms Shugg currently serves as the Director of the Kalgoorlie Campus for Curtin University – WA School of Mines with a focus on industry engagement and taking mining education into a digital future.

In her role as Founder and Chair of Women in Mining and Resources WA (WIMWA), Ms Shugg was awarded the inaugural Women in Resources Champion by the Chamber of Minerals and Energy of Western Australia for being an outstanding role model for the resources industry and broader community. In 2015, Ms Shugg was awarded a Member of the General Division of the Order of Australia for significant service to the mining industry through executive roles in the resources sector and as a role model and mentor to women.

Ms Shugg is a Member of the Australian Institute of Company Directors.

Current listed directorships

- None

Other current directorships/appointments

- Chair of the Goldfields Esperance Development Commission (appointed September 2020)
- Director of the Kalgoorlie Campus for Curtin University – WA School of Mines (appointed July 2019)
- Non-Executive Director of the Australian Prospectors & Miners' Hall of Fame Ltd (appointed 2014)
- Non-Executive Director of the Mining Hall of Fame Pty Ltd (appointed 2016)
- Director of WIMWA Events Pty Ltd (appointed 2007)

Leadership Group

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Stuart Gale

Mr Stuart Gale was appointed Chief Financial Officer effective 20 January 2020. On 19 October, Mr Gale was appointed Interim CEO of Resolute. Prior to joining the Company, Mr Gale was Group Manager Corporate Finance for Fortescue Metals Group Limited (FMG). Since joining FMG in 2010, Mr Gale was responsible for FMG's funding, risk, and treasury functions as well as statutory, management and project accounting, budgeting, forecasting, accounts payable and investor relations programs. During FMG's expansion period, Mr Gale ensured robust systems and processes were developed and implemented in addition to co-ordinating external and internal finance functions. More recently, the development of FMG's refinancing strategies to result in a low-cost, flexible, long dated debt portfolio that supports the company's ongoing growth was part of Mr Gale's role. Mr Gale has strong global relationships with banks, ratings agencies, shareholders, debt holders and investors that are highly beneficial to Resolute.

Prior to his career at FMG, Mr Gale held senior executive positions at Wesfarmers including Chief Financial Officer of Wesfarmers Energy Limited and General Manager Group Accounting at Wesfarmers Limited. Mr Gale is a Fellow of the Institute of Chartered Accountants in Australia and a Fellow of Leadership Western Australia.

David Kelly

Mr David Kelly joined Resolute in 2016 as General Manager – Corporate Strategy and is currently Chief Operating Officer, responsible for all aspects of the Company's operations and projects. An experienced geologist and company director, Mr Kelly has served in various senior executive roles in the resources sector for the last 30 years including as an investment banker and corporate advisor. Currently a non-executive director of ASX-listed Manas Resources Limited, Mr Kelly has previously served as a director of Predictive Discovery Limited, Ridge Resources Limited, Renaissance Minerals Limited and Pacific Ore Limited.

Amber Stanton

Ms Amber Stanton is a corporate lawyer and was appointed as General Counsel / Company Secretary in August 2017. Prior to joining Resolute, Ms Stanton was a partner at two international law firms, specialising in M&A, capital markets, energy and resources and general corporate and commercial matters. Ms Stanton has a deep understanding of corporate governance, risk, compliance and regulatory matters and has worked across multiple jurisdictions. Ms Stanton was the WA winner of the 2011 Telstra Business Womens Award (Corporate and Private Sector) and is a director of the Liver Foundation of Western Australia.

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Jordan Morrissey

Mr Jordan Morrissey joined Resolute in 2020 as General Manager People & Sustainability. Mr Morrissey is responsible for all aspects of the Company's people & HSSEC divisions including the execution of the Company's sustainability strategy. An experienced mining professional, Mr Morrissey has over 15 years' global mining experience and most recently held the Chief People Officer role for Syrah Resources Limited.

James Champion de Crespigny

Mr James Champion de Crespigny joined Resolute in 2020 as General Manager – Business Development. Mr Champion de Crespigny is a chartered accountant with experience in capital markets, financing, and M&A, primarily in the mining sector. His past experience includes roles with London-based mining finance group Cutfield Freeman & Co and Sydney-based private equity group EMR Capital.

Bruce Mowat

Mr Bruce Mowat joined Resolute in 2011 and is currently General Manager – Exploration, responsible for the Company's exploration and development programs in Australia, Africa and other jurisdictions. Mr Mowat has spent 30 years exploring for and finding gold and base metal deposits in Australia, PNG, Indonesia and West Africa and has held senior positions in a number of companies. Prior to joining Resolute, Mr Mowat was Chief Geologist for Straits Resources.

Sustainability at Resolute

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Resolute operates responsibly in all jurisdictions and is fully committed to meeting international standards of good practice across all ESG areas.

Resolute operates responsibly to create long term value and mutual benefit. All sustainability initiatives delivered across the Company conform to at least one of the three strategic pillars of our Sustainability Strategy:

- Environmental Stewardship
- Sustainable Development
- Governance & Integrity

Strategic priority areas have been identified under each pillar and will guide the implementation of specific sustainable development programs in the years to come. Resolute recognises the importance of strong sustainability performance and the benefits it provides to all stakeholders including our shareholders, investors and the countries and communities in which we operate.

Sustainability is central to our responsible approach to business and corporate governance.

As a member of the World Gold Council, Resolute is a signatory to the Responsible Gold Mining Principles (RGMP), a set of values for responsible gold mining across the mine lifecycle from discovery to rehabilitation.

Recognising the Company's assets and operational standards are at varying levels of maturity, Resolute announced a commitment in its 2019 Annual Report to develop an action plan to align all of its assets under a draft Resolute Group sustainability framework. In May 2020, the draft framework was refined as Resolute's Sustainability System. This system enables Resolute to effectively manage ESG risk and opportunity across the Company and provides a performance measurement framework to drive continual improvement.

Resolute's sustainability approach has been developed in accordance with the Global Reporting Initiative and other leading ESG guidance, relevant to the mining sector, including:

- Performance standards of the International Finance Corporation
- Sustainability Principles of the International Council on Mining and Metals
- UN Guiding Principles on Business and Human Rights
- Voluntary Principles on Security and Human Rights
- International Cyanide Management Code
- UN Sustainable Development Goals (SDGs)

Resolute is proud to have published its first Sustainability Report in 2020, to voluntarily disclose its key activities, programs and achievements. Achievements and highlights in 2020 include:

Environment:

- Zero significant non-compliance events
- Growth trends observed for all endangered species within the Niokolo-Koba National Park
- Elephant sighted within the Niokolo-Koba National Park for the first time in a decade

Social:

- External assurance of Group COVID-19 mitigations indicate a competent response pursued
- More than $1.1 million in financial and in-kind COVID-19 assistance to Mali and Senegal Governments
- TRIFR of 0.87, a 58% improvement on 2019 safety performance
- $760 million economic value distributed
- Local procurement spend of $416 million
- 91% national employment (direct and contract employees)
- Significant improvement in health and safety management system effectiveness

Governance:

- > 50% alignment with the RGMPs
- Significant strengthening of Corporate Governance Framework

Resolute's 2020 Sustainability Report is available to download on the Company's website at https://www.rml.com.au/investors/reports/

Operations Review

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Overview

Resolute is an African-focused ASX200 gold producer with two operating mines: Syama in Mali and Mako in Senegal.

Resolute completed the sale of the Ravenswood Gold Mine in Queensland on 31 March 2020 and was attributed with final gold production of 11,046oz for the quarter from that asset.

During 2020 Resolute produced 395,136oz of gold (poured) at an All-In Sustaining Cost (AISC) of $1,074/oz from its operating mines. Over the course of 2020, our processing plants milled a total of 6.25 million tonnes (Mt) of ore at an average grade of 2.28 grams per tonne of gold (g/t Au) for the recovery of 400,713oz. Gold in circuit at the end of 2020 totalled 78,420oz primarily comprised of Carbon Enriched Concentrate stocks held at Syama. The Company's gold in circuit inventory was valued at $148 million at the end of 2020.

The teams at both Syama and Mako succeeded in maintaining continuity of production throughout 2020, despite the many difficulties imposed by COVID-19 and a Coup d'Etat in Mali. It was therefore extremely disappointing that these efforts were undermined by the actions of the Union leadership at Syama, which called a series of strikes in protest at the Company's legitimate and entirely legal efforts to secure the safety and sustainability of the Syama operations.

Mine Operations Review

	Measure/ Units	Syama Sulphide	Syama Oxide	Syama Total	Mako	Ravenswood	Total
Total Ore Mined	Tonnes	2,097,421	1,321,679	3,419,100	2,744,238	-	6,163,338
Total Ore Processed	Tonnes	2,030,823	1,416,116	3,446,939	2,077,879	726,735	6,251,553
Grade Processed	g/t Au	2.55	2.19	2.40	2.69	0.50	2.28
Recovery	%	78.2	91.2	83.5	93.5	91.8	87.8
Gold Recovered	oz	130,245	91,626	222,171	167,931	10,611	400,713
Gold in Circuit Drawdown/Additions	oz	(6,745)	(1,066)	(7,811)	1,800	435	(5,576)
Gold Poured	oz	123,500	90,860	214,360	169,731	11,046	395,136
AISC	$/oz	1,465	844	1,203	812	1,458	1,074

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"Resolute's performance during a challenging 2020 reflects steady production from Mako in Senegal and a much-improved result from the Syama sulphide operation in Mali, despite the impact of industrial action at Syama. Across the business, our teams have proven their resilience and capability in maintaining operations under trying circumstances, particularly at Syama. We are confident that Syama will deliver increased and consistent production in 2021".

David Kelly - Chief Operating Officer

During 2020, Resolute poured 395,136oz of gold at an AISC of $1,074/oz. In Mali, Resolute rebuilt capacity at the Syama sulphide operation after significant disruption in late 2019 when the roaster was offline for two months, after a crack was detected in the shell. In the March 2020 quarter, roaster repairs and other refurbishments were completed, and processing rates were gradually increased.

At Syama, the Company continued the production ramp-up at the Syama Underground Mine with mining rates of over 200,000t per month achieved for the final quarter, and a record tonnage of 2,097,421 ore tonnes being mined for the full year. Ore processed increased with the return to normal operations following the roaster repairs in 2019, but progress was slowed in the second half of the year by a series of industrial actions. Total gold production from the Syama sulphide operation was 123,500oz of gold, a 98% increase on 2019 as the Syama roaster, which was offline for the majority of the December 2019 quarter, operated successfully throughout the year.

The oxide operations at Syama continued to perform well. The first stage of operations at the Tabakoroni Open Pit Mine (Tabakoroni), located 32km south of Syama, was completed in May. As expected, ore grades fell in the second half of the year as lower grade stockpiles were processed. In the final quarter, the majority of ore was supplied by the newly commissioned Cashew Open Pit Mine (Cashew), located 6km south of Syama. Total Syama Oxide gold production was 90,860oz, achieved from the processing of 1.4Mt at 2.2g/t Au.

Resolute is confident that a high-grade long-life underground operation will follow the oxide open pit mining phases at Tabakoroni. A Pre-Feasibility Study (PFS) was completed in October and established a mining schedule, consisting of Indicated and Inferred Resources, of 2.4Mt at 4.9g/t Au containing 387koz. The Tabakoroni underground deposit remains open both along strike and at depth and ongoing exploration success is expected to expand Mineral Resources and extend mine life.

Mako continued to perform reliably in 2020 with an increase in mining volumes reflecting the arrival in 2020 of a new mining fleet to accelerate waste stripping and the easing of shortages of operating personnel in the initial stages of the COVID-19 pandemic. Total gold production was 169,731oz from processing of 2.1Mt at 2.7g/t Au. An updated and extended Life of Mine plan (LOM) was completed in July 2020, which delivered material improvements to gold production and mine life. Mine life was extended by two additional years out to early 2027, a total of nine years from commencement in 2018. Over the remaining seven years of mine life Mako will produce 900koz at an average All-In Sustaining Cost of $900/oz.

2021 Outlook

Resolute is forecasting gold production for 2021 of 350,000oz to 375,000oz at an AISC of between $1,200/oz and $1,275/oz (including corporate overheads and prior to adjustment for the divestment of Ravenswood). Non-sustaining capital expenditure is forecast at $29 million and investment in exploration is forecast at $17 million for 2021.

2021 Production and Cost Guidance

2021 GUIDANCE	PRODUCTION (oz)	AISC ($/oz)
Syama Sulphide	155,000oz - 170,000oz	$1,200/oz - $1,275/oz.
Syama Oxide	80,000oz - 85,000oz	$1,050/oz - $1,090/oz
Mako	115,000oz - 120,000oz	$1,175/oz - $1,225/oz
TOTAL	**350,000oz - 375,000oz**	**$1,200/oz - $1,275/oz**

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Syama Gold Mine

Syama is located in the southwest of Mali, West Africa approximately 30km from the Côte d'Ivoire border and 300km southeast of the capital Bamako.

Syama is a large-scale operation which comprises two separate processing plants: a 2.4Mtpa sulphide processing circuit (ore sourced from the Syama Underground Mine) and a 1.5Mtpa oxide processing circuit (ore sourced from the Tabakoroni Open Pit Mine and near-mine oxide deposits).

Syama is owned by local subsidiary Société des Mines de Syama S.A. (SOMISY) in which Resolute has an 80% interest and the Government of Mali holds the remaining 20%. The Tabakoroni complex is owned by Société des Mines de Finkolo S.A. (SOMIFI) of which Resolute currently owns 100% through its wholly owned subsidiary, Resolute (Finkolo) Pty Ltd. The Government of Mali is entitled to a 10% free-carried interest in SOMIFI.

2020 AT A GLANCE

LOCATION
Mali, West Africa

MINING
3,419,100t

PROCESSING
3,446,939t at 2.40g/t Au and 83.5% recovery

PRODUCTION
214,360oz

AISC
$1,203/oz

SALES
215,308oz

RESOURCES
7.6Moz (2.6g/t Au)

RESERVES
3.3Moz (2.7g/t Au)

GROWTH POTENTIAL
Progress work on the new underground mine at Tabakoroni; discovery of additional resources to extend mine life

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Syama Operations Overview

Gold production at Syama during 2020 totalled 214,360oz at an AISC of $1,203/oz. Sulphide gold production increased due to higher rates of underground mining and processing. However, Syama oxide production was lower due to the processing of lower grade stockpiles following completion of open pit mining activities at Tabakoroni, industrial action and some material handling issues associated with sticky ore. Overall, Syama delivered a 12% decrease in gold production compared to 2019.

At Tabakoroni the Mineral Resource Estimate was upgraded to 7.4Mt at 4.4g/t Au at a 1.5g/t Au cut off for a total of 1.04Moz, an increase of 22% over the previous estimate. This enabled completion of the PFS to assess the viability of a new underground mine at Tabakoroni. Timing of any development of a Tabakoroni underground operation will be matched to the expected mine life of the existing Syama oxide operation.

Syama Sulphide Operations

Gold production from the Syama sulphide circuit for 2020 was 123,500oz at an AISC of $1,465/oz. Gold production increased by 98% compared to 2019 despite disruptions from industrial action in the second half of the year. Milled tonnages increased by 25% following the recommencement of processing operations at the end of 2019. Syama sulphide processing and production performance for the second half of 2020 was affected by industrial action, which primarily affected mill and roaster throughput.

Plant recovery improved, averaging 78.2% for the year, compared to 69.5% in 2019. This reflected a gradual improvement and consolidation of metallurgical performance over the course of the year, but was also affected by disruptions caused by industrial action.

Underground sulphide ore stocks at Syama increased from 440,000t to 498,000t at an average grade of 2.33g/t Au. The large quantity of run-of-mine stockpiled underground ore at Syama provides significant operational flexibility in managing the mining and processing rates.

Syama Sulphide Production and Cost Summary

	Ore Mined	Ore Milled	Head Grade	Recovery	Production	AISC
	(t)	(t)	(g/t)	(%)	(oz Au)	($/oz)
2020	2,097,421	2,030,823	2.55	78.2	123,500	1,465

Oxide Operations

The Syama oxide operation delivered another solid year. The first phase of open pit mining at the Tabakoroni Open Pit Mine was completed in May. Ore from this campaign, along with stockpiles built up in 2019, provided plant feed for the first three quarters of the year. In the final quarter, mining commenced at Cashew. By the end of 2020 Cashew was the sole source of oxide mill feed. Plant recoveries remained high at 91.2% despite lower grades than in 2019. Gold production from the oxide circuit for 2020 was 90,860oz at an AISC of $844/oz.

Syama Oxide Production and Cost Summary

	Ore Mined	Ore Milled	Head Grade	Recovery	Production	AISC
	(t)	(t)	(g/t)	(%)	(oz Au)	($/oz)
2020	1,321,679	1,416,116	2.19	91.2	90,860	844

The identification of additional mineable oxide resources is a focus for the Company in 2021. A series of satellite deposits will ensure mill feed is maintained until the end of 2022. Ongoing exploration is continuing to target new oxide resources to sustain operation beyond 2022.

2021 Outlook

Gold production from Syama is expected to be 235,000oz to 255,000oz at an AISC of $1,150/oz to $1,212/oz. Syama sulphide production is expected to increase as a result of further incremental improvements in mill and roaster throughput. Underground mining will supply 100% of sulphide mill feed. Oxide circuit production will be supplied with ore mined from Cashew, located 6km south of Syama, and from a second phase of open pit mining at Tabakoroni, located 32km south of the Syama processing plant.

The Company continues to work towards the addition of a future high-grade underground mine at Tabakoroni. Non-sustaining capital for Syama in 2021 is forecast to be $21 million which includes Resolute's total contribution to the new Syama solar hybrid power plant funded by Aggreko plc (Aggreko).

Syama Hybrid Power Station

Construction of the new hybrid modular power station at Syama continued during 2020 in partnership with Aggreko. Key project milestones completed this year include all civil works, shipment and installation of generating engines from Europe to Côte d'Ivoire, completion of fuel treatment and storage at the Syama power plant along with full commissioning of the battery storage system. The heavy fuel oil (HFO) storage facility first fill was delivered in December 2020. The construction activities are nearing completion and the three new generating engines are expected to be commissioned within the first quarter of 2021.

Resolute and Aggreko signed a Power Supply Agreement (PSA) in 2019 for development of the new Syama hybrid modular power station. When fully operational the power station will combine battery, thermal and solar generation technologies into one integrated power dispatchable solution ensuring instant power, improved power quality, spinning reserve replacement resulting in fuel savings, optimised plant operation, maintenance efficiencies and reduced emissions. The new power plant is funded and operated by Aggreko with limited capital contribution from Resolute.

Cost effective, environmentally friendly, capital efficient power with long-term electricity cost savings of up to 40% is expected while reducing carbon emissions by approximately 20%.

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Syama Exploration

Overview

Intensive exploration activities in 2020 focused on drill programs at Syama using reverse circulation (RC) and diamond rigs in multiple locations along the greenstone belt. Efforts were focused on increasing oxide resources to extend the life of the oxide operation at Syama. Diamond drilling continued at Tabakoroni to extend the sulphide mineralisation down dip and along strike.

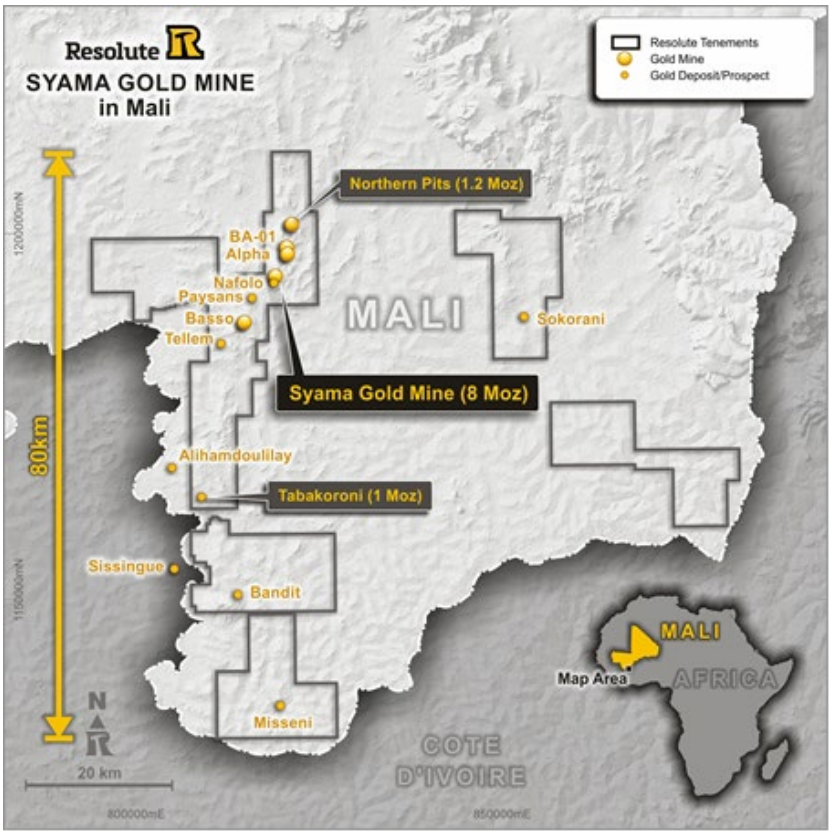
Syama

Syama Satellite Oxides

Exploration to expand oxide resources and extend mine life at Syama is a key priority for Resolute. The Company holds 80km of contiguous tenements along the highly perspective Syama shear and is continuing to explore for new oxide positions as well as high grade sulphide zones to complement the Ore Reserves at the Syama Underground Mine.

In the first quarter of 2020 Resolute commenced a program of accelerated oxide exploration to coincide with the dry season in Mali. Work targeted areas adjacent to the oxide deposits north of Syama and in the vicinity of the Tabakoroni deposit. RC drill programs were conducted in the south of Syama, where soil geochemical programs defined new target areas along the main Syama Shear and east of the Paysans – Cashew Trend.

Oxide exploration drilling south of Cashew returned encouraging intersections which highlight the potential to expand the pit to the south of the current design.



Map of Resolute's operations and exploration tenements at Syama in Mali

Northern targets

A re-evaluation of the Syama Shear Zone north of Syama late in 2019 identified several targets for follow up drilling which was undertaken throughout 2020. The targets are adjacent to the existing open pits mined by Resolute between 2017 and 2018.

An RC drill program targeting oxide mineralisation extensions and conceptual targets at Syama North commenced in January 2020 and continued through the year. Mineralisation typically occurs within shear zones and around shallow west dipping lithological contacts, in the same manner as the main Syama orebody and the Syama North satellite deposits. Deeper sulphide mineralisation is open down dip and remains a target for future exploration.

Throughout the year, RC exploration drilling at A21, part of the Northern Pits, intersected wide zones of ore grade oxide mineralisation in a number of holes. The mineralisation outlined by this drilling has confirmed the oxide resources mined in the A21 South Pit continues northward into an unmined section of the A21 deposit.

Results are very encouraging with multiple high-grade oxide intersections returned.

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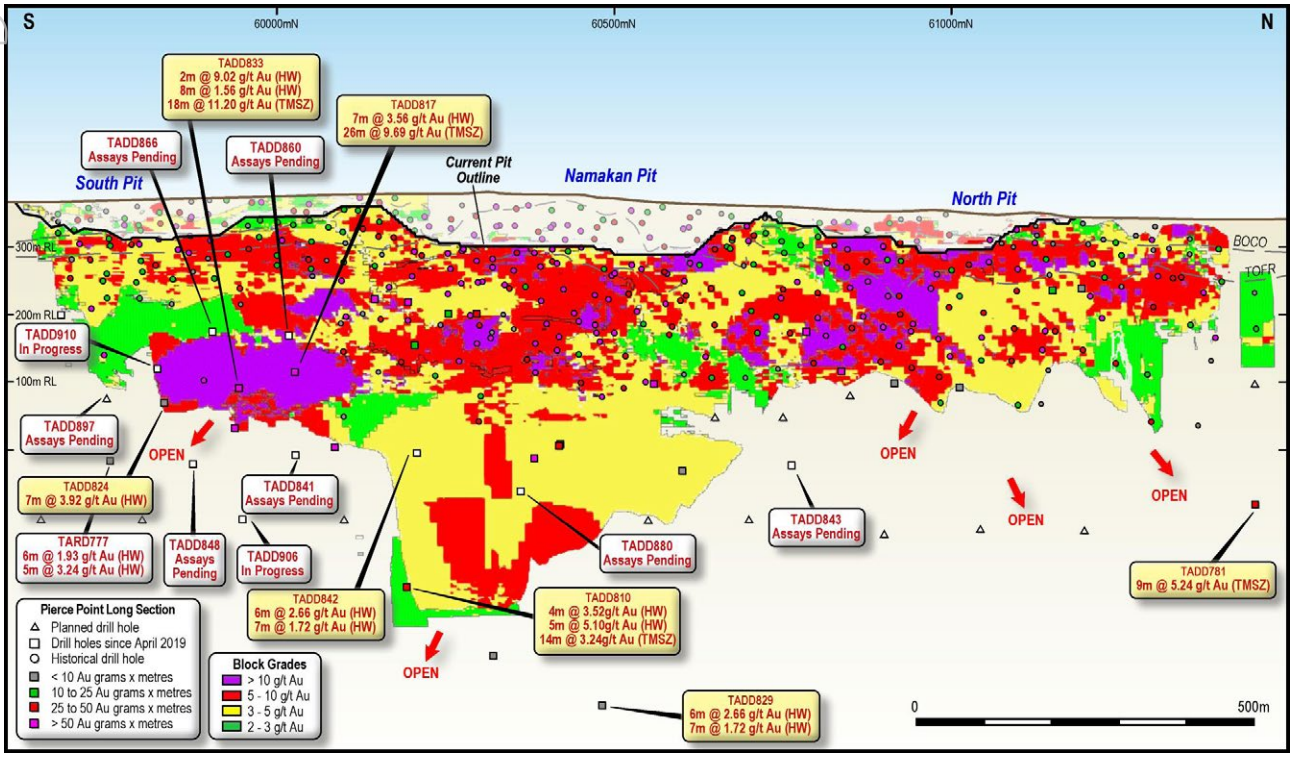
Tabakoroni

Mineral Resource upgrade

Resolute announced the results of the ongoing exploration drilling program at Tabakoroni and an updated Mineral Resource in October 2020. The Tabakoroni Mineral Resource was upgraded to 7.4Mt at 4.4g/t Au at a 1.5g/t Au cut-off, for a total of 1.04Moz.

Continued exploration drilling success led to an announcement of a further upgrade to the Mineral Resource on 27 January 2021 to 8.1Mt at 4.9g/t Au for a total of 1.26Moz.



Tabakoroni Longitudinal Section with Resource Model and drilling pierce points

Drill results from this program prove the down dip extensions of the Tabakoroni mineralisation is sufficient to support underground mining operations. Diamond drilling will continue in 2021 to expand the mineral resources at Tabakoroni.

Sulphide Pre-Feasibility Study

On 14 October 2020 Resolute announced an updated Mineral Resource Estimate at Tabakoroni and completion of the PFS.

The PFS established a mining schedule, consisting of Indicated and Inferred Resources, of 2.4Mt at 4.9g/t Au for 387,000oz. Gold production is expected to average approximately 80,000oz per annum over an initial four-year mine life. The AISC is estimated to be $974/oz. The underground operation will require a capital investment of $86 million and total project capital of $118 million.

Resolute intends to modify the existing Syama oxide processing infrastructure and commence work on the Tabakoroni underground operation following completion of the Syama oxide operations.

The Tabakoroni underground deposit remains open, both along strike and at depth, with ongoing exploration success expected to expand mineral resources and extend mine life.

Oxide targets

RC drilling programs undertaken in the first quarter of 2020 identified zones of shallow oxide mineralisation to the east of the Tabakoroni pit and adjacent to the Tabakoroni “Porphyry Splay” pit. These encouraging results have been followed up with programs of infill RC drilling to provide sufficient hole density for resource estimation.

During 2020, an overperformance of the open pit mining at the “Porphyry Splay” pit encouraged Resolute’s exploration team to re-evaluate the mineralisation interpretation of the Tabakoroni area and focus on resource remodelling. This work will continue in 2021 and Resolute is confident the mineralisation footprint will be expanded sufficiently to support a restart to open pit mining activities.

It is expected that the small pit at “Porphyry Splay” will be deepened and expanded laterally to access newly modelled gold mineralisation. The ongoing drilling program continues to expand the mineralisation footprint around the current pits at Tabakoroni.

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Mako Gold Mine

Mako is located in eastern Senegal, West Africa and is a high quality, low-cost, open pit mine. Mako is a conventional drill and blast, truck and shovel operation with mining services undertaken by an established contractor. The carbon in leach processing plant has 2.3Mtpa of capacity and comprises a single stage crushing circuit, an 8.5MW SAG Mill and pebble crusher, and a gold extraction circuit.

Mako is owned by Petowal Mining Company S.A. (Petowal). Resolute has a 90% interest in Petowal and the Government of Senegal holds the remaining 10%. In January 2020 Resolute acquired the 1.1% gold royalty held by the original project financiers of Mako. As a result, there are no non-government third-party interests over Mako and Resolute is well positioned to receive maximum benefit of any exploration success or future production improvements at Mako.

Mako continues to deliver consistently strong results and cash flows. Consistent ore grades, ore presentation and metallurgical characteristics support reliable production rates.

2020 AT A GLANCE

LOCATION
Senegal, West Africa

MINING
2,744,238t

PROCESSING
2,077,879t at 2.69 g/t Au and 93.5% recovery

PRODUCTION
169,731oz

AISC
$812/oz

SALES
170,810oz

RESOURCES
965koz (1.7g/t)

RESERVES
780koz (1.8g/t)

GROWTH POTENTIAL
Potential for further discovery and additional mine life extensions

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Operations Overview

Mako delivered an excellent production result during 2020 with 169,731oz of gold being poured at an AISC of $812/oz. Processed tonnages, grades and recoveries at Mako were all ahead of budget and forecast. Plant throughput ran at an annualised rate of around 2.1Mtpa, from an original design capacity of 1.8Mtpa, while maintaining excellent recoveries of around 93.5%. Throughput was slightly lower in the September quarter compared to the June quarter following a planned shut down for a SAG mill reline in August.

Mining has outstripped processing rates since the commencement of operations, allowing the accumulation of large stockpiles of lower grade ore (approximately 2.5Mt grading 1.4g/t Au), and delivering higher grades to the processing plant.

Mako continues to perform reliably, with an increase in mining volumes reflecting the arrival of a new mining fleet during the year, to accelerate waste stripping and the easing of shortages of operating personnel in the initial stages of the COVID-19 pandemic.

Mako Production and Cost

	Ore Mined	Ore Milled	Head Grade	Recovery	Production	AISC
	(t)	(t)	(g/t)	(%)	(oz Au)	($/oz)
2020	2,744,238	2,077,879	2.69	93.5	169,731	812

Mako Life of Mine

In July 2020 Resolute announced an updated LOM for Mako which generated a 39% increase in total gold production and mine life extension of two additional years. These material improvements are a result of successful extension exploration drilling programs, mine design improvements, and optimisation of mine scheduling work undertaken at Mako.

Mako's original mine plan consisted of a seven-year mine life expected to produce 890,000oz of gold compared to the now expected nine-year mine life to produce a total of 1.24Moz of gold. Production over the next five years will average 140,000ozpa and the expected average LOM AISC has been updated to $848/oz.

A key enhancement of the updated LOM is the increase in processing rates from 1.8Mtpa to 2.2Mtpa resulting in reduced costs and accelerated production in 2020, in addition to future years.

Resolute expects to mine a further 900,000oz of gold from Mako until early 2027 at an expected average AISC over this period of $900/oz.

Increased Mining Inventory

Mako's Ore Reserves as at 31 December 2019 comprised a total of 11.1Mt at 2.1g/t Au for contained gold of 740,000oz. During 2020, Resolute evaluated options to expand the open pit mining inventory at Mako. A gold price of $1,500/oz was assumed for the updated inventory estimation and a lower processing cut-off grade of 0.60 g/t Au applied, reflecting higher processing rates, the higher gold price assumption, and improved recovery.

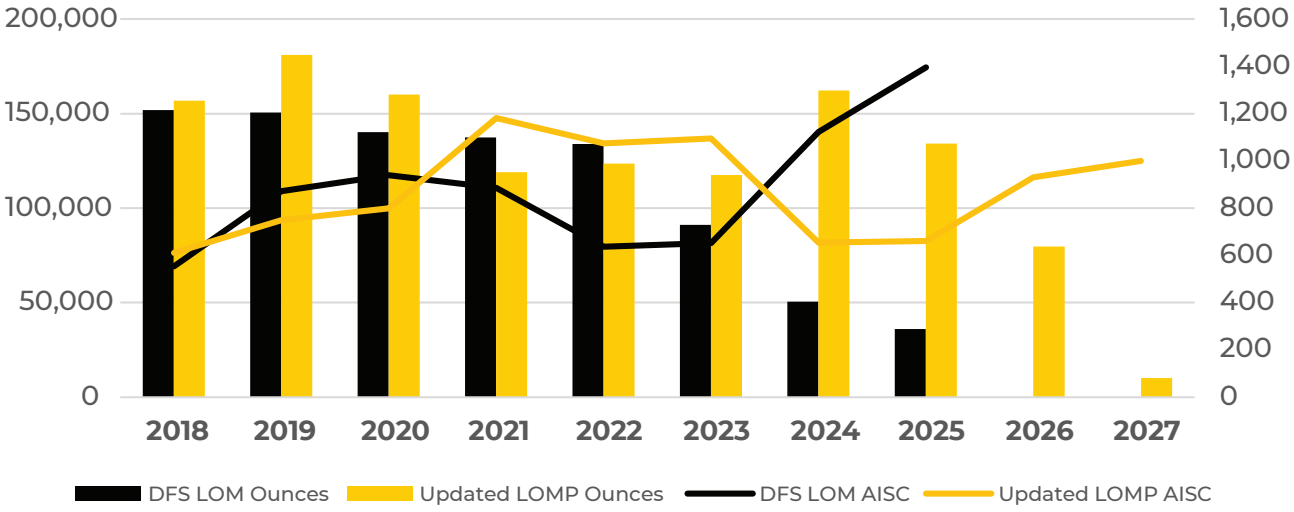
This resulted in the estimation of an increased available mining inventory (including existing ore stockpiles) of 15.8Mt at 1.90g/t Au for contained gold of 962,000oz of gold, an increase of 222,000oz, or 30%, over the December 2019 Ore Reserves. This represents a 39% increase in total gold production expected from Mako, when compared against the original mine plan as at the commencement of operations.

Updated LOM plan

The updated mining inventory enabled a new mining schedule and updated LOM to be developed which demonstrates:

- Remaining mine life of seven years out to early 2027 (two additional years of gold production)
- LOM gold production increased by 350,000oz, or 39% to 1.24Moz
- Including 2020 production, expected remaining gold production from Mako is 900,000oz
- Average annual gold production over the next five years of 140,000oz
- LOM average AISC updated to $848/oz
- Including 2020, remaining average AISC expected to be $900/oz

Updated Mako LOM vs Original DFS



2021 Outlook

Mining and processing will continue at Mako with similar rates to 2020, although ore grades will be lower due to depletion of high-grade stockpiles. Gold production from Mako for 2021 is expected to be 115,000oz to 120,000oz at an AISC of $1,175/oz to $1,225/oz. No non-sustaining capital expenditure is forecast for Mako for 2021. The Company continues to evaluate opportunities to generate additional value demonstrating that Mako is an outstanding Resolute gold mine.

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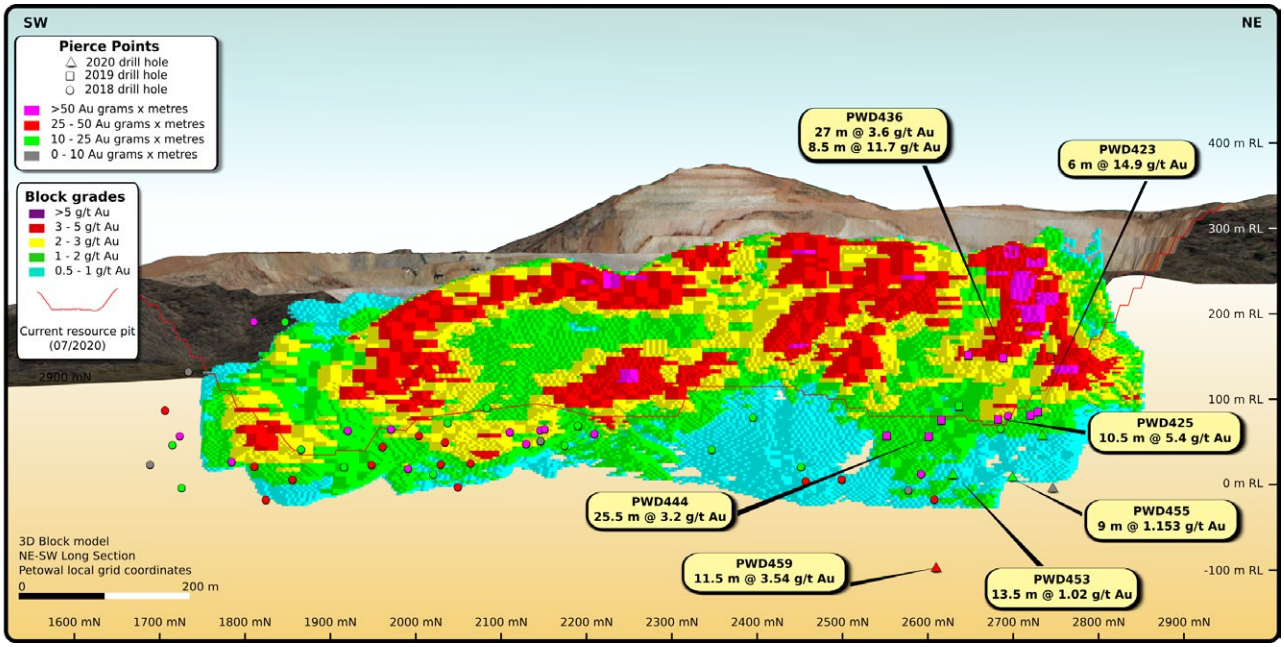
Mako Exploration

On 20 July 2020, the Company announced successful extension exploration drilling programs, mine design improvements, and optimisation of mine scheduling work undertaken at Mako in Senegal which resulted in material improvements to an updated LOM.

This initial extension of Mako's mine life will be further reinforced by Resolute's investment in the significant untested exploration potential of the region.



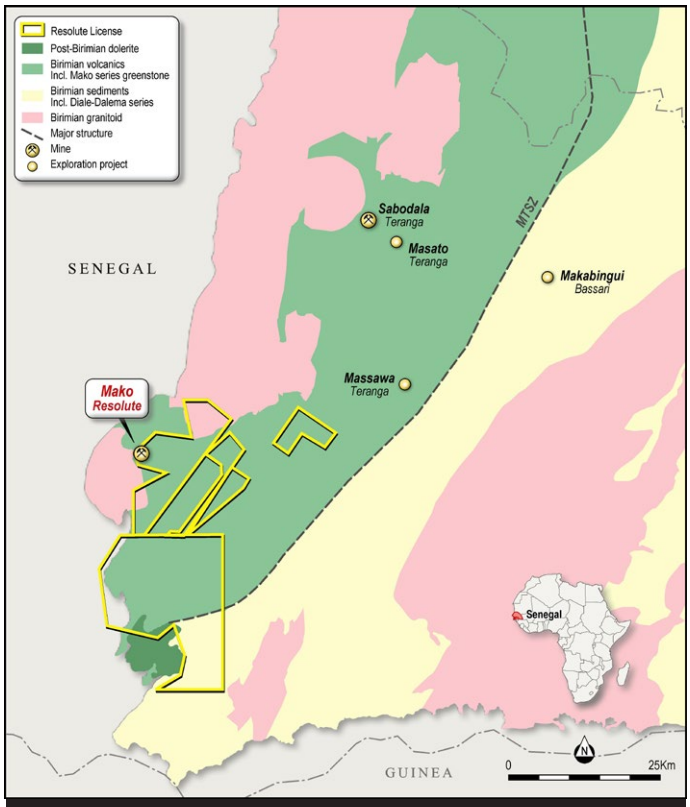
Mako Long Section with resource block model and 2020 drill results

Potential for further discovery and additional mine life extensions

In the first half of 2020, exploration activity at Mako was limited due to COVID-19 restrictions. Exploration programs including diamond drilling commenced in August, with a program targeting the down dip extensions of the mineralisation in the main Petowal orebody. This program was completed in October and returned visually interesting mineralisation in all holes, however results were low grade.

The intersections from the north-eastern end of the Mako open pit were followed up to outline the full extent of this zone.

A more comprehensive regional exploration program is being designed to test new targets on satellite prospects contained in Resolute's regional tenement package around Mako. In addition, the potential for new joint ventures or acquisitions of prospective ground within trucking distance to Mako continues to be evaluated.



Resolute's tenement holdings in Senegal

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Sale of Ravenswood

On 31 March 2020, Resolute announced the successful completion of the sale of the Ravenswood Gold Mine in Queensland (Ravenswood) to a consortium comprising a fund (EMR Fund) managed by specialist resources private equity manager EMR Capital Management Limited (EMR Capital), and Singapore-listed mining and energy company, Golden Energy and Resources Limited (SGX:AUE) (GEAR). The sale of Ravenswood was completed in accordance with the transaction terms and timeline outlined in the definitive agreements signed in January 2020.

Resolute received A$100 million of upfront proceeds consisting of A$50 million in cash and A$50 million in promissory notes with a 6% coupon. The terms of the transaction allow Resolute to retain additional upside exposure to Ravenswood through two further notes valued at up to A$200 million which may result in payments to Resolute of:

- up to A$50 million linked to the average gold price and production at Ravenswood over a four-year period; and
- up to A$150 million linked to the investment outcomes of Ravenswood for the EMR Fund.

The transaction provided immediate liquidity and exposure to the future success of the Ravenswood Expansion Project while transferring the capital expenditure funding requirements and development obligation to a highly credentialed and experienced consortium with a strong relevant track record in successful project development.

The sale of Ravenswood ensures a new long-life future for the mine and surrounding community while maximising value for Resolute shareholders. Settlement of the sale has allowed Resolute to focus its attention and energy on the Company's African portfolio.

Ravenswood was a strong performer for Resolute for more than 15 years. During this time Resolute mined and processed over 40Mt of ore and produced almost 2Moz of gold. Resolute remains proud of its achievements in Queensland and the significant economic benefits provided to the local community, the government, and Resolute shareholders.

Sale of Bibiani Gold Mine

On 15 December 2020 Resolute announced the Company had entered into an agreement to sell its interest in the Bibiani Gold Mine (Bibiani), through the sale of shares in Mensin Bibiani Pty Ltd, to Chijin International (HK) Limited, a wholly owned subsidiary of Chifeng, for total cash consideration of $105 million.

Cash consideration will be payable as follows:

- $5 million deposit on signing the agreement (received prior to 31 December 2020); and
- $100 million on completion, following satisfaction of government approvals and other conditions.

Resolute and Chifeng are committed to ensuring an orderly transition of ownership at Bibiani. Chifeng is committed to injecting the necessary capital to achieve the rapid restart of Bibiani to ensure that all local and national stakeholders benefit from the economic and social advantages that the successful operation of the mine will provide. The transaction is not expected to result in any immediate changes to employment or contract relationships at Bibiani with Chifeng seeking to retain all existing local employees in future activities.

Resolute is proud of its contribution to Ghana since 2014 and pleased that its investments at Bibiani in exploration, feasibility studies, and community support will provide a strong base for future success and value creation.

The sale of Bibiani is consistent with Resolute's strategic focus on the Company's core operating assets together with balance sheet improvement.

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Ore Reserves and Mineral Resources

Resolute maintains Ore Reserves and Mineral Resources net of assets sales, mining and stockpile depletion

Governance and Controls

Resolute reports its Mineral Resources and Ore Reserves on an annual basis, with Mineral Resources inclusive of Ore Reserves. Reporting is in accordance with the 2012 Edition of the Australasian Code for Report of Exploration Results, Mineral Resources and Ore Reserves and the ASX Listing Rules. All Competent Persons named by Resolute are suitably qualified and experienced as defined in the JORC Code 2012 Edition.

Competent Persons Statement

The information in this announcement that relates to data quality, geological interpretation and Mineral Resource estimation for the various projects unless specified in the list below is based on information compiled by Bruce Mowat, a Competent Person who is a Member of the Australian Institute of Geoscientists and a full-time employee of Resolute Corporate Services Pty Ltd, a wholly-owned subsidiary of Resolute Mining Limited. Mr Mowat has sufficient experience that is relevant to the styles of mineralisation and type of deposits under consideration and to the activity being undertaken as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" (JORC Code 2012). Mr Mowat consents to the inclusion in this announcement of the material compiled by him in the form and context in which it appears. The information in this statement that relates to the Mineral Resources and Ore Reserves listed below is based on information and supporting documents prepared by the Competent Person identified. Each person specified in the list has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which has been undertaken to qualify as a Competent Person as defined in the JORC Code 2012. Mr Pobee, Mr Richter and Mr Watson are full-time employees of Resolute Corporate Services Pty Ltd, a wholly-owned subsidiary of Resolute Mining Limited. Mr Johnson is a full-time employee of MPR Geological Consultants Pty Ltd. Mr Adams is a full-time employee of Cube Consulting Pty Ltd. Mr Cervoj and Ms Havlin are employees of Optiro Pty Ltd. Each person identified in the list below consents to the inclusion in this announcement of the material compiled by them in the form and context in which it appears.

Activity	Competent Person	Membership Institution
Syama Resource	Susan Havlin	Australasian Institute of Mining and Metallurgy
Syama Reserve	Bradley Watson	Australasian Institute of Mining and Metallurgy
Northern Pits Resource	Nic Johnson	Australian Institute of Geoscientists
Syama Tailings Facility	Susan Havlin	Australasian Institute of Mining and Metallurgy
Bibiani Resource	Kahan Cervoj	Australasian Institute of Mining and Metallurgy
Bibiani Reserve	Bradley Watson	Australasian Institute of Mining and Metallurgy
Tabakoroni OP Resource	Susan Havlin	Australasian Institute of Mining and Metallurgy
Tabakoroni OP Reserves	Samuel Pobee	Australasian Institute of Mining and Metallurgy
Tabakoroni UG Resource	Susan Havlin	Australasian Institute of Mining and Metallurgy
Tabakoroni UG Reserves	Otto Richter	Australasian Institute of Mining and Metallurgy
Tellem Resource	Nic Johnson	Australian Institute of Geoscientists
Tellem Reserves	Samuel Pobee	Australasian Institute of Mining and Metallurgy
Cashew NE Resource	Bruce Mowat	Australian Institute of Geoscientists
Cashew NE Reserves	Samuel Pobee	Australasian Institute of Mining and Metallurgy
Paysans Resource	Bruce Mowat	Australian Institute of Geoscientists
Paysans Reserves	Samuel Pobee	Australasian Institute of Mining and Metallurgy
Porphyry Zone Resource	Bruce Mowat	Australian Institute of Geoscientists
Porphyry Zone Reserves	Samuel Pobee	Australasian Institute of Mining and Metallurgy
Mako Resources	Patrick Adams	Australasian Institute of Mining and Metallurgy
Mako Reserves	Samuel Pobee	Australasian Institute of Mining and Metallurgy

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Ore Reserves Statement

ORE RESERVES As at December 2020	PROVED			PROBABLE			TOTAL RESERVES			Group Share
	Tonnes (000s)	g/t	oz (000s)	Tonnes (000s)	g/t	oz (000s)	Tonnes (000s)	g/t	oz (000s)	oz (000s)
Mali										80%
Syama Underground	0	0.0	0	26,800	2.8	2,440	26,800	2.8	2,440	1,950
Syama Stockpiles	675	2.0	42	1,810	1.3	77	2,480	1.5	120	96
Sub Total (Sulphides)	**675**	**2.0**	**42**	**28,600**	**2.7**	**2,510**	**29,300**	**2.7**	**2,560**	**2,040**
Satellite Deposits	0	0.0	0	1,810	2.2	129	1,810	2.2	129	103
Stockpiles (Satellite Deposits)	860	1.5	41	1,400	1.0	43	2,260	1.2	84	67
Sub Total Satellite Deposits	**860**	**1.5**	**41**	**3,210**	**1.7**	**172**	**4,070**	**1.6**	**213**	**171**
										90%
Tabakoroni Underground	0	0.0	0	2,910	4.6	430	2,910	4.6	430	387
Tabakoroni Open Pit	295	1.6	15	97	1.6	5	392	1.6	20	18
Tabakoroni Stockpiles	950	1.5	46	0	0.0	0	955	1.5	46	42
Sub Total Tabakoroni	**1,250**	**1.5**	**61**	**3,000**	**4.5**	**435**	**4,250**	**3.6**	**496**	**447**
Mali Total	**2,790**	**1.6**	**145**	**34,800**	**2.8**	**3,120**	**37,600**	**2.7**	**3,270**	**2,660**
Senegal										90%
Mako	3,860	2.0	245	6,840	2.0	438	10,700	2.0	682	614
Mako Stockpiles	2,580	1.2	98	0	0.0	0	2,580	1.2	98	88
Senegal Total	**6,440**	**1.7**	**343**	**6,840**	**2.0**	**438**	**13,300**	**1.8**	**780**	**702**
Ghana										90%
Bibiani	0	0.0	0	6,400	3.3	660	6,400	3.3	660	594
Ghana Total	**0**	**0.0**	**0**	**6,400**	**3.3**	**660**	**6,400**	**3.3**	**660**	**594**
Total Ore Reserves	**9,220**	**1.6**	**488**	**48,100**	**2.7**	**4,220**	**57,300**	**2.6**	**4,710**	**3,960**

Notes:
1. Mineral Resources include Ore Reserves.
2. All tonnes and grade information has been rounded to reflect relative uncertainty of the estimate; small differences may be present in the totals.
3. Bibiani Reserves are reported above 2.75g/t cut-off.
4. Syama Underground mine planning is based on a cut-off grade of 2g/t.
5. Syama Satellite Reserves are reported above 1.0g/t cut-off.
6. Tabakoroni Underground Reserves are reported above a 2.5g/t cut-off.
7. Tabakoroni Satellite Reserves are reported above 1.1g/t cut-off.
8. Mako Reserves are reported above 0.6g/t cut-off.

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Mineral Resources Statement

MINERAL RESOURCES	MEASURED			INDICATED			INFERRED			TOTAL RESOURCES			Group Share
As at December 2020	Tonnes (000s)	g/t	oz (000s)	Tonnes (000s)	g/t	oz (000s)	Tonnes (000s)	g/t	oz (000s)	Tonnes (000s)	g/t	oz (000s)	oz (000s)
Projects where Resolute has a controlling interest													
Mali													80%
Syama Underground	14,100	3.9	1,760	22,300	3.2	2,290	4,230	3.4	458	40,700	3.4	4,510	3,610
Stockpiles (Sulphide)	676	2.0	42	1,810	1.3	77	0	0.0	0	2,480	1.5	120	96
Sub Total (Sulphides)	**14,800**	**3.8**	**1,810**	**24,100**	**3.0**	**2,370**	**4,230**	**3.4**	**458**	**43,200**	**3.3**	**4,630**	**3,700**
Satellite Deposits	0	0.0	0	10,800	2.0	709	1,830	2.0	115	12,700	2.0	824	659
Stockpiles (Satellite Deposits)	860	1.5	41	1,400	1.0	43	45	1.1	2	2,310	1.2	86	68
Sub Total Satellite Deposits	**860**	**1.5**	**41**	**12,200**	**1.9**	**752**	**1,870**	**1.9**	**117**	**15,000**	**1.9**	**910**	**728**
Old Tailings	0	0.0	0	0	0.0	0	17,000	0.7	365	17,000	0.7	365	292
													90%
Tabakoroni Open Pit	287	2.4	22	726	3.1	72	15	3.6	2	1,030	2.9	95	86
Tabakoroni Underground	211	4.4	30	4,440	4.9	669	3,460	4.8	536	8,110	4.8	1,270	1,140
Tabakoroni Satellite Deposits	0	0.0	0	0	0.0	0	3,820	2.0	247	3,820	2.0	247	223
Tabakoroni Stockpiles	955	1.5	46	0	0.0	0	0	0.0	0	955	1.5	46	42
Sub Total Tabakoroni	**1,450**	**2.1**	**98**	**5,170**	**4.6**	**771**	**7,300**	**3.3**	**785**	**13,900**	**3.7**	**1,650**	**1,490**
Mali Total	**17,100**	**3.5**	**1,940**	**41,500**	**2.9**	**3,890**	**30,400**	**1.8**	**1,730**	**89,100**	**2.6**	**7,560**	**6,210**
Senegal													90%
Mako	4,530	1.8	267	9590	1.8	559	1,210	1.0	40	15,300	1.8	867	780
Mako Stockpile	2,580	1.2	98	0	0.0	0	0	0.0	0	2,580	1.2	98	88
Mako Total	**7,100**	**1.6**	**365**	**9,590**	**1.8**	**559**	**1,210**	**1.0**	**40**	**17,900**	**1.7**	**965**	**869**
Ghana													90%
Bibiani	0	0.0	0	13,300	3.5	1,490	8,440	3.7	1,010	21,700	3.6	2,500	2,250
Ghana Total	**0**	**0.0**	**0**	**13,300**	**3.5**	**1,490**	**8,440**	**3.7**	**1,010**	**21,700**	**3.6**	**2,500**	**2,250**
Total Mineral Resources	**24,200**	**3.0**	**2,310**	**64,400**	**2.9**	**5,940**	**40,100**	**2.2**	**2,780**	**129,000**	**2.7**	**11,000**	**9,330**

Notes:
1. Mineral Resources include Ore Reserves.
2. All tonnes and grade information has been rounded to reflect relative uncertainty of the estimate; small differences may be present in the totals.
3. Resources are reported above 1.5g/t cut-off for the Northern Pits.
4. Resources for the sub-level cave at Syama is reported within an MSO shape generated at 1.3g/t and south of the sub-level cave within an MSO shape generated at 1.5g/t.
5. Resources for the Cashew NE, Paysans, Tellem and Porphyry Zone (Splay) are reported above a cut-off of 1.0g/t.
6. Resources for the Tabakoroni Open Pit are reported above a cut-off of 1.0g/t and within a $2,000 optimised shell.
7. Resources for the Tabakoroni Underground are reported within an MSO shape generated at 1.75g/t (equivalent to $2,000).
8. Mako Resources are reported above a cut-off of 0.5g/t and within a $2,000 optimised shell.
9. Bibiani Resources are reported above 2.0g/t cut-off.

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Financial Review

Resolute's financial performance was negatively impacted in 2020 by the industrial action at Syama. Mako provided strong operational performance and generated $111 million free cash flow.

Financial Performance

During 2020, Resolute generated $618 million revenue from the sale of 395,175oz of gold and silver from Syama, Ravenswood and Mako at an average realised gold price of $1,562/oz.

Underlying EBITDA from continuing operations in 2020 was $270 million after inventory valuation adjustments and other non-recurring items.

An underlying net loss after tax from continuing operations was reported at $5 million. Once the net profit resulting from the divestment of Ravenswood and other non-recurring items were taken into account, the Company reported a net profit after tax of $5 million.

Profit and Loss Analysis ($'000s)	**Continuing Operations** (Syama / Mako)	**Discontinuing Operations** (Ravenswood)	**2020 Group**	**2019 Group (restated*)**
Revenue	**602,985**	**15,268**	**618,253**	**535,580**
Cost of sales excluding depreciation and amortisation	(254,848)	(13,069)	(267,916)	(366,037)
Other operating costs relating to gold sales	(71,339)	(2,131)	(73,470)	(47,628)
Administration and other corporate expenses	(18,634)	(172)	(18,806)	(14,767)
Exploration and business development expenditure	(10,910)	(179)	(11,089)	(15,362)
EBITDA	**247,255**	**(283)**	**246,972**	**91,786**
Non-recurring items:				
+ COVID 19 costs	3,195	-	3,195	-
+ Inventory adjustments	14,375	-	14,375	45,326
+ Business development and acquisition costs	5,118	-	5,118	7,218
Underlying EBITDA	**269,942**	**(283)**	**269,659**	**144,331**
Depreciation and amortisation	(175,331)	(47)	(175,378)	(79,354)
Net interest expense	(9,500)	(80)	(9,580)	-
Finance costs	(13,023)	-	(13,023)	(31,507)
Fair value movements and unrealised treasury transactions	(30,644)	(47)	(30,692)	-
Other	(884)	-	(884)	(1,771)
Gain on disposal	-	41,932	41,932	-
Non-recurring items:				
+ Non-recurring high cost interest on Toro Bridge Facility	8,840	-	8,840	-
Underlying net profit/(loss) before tax	49,400	41,475	90,875	**31,699**
VAT expense	(24,308)	-	(24,308)	(40,282)
Current Income tax (expense)/benefit	(12,833)	-	(12,833)	(17,345)
Deferred Income tax (expense)/benefit	(17,212)	-	(17,212)	-
Underlying net profit/(loss) after tax	(4,953)	41,475	36,522	**(25,928)**
- Adjustments	(31,527)	-	(31,527)	(52,545)
Net (loss)/profit after tax	**(36,480)**	**41,475**	**4,995**	**(78,473)**

*With effect from 1 January 2020, Resolute Mining Limited elected to change its presentation currency from Australian dollars to US dollars. As such, a restated comparative period has been presented.

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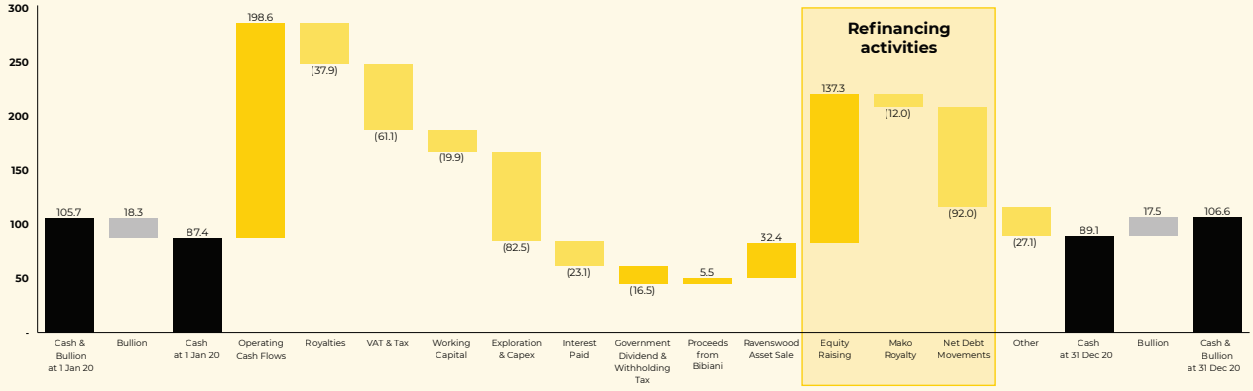
During the year Resolute reduced gross debt by 21% to $337 million at 31 December 2020. Net debt, after taking into account cash and bullion balances of $107 million, fell to $230 million, a 28% reduction compared to the prior year. The graph below provides a breakdown of Resolute's key cashflow movement for the year ended 31 December 2020.

2020 cash and bullion movements



Financial Position

At 31 December 2020, the Company's cash and bullion totalled $106.5 million and listed investments were valued at $53 million while gross borrowings were $336.9 million. The Company's borrowing facilities at year-end comprised of Resolute's existing senior revolving syndicated loan facility (SLF) provided by Investec, BNP Paribas, ING Group, Société Générale, Nedbank and Citibank, unsecured bank overdrafts held by Resolute's Malian subsidiaries, SOMISY and SOMIFI, with the Banque de Développement du Mali (BDM) and asset financing.

During the year, the Company undertook an equity raising comprising a two-tranche placement and share purchase plan under which it raised approximately A$195 million. The proceeds of the equity raising were used to repay the bridge financing facility associated with its acquisition of Toro Gold. The Company also refinanced its existing $195 million syndicated loan facility. A new $300 million facility which comprises a three-year $150 million revolving credit facility and a four-year $150 million term loan facility is now in place. Resolute completed the acquisition of the Mako gold royalty at an agreed amount of $12 million.

On 31 March 2020, Resolute completed the sale of the Ravenswood Gold Mine to a consortium comprising a fund (EMR Fund) managed by specialist resources private equity manager EMR Capital Management Limited (EMR Capital) and Golden Energy and Resources Limited (GEAR). Resolute received A$100 million of upfront proceeds consisting of A$50 million in cash and A$50 million in promissory notes which earn a 6% coupon. Resolute retains additional upside exposure to Ravenswood through two further notes valued at up to A$200 million which may result in payments to Resolute of:

- Up to A$50 million linked to the average gold price and production at Ravenswood over a four-year period; and
- Up to A$150 million linked to the investment outcomes of Ravenswood for the EMR Fund.

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Risk Management

Resolute adopts a consistent, rigorous approach to risk and opportunity management across the Group in accordance with ISO 31000:2018 and the ASX Corporate Governance Council Principles and Recommendations. The Board has ultimate responsibility for ensuring that material risks faced by the Company are identified and appropriate control and monitoring systems are in place to manage the impact of these risks in accordance with the Company's risk appetite.

The Audit and Risk Committee is mandated by the Board to provide risk management oversight of Resolute's material risks in accordance with the Risk Management Policy and Standard underpinned by the Company's risk appetite. The Audit and Risk Committee continues to work proactively with management to carry out assessments of internal controls and identify processes for improvement supported by assurance gained through the risk based Internal Audit Plan and business led assurance. In support of this, the Audit and Risk Committee receives reports from management on new and emerging sources of risk and related controls and mitigation measures that have been implemented.

Whilst the COVID-19 global pandemic has presented a range of risks and opportunities, it has highlighted the strength of Resolute's integrated risk and assurance program in responding to the unprecedented circumstances of the crisis. The Audit and Risk Committee, together with management, took proactive steps to gain external assurance over the Company's response to the COVID-19 pandemic to gauge performance and capture opportunities for improvement.

Resolute's commitment to continuous improvement extends through to the approach taken to risk management systems and controls. KPMG is engaged to support the ongoing optimisation of the Company's risk management and assurance framework which includes regular identification and assessment of key risks and controls (financial and non-financial), as well as strategies to appropriately manage risk across corporate activities, operations and projects. In addition, the Risk Management Standard is reviewed on an annual basis. The following table is a summary of the environmental risks[1] and social risks[2] to which Resolute has a material exposure[3], as well as Resolute's material business, safety and security risks. Resolute acknowledges that mining is an industry with a higher risk profile. The geographical locations in which the majority of Resolute's activities occur are also higher risk. Accordingly, Resolute is committed to ensuring the highest health and safety standards are upheld across the business and to this end have included how safety and security is embedded into the business in the table that follows.

Notes:
1 "Environmental Risks" is defined in the ASX Corporate Governance Council Principles & Recommendations (4th edition) ("ASX Recommendations") as "the potential negative consequences (including systemic risks and the risk of consequential regulatory responses) to a listed entity if its activities adversely affect the natural environment or if its activities are adversely affected by changes in the natural environment. This includes the risks associated with the entity polluting or degrading the environment, adding to the carbon levels in the atmosphere, or threatening a region's biodiversity or cultural heritage. It also includes the risks for the entity associated with climate change, reduced air quality and water scarcity."
2 "Social Risks" is defined in the ASX Recommendations as "the potential negative consequences (including systemic risks and the risk of consequential regulatory responses) to a listed entity if its activities adversely affect human society or if its activities are adversely affected by changes in human society. This includes the risks associated with the entity or its suppliers engaging in modern slavery, aiding human conflict, facilitating crime or corruption, mistreating employees, customers or suppliers, or harming the local community. It also includes the risks for the entity associated with large scale mass migration, pandemics or shortages of food, water or shelter."
3 "Material Exposure" is defined in the ASX Recommendations as "a real possibility that the risk in question could materially impact the Company's ability to create or preserve value for Shareholders over the short, medium or longer term."

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Risk and Mitigation

RISK	MITIGATING PRACTICES
Security event impacting employees health, safety and wellbeing and/or business operations/continuity	• Security risk assessments in place and updated regularly • MOU with Governor of Sikasso for the provision of public security officers • Security Management Plan • Crisis and emergency management plans in place • Regular corporate review of current security procedures • Security operating levels define • Regular security intelligence updates - Mali, Senegal & West Africa • Security community of practice with neighbouring mining companies
Health event impacting employees health, safety and wellbeing and/or business operations/continuity	• Malaria mitigation initiatives and reporting • Pre-employment and occupational medical assessments • Contractor management • COVID-19 Response Plan with all associated controls/initiatives • External guidance – i.e. WHO guidelines • External health audits with recommendations implemented • Health and Hygiene Standard in place • Operational escalation protocols defined for varying threat environments • Business continuity plans
Inability to attract and retain the required skills to maintain safe operational and corporate performance	• Mali Talent Development Programme • Senior and junior rosters agreed with unions • Active university engagement • Established recruitment and learning development systems
Unwanted health and safety event resulting in serious injury, fatality and/or business/ operations continuity disruptions	• High risk systems, training and verification of competency • Critical Hazard Management Standards • Corporate Risk Management Framework and risk analysis tools • Crisis & Emergency Management System • Primary, occupational & emergency medical capability on sites • Trained & competent Emergency Response Teams • General training and inductions • Strong safety culture
Negative environmental impact/ environmental incident due to Resolute activities or failures	• Environmental licence/permit requirements • Environmental social impact assessments • Internal/external audits • Environmental monitoring & management programs • Trained and competent environmental professionals • Internal and regulatory reporting • Contractor Management Standards
Unable to effectively adjust to physical, legislative, operating and/or environmental changes driven by Climate Change which threatens business continuity/viability.	• Environmental licence • ESIA and monitoring requirements clearly defined • Environmental monitoring and reporting • Regulatory reporting/site visits • Stakeholder engagement – e.g. Regulators, Ministries and communities • External audit/assurance • Emissions monitoring & reductions – e.g. Syama Hybrid Power Station

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Human Rights exposures associated with Resolute's business activities threatens business continuity/viability	• Contract service agreements consider human rights compliance • Labour law compliance • Commitment to UN Voluntary Principles on Security & Human Rights • Training and education • Stakeholder engagement • Human Rights risk assessments • Contractor management
Cyber-attack compromises the integrity of key commercial systems and/or threatens business continuity/viability	• Next generation firewalls • Next generation end point protection • O365: Mimecast • Unified security management • VLAN segmentation • Cisco ISE and Meraki Switching • End user training and awareness • Internal/external audit • Security stress testing
Artisanal mining activity threatens business continuity/ viability	• Community consultative committees • Stakeholder engagement – e.g. local authorities • Environmental social impact assessments • Land use agreements • Resettlement Standards • Livelihood generation programs • Environmental monitoring
Bribery or corruption	• Ongoing Anti-Bribery and Corruption and Code of Conduct training and declarations are in place for all staff • Inclusion of Anti-Bribery and Corruption requirements within contracts • Independently operated whistle-blower hotline • Financial system controls in place • Fraud risk assessments • Regular review and audits
Failure to achieve and maintain operational performance	• Established LOM, budgeting and forecasting processes • Maintenance schedules and processes • Mine performance management and reporting processes • Contractor management procedures • Staff recruitment and training programs • Use of third party best in class technical advisors and consultants
Project delivery failure	• Established project methodology • Project governance structures in place • Use of third-party technical advisors and consultants • Project monitoring and reporting processes • Procurement and contract management procedures and practices • Regular review and audits

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Corporate Governance

Resolute Mining - Code of Conduct
Outlines the Company's expectations of all Directors, Officers and Employees and is supported by the following:

Key policies, procedures and statements guiding our approach to responsible mining:

- Health, Safety & Security Policy
- Environment Policy
- Social Performance Policy
- Human Rights Policy
- Anti-Bribery & Corruption Policy
- Diversity & Inclusion Policy
- Complaints & Grievance Procedure
- Climate Change Statement
- Modern Slavery Statement

Key shareholder protections:

- Securities Trading Policy
- Enterprise Risk Management Framework
- Continuous Disclosure Policy
- Conflicts of Interest Policy
- Privacy Policy

Underpinned by:

Whistleblower Policy
Formalised confidential reporting mechanism for inappropriate conduct

Mine Gold. Create Value.

Code of Conduct

Resolute willingly operates under a strict Code of Conduct (Code) that underpins, guides and enhances the conduct and behaviour of Directors, employees, contractors and consultants in performing their everyday roles. The Code provides that the following core principles guide the behaviour of Directors, employees, contractors and consultants:

- to act with integrity and professionalism in the performance of their duties and in the proper use of company information, funds, equipment and facilities;
- to exercise fairness, honesty, respect and consideration in all their dealings while carrying out their duties; and
- to avoid real, apparent or perceived conflicts of interest.

The Code provides specific detail and is available to view online at www.rml.com.au/corporate-governance.

Conflicts of Interest

Resolute recognises that proper disclosure and management of conflicts of interests is integral to its reputation and business objectives. It is Resolute's policy that all Directors and employees must, wherever possible, avoid any conflict of interest, must disclose any potential for a conflict of interest, and where a conflict cannot be avoided, must manage that conflict of interest. The duty to avoid, disclose and manage conflicts of interest does not prohibit all conflicts of interest – rather it requires that conflicts are adequately disclosed and managed when they arise. The Company's Conflicts of Interest Policy provides specific detail and is available to view online at www.rml.com.au/corporate-governance.

Securities Trading

It is Resolute's policy that Directors and employees must ensure all trading of company securities they undertake complies with the Australian Corporations Act and the retained Market Abuse Regulation as it forms part of English law. The Company's Securities Trading Policy provides specific detail and is available to view online at www.rml.com.au/corporate-governance.

Conducting Business Overseas

It is Resolute's policy that its business affairs and operations should at all times be conducted legally, ethically, and in accordance with community standards of integrity and propriety. The Code requires business dealings must be conducted in accordance with Australian and other applicable jurisdictions' anti-bribery laws. The Company's Anti-Bribery and Corruption Policy and Whistleblower Policy provide specific detail and are available to view online at www.rml.com.au/corporate-governance.

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Additional Policies

In addition to those mentioned above, Resolute has implemented the following charters and additional policies all of which are available to view online at www.rml.com.au/corporate-governance:

- Board Charter
- Audit and Risk Committee Charter
- Remuneration Committee Charter
- Nomination Committee Charter
- Sustainability Committee Charter
- Continuous Disclosure Policy
- Communication Strategy
- Diversity and Inclusion Policy
- Performance Evaluation Process
- Privacy Policy
- Procedure for Appointment of New Directors

Board

The Board of Directors is responsible for the corporate governance of the Company. The Board guides and monitors the Company's business and affairs on behalf of Resolute shareholders by whom they are elected and to whom they are accountable.

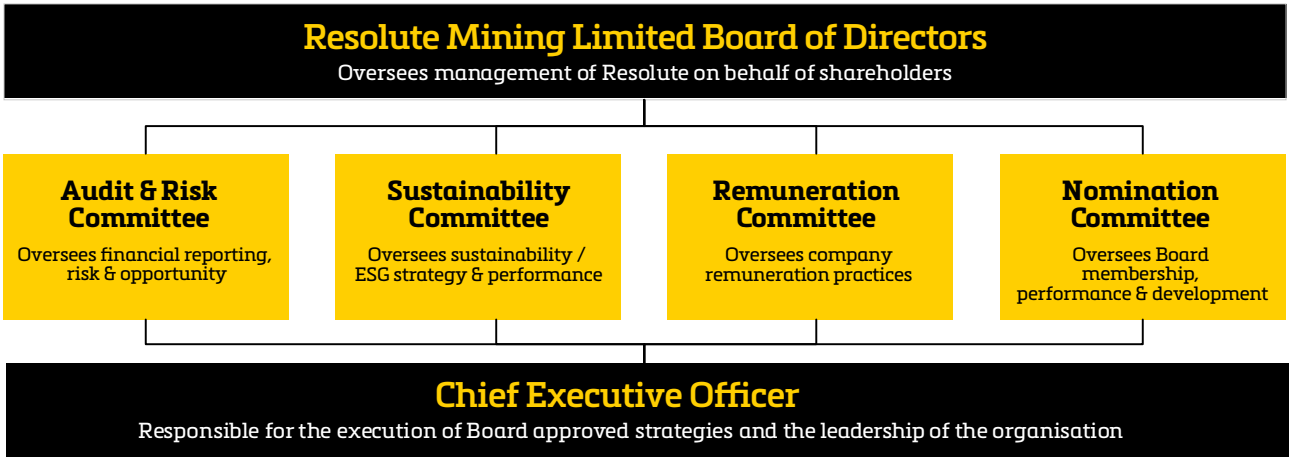
The table below sets out the appointment date and qualifications of each Director.

Director	Role of Director	First Appointed	Qualification
Martin Botha	Non-Executive Director and Chairman (appointed Chairman from 29 June 2017)	February 2014	BScEng
Peter Sullivan	Non-Executive Director	June 2001	BEng, MBA
Yasmin Broughton	Non-Executive Director	June 2017	BACom, Post Graduate Law, FAICD
Mark Potts	Non-Executive Director	June 2017	BSc (Hons), GAICD
Sabina Shugg	Non-Executive Director	September 2018	BSc (Mining Engineering), MBA, GAICD

The table below sets out the detail of the independence of each Director as at 31 December 2020.

Director	Non-Executive	Independent	Gender
Martin Botha	Yes	Yes	Male
Peter Sullivan	Yes	Yes	Male
Yasmin Broughton	Yes	Yes	Female
Mark Potts	Yes	Yes	Male
Sabina Shugg	Yes	Yes	Female

The Company's Board Charter outlines the functions reserved to the Board and those delegated to management. The Board Charter delineates the responsibilities and functions of the Board as being distinct from those of management. Resolute's Board Charter is available to view online at www.rml.com.au/corporate-governance.



Committees

The Board has established the following sub-committees to assist with internal control and business risk management:

- Audit and Risk Committee
- Remuneration Committee
- Nomination Committee
- Sustainability Committee

Audit and Risk Committee

As at 31 December 2020, the Audit and Risk Committee consisted of the following Non-Executive Directors:

- Ms Y. Broughton (Chair)
- Mr M. Botha
- Mr M. Potts
- Ms S. Shugg
- Mr P. Sullivan

As at 31 December 2020 and as at the date of release of this Annual Report, all of the above listed members of the Audit and Risk Committee are independent.

The Audit and Risk Committee provides the Board with additional assurance regarding the reliability of the financial information for inclusion in the financial reports, and is also responsible for:

- ensuring compliance with statutory responsibilities relating to accounting policy and disclosure;
- liaising with, discussing and resolving relevant issues with the auditors;
- assessing the adequacy of accounting, financial and operating controls;
- the review of half-year and annual financial statements before submission to the Board; and
- the assessment, management and monitoring of business risk.

The Audit and Risk Committee Charter is available to view at www.rml.com.au/corporate-governance.

Remuneration Committee

As at 31 December 2020, the Remuneration Committee consisted of the following Non-Executive Directors:

- Mr M. Potts (Chair)
- Mr M. Botha
- Ms Y. Broughton
- Mr P. Sullivan
- Ms S. Shugg

As at 31 December 2020 and as at the date of release of this Annual Report, all of the above listed members of the Remuneration Committee were independent.

The Remuneration Committee is responsible for recommending, monitoring and reviewing compensation arrangements for Resolute's Directors, CEO, Executive Committee and employees, and making subsequent recommendations to the Board.

The Remuneration Committee Charter is available to view online at www.rml.com.au/corporate-governance.

Nomination Committee

As at 31 December 2020, the Nomination Committee consisted of the following Non-Executive Directors:

- Mr M. Botha (Chair)
- Ms Y. Broughton
- Mr M. Potts
- Ms S. Shugg
- Mr P. Sullivan

As at 31 December 2020 and as at the date of release of this Annual Report, all of the above listed members of the Nomination Committee were independent.

The Nomination Committee ensures Directors are appropriately qualified and experienced to discharge their responsibilities and implements procedures to assess the performance of the CEO and the Executive Committee.

The Nomination Committee Charter is available to view online at www.rml.com.au/corporate-governance.

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Sustainability Committee

As at 31 December 2020, the Sustainability Committee consisted of the following members:

- Mr S. Gale (Interim CEO & Chair)
- Ms S. Shugg (Non-Executive Director)
- Mr M. Potts (Non-Executive Director)
- Mr J. Morrissey (General Manager, People and Sustainability)
- Mr D. Kelly (Chief Operating Officer)

As at 31 December 2020 and as at the date of release of this Annual Report, Ms S. Shugg and Mr M. Potts were the Non-Executive Directors on the Sustainability Committee and were independent.

The Sustainability Committee's key purpose is to review, discuss and guide all matters pertaining to Resolute's sustainability performance and associated risks and opportunities. These matters predominantly relate to the performance of the people, health, safety, security, environment and community divisions within Resolute and will include regular assessments of the Company's alignment with leading practice including, but not limited to, the Responsible Gold Mining Principles and the Global Reporting Initiative.

The Sustainability Committee Charter is available to view online at www.rml.com.au/corporate-governance.

Corporate Governance Statement

The Board has adopted the "Corporate Governance Principles and Recommendations 4th edition" established by the ASX Corporate Governance Council and published by the Australian Securities Exchange (ASX) in February 2019.

Resolute's Corporate Governance Statement is available to view online at www.rml.com.au/corporate-governance.

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Financial Report

Contents

1. Directors' Report
2. Remuneration Report
3. Financial Statements

Directors' Report

Your Directors present their report on the consolidated entity (referred to hereafter as the Group or Resolute) consisting of Resolute Mining Limited and the entities it controlled for the year ended 31 December 2020.

Corporate Information

Resolute Mining Limited (Resolute or the Company) is a company limited by shares that is incorporated and domiciled in Australia.

Directors

The Directors of Resolute in office at the end of the 2020 financial year and information on the Directors (including qualifications and experience and directorships of listed companies held by the Directors at any time in the last three years) are set out on pages 8-10 of this report.

The names and details of the Directors of Resolute in office during the 2020 financial year but not as at 31 December 2020 are as follows:

John Welborn (Managing Director and Chief Executive Officer until 18 October 2020)

BCom, FCA, MAICD, MAusIMM

Mr John Welborn was appointed Managing Director and Chief Executive Officer on 1 July 2015 and stepped down from the role on 18 October 2020. Mr Welborn is a Chartered Accountant with a Bachelor of Commerce degree from the University of Western Australia and is a Fellow of the Institute of Chartered Accountants in Australia, a Fellow of the Australian Institute of Management and is a member of the Australian Institute of Mining and Metallurgy, and the Australian Institute of Company Directors.

Mr Welborn was Chair of the Sustainability Committee. Mr Welborn ceased employment as the Managing Director and Chief Executive Officer on 18 October 2020.

During his tenure Mr Welborn was a Director of the World Gold Council (appointed 2017), a Non-Executive Director of Equatorial Resources Limited (appointed 2010) and Chairman of Orbital Corporation Limited (appointed 2014).

General Counsel / Company Secretary

The General Counsel/Company Secretary of Resolute in office at the end of the 2020 financial year and information (including qualifications and experience) is set out on page 11 of this report.

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Directors' Report

Interests in the shares and options of Resolute and related bodies corporate

As at the date of this report, the interests of the Directors in shares, options and Performance Rights of Resolute and related bodies corporate were:

	Fully Paid Ordinary Shares
M. Botha	45,455
Y. Broughton	27,273
M. Potts	79,097
S. Shugg	27,273
P. Sullivan	2,367,946
Total	**2,547,044**

As at the date of this report, there were no Performance Rights or options on issue held by Directors.

Nature of Operations and Principal Activities

The principal activities of entities within the consolidated entity during the year were:

- gold mining; and
- prospecting and exploration for minerals.

There has been no significant change in the nature of those activities during the year.

Significant Changes in the State of Affairs

There have been no significant changes in the state of affairs of the Company other than those stated throughout this report.

Significant Events after Reporting Date

On 27 January 2021, the Group announced that the Tabakoroni Underground Mineral Resource increased to 1.26 million ounces at 4.9g/t gold.

On 17 February 2021, the Group released its Annual Ore Reserve and Mineral Resource Statement.

Environmental Regulation Performance

The consolidated entity holds licences and abides by Acts and Regulations issued by the relevant mining and environmental protection authorities of the various countries in which the Group operates. These licences, Acts and Regulations specify limits and regulate the management of discharges to the air, surface waters and groundwater associated with the mining operations as well as the storage and use of hazardous materials.

There have been no significant known breaches of the consolidated entity's licence conditions or of the relevant Acts and Regulations.

Responsibility Statement

In the opinion of the Directors and to the best of their knowledge, the Directors' Report includes a fair review of the development and performance of the business and the financial position of the consolidated entity, together with a description of the principal risks and uncertainties that the consolidated entity faces.

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Directors' Report

Remuneration Report

The following information has been audited.

The Remuneration Report outlines the Director and Executive remuneration arrangements of the Company and the Group in accordance with the requirements of the Corporations Act 2001 and its Regulations. The following information has been audited as required by section 308(c) of the Corporations Act 2001.

The Remuneration Report is presented under the following sections:

1. Letter from the Chair of the Remuneration Committee
2. Remuneration governance
3. Remuneration policy and outcomes
4. Non-Executive Director (NED) remuneration arrangements and outcomes
5. Additional disclosures
6. Loans to Key Management Personnel (KMP) and their related parties

1. Letter from the Chair of the Remuneration Committee

Dear Shareholders,

On behalf of the Board of Directors of Resolute I am pleased to present the Company's Remuneration Report for the full financial year ended 31 December 2020.

The Company's last Remuneration Report for the year ended 31 December 2019 received substantial support at the Company's annual general meeting held on 21 May 2020, with 97.7% of votes in favour of the report. We continue to engage with Shareholders and proxy advisors on our remuneration framework and disclosure.

The Board is satisfied that the current remuneration framework is appropriate, fit-for-purpose and consistent with our current business strategy. It is also properly set to incentivise for desired behaviours within our risk framework. As a result, only minor changes were made to the Long-Term Incentive Plan (LTIP) during 2020. We continue to strive to provide a high level of disclosure and transparency of our remuneration framework, particularly with regard to:

- Objectives of our remuneration framework;
- Pay mix (the disclosure of the pay mix and total remuneration opportunity is discussed at maximum levels as opposed to target remuneration);
- Short Term Incentive Plan (STI) targets and outcomes; and
- CEO long term incentive (LTI) arrangements.

Business Outcomes

2020 was an extraordinary year with the various management and operational challenges and the global Coronavirus pandemic. Operationally, Mako completed its first full year as a Resolute asset, meeting all targets and providing strong cashflows. Syama's underground mine is operating consistently at nameplate levels. During the year, the Company completed an equity raising repaying the Toro acquisition facility, a debt refinancing to $300m allowing repayment of the Mako project loan and further simplifying the balance sheet, the divestment of Ravenswood and announced the sale of Bibiani.

Resolute seeks to operate its business responsibly, with careful consideration for the health and safety of our people, the communities surrounding our sites, and the environment around us. Resolute has committed to the Responsible Gold Mining Principles. We have a Sustainability Performance Framework to reflect this commitment and govern the way the Company operates in order to meet international standards of good practice in areas of social development, human rights, environmental protection and health and safety. Our strong focus on health and safety was reflected in a reduction in our total reportable injury frequency rate to 0.9 at 31 December 2020 from 2.09 at 31 December 2019.

Remuneration Outcomes

Actual performance for the year ended 31 December 2020 for the KMP STIP outcome was 54% of the maximum outcome possible.

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Directors' Report

Remuneration Report

1. Letter from the Chair of the Remuneration Committee (continued)

Of the 2,833,705 Performance Rights granted in 2017 (performance hurdle tested), 419,809 Performance Rights vested on 30 June 2020, representing a 15% vesting outcome. The Reserves and Resources Growth performance hurdle outcome, which accounts for 25% of the total vesting outcome, was 100%, triggering vesting. No Performance Rights were granted linked to the TSR hurdle, which accounts for 75% of the total vesting outcome. The next period in which an LTIP grant will be tested to determine the level of vesting is 30 June 2021, for awards granted on 1 July 2018 and the CEO Performance Rights.

Non-Executive Director Remuneration

The Chairman's fee is A$180,000 and NED fees are A$100,000. In addition, the Chair of the Audit and Risk Committee receives a Committee Chair fee of A$15,000 and the Chair of the Remuneration Committee receives a Committee Chair fee of A$10,000. Members of Committees do not receive a separate fee.

Proposed Remuneration Changes for 2021

Long Term Incentive Plan

The LTI comparator group used to measure relative Total Shareholder Return (TSR) is reviewed annually prior to LTIP invitations being despatched to ensure relevant companies are included, being gold producers of a similar size and operational locations. Details of the performance criteria for the LTIP and the comparator group of companies is included in the Remuneration Report in Section 3.

Our remuneration strategy is underpinned by our core values and performance culture which includes setting challenging stretch operational, financial and non-financial targets, and rewarding their achievement. Our key focus areas are safety, growth, innovation, value creation and long-term sustainability, with the Board exercising discretion to recognise achievement where outcomes may not accurately reflect performance.

We will commit to consider the concerns and suggestions regarding Executive pay and remuneration disclosure and outcomes raised by our Shareholders and engage with the required regulatory and external advisory services where required.

We thank our Shareholders for their continued support.

Yours sincerely

Mark Potts
Chair – Remuneration Committee

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Directors' Report

Remuneration Report (continued)

2. Remuneration Governance

Remuneration Committee

The Remuneration Committee is responsible for determining and reviewing the compensation arrangements for Non-Executive Directors, the Chief Executive Officer and Executives. Executive remuneration is reviewed annually having regard to individual and business performance, relevant comparative information and internal and independent external information. The Remuneration Committee is also tasked with determining performance targets, performance against those targets and remuneration outcomes.

In accordance with best practice governance, the Remuneration Committee is comprised solely of independent Non-Executive Directors, as follows:

Peter Sullivan (Chair until 19 February 2020)
Martin Botha
Yasmin Broughton
Mark Potts (Chair from 20 February 2020)
Sabina Shugg

Nomination Committee

The Nomination Committee is responsible for Board and Board Committee membership, succession planning and performance evaluation.

In accordance with best practice governance, the Nomination Committee is comprised solely of independent Non-Executive Directors, as follows:

Martin Botha (Chair)
Yasmin Broughton
Mark Potts
Sabina Shugg
Peter Sullivan

Use of Remuneration Consultants

To ensure the Remuneration Committee is fully informed when making remuneration decisions, it seeks external remuneration advice as appropriate. Remuneration consultants are engaged by, and report directly to, the Remuneration Committee. In selecting remuneration consultants, the Remuneration Committee considers potential conflicts of interest and requires independence from KMP and other Executives as part of their terms of engagement.

During 2020, Godfrey Remuneration Group (GRG) was engaged as remuneration consultant to assist with a review of the LTIP. No other consultants were engaged and there were no remuneration recommendations, as defined by the Corporations Act, provided during the year.

Reporting in United States Dollars

In this report the remuneration and benefits reported have been presented in US dollars. This is consistent with the change by Resolute in presentational currency from Australian dollars to US dollars from 1 January 2020. Compensation for KMP is paid in Australian dollars and, for reporting purposes, converted to US dollars based on the average exchange rate for the payment period.

In order to derive US dollar comparatives between 2020 and 2019, the Australian dollar compensation paid during the year ended 31 December 2019 was converted to US dollars at the average exchange rate of US$1: A$1.438. The Australian dollar compensation paid during the year ended 31 December 2020 was converted to US dollars at the average exchange rate of US$1: A$1.448.

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes

3a. Key Management Personnel

The Remuneration Report details the remuneration arrangements for KMP who are defined as those persons having authority and responsibility for planning, directing and controlling the major activities of the Company and the Group, including any Director (whether Executive or otherwise) of the parent company.

For the purposes of this report, the term "Executive" includes the Chief Executive Officer (CEO) and other Executives of the Company and the Group.

Key management personnel:

(i) Directors

Name	Position held during the year
M. Botha	Non-Executive Director (Non-Executive Chairman)
J. Welborn	Managing Director and Chief Executive Officer (cessation of employment 18 October 2020)
Y. Broughton	Non-Executive Director
M. Potts	Non-Executive Director
S. Shugg	Non-Executive Director
P. Sullivan	Non-Executive Director

(ii) Executives

Name	Position held during the year
D. Kelly	Chief Operating Officer (appointed 1 January 2020)
S. Gale	Chief Financial Officer (appointed effective 20 January 2020, until 21 October 2020) Interim Chief Executive Officer (appointed effective 21 October 2020)
A. Stanton	General Counsel and Company Secretary

3b. Remuneration Policy

The Board recognises that the performance of the Company depends upon the quality of its Executives. To achieve its financial and operating objectives while operating in Africa, the Company must attract, motivate and retain highly skilled Directors and Executives. The Remuneration Committee is tasked with the responsibility to monitor and review the remuneration framework and provide recommendations to the Board. As part of the continual review process, the Remuneration Committee has from time to time engaged external consultants regarding structural changes to the remuneration framework.

The Company embodies the following principles in its remuneration framework:

- Provides competitive rewards to attract high calibre Executives;
- Structures remuneration at a level that reflects the Executive's duties and accountabilities and is competitive within Australia;
- Benchmarks remuneration against appropriate groups;
- Aligns Executive incentive rewards with the creation of value for Shareholders; and
- Supports achievements consistent with the World Gold Council's Responsible Gold Mining Principles.

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3b. Remuneration Policy (continued)

Business Objective

Mine Gold. Create Value.

Our goal is to create sustainable value for all stakeholders. The Company's remuneration framework aims to incentivise for both operational and financial performance, with focus on growth in gold production, managing cost, and improving operating cash-flows, whilst ensuring the safety and wellbeing of employees and contractors at all times.

Remuneration Objectives

Competitive Remuneration

Provide rewards to attract, motivate and retain highly skilled Executives.

The Company aims to attract talent, and reward Executives with a level and mix of remuneration commensurate with their position and responsibilities within the Company and to ensure total remuneration is competitive by market standards.

Shareholder Alignment

Align Executive incentive rewards with the creation of value for Shareholders.

Resolute's goal is to maintain its status as a unique and highly attractive investment for Shareholders, with focus on sustainable value creation. The remuneration framework serves to ensure sustainable growth and share price appreciation, a healthy balance sheet, and an ability to pay dividends.

It is the Remuneration Committee's policy that employment contracts are entered into with the CEO and Executives. Details of these contracts are outlined later in this report.

In accordance with best practice governance, the structure of NED and Executive remuneration is separate and distinct.

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3c. Remuneration Framework

The Executive remuneration framework consists of Fixed Annual Remuneration (FAR), STI and LTI incentives as outlined in the table below:

Remuneration Component	Purpose	Link to Performance
FAR	The level of FAR is set to provide a base level of remuneration which is both appropriate to the position and is competitive in the market.	Company and individual performance are considered as part of the annual remuneration review. While market and sector peer benchmarking is conducted regularly to ensure the FAR remains competitive, the levels of FAR for the Managing Director and CEO and other Executives are set primarily with regard to their responsibilities and performance, talent, skills and experience, taking into account the size, complexity, scope of operations and structure of Resolute's business.
STI	The objective of the annual "at risk" STI is to generate greater alignment between performance and remuneration levels to drive operational excellence.	Internal performance measures including safety, production and costs which represent key business drivers are considered and assessed to determine annual outcomes.
LTI	The objective of the LTI is to reward Executives in a manner which aligns a significant portion of remuneration with the creation of Shareholder wealth.	Vesting of awards is dependent upon both an external measure (TSR performance against a peer group) and an internal measure (ore reserve replacement).

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3c. Remuneration Framework (continued)

Overall remuneration level and mix

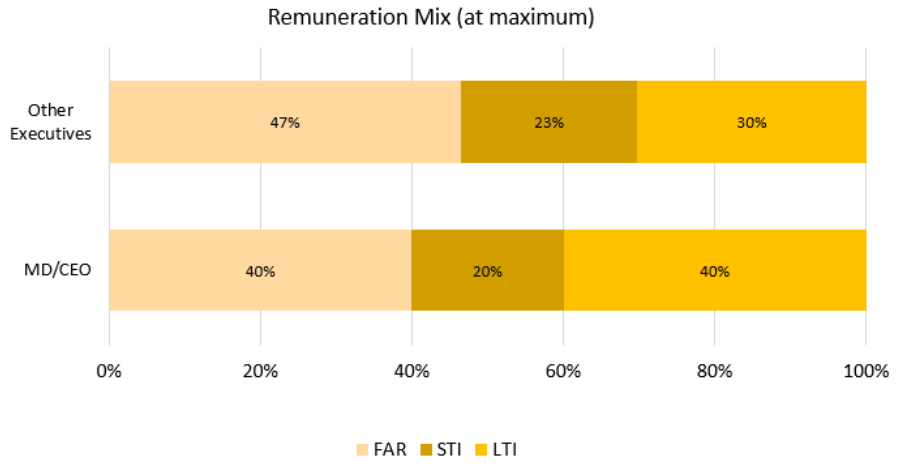
How is overall remuneration and mix determined?

Remuneration levels are considered annually through a review that considers comparative market data, the performance of the Company and individual, and the broader economic environment.

The Company aims to reward Executives with a level and mix (proportion of fixed, short term incentives and long-term incentives) of remuneration appropriate to their position, responsibilities and performance within the Company and that which is aligned with targeted market comparators.

In 2020, remuneration benchmarking was undertaken with reference to industry peers (see LTI comparator groups listed below) for the TSR performance benchmarking. From time to time, depending on availability and reliability of data, other benchmarking data sources may be used. The Company's policy is to position FAR around the median of direct industry peers.

The chart below summarises the Managing Director and CEO's and other Executives' remuneration mix for FAR, STI and LTI at maximum. The current pay mix is considered appropriate for Resolute based on the Company's current phase of growth.



The pay mix for the Managing Director and CEO includes the KMP LTI but does not include the CEO LTI.

To achieve maximum remuneration opportunity, Executives are required to significantly perform above and beyond normal expectations. If achieved, the outcome is anticipated to result in a substantial improvement in key strategic outcomes, operational or financial results, and/or the overall performance of the Company.

While the Company does not have a formal share ownership policy for Executives, all KMP are encouraged to hold shares in the Company and are incentivised to accumulate equity through the participation in LTI.

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3c. Remuneration Framework (continued)

Fixed annual remuneration	
What is included in FAR?	FAR includes base salary and superannuation contributions.
How is FAR reviewed and approved?	FAR is reviewed annually by the Remuneration Committee following consideration of industry benchmarking. FAR increases were made as follows: **Name** / **2019 FAR A$** / **2020 FAR A$** / **% increase** David Kelly[(i)] / 241,962 / 400,000 / 65% Amber Stanton / 319,458 / 420,000 / 31% [(i)]The increase in FAR was to reflect the change in Mr D. Kelly's position from Acting COO to COO, not taking into account the higher duties allowance paid in 2019.
Short Term Incentive	
What is the value of the STI award maximum opportunity?	The Managing Director and CEO and Executives have a maximum opportunity (if all the Stretch performance hurdles are met for each KPI and individual performance is achieved at a Stretch level) of 112.5% of FAR. A target STI opportunity of 50% of FAR aligns with industry benchmarking.
What are the performance criteria and how do they align with business performance?	The STI payable is based on performance against corporate and individual key performance indicators (KPIs) set at the beginning of the performance period. KPIs require the achievement of strategic, operational or financial measures and are linked to the drivers of business performance.

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3c. Remuneration Framework (continued)

<table>
<tr><th colspan="3">Short Term Incentive</th></tr>
<tr><td rowspan="2">What are the performance criteria and how do they align with business performance? (continued)</td><td>Corporate KPIs:

Safety

Improved safety performance (10%) – measured by:

• a lag indicator in the form of a specified reduction in the Total Recordable Injury Frequency Rate in comparison to prior years (5%); and

• specified lead indicators designed to be proactive and influence future events with measures being put in place to prevent incidents and injury. As part of this process, a Safety Action Performance list is prepared each year outlining a set of actions and deliverables (5%).

Operational

The achievement of defined Targets relative to budget relating to:
• operating cash flow (30%);
• gold poured (30%); and
• cost per tonne milled (30%).

The targets with regard to the STI outcomes are documented below (refer to section 3d Executive Remuneration Outcomes).</td><td>Personal KPIs:

A set of personal performance metrics designed to drive optimum operational performance as specifically related to each Executive's portfolio.

The personal metrics are set annually and are directly linked to the Resolute strategic plan which drives each Executive's annual business plan.

Personal performance acts as a positive or negative multiplier to the outcome of the Corporate KPIs. See below for an example of how the Managing Director and CEO's STI award is calculated.</td></tr>
<tr><td colspan="2">These measures have been selected as they can be reliably measured, are key drivers of value for Shareholders and encourage behaviours in line with the Company's core values and risk appetite.</td></tr>
<tr><td>How are STI awards determined?</td><td colspan="2">For each KPI there are defined "Threshold", "Target" and "Stretch" measures which are capable of objective assessment.

Corporate KPIs are assessed as follows on an individual KPI basis:
• Below Threshold = $nil payment
• Threshold performance = 25% of KPI opportunity
• Target Performance = 100% of KPI opportunity
• Stretch performance = 150% of KPI opportunity

Pro-rata payment applies on a straight-line basis between "Threshold" and "Target" and between "Target" to "Stretch" performance.

Personal KPIs are assessed as follows:
• Below Threshold = $nil payment
• Threshold performance = 50% of total Corporate KPI outcome
• Target Performance = 100% of total Corporate KPI outcome
• Stretch performance = 150% of total Corporate KPI outcome</td></tr>
</table>

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3c. Remuneration Framework (continued)

Short Term Incentive

How are STI awards determined? (continued)

Pro-rata payment applies on a straight-line basis between "Threshold" and "Target" and between "Target" to "Stretch" Performance. Target performance represents challenging levels of performance. Stretch performance requires significant performance above and beyond normal expectations and if achieved is anticipated to result in a substantial improvement in key strategic outcomes, operational or financial results, and/or the overall performance of the Company.

As a minimum, a threshold performance outcome must be achieved for both the Corporate KPIs and the Personal KPIs before a STI award is triggered.

STI award example

The example below is based upon the Managing Director and CEO's FAR, indicating possible payments based upon the range of corporate performance outcomes and personal KPI achievement.

Corporate KPI Award Opportunity (Based upon MD & CEO 50% STIP on a FAR of $800,000		
Performance	**Award Opportunity %**	**Award Opportunity $**
Below threshold	0% of KPI Opportunity	Nil
Threshold	25% of KPI Opportunity (50% of FAR)	$100,000
Target	100% of KPI Opportunity (50% of FAR)	$400,000
Stretch	150% of KPI Opportunity (50% of FAR)	$600,000

Personal KPI Achievement

Total STIP Award Opportunity		Corporate KPI Outcome			
		Maximum	Target	Threshold	Below
Performance	**Personal KPI Multiplier**	$600,000	$400,000	$100,000	Nil
Below threshold	0%	Nil	Nil	Nil	Nil
Threshold	50% of Corporate KPI Outcome	$300,000	$200,000	$50,000	Nil
Target	100% of Corporate KPI Outcome	$600,000	$400,000	$100,000	Nil
Stretch	150% of Corporate KPI Outcome	$900,000	$600,000	$150,000	Nil

The maximum STI award opportunity of FAR is calculated as follows:

(a) A$800,000 is Managing Director and CEO's FAR; and

(b) A$900,000 is maximum KPI outcome (150% of Corporate KPI outcome).

Therefore, the maximum award opportunity of FAR for the Managing Director and CEO is capped at 112.5% ((b)/(a)*100 = 112.5%).

Is the STI award subject to deferral provisions?

The actual STI payment is made approximately three months after the completion of the performance period.

The Remuneration Committee has determined that a formal deferral policy is not appropriate at this time for KMP, given that a significant portion of the Managing Director and CEO's and other Executives' total remuneration opportunity is in the form of equity and subject to risk. In addition, the Managing Director and CEO holds a significant number of shares and other Executives have been granted a significant number of Performance Rights as part of the Resolute LTIP, ensuring close alignment with Shareholders.

Is there a malus or clawback policy?

While there is no formal malus/clawback policy, the Board has ultimate discretion to adjust the STI outcomes upwards or downwards (including to zero), in exceptional circumstances, where the STI generated outcomes inconsistent with the Company's performance or resulted in misalignment with Shareholders (e.g. fatality, financial misstatement, misconduct, reputational damage, etc.).

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3c. Remuneration Framework (continued)

<table>
<tr><th colspan="3">Short Term Incentive</th></tr>
<tr><td>What happens to STI awards if there is a termination of employment?</td><td colspan="2">Subject to overarching Board discretion, to be eligible for any payment under the STI, the participant must be employed by the Company at the time of payment after the performance period in which the STI is tested.</td></tr>
<tr><td>What happens to STI awards if there is a change of control event?</td><td colspan="2">On the occurrence of a change of control event, the Board will determine, in its sole and absolute discretion, the manner in which STI awards will be dealt with.</td></tr>
<tr><th colspan="3">Long Term Incentive</th></tr>
<tr><td>How often are LTI grants made and what is the maximum LTI quantum?</td><td colspan="2">At the Board's discretion, Executives receive an annual grant of Performance Rights and the LTI forms a key component of the Executive's Total Annual Remuneration.

The LTI face value that Executives are entitled to receive is set at a maximum percentage of their FAR, being 100% of FAR for the Managing Director and CEO and 65% of FAR for the other Executives.</td></tr>
<tr><td rowspan="3">What are the performance criteria for the LTI?</td><td colspan="2">Performance conditions have been selected that reward Executives for creating Shareholder value as determined via the change in the Company's share price (Relative Total Shareholder Return) and via the Ore Reserves Replacement metric over a three-year period.

Performance Rights will vest subject to meeting service and performance conditions as defined below:</td></tr>
<tr><td>Relative Total Shareholder Return ("rTSR") – 75%</td><td>Ore Reserves Replacement metric – 25%</td></tr>
<tr><td>The rTSR measures the combined return from change in share price and dividends, against 16 ASX or TSX listed gold production companies of a similar size which for 2020 were:

• Asanko Gold Inc
• Centamin Plc
• Evolution Mining Ltd
• Golden Star Resources Ltd
• Hummingbird Resources Plc
• IAMGold Corporation
• Pan African Resources Plc
• Perseus Mining Ltd
• Regis Resources Ltd
• Roxgold Inc
• Saracen Mining Ltd
• Semofo Inc
• Shanta Gold Ltd
• St Barbara Ltd
• Teranga Gold Corporation
• West African Resources Ltd

Resolute's TSR is calculated to determine what percentile in the peer group it relates to and this percentile determines how many Performance Rights vest.</td><td>The Ore Reserves Replacement metric measures the change in Resolute's Reserves at the end of the performance period as compared to the commencement of the performance period, net of mining depletion.

Resolute's overall change in Ore Reserves as at the end of the performance period will determine how many Performance Rights will vest.

The Board believes that maintaining reserves for a producing gold miner is a significant achievement requiring effort, strategic planning, and sound management. The achievement of maintaining reserves would enable a mining company to continue production indefinitely and, in a commodity as scarce as gold, should not be considered the ordinary course of business.</td></tr>
</table>

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3c. Remuneration Framework (continued)

Long Term Incentive		
What is the objective of the performance hurdle and target?	One of Resolute's goals is to manage achievements against comparators and outperform our peers to ensure sustainable growth to our share price above the market.	Maintaining the Company's Ore Reserves is essential for the business to continue. A sustainable increase in Ore Reserves will have a direct link with Shareholder value. The Ore Reserves Replacement metric is aimed at directing the Executives' focus on a long-term goal of ensuring the Company's gold inventory is robust and continues growing.
What is the rationale for the chosen metrics?	The rTSR metric provides the closest alignment between the Company's performance and Shareholders' interests and reflects the creation of Shareholder value above peers. The Board acknowledges that rTSR may result in vesting under negative absolute TSR ("aTSR"). However, the Board has absolute discretion to amend the vesting outcomes both downwards and upwards, should the conditions of the plan result in an inappropriate vesting. The Board will limit this discretion to extraordinary circumstances. rTSR is considered the most relevant performance metric for KMP LTI purposes. For this reason, the Board has allocated 75% of the KMP LTI vesting performance metric to this measure.	Sustainable growth in Ore Reserves ensures the growth in the Company's market value. Maintaining the Company's Ore Reserves enables the business to be sustainable which is a challenge when mining a scarce commodity such as gold. Reserves are the most stringent and difficult to estimate of mineralisation. Measurement of a Company's reserves is one of the most available and accurate metrics to establish the Company's value, growth prospects, health, and track record at any point in time. While rTSR is considered the most relevant performance metric for KMP LTI purposes, the Board believes a reserves metric provides good balance. For this reason, the Board has allocated 25% of the KMP LTI to the Ore Reserves Replacement metric.
How is the performance period determined?	Grants under the LTI need to serve a number of different purposes: • act as a key retention tool; and • focus on future Shareholder value generation. Therefore, LTI awards have a three-year performance period and provide a structure that is focused on long term sustainable Shareholder value generation.	

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3c. Remuneration Framework (continued)

Long Term Incentive

How is vesting determined?

Relative TSR performance	Performance Vesting Outcomes
Less than 60th percentile	0% vesting
At the 60th percentile	50% vesting
Between 60th and 75th percentile	Linear vesting, between 50% and 100%
75th percentile and above	100% vesting

Ore Reserve Replacement Performance	Performance Vesting Outcomes
Ore Reserve Replacement depleted	0% vesting
Ore Reserve Replacement maintained	50% vesting
Ore Reserve Replacement between maintained up to 30%	Linear vesting, between 50% and 100%
Ore Reserve Replacement grown by 30% or more	100% vesting

Is there an opportunity to re-test the performance hurdles?	Performance is tested only once, at the end of the performance period. No re-testing applies to unvested awards.
Do dividends vest on unvested awards?	There are no dividends attached to unvested Performance Rights.
Is there a malus and clawback policy?	While there is no formal malus/clawback policy, the Board has ultimate discretion to adjust LTI outcomes upwards or downwards (including to zero), in exceptional circumstances, where the LTIP generated outcomes inconsistent with the Company's performance or resulted in misalignment with Shareholders (e.g. financial misstatement, misconduct, reputational damage, etc.).
What happens to LTI awards if there is a termination of employment?	Vested but unexercised Performance Rights remain on foot unless Board discretion is exercised in situations such as misconduct. Unvested Performance Rights will be forfeited unless Board discretion is exercised in circumstances such as death, retirement due to ill health and redundancy.
What happens to LTI awards if there is a change of control?	On the occurrence of a change of control event, the Board will determine, in its sole and absolute discretion, the manner in which all unvested and vested rights will be dealt with.

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3d. Executive Remuneration outcomes

Company Performance

The table below shows the performance of the Consolidated Entity over the last 5 periods:

		31 December 2020	31 December 2019	6 months ended 31 December 2018	30 June 2018	30 June 2017
Net profit/(loss) after tax	$'000	4,995	(78,824)	(3,752)	60,339	125,184
Basic earnings/(loss) per share	cents/share	1.62	(8.30)	(0.30)	6.86	14.35

KMP remuneration disclosures

Table 1 below shows the remuneration expense recognised for each KMP for the year ended 31 December 2020. Table 2 below shows the remuneration expense recognised for each KMP for the year ended 31 December 2019. The actual remuneration received by KMP for the year is set out in Table 3. The actual remuneration includes equity grants where the KMP received control of the shares in the year ended 31 December 2020. This differs from the remuneration disclosures in Table 1. For example, Table 1 discloses the value of LTI grants which may or may not vest in future years, whereas Table 3 discloses the value of LTI grants from previous years which have vested during the year.

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3d. Executive Remuneration outcomes (continued)

Table 1 - Statutory KMP remuneration for the year ended 31 December 2020

	SHORT TERM BENEFITS					POST EMPLOYMENT BENEFITS		LONG TERM BENEFITS	SHARE BASED PAYMENTS		PERFORMANCE RELATED	
	Base Remuneration	Non Monetary Benefits (i)	Short Term Incentive (ii)	Transaction Bonus (v)	Annual Leave Expense	Superannuation	Termination (vi)	Long Service Leave Expense	Performance Rights	Total	Short Term Incentive, Options and Performance Rights	Options and Performance Rights
	$	$	$	$	$	$	$	$	$	$	%	%
J. Welborn(iii)	413,277	5,232	-	-	41,424	30,990	535,072	(62,181)	533,548	1,497,362	36	36
D. Kelly	263,330	8,993	74,416	-	12,571	18,736	-	6,291	98,214	482,551	36	20
S. Gale(iv)	312,069	6,989	131,261	-	31,470	17,260	-	10,247	164,478	673,774	44	24
A. Stanton	218,961	6,279	117,206	96,658	27,423	17,260	-	11,603	111,957	607,347	38	18
Total	**1,207,637**	**27,493**	**322,883**	**96,658**	**112,888**	**84,246**	**535,072**	**(34,040)**	**908,197**	**3,261,036**		

(i) *Non-monetary benefits include, where applicable, the cost to the Company of providing fringe benefits, the fringe benefits tax on those benefits and all other benefits received by the Executive.*

(ii) *The STI for the year ended 31 December 2020 will be paid in cash in March 2021.*

(iii) *Mr J. Welborn ceased employment as Managing Director and CEO on 18 October 2020.*

(iv) *Mr S. Gale was appointed as Chief Financial Officer effective 20 January 2020 until 21 October 2020. Mr S. Gale was appointed Interim Chief Executive Officer effective 21 October 2020.*

(v) *This is a discretionary bonus related to the acquisition of Mako and the listing on the London Stock Exchange.*

(vi) *Mr J. Welborn received a payment in lieu of notice.*

(vii) *The total remuneration for 2020 was converted at the average exchange rate of US$1:A$1.448.*

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3d. Executive Remuneration outcomes (continued)

Table 2 - Statutory KMP remuneration for the year ended 31 December 2019

	SHORT TERM BENEFITS				POST EMPLOYMENT BENEFITS		LONG TERM BENEFITS	SHARE BASED PAYMENTS		PERFORMANCE RELATED	
	Base Remuneration	Non Monetary Benefits (i)	Short Term Incentive (ii)	Annual Leave Expense	Superannuation	Termination (vi)	Long Service Leave Expense	Performance Rights	Total	Short Term Incentive, Options and Performance Rights	Options and Performance Rights
	$	$	$	$	$	$	$	$	$	%	%
J. Welborn	519,503	3,525	65,919	49,870	17,381	-	19,679	991,047	1,666,924	63	59
P. Beilby(iii)	72,305	882	-	6,168	4,345	-	-	22,874	106,574	21	21
D. Kelly(iv)	237,178	4,174	30,728	12,659	16,870	-	6,335	138,335	446,279	38	31
L. de Bruin(v)	327,929	3,525	29,004	41,308	26,071	72,130	9,137	104,007	613,111	22	17
A. Stanton	200,023	3,525	31,146	15,587	14,438	-	5,835	85,257	355,811	33	24
Total	**1,356,938**	**15,631**	**156,797**	**125,592**	**79,105**	**72,130**	**40,986**	**1,341,520**	**3,188,699**		

(i) Non-monetary benefits include, where applicable, the cost to the Company of providing fringe benefits, the fringe benefits tax on those benefits and all other benefits received by the Executive.

(ii) The STI for the six months ended 31 December 2019 were paid in cash in March 2020.

(iii) Mr P. Beilby retired effective 31 March 2019.

(iv) Mr D. Kelly appointed effective 1 April 2019.

(v) Ms L. de Bruin resigned as Chief Financial Officer effective 13 December 2019.

(vi) Ms L. de Bruin received a payment in lieu of notice.

(vii) The total remuneration for 2019 was converted at the average exchange rate of US$1:A$1.438.

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3d. Executive Remuneration outcomes (continued)

Table 3 - Actual KMP remuneration paid for the year ended 31 December 2020

The following table shows the nominal remuneration value realised by the individual and includes fixed remuneration, any cash incentives paid and the nominal value of equity grants where the KMP received control of the shares in the year ended 31 December 2020. We believe this information is helpful to assist shareholders in understanding the actual pay and benefits received by KMPs from various components of their remuneration.

The following table is a voluntary disclosure and is not prepared in accordance with Australian Accounting Standards.

	Fixed Remuneration (i)	Termination(iv)	Transaction Bonus	Short Term Incentives(ii)	Nominal Value of 2017 LTIP Vested Rights(iii)	Total
	$	$	$	$	$	$
J. Welborn(v)	563,686	535,072	-	65,462	377,355	**1,541,575**
D. Kelly	293,176	-	-	30,516	24,433	**348,125**
S. Gale(vi)	329,330	-	-	69,042	-	**398,372**
A. Stanton	271,723	-	96,658	30,471	30,853	**429,705**
Total	**1,457,915**	**535,072**	**96,658**	**195,491**	**432,641**	**2,717,777**

(i) Fixed Remuneration includes cash salary, paid leave and superannuation.
(ii) Short Term Incentives relate to Short Term Incentives earned for the year ended 31 December 2019 paid in March 2020.
(iii) 2017 LTIP vested rights awarded have a nominal value based on the 10-day VWAP up to and including 30 June 2020.
(iv) Mr J. Welborn received a payment in lieu of notice.
(v) Mr J. Welborn ceased employment as Managing Director and CEO on 18 October 2020.
(vi) Mr S. Gale was appointed as Chief Financial Officer effective 20 January 2020 until 21 October 2020. Mr S. Gale was appointed Interim Chief Executive Officer effective 21 October 2020.
(vii) The total remuneration for 2020 was converted at the average exchange rate of US$1:A$1.448.

STI outcomes

Performance Measure	Performance Area Weighting	Actual Performance Outcome	Commentary
Company Operating Cash Flow (A$169.195 million)	30%	A$60.2 million	Not Achieved
Cash Operating Cost Per Tonne Milled (A$83.05)	30%	A$83.32	Achieved
Production Target (Gold Poured) (430,000oz)	30%	395,136oz	Partially Achieved
Total Recordable Injury Frequency Rate (1.8)	5%	0.9	Achieved
Safety Action List Performance (3)	5%	3	Achieved

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3d. Executive Remuneration outcomes (continued)

LTI outcomes

The table below displays the KMP LTI Performance Rights relating to the Managing Director and CEO, and the CEO LTI Performance Rights approved by Shareholders:

Year	KMP LTI Grant (Perf Rights)	CEO LTI Grant (Perf Rights)	Potentially vesting KMP LTI at maximum*	Potentially vesting CEO LTI at maximum*	Vested KMP LTI	Vested CEO LTI	Total vested
2015	1,515,000	0					
2016	564,000	2,000,000					
2017	587,500	0					
2018	277,559	0	1,515,000	400,000	1,397,588	400,000	1,797,588
2019	698,690	3,000,000	564,000	600,000	141,000	200,000	341,000
2020	699,668		587,500	1,000,000	146,875	350,000	496,875
2021			215,879	732,600			
2022			426,977	-			
2023			194,352	-			

*The potentially vesting performance rights have been adjusted in accordance with the cessation of employment of Mr. J Welborn.

The following table provides information regarding the performance criteria and vesting of the CEO LTI grant in the 2016 financial year, to demonstrate the Company's track record and ability to set challenging targets.

Financial Year 2016 CEO LTI	Target	Achievement and Performance Rights vesting
Tranche A (20%) - Ravenswood 400,000 Performance Rights Vesting: 30 June 2018	**Objective:** Secure Shareholder value for Ravenswood. Board endorsement of either a long-term development plan for Ravenswood, or an alternative strategic proposal. The following are elements for consideration: • Board approval of a Ravenswood Extension Project Plan during the 2017 financial year - Completion of relevant studies - Plan to include standard project components detail - Component detail will include Buck Reef West and/or Sarsfield in production, metrics to be defined and approved • Board approval of an alternative strategy to deliver appropriate Shareholder value • Maintaining production performance as budgeted	The target of Tranche A was set for Mr Welborn in 2016 at a period of great uncertainty for the Ravenswood Gold Mine. Previous to Mr Welborn's appointment as CEO, Ravenswood had been scheduled for mine closure. The Board assessed vesting as at 30 June 2018 based on CEO performance against the defined target objectives. Mr Welborn had championed the concept of a return to open pit mining at Ravenswood and directed the completion of a Feasibility Study for the Ravenswood Expansion Project (REP). The study was approved by the Board and included mining at Sarsfield and Buck Reef West as per approved and defined metrics. Mr Welborn directed a clear path forward for a long life, low risk, low cost development plan for long-term production at Ravenswood. Key elements of performance have included: • Production continuing beyond budgeted expectations at the Mt Wright Underground Mine; • The REP being granted Prescribed Project Status by the Queensland Government; • Investigation and inclusion of beneficiation technology to enhance outcomes;

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Directors' Report

Remuneration Report (continued)

3. Remuneration Policy and Outcomes (continued)

3d. Executive Remuneration outcomes (continued)

Financial Year 2016 CEO LTI	Target	Achievement and Performance Rights vesting
		• All key REP approvals being received on time and on budget; • All relevant REP studies being completed; and • All REP project component details having been defined and progressed at the Board's satisfaction. On the basis that the CEO had demonstrably secured Shareholder value for Ravenswood by developing a long-term development plan for the asset that had been fully endorsed by the Board, the Board (other than Mr Welborn) resolved that Tranche A of the 2016 financial year CEO LTI grant vested in full.
Tranche B (30%) – Syama 600,000 Performance Rights Vesting: 30 June 2019	**Objective:** To ensure Shareholder value for Syama is realized and protected. The successful delivery of the Syama Underground Expansion. The following are elements for consideration: • Reference is to relevant original Budget and Capital approvals as well as the Syama Underground Extension Definitive Feasibility Study - Subject to Board approved change to take account of optimization and/or approved changes to mining or processing methods • Full production by Q2 Financial Year 2019 • Management of government relations	The Board assessed the Tranche B vesting outcome as at 30 June 2019. The measurement of whether Shareholder value for Syama has been realised and protected was assessed based on operating performance and the development status of the Syama Underground Mine as at end Q2 Financial Year 2019. Elements that were considered included: • Status of government relations; • Performance against budget; • Development against DFS plan; and • Timing of full nameplate production, including automation. The Board (other than Mr Welborn) unanimously agreed that a vesting outcome of 200,000 Performance Rights was justified and appropriate based on the performance outcome relating to delivery of the Syama Underground Expansion.
Tranche C (50%) – Production & Sustainability 1,000,000 Performance Rights Vesting: 30 June 2020	**Objective:** To place the Company on a clear path to a substantial and sustainable increase in annual gold production with reduced risk though further diversification of production centres. The successful achievement of Board approved developments, acquisitions, divestments, and partnerships that substantially increase the Company's mineable reserves and enhance longer-term sustainability. The following are elements for consideration: • the Company's gold production ambition of 450k oz or more from 3 operations by the 2020 financial year; • an increase in the Company's gold resources per share; and • optimum production achieved from existing owned assets.	The Board assessed the Tranche C vesting outcome as at 30 June 2020. The measurement of whether there was a clear path to a substantial and sustainable increase in annual gold production, an increase in the Company's gold resources per share and optimum production achieved from existing owned assets was assessed. Elements that were considered included: • Annual gold production taking into account the divestment of Ravenswood • The increase in resources on the Reserves and Resources statement taking into account the divestment of Ravenswood • Amount of shares outstanding from July 2017 to June 2020 • Strategic acquisition of Mako The Board (other than Mr Welborn) unanimously agreed that a vesting outcome of 350,000 Performance Rights was justified and appropriate based on the performance outcomes above.

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Directors' Report

Remuneration Report (continued)

4. Non-Executive Director Remuneration Arrangements and Outcomes

Objective

The Board seeks to set aggregate remuneration at a level which provides the Company with the ability to attract and retain Directors of the highest calibre, whilst incurring a cost which is acceptable to Shareholders.

Structure

The Company's constitution and the ASX Listing Rules specify that the aggregate remuneration of NEDs shall be determined from time to time by a general meeting. An amount not exceeding the amount determined is then divided between the Directors as agreed. The latest determination was at the Annual General Meeting held on 29 November 2016 when the Shareholders approved an aggregate remuneration of A$1,000,000 per year.

The Chairman's fee is A$180,000 and NED fees are A$100,000. In addition, the Chair of the Audit and Risk Committee receives a Committee Chair fee of A$15,000 and the Chair of the Remuneration Committee receives a Committee Chair fee of A$10,000. Members of Committees do not receive a separate fee.

The amount of aggregate remuneration sought to be approved by Shareholders and the manner in which it is apportioned amongst Directors is reviewed annually. The Board considers fees paid to NEDs of comparable companies when undertaking the annual review process. Each NED receives a fee for being a Director of the Company. The fee size is commensurate with the workload and responsibilities undertaken. NEDs do not participate in any incentive programs.

Position	Current Annual Fee (A$)
Chair of Board	$180,000
Non-Executive Director	$100,000
Audit and Risk Committee Chair	$15,000*
Remuneration Committee Chair	$10,000*

** Payable in addition to the annual NED fee.*

Non-Executive Director remuneration for the year ended 31 December 2020

	SHORT TERM BENEFITS		POST EMPLOYMENT BENEFITS	
	Remuneration	Non-Monetary Benefits	Superannuation	TOTAL
	$	$	$	$
M. Botha	124,275	-	-	**124,275**
Y. Broughton	79,398	-	-	**79,398**
M. Potts	74,795	-	-	**74,795**
S. Shugg	63,052	-	5,990	**69,042**
P. Sullivan	60,084	6,814	3,076	**69,974**
Total	**401,604**	**6,814**	**9,066**	**417,484**

(i) The total remuneration for 2020 was converted at the average exchange rate of US$1:A$1.448.

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Directors' Report

Remuneration Report (continued)

4. Non-Executive Director Remuneration Arrangements and Outcomes (continued)

Non-Executive Director remuneration for the year ended 31 December 2019

	SHORT TERM BENEFITS		POST EMPLOYMENT BENEFITS	
	Remuneration	Non-Monetary Benefits	Superannuation	TOTAL
	$	$	$	$
M. Botha	124,562	-	-	**124,562**
Y. Broughton	77,054	-	-	**77,054**
M. Potts	68,364	-	-	**68,364**
S. Shugg	62,433	-	5,931	**68,364**
P. Sullivan	60,862	6,861	6,434	**74,157**
Total	**393,275**	**6,861**	**12,365**	**412,501**

(i) The total remuneration for 2019 was converted at the average exchange rate of US$1:A$1.438.

5. Additional Disclosures

Executive Employment Contracts

Remuneration arrangements for KMP are formalised in employment agreements. The following table outlines the details of contracts with key management personnel:

Name	Title	Term of Agreement	Notice Period by Executive	Notice Period by Company	Termination Benefit[1]
John Welborn[(i)]	Managing Director and Chief Executive Officer	Open	6 months	12 months	Redundancy as per NES
David Kelly	Chief Operating Officer	Open	3 months	3 months	Redundancy as per NES
Stuart Gale[(ii)]	Chief Financial Officer	Open	3 months	3 months	Redundancy as per NES
Amber Stanton	General Counsel and Company Secretary	Open	3 months	3 months	Redundancy as per NES

[1] NES is the National Employment Standards.

(i) Ceased employment effective 18 October 2020.
(ii) Appointed effective 20 January 2020.

No options were held by KMP during the year.

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Directors' Report

Remuneration Report (continued)

5. Additional Disclosures (continued)

Details of Performance Rights holdings of KMP are as follows:

	Balance at the start of the year	Granted during the year as compensation								Lapsed during the year	Vested during the year	Balance at the end of the year
		Number	Issue date	Fair value of Performance Rights at grant date	Total Fair value of Performance Rights at grant date	Vesting period (years)	Vesting date	Expiry of Performance Rights	Exercise price of Performance Rights granted during the year			
				A$	A$				A$			
Directors												
J. Welborn[(i)]	5,563,749	699,668	21 May 2020	0.56	391,825	3	31 Dec 2022	1 Jan 2027	nil	(4,196,734)	(496,875)	1,569,808
Other key management personnel												
D. Kelly	324,349	227,392	21 May 2020	0.85	193,283	3	31 Dec 2022	1 Jan 2027	nil	(96,514)	(32,172)	423,055
A. Stanton	418,216	216,022	21 May 2020	0.85	183,619	3	31 Dec 2022	1 Jan 2027	nil	(121,875)	(40,625)	471,738
S. Gale	-	500,000	21 May 2020	0.49	245,000	3	31 Dec 2021	1 Jan 2027	nil	-	-	764,343
		264,343	21 May 2020	0.85	224,692	3	31 Dec 2022	1 Jan 2027	nil			

(i) These were the number of Performance Rights held by Mr J. Welborn when he ceased employment on 18 October 2020. Of the 4,196,734 Performance Rights that lapsed during the year, 3,106,109 Performance Rights lapsed due to cessation of employment.

(ii) Performance Rights vest in accordance with the Resolute Mining Limited Remuneration Policy and Equity Incentive Plan which outline the key performance indicators that need to be satisfied. The percentage of Performance Rights granted during the year that also vested during the year is nil.

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Directors' Report

Remuneration Report (continued)

5. Additional Disclosures (continued)

Details of shareholdings of KMP are as follows:

	Balance at the start of the year	Received during the year on the vesting of Performance Rights	Purchased during the year	Other changes during the year	Shares sold on market during the year	Balance at the end of the year
Directors						
M. Botha	-	-	45,455	-	-	45,455
J. Welborn[(i)]	3,000,000	496,875	703,125	(4,200,000)	-	-
Y. Broughton	-	-	27,273	-	-	27,273
M. Potts	26,825	-	52,272	-	-	79,097
S. Shugg	-	-	27,273	-	-	27,273
P. Sullivan	2,340,674	-	27,272	-	-	2,367,946
Other key management personnel						
D. Kelly	81,406	32,172	-	-	-	113,578
S. Gale	-	-	-	-	-	-
A. Stanton	-	-	-	-	-	-

(i) These were the number of shares held by Mr J. Welborn when he ceased employment on 18 October 2020.

Every Director is encouraged to hold shares in the Company. The Board considered a share ownership requirement policy for Directors, however, is not proposing to introduce a formal requirement due to the current tenure of Directors and to ensure that diversity is one of the priorities for succession planning without imposing limitations on any potential candidate. The Board will continue reviewing this policy on an ongoing basis to ensure it meets the requirements of the Company and its stakeholders.

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Directors' Report

Remuneration Report (continued)

6. Loans to Key Management Personnel and their Related Parties

There were no loans to KMP during the year ended 31 December 2020.

This is the end of the audited information.

Performance Rights

Outstanding Performance Rights at the date of this report are as follows:

Grant date	Vesting date	Exercise price	Number on issue
26/10/18	30/06/21	-	481,880
21/05/19	31/12/21	-	1,041,225
21/11/19	30/06/21	-	732,600
21/05/20	31/12/21	-	500,000
21/05/20	31/12/21	-	43,668
21/05/20	31/12/22	-	1,616,997
			4,416,370

Indemnification and Insurance of Directors and Officers

Resolute maintains an insurance policy for its Directors and officers against certain liabilities arising as a result of work performed in the capacity as Directors and officers. The Company has paid an insurance premium for the policy. The contract of insurance prohibits disclosure of the amount of the premium and the nature of the liabilities insured.

Indemnification of Auditors

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young, as part of the terms of its audit engagement agreement against claims by third parties arising from the audit (for an unspecified amount). No payment has been made to indemnify Ernst & Young during or since the financial year.

Auditor Independence

Refer to the Auditor's Independence Declaration to the Directors of Resolute Mining Limited.

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Directors' Report

Directors' Meetings

The number of meetings of Directors (including meetings of committees of Directors) held during the year and the number of meetings attended by each Director were as follows:

	Board	Audit & Risk	Remuneration	Nomination	Sustainability
M. Botha	25	4	4	2	n/a
P. Sullivan	25	4	4	2	n/a
J. Welborn (ceased 18 October 2020)	17	n/a	n/a	n/a	3
M. Potts	25	4	4	2	n/a
Y. Broughton	25	4	4	2	n/a
S. Shugg	25	4	4	2	4
Number of meetings held	**25**	**4**	**4**	**2**	**4**

The details of the functions of the other committees of the Board are presented in the Corporate Governance Statement.

Rounding

Resolute is a company of the kind specified in Australian Securities and Investments Commission Corporations (rounding in Financial Directors' Reports) Instrument 2016/191. In accordance with that class order, amounts in the financial report and the Directors' Report have been rounded to the nearest thousand dollars unless specifically stated to be otherwise.

Non-Audit Services

Non-audit services have not been provided by the entity's auditor, Ernst & Young for the year ended 31 December 2020.

Ernst & Young Australia received or are due to receive nil for non-audit services in the year ended 31 December 2020 (year ended 31 December 2019: $nil).

Signed in accordance with a resolution of the Directors.

Martin Botha

Chairman

Perth, Western Australia
17 March 2021

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Building a better working world

Auditor's independence declaration to the directors of Resolute Mining Limited

As lead auditor for the audit of the financial report of Resolute Mining Limited for the financial year ended 31 December 2020, I declare to the best of my knowledge and belief, there have been:

a. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

b. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Resolute Mining Limited and the entities it controlled during the financial year.

Ernst & Young

Gavin Buckingham
Partner
17 March 2021

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Financial Statements

Financial Statements

Consolidated Statement of Comprehensive Income
Consolidated Statement of Financial Position
Consolidated Statement of Changes in Equity
Consolidated Cash Flow Statement

Notes to the Financial Statements

About this Report

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Consolidated Statement of Comprehensive Income

	Note	31 December 2020 US$'000	31 December 2019 (Restated) US$'000
Continuing operations			
Revenue from contracts with customers for gold and silver sales	A.1	602,985	456,400
Costs of production relating to gold sales	A.1	(254,848)	(294,222)
Gross profit before depreciation, amortisation and other operating costs		**348,137**	**162,178**
Depreciation and amortisation relating to gold sales	A.1	(172,606)	(75,776)
Other operating costs relating to gold sales	A.1	(71,339)	(44,194)
Gross profit from continuing operations		**104,192**	**42,208**
Interest income	A.1	2,152	472
Other income	A.1	-	77
Exploration, business development and impairment of investments in associates	A.1	(10,910)	(14,300)
Administration and other corporate expenses	A.1	(17,456)	(12,194)
Share based payments expense	A.1	(1,178)	(1,706)
Treasury - realised gains/(losses)	A.1	867	(2,072)
Fair value movements and unrealised treasury transactions	A.1	(30,644)	3,218
Share of associates' losses	A.1/ E.6	(1,661)	(967)
Depreciation of non-mine site assets	A.1	(2,725)	(540)
Finance costs	A.1	(24,676)	(31,666)
Other expenses	A.1	(88)	(613)
Indirect tax expense	A.1/D.6	(24,308)	(40,630)
Gain/ (loss) before tax from continuing operations		**(6,435)**	**(58,713)**
Tax expense	A.1/A.4	(30,045)	(17,346)
Loss for the year from continuing operations		**(36,480)**	**(76,059)**
Discontinued operations			
Gain/(loss) for the year from discontinued operations [(1)]	E.2	41,475	(2,765)
Gain/(loss) for the year		**4,995**	**(78,824)**
Gain/(loss) attributable to:			
Members of the parent		15,941	(67,775)
Non-controlling interest	E.7	(10,946)	(11,049)
		4,995	**(78,824)**

(1) Discontinued operations relates to the Group's Ravenswood gold mine

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

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Consolidated Statement of Comprehensive Income (continued)

	Note	31 December 2020 US$'000	31 December 2019 (Restated) US$'000
Gain/ (loss) for the year (brought forward)		**4,995**	**(78,824)**
Other comprehensive income/(loss)			
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations:			
- Members of the parent		45,915	5,338
Items that may not be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations:			
- Non-controlling interest		(5,651)	186
Changes in the fair value/realisation of financial assets at fair value through other comprehensive income, net of tax		16,638	(7,495)
Other comprehensive gain/(loss) for the year, net of tax		**56,902**	**(1,971)**
Total comprehensive gain/(loss) for the year		**61,897**	**(80,795)**
Total comprehensive gain/(loss) attributable to:			
Members of the parent		78,494	(69,932)
Non-controlling interest		(16,597)	(10,863)
		61,897	**(80,795)**
Earnings (loss) per share for net income (loss) attributable for operations to the ordinary equity holders of the parent:			
Basic gain/(loss) per share	A.3	**1.62 cents**	**(8.30) cents**
Diluted gain/(loss) per share	A.3	**1.62 cents**	**(8.30) cents**
Loss per share for net loss attributable for continuing operations to the ordinary equity holders of the parent:			
Basic gain/(loss) per share	A.3	**(2.60) cents**	**(7.96) cents**
Diluted gain/(loss) per share	A.3	**(2.60) cents**	**(7.96) cents**

The above consolidated statement of comprehensive income should be read in conjunction with the accompanying notes.

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Consolidated Statement of Financial Position

	Note	As at 31 December 2020 US$'000	As at 31 December 2019 (Restated) US$'000	As at 1 January 2019 (Restated)[1] US$'000
Current assets				
Cash	C.1	88,591	87,305	27,305
Other financial assets – restricted cash	D.3	-	2,745	2,743
Receivables	D.1	78,852	49,713	40,074
Inventories	D.2	158,929	133,171	125,975
Financial assets at fair value through other comprehensive income	D.3	36,004	12,704	19,976
Assets held for sale	E.2	80,608	66,637	-
Prepayments and other assets		8,785	5,632	5,851
Current tax asset		17,911	15,139	12,385
Total current assets		**469,680**	**373,046**	**234,309**
Non current assets				
Prepayments	D.4	-	-	2,568
Inventories	D.2	67,923	44,318	-
Investments in associates	E.6	4,649	4,314	6,758
Promissory notes receivable	E.2	40,262	-	-
Contingent consideration receivable	E.2	15,417	-	-
Deferred tax assets	A.4	10,081	19,486	13,584
Exploration and evaluation	B.2	6,469	57,798	44,364
Development	B.1	495,281	535,829	285,899
Property, plant and equipment	B.1	292,678	309,759	203,454
Right of use assets	D.7	22,518	40,778	-
Total non current assets		**955,278**	**1,012,282**	**556,627**
Total assets		**1,424,958**	**1,385,328**	**790,936**
Current liabilities				
Payables	D.5	83,832	104,141	84,618
Financial derivative liabilities	D.8	415	3,193	-
Interest bearing liabilities	C.2	62,558	238,622	48,319
Provisions	D.6	75,720	48,957	16,404
Current tax liabilities		-	21,127	-
Lease liabilities	D.7	11,249	15,480	-
Liabilities associated with the assets held for sale	E.2	8,821	39,492	-
Total current liabilities		**242,595**	**471,012**	**149,341**
Non current liabilities				
Interest bearing liabilities	C.2	273,613	187,392	97,827
Provisions	D.6	71,863	65,630	49,592
Financial derivative liabilities	D.8	-	9,004	-
Deferred tax liabilities	A.4	9,422	2,152	-
Lease liabilities	D.7	12,358	26,043	-
Total non current liabilities		**367,256**	**290,221**	**147,419**
Total liabilities		**609,851**	**761,233**	**296,760**
Net assets		**815,107**	**624,095**	**494,176**

1. With effect from 1 January 2020, Resolute Mining Limited has elected to change its presentation currency from Australian dollars to US dollars. As such, in accordance with AASB 101.39, a third consolidated statement of financial position has been presented.

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Consolidated Statement of Financial Position (continued)

	Note	As at 31 December 2020 US$'000	As at 31 December 2019 (Restated) US$'000	As at 1 January 2019 (Restated)[1] US$'000
Equity attributable to equity holders of the parent				
Contributed equity	C.4	777,021	639,859	456,833
Reserves		24,175	(39,908)	(39,506)
Retained earnings		41,521	25,580	93,355
Total equity attributable to equity holders of the parent		**842,717**	**625,531**	**510,682**
Non-controlling interest	E.7	**(20,629)**	**(1,436)**	**(16,506)**
Non-controlling interest of disposal group held for sale	E.2	(6,981)	-	-
Total equity		**815,107**	**624,095**	**494,176**

[1] *With effect from 1 January 2020, Resolute Mining Limited has elected to change its presentation currency from Australian dollars to US dollars. As such, in accordance with accounting standard requirements, a third consolidated statement of financial position has been presented.*

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

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Consolidated Statement of Changes in Equity

	Contributed equity	Net unrealised gain/(loss) reserve	Convertible notes/ Share options equity reserve	Non-controlling interests reserve	Employee equity benefits reserve	Foreign currency translation reserve	Retained earnings/ (accumulated losses)	Non-controlling interest	Non-controlling interest of disposal group held for sale	Total
	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000
At 1 January 2020	**639,859**	**(12,288)**	**4,876**	**(724)**	**17,077**	**(48,849)**	**25,580**	**(1,436)**	**-**	**624,095**
Gain for the year	-	-	-	-	-	-	15,941	(10,946)	-	4,995
Other comprehensive (loss)/income, net of tax	-	16,638	-	-	-	45,915	-	(5,651)	-	56,902
Total comprehensive (loss)/income for the year, net of tax	**-**	**16,638**	**-**	**-**	**-**	**45,915**	**15,941**	**(16,597)**	**-**	**61,897**
Shares issued	137,162	-	-	-	-	-	-	-	-	137,162
Dividends paid	-	-	-	-	-	-	-	(9,577)	-	(9,577)
Share based payments expense	-	-	-	-	1,530	-	-	-	-	1,530
Asset held for sale								6,981	(6,981)	-
At 31 December 2020	**777,021**	**4,350**	**4,876**	**(724)**	**18,607**	**(2,934)**	**41,521**	**(20,629)**	**(6,981)**	**815,107**

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

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Consolidated Statement of Changes in Equity (continued)

	Contributed equity	Net unrealised gain/(loss) reserve	Convertible notes/ Share options equity reserve	Non-controlling interests reserve	Employee equity benefits reserve	Foreign currency translation reserve	Retained earnings/ (accumulated losses)	Non-controlling interest	Total
	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000
At 1 January 2019 (Restated)	**456,833**	**(4,793)**	**4,876**	**(724)**	**15,322**	**(54,187)**	**93,355**	**(16,506)**	**494,176**
Loss for the year	-	-	-	-	-	-	(67,775)	(11,049)	(78,824)
Other comprehensive (loss)/income, net of tax	-	(7,495)	-	-	-	5,338	-	186	(1,971)
Total comprehensive (loss)/income for the year, net of tax	**-**	**(7,495)**	**-**	**-**	**-**	**5,338**	**(67,775)**	**(10,863)**	**(80,795)**
Shares issued	183,026	-	-	-	-	-	-	-	183,026
Share based payments expense	-	-	-	-	1,755	-	-	-	1,755
Acquisition of non-controlling interest	-	-	-	-	-	-	-	25,933	25,933
At 31 December 2019 (Restated)	**639,859**	**(12,288)**	**4,876**	**(724)**	**17,077**	**(48,849)**	**25,580**	**(1,436)**	**624,095**

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

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Consolidated Cash Flow Statement

	Note	31 December 2020	31 December 2019 (Restated)[1]
		US$'000	US$'000
Cash flows from operating activities			
Receipts from customers		617,218	527,897
Payments to suppliers, employees and others		(496,999)	(412,830)
Exploration expenditure		(6,052)	(2,466)
Interest paid		(20,221)	(25,898)
Interest received		616	464
Income tax paid		(32,610)	(3,780)
Settlement of Taurus royalty		(12,000)	-
Net cash flows from operating activities	C.1	**49,952**	**83,387**
Cash flows used in investing activities			
Payments for property, plant & equipment		(49,724)	(65,842)
Payments for development activities		(35,455)	(67,357)
Payments for evaluation activities		(5,799)	(9,860)
Payments for other financial assets		(5,603)	(173)
Repayment of loan from unrelated parties		-	2,084
Payments for acquisition of subsidiaries (net of cash acquired)		-	(65,308)
Proceeds from sale of Ravenswood Gold Mine		29,916	-
Proceeds relating to assets held for sale		5,445	-
Proceeds from sale of financial assets at fair value through other comprehensive income		1,145	-
Other investing activities		(418)	(747)
Net cash flows used in investing activities		**(60,493)**	**(207,203)**
Cash flows from financing activities			
Repayment of borrowings		(202,963)	(16,358)
Proceeds from finance facilities		110,000	218,375
Proceeds from issuing ordinary shares		137,428	-
Payments for share issue		(266)	
Dividends paid to non-controlling interest		(9,577)	-
Repayment of lease liability		(18,012)	(9,232)
Net cash flows from financing activities		**16,610**	**192,785**
Net (decrease)/increase in cash and cash equivalents		**6,069**	**68,969**
Cash and cash equivalents at the beginning of the year		48,237	(20,157)
Exchange rate adjustment		920	(575)
Cash and cash equivalents at the end of the year		**55,226**	**48,237**
Cash and cash equivalents comprise the following:			
Cash at bank and on hand	C.1	88,591	87,305
Bank overdraft	C.1	(33,365)	(39,068)
		55,226	**48,237**

The above consolidated cash flow statement should be read in conjunction with the accompanying notes.

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About this Report

The Financial Report of Resolute Mining Limited and its controlled entities ("Resolute", "consolidated entity" or the "Group") for the year ended 31 December 2020 was authorised for issue on 17 March 2021 in accordance with a resolution of the Directors.

Resolute Mining Limited (the parent) is a for profit company limited by shares incorporated and domiciled in Australia whose shares are publicly traded on the Australian Securities Exchange and the London Stock Exchange. The nature of the operations and principal activities of the Group are described in the Directors' Report and in the segment information in Note A.1. Information on the Group's structure is provided in Note E.7.

Statement of Compliance

This general purpose Financial Report has been prepared in accordance with Australian Accounting Standards, other authoritative pronouncements of the Australian Accounting Board and the Corporations Act 2001 (Cth). The Financial Report complies with Australian Accounting Standards as issued by the Australian Accounting Standards Board and International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. The accounting policies are consistent with those disclosed in the 31 December 2019 Financial Report, except for the impact of all new or amended Standards and Interpretations as detailed in Note E.13 and the impact of the changes in presentation currency detailed below.

The Financial Report includes financial information for Resolute Mining Limited ("Resolute") as an individual entity and the consolidated entity consisting of Resolute and its subsidiaries ("the Group"). Where appropriate, comparative information has been reclassified to align to changes in presentation in the current period.

Basis of Preparation

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of certain financial assets and liabilities at fair value.

The Financial Report comprises of the financial statements of the Group and its subsidiaries as at 31 December each year. Subsidiaries are fully consolidated from the date on which control is obtained by the Group and cease to be consolidated from the date at which control is transferred out of the Group. Profit or loss and each component of other comprehensive income ("OCI") are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation. Interests in associates are equity accounted and are not part of the consolidated Group.

Rounding of Amounts

The Financial Report has been prepared in United States dollars and all values are rounded to the nearest thousand dollars ($'000) unless otherwise stated.

Currency

Functional and presentation currency

The Directors have elected to change the Group's presentation currency from Australian dollars (A$) to United States (US$) dollars effective 1 January 2020. The change in presentation currency is a voluntary change which is accounted for retrospectively. All other accounting policies are consistent with those adopted in the annual financial report from the year ended 31 December 2019. The financial report has been restated to US dollars using the procedures outlined below:

1. Income statement and Statement of Cash Flow have been translated into US dollars using average foreign currency rates prevailing from the relevant year. For material income statement items the spot rate at the date of transaction was used.
2. Assets and liabilities in the Statement of Financial Position have been translated into US dollars at the closing foreign currency rate on the relevant balance sheet dates.
3. The equity section of the Statement of Financial Position, including foreign currency translation reserve, retained earnings, share capital and other reserves, has been translated into US dollars on the basis that the Group had always reported in US dollars.
4. Earnings per share and dividend disclosure have also been restated to US dollars to reflect the change in presentation currency

Items in the financial statements of each of the Group's entities are measured in their respective functional currencies. Resolute Mining Limited's functional is Australian dollars and presentation currency is United States dollars.

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

About this Report (continued)

Currency (continued)

Transaction and balances

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognised in profit or loss with the exception of monetary items classified as net investment in a foreign operation. These are recognised in OCI until the net investment is disposed of, at which time, the cumulative amount is reclassified to profit or loss. Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each consolidated statement of financial position presented are translated at the closing rate at the date of that consolidated statement of financial position;
- income and expenses for each consolidated statement of comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and,
- all resulting exchange differences are recognised as a separate component of equity.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other currency instruments designated as hedges of such investments, are taken to shareholders' equity. When a foreign operation is sold or borrowings repaid, a proportionate share of such exchange differences are recognised in the consolidated statement of comprehensive income as part of the gain or loss on sale.

Financial and Capital Risk Management

The Group's activities expose it to a variety of financial risks: market risk (including diesel fuel price risk, currency risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks, where considered appropriate, to minimise potential adverse effects on the financial performance of the Group. The Group may use derivative financial instruments to manage certain risk exposures. Derivatives have been used exclusively for managing financial risks, and not as trading or other speculative instruments.

Risk management is carried out by the Group's Audit and Risk Committee under policies approved by the Board of Directors. The Audit and Risk Committee identifies, evaluates and manages financial risks as deemed appropriate. The Board provides guidance for overall risk management, including guidance on specific areas, such as mitigating commodity price, foreign exchange, interest rate and credit risks, and derivative financial instrument risk.

Foreign exchange risk management

The Group receives proceeds on the sale of its gold and silver production in US$ and A$ and a large portion of its costs at the Syama Gold Mine, Mako Gold Mine and the Bibiani Gold Mine are denominated in EUR, US$ and local currencies, and as such movements within these currencies expose the Group to exchange rate risk.

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the entity's functional currency. The risk can be measured by performing a sensitivity analysis that quantifies the impact of different assumed exchange rates on the Group's forecast cash flows.

The Group's Audit and Risk Committee continues to manage and monitor foreign exchange currency risk. At present, the Group does not specifically hedge its exposure to foreign currency exchange rate movements.

Diesel price risk management

The Group is exposed to movements in the diesel fuel price. The costs incurred purchasing diesel fuel for use in the Group's operations is significant. The Group's Audit and Risk Committee continues to manage and monitor diesel fuel price risk. At present, the Group does not specifically hedge its exposure to diesel fuel price movements.

The below risks arise in the normal course of the Group's business. Risk information can be found in the following sections:

Section C	Capital risk, Interest rate risk, Liquidity risk, Foreign currency risk
Section D	Credit risk, Foreign currency risk

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Notes to the Financial Statements

A: Earnings for the year

In this section

Results and the performance of the Group, with segmental information highlighting the core areas of the Group's operations. It also includes details about the Group's tax position.

A.1 Segment revenues and expenses

Operating segment information

The Group has identified two operating segments based on the internal reports that are reviewed and used by the Chief Executive Officer and his executive team (the Chief Operating Decision Maker) in assessing performance and in determining the allocation of resources.

Operating segments are identified by management as being operating mine sites and are managed separately and operate in different regulatory and economic environments.

Performance is measured based on gold poured and cost of production per ounce of gold poured. The accounting policies used by the Group in reporting segments are the same as those used in the preparation of financial statements.

The following items and associated assets and liabilities are not allocated to operating segments as they are not considered part of the core operations of any segment:

- finance costs;
- share of associates' losses and,
- net gains/losses on disposal of available-for-sale investments.

At 31 December 2019, the subsidiary holding the Ravenswood Gold Mine ("Ravenswood") in Queensland was classified as a disposal group held for sale and as a discontinued operation. The business of Ravenswood represented the entirety of the Group's Ravenswood (Australia) operating segment. With Ravenswood being classified as discontinued operations, the Ravenswood segment is no longer presented in the segment note starting 2019.

Recognition and measurement

Revenue from gold and other sales

Revenue from gold and other sales represents revenue from contracts with customers and is recognised at the point in time when the Group transfers control of products to a customer. For sales of gold bullion, control is obtained when the gold is credited to the metals account of the customer. Revenue is recognised at the amount to which the Group expects to be entitled.

Revenue from the sale of by-products such as silver is included in sales revenue.

Interest

Interest revenue is recognised as interest accrues using the effective interest method.

Borrowing costs

Borrowing costs incurred for the construction of any qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Other borrowing costs are expensed and are included in profit or loss as part of borrowing costs.

The capitalisation rate used to determine the amount of borrowing costs to be capitalised is the weighted average interest rate applicable to the entity's outstanding borrowings during the period.

Key estimates and judgements

Revenue from contracts with customers

Judgement is required to determine the point at which the customer obtains control of gold. Factors including transfer of legal title, transfer of significant risks and rewards of ownership and the existence of a present right to payment for the gold typically result in control transferring on delivery of the gold.

Notes to the Financial Statements

A: Earnings for the year (continued)

A.1 Segment revenues and expenses (continued)

31 December 2020	Mako (Senegal)	Syama (Mali)	Unallocated (b) Corporate/ Other	Total
	US$'000	US$'000	US$'000	US$'000
Revenue				
Gold and silver sales at spot to external customers (a)	274,400	328,585	-	602,985
Total segment gold and silver sales revenue	**274,400**	**328,585**	**-**	**602,985**
Costs of production	(59,019)	(189,732)	-	(248,751)
Gold in circuit inventories movement	(5,578)	(519)	-	(6,097)
Costs of production relating to gold sales	**(64,597)**	**(190,251)**	**-**	**(254,848)**
Royalty expense	(13,720)	(23,365)	-	(37,085)
Operational support costs	(18,470)	(12,304)	(3,480)	(34,254)
Other operating costs relating to gold sales	**(32,190)**	**(35,669)**	**(3,480)**	**(71,339)**
Administration and other corporate expenses	**(3,717)**	**(3,266)**	**(10,473)**	**(17,456)**
Share-based payments expense	**-**	**-**	**(1,178)**	**(1,178)**
Exploration, business development and impairment of investments	**(1,624)**	**(2,512)**	**(6,774)**	**(10,910)**
Earnings/(loss) before interest, tax, depreciation and amortisation	**172,272**	**96,887**	**(21,905)**	**247,254**
Amortisation of evaluation, development and rehabilitation costs	(20,012)	(20,116)	-	(40,128)
Depreciation of mine site properties, plant and equipment	(67,853)	(63,335)	(1,290)	(132,478)
Depreciation and amortisation relating to gold sales	**(87,865)**	**(83,451)**	**(1,290)**	**(172,606)**
Segment operating result before treasury, other income/(expenses) and tax	**84,407**	**13,436**	**(23,195)**	**74,648**

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Notes to the Financial Statements

A: Earnings for the year (continued)

A.1 Segment revenues and expenses (continued)

31 December 2020	Mako (Senegal)	Syama (Mali)	Unallocated (b) Corporate/ Other	Total
	US$'000	US$'000	US$'000	US$'000
Segment operating result before treasury, other income/(expenses) and tax (brought forward)	**84,407**	**13,436**	**(23,195)**	**74,648**
Interest income	**431**	**300**	**1,421**	**2,152**
Interest and fees	(3,459)	(1,493)	(14,235)	(19,187)
Loss on remeasurement for refinancing	-	-	(4,711)	(4,711)
Rehabilitation and restoration provision accretion	(386)	(392)	-	(778)
Finance costs	**(3,845)**	**(1,885)**	**(18,946)**	**(24,676)**
Realised foreign exchange (loss)/gain	912	(381)	336	867
Treasury - realised gains/(losses)	**912**	**(381)**	**336**	**867**
Inventories net realisable value movements and obsolete consumables	(5,304)	(41,595)	287	(46,612)
Unrealised foreign exchange (loss)/ gain	(1,650)	5	33,133	31,488
Unrealised loss on derivative financial liability	(1,167)	-	-	(1,167)
Unrealised foreign exchange loss on intercompany balances	-	-	(14,353)	(14,353)
Fair value movements and unrealised treasury transactions	**(8,121)**	**(41,590)**	**19,067**	**(30,644)**
Other expenses	-	-	(88)	(88)
Share of associates' losses	-	-	(1,661)	(1,661)
Depreciation of non-mine site assets	(133)	-	(2,592)	(2,725)
Indirect tax expense	-	(24,308)	-	(24,308)
Income tax (expense)/benefit	(15,768)	(4,184)	(10,093)	(30,045)
Profit/(loss) for the 12 months to 31 December 2020	**57,883**	**(58,612)**	**(35,751)**	**(36,480)**

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Notes to the Financial Statements

A: Earnings for the year (continued)

A.1 Segment revenues and expenses (continued)

31 December 2019 (Restated)	Mako (Senegal)	Syama (Mali)	Unallocated (b) Corporate/Other	Total
	US$'000	US$'000	US$'000	US$'000
Revenue				
Gold and silver sales at spot to external customers (a)	115,095	341,305	-	456,400
Total segment gold and silver sales revenue	**115,095**	**341,305**	**-**	**456,400**
Costs of production	(42,813)	(248,578)	-	(291,391)
Gold in circuit inventories movement	189	(3,020)	-	(2,831)
Costs of production relating to gold sales	**(42,624)**	**(251,598)**	**-**	**(294,222)**
Royalty expense	(5,755)	(22,664)	-	(28,419)
Operational support costs	(7,803)	(7,972)	-	(15,775)
Other operating costs relating to gold sales	**(13,558)**	**(30,636)**	**-**	**(44,194)**
Administration and other corporate expenses	**(1,730)**	**(1,945)**	**(8,519)**	**(12,194)**
Share-based payments expense	**-**	**-**	**(1,706)**	**(1,706)**
Exploration and business development expenditure	(1,407)	(2,653)	(8,585)	(12,645)
Impairment of investment in associate	-	-	(1,655)	(1,655)
Exploration, business development and impairment of investments	**(1,407)**	**(2,653)**	**(10,240)**	**(14,300)**
Earnings/(loss) before interest, tax, depreciation and amortisation	**55,776**	**54,473**	**(20,465)**	**89,784**
Amortisation of evaluation, development and rehabilitation costs	(7,151)	(16,164)	-	(23,315)
Depreciation of mine site properties, plant and equipment	(28,309)	(22,941)	(1,211)	(52,461)
Depreciation and amortisation relating to gold sales	**(35,460)**	**(39,105)**	**(1,211)**	**(75,776)**
Segment operating result before treasury, other income/(expenses) and tax	**20,316**	**15,368**	**(21,676)**	**14,008**

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Notes to the Financial Statements

A: Earnings for the year (continued)

A.1 Segment revenues and expenses (continued)

31 December 2019 (Restated)	Mako (Senegal)	Syama (Mali)	Unallocated (b) Corporate/ Other	Total
	US$'000	US$'000	US$'000	US$'000
Segment operating result before treasury, other income/(expenses) and tax (brought forward)	**20,316**	**15,368**	**(21,676)**	**14,008**
Interest income	**354**	**-**	**118**	**472**
Other income	**-**	**2**	**75**	**77**
Interest and fees	(3,242)	-	(27,791)	(31,033)
Rehabilitation and restoration provision accretion	(106)	(527)	-	(633)
Finance costs	**(3,348)**	**(527)**	**(27,791)**	**(31,666)**
Realised foreign exchange (loss)/gain	(809)	-	1,328	519
Realised gain/(loss) on forward contracts	1,924	-	(4,515)	(2,591)
Treasury - realised gains/(losses)	**1,115**	**-**	**(3,187)**	**(2,072)**
Inventories net realisable value movements and obsolete consumables	-	17,307	-	17,307
Unrealised foreign exchange loss	(1,204)	-	(1,774)	(2,978)
Unrealised loss on derivative financial liability	(1,185)	-	-	(1,185)
Unrealised foreign exchange loss on intercompany balances	-	-	(9,926)	(9,926)
Fair value movements and unrealised treasury transactions	**(2,389)**	**17,307**	**(11,700)**	**3,218**
Other expenses	-	(613)	-	(613)
Share of associates' losses	-	-	(967)	(967)
Depreciation of non-mine site assets	-	-	(540)	(540)
Indirect tax expense	-	(40,630)	-	(40,630)
Income tax (expense)/benefit	(40)	(23,233)	5,927	(17,346)
Profit/(loss) for the 12 months to 31 December 2019	**16,008**	**(32,326)**	**(59,741)**	**(76,059)**

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Notes to the Financial Statements

A: Earnings for the year (continued)

A.1 Segment revenues and expenses (continued)

(a) Revenue from external sales for each reportable segment is derived from several customers.

(b) This information does not represent an operating segment as defined by AASB 8, however this information is analysed in this format by the Chief Operating Decision maker, and forms part of the reconciliation of the results and positions of the operating segments to the financial statements.

(c)The discrete financial information for Bibiani (Ghana) is no longer regularly reviewed by the Chief Operating Decision Maker on a standalone basis and now forms part of the operating segments to the financial statements. As such, Bibiani is no longer presented as a reported segment. The comparative information have also been restated to reflect this.

A.2 Dividends paid or proposed

The company's dividend policy is, subject to board discretion, to pay a minimum of 2% of gold sales revenue as a dividend. A dividend has not been declared for the year ended 31 December 2020.

A.3 Earnings/(loss) per share

	31 December 2020	31 December 2019 (Restated)
Basic earnings/(loss) per share		
Profit/(loss) attributable to ordinary equity holders for operations of the parent for basic loss per share (US$'000)	15,941	(67,775)
Weighted average number of ordinary shares outstanding during the year used in the calculation of basic EPS	981,553,095	816,354,938
Basic earnings/(loss) per share from operations (cents per share)	**1.62 cents**	**(8.30) cents**
Diluted earnings/(loss) per share from operations (cents per share) [1]	**1.62 cents**	**(8.30) cents**
Basic loss per share		
Loss attributable to ordinary equity holders for continued operations of the parent for basic loss per share (US$'000)	(25,534)	(65,010)
Weighted average number of ordinary shares outstanding during the year used in the calculation of basic EPS	981,553,095	816,354,938
Basic loss per share from continuing operations (cents per share)	**(2.60) cents**	**(7.96) cents**
Diluted loss per share from continuing operations (cents per share) [2]	**(2.60) cents**	**(7.96) cents**

[1] Dilutive instruments have not been included in the calculation of diluted earnings per share for 31 December 2019 because the result for the year was a loss. For 31 December 2020, the performance rights outstanding are not dilutive as performance conditions were not met at 31 December 2020.

[2] Dilutive instruments have not been included in the calculation of diluted earnings per share for continuing operations for 31 December 2020 and 31 December 2019 because the result for the year was a loss.

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Notes to the Financial Statements

A: Earnings for the year (continued)

A.3 Loss per share (continued)

Measurement

Basic earnings per share ("EPS") is calculated as net (loss)/profit attributable to members, adjusted to exclude preference share dividends, divided by the weighted average number of ordinary shares, adjusted for any bonus element.

Diluted EPS is calculated as the net (loss)/profit attributable to members, adjusted for:

- the after tax effect of dividends and interest associated with dilutive potential ordinary shares that have been recognised as expenses; and,
- other non-discretionary changes in revenues or expenses during the year that would result from the dilution of potential ordinary shares
- divided by the weighted average number of ordinary shares and dilutive potential ordinary shares, adjusted for any bonus element.

Information on the classification of securities file

Options and performance rights granted to employees (including Key Management Personnel) as described in E.12 are considered to be potential ordinary shares and have been included in the determination of diluted earnings per share to the extent they are dilutive. These options and performance rights have not been included in the determination of basic loss per share.

A.4 Taxes

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
a) Income tax expense/(benefit)		
Current tax expense	12,681	23,274
Deferred tax expense/(benefit)	17,364	(5,928)
Total tax expense	**30,045**	**17,346**
b) Numerical reconciliation of income tax expense/(benefit) to prima facie tax expense/(benefit)		
Profit/(loss) before income tax benefit from continuing operations	(6,435)	(58,367)
Profit/(loss) before income tax benefit from discontinued operations	41,475	(2,765)
Total accounting profit / (loss)	**35,040**	**(61,132)**
Prima facie income tax expense /(benefit) at 30% (31 December 2019: 30%)	10,512	(18,340)
Add/(deduct):		
- net movement in temporary differences and tax losses not recognised	9,035	34,489
- effect of different rates of tax on overseas income	3,599	3,600
- effect of share based payments expense not deductible	521	540
- other permanent differences	6,378	(2,943)
Income tax expense attributable to net profit/(loss)	**30,045**	**17,346**

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Notes to the Financial Statements

A: Earnings for the year (continued)

A.4 Taxes (continued)

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
c) Tax losses (tax effected)		
Revenue losses		
- Australia	12,209	14,200
- Mali	46,721	23,494
- Ghana	434	16,558
	59,364	**54,252**
Capital losses		
- Australia	39,037	40,652
Total tax losses	**98,401**	**94,904**
Total tax losses – recognised (Australia)	**-**	**(10,181)**
Total tax losses – recognised (Mali)	**(10,081)**	**(9,139)**
Total tax losses not used against deferred tax liabilities for which no deferred tax asset has been recognised (potential tax benefit at the prevailing tax rates of the respective jurisdictions) (tax effected)	**88,320**	**75,584**
d) Movements in the deferred tax assets balance		
Balance at the beginning of the year	19,486	13,584
(Utilised)/recognised during the period	(10,093)	5,928
Foreign currency translation	688	(26)
Balance as at the end of the year	**10,081**	**19,486**
The deferred tax assets balance comprises temporary differences attributable to:		
Receivables	81,696	77,218
Financial assets at fair value through other comprehensive income	3,867	3,520
Mineral exploration and development interests	86,778	86,766
Investments in associates	2,671	1,369
Property, plant and equipment	14,464	16,193
Provisions	4,060	10,751
Business related costs	239	122
Carried forward tax losses – recognised (Australia)	-	10,268
Carried forward tax losses – recognised (Mali)	10,081	9,218
Temporary differences not recognised	(170,173)	(177,131)
Set off of deferred tax liabilities pursuant to set off provisions	(23,602)	(18,808)
Net deferred tax assets	**10,081**	**19,486**

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Notes to the Financial Statements

A: Earnings for the year (continued)

A.4 Taxes (continued)

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
e) Movements in the deferred tax liabilities balance		
The deferred tax liabilities balance comprises temporary differences attributable to:		
Receivables	9,021	1,174
Inventories	5,744	5,876
Mineral exploration and development interests	15,800	8,239
Property, plant and equipment	-	-
Payables	1,927	1,748
Provision	532	3,923
	33,024	**20,960**
Set off of deferred tax assets pursuant to set off provisions	(23,602)	(18,808)
Net deferred tax liabilities	**9,422**	**2,152**
f) The equity balance comprises temporary differences attributable to:		
Convertible notes equity reserve	149	136
Option equity reserve	1,977	1,799
Unrealised loss reserve	49	45
Net temporary differences in equity	**2,175**	**1,980**
Set off of deferred tax liabilities pursuant to set-off provisions	(49)	(45)
Total temporary differences in equity	**2,126**	**1,935**
FRANKING CREDITS		
The amount of franking credits available for subsequent financial years is as follows. The amount has been determined using a tax rate of 30%.	83	76

Recognition and measurement

The income tax expense or revenue for the year is the tax payable on the current year's taxable income based on the national income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements, and by unused tax losses (if appropriate).

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised for deductible temporary differences, unused tax losses and unused tax credits only if it is probable that sufficient future taxable income will be available to utilise those temporary differences and losses.

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Notes to the Financial Statements

A: Earnings for the year (continued)

A.4 Taxes (continued)

Recognition and measurement (continued)

Deferred tax is not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither taxable profit or loss; or the accounting profit or loss arising from taxable differences related to investment in subsidiaries, associates and interests in joint ventures to the extent that:

- the Group is able to control the reversal of the temporary difference; and
- the temporary difference is not expected to reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year in which the liability is settled or the asset is realised, based on tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting year. Deferred tax assets and liabilities are offset only if certain criteria are met. Income taxes relating to items recognised directly in equity are recognised in equity.

Tax consolidation

Resolute and its wholly-owned Australian controlled entities implemented the tax consolidation legislation as of 1 July 2002 and the entities in the tax consolidated group entered into a tax sharing agreement, which limits the joint and several liability of the wholly-owned entities in the case of a default by the head entity, Resolute Mining Limited. The entities have also entered into a tax funding agreement under which the wholly-owned entities fully compensate Resolute Mining Limited for any current tax payable assumed and are compensated by Resolute Mining Limited for any current tax receivable.

Key estimates and judgements

The Group records its best estimate of these items based upon the latest information available and management's interpretation of enacted tax laws. Whilst the Group believes it has adequately provided for the outcome of these matters, future results may include favourable or unfavourable adjustments as assessments are made, or resolved.

The recognition basis of deductible temporary differences and unused tax losses in the form of deferred tax assets is reviewed at the end of each reporting year and de-recognised to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Pursuant to the Establishment Convention between the State of Mali and Société des Mines de Syama S.A. (owner of the Syama Gold Mine), there was an income tax holiday for 5 years post the declaration of "first commercial production" at Syama, which commenced on 1 January 2012. The tax holiday came to an end on 31 December 2016 and taxable profits arising after that date are subject to tax in accordance with the Establishment Convention.

Under the terms of the Mining Convention with the Government of Senegal, Petowal Mining Company SARL has a seven-year tax holiday from the date of award of the mining concession (July 2016).

A deferred income tax asset of $10.08 million has been recognised at 31 December 2020 in relation to carried forward Mali tax losses. Realisation of sufficient taxable profit in future years is regarded as probable.

The future benefit will only be obtained if:

(i) future assessable income is derived of a nature and an amount sufficient to enable the benefit to be realised;
(ii) the conditions for deductibility imposed by tax legislation have been continued to be complied with; and,
(iii) no changes in tax legislation adversely affect the consolidated entity in realising the benefit.

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Notes to the Financial Statements

B: Production and Growth Assets

In this section

Included in this section is relevant information about recognition, measurement, depreciation, amortisation and impairment considerations of the core producing and growth (exploration and evaluation) assets of Resolute.

B.1 Mine properties and property, plant and equipment

Recognition and measurement

Stripping activity asset

The Group incurs waste removal costs (stripping costs) in the creation of improved access and mining flexibility in relation to ore to be mined in the future. The costs are capitalised as a stripping activity asset, where certain criteria are met. Once the Group has identified its production stripping for each surface mining operation, it identifies the separate components for the orebodies in each of its mining operations. An identifiable component is a specific volume of the ore body that is made more accessible by the stripping activity. The costs of each component are amortised on a units of production basis in applying a stripping ratio.

Development expenditure

a) Areas in Development:
Costs incurred in preparing mines for production including required plant infrastructure.

b) Areas in Production:
Represent the accumulation of all acquired exploration, evaluation and development expenditure in which economic mining of an Ore Reserve has commenced. Amortisation of costs is provided on the unit of production method.

Property, plant and equipment

Property, plant and equipment are stated at cost less any accumulated depreciation and any impairment losses. The cost of an item of property, plant and equipment comprises:

- Its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates;
- Any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management; and,
- The initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located.

Depreciation is provided on the following basis:

	Life	Method
Motor vehicles	3 years	Straight line
Office equipment	3 years	Straight line
Plant and equipment	Life of mine years	Straight line over life of mine years
Processing plant	Life of mine production	Units of production

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Notes to the Financial Statements

B: Production and Growth Assets (continued)

B.1 Mine properties and property, plant and equipment (continued)

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Key estimates and judgements

Stripping activity assets

Judgement is required to identify a suitable production measure to be used to allocate production stripping costs between inventory and any stripping activity asset(s) for each component. The Group considers that the ratio of the expected volume of waste to be stripped for an expected volume of ore to be mined for a specific component of the orebody, to be the most suitable production measure.

An identifiable component is a specific volume of the ore body that is made more accessible by the stripping activity.

Judgement is also required to identify and define these components, and also to determine the expected volumes (e.g. tonnes) of waste to be stripped and ore to be mined in each of these components. These assessments are based on the information available in the mine plan which will vary between mines for a number of reasons, including, the geological characteristics of the ore body, the geographical location and/or financial considerations.

Stripping ratio

The Group has adopted a policy of capitalising production stage stripping costs and amortising them on a units of production basis. Significant judgement is required in determining the contained ore units for each mine. Factors that are considered include:

- any proposed changes in the design of the mine;
- estimates of the quantities of ore reserves and mineral resources for which there is a high degree of confidence of economic extraction;
- future production levels;
- future commodity prices; and,
- future cash costs of production and capital expenditure.

Determining the beginning of production

The Group ceases capitalising pre-production costs and begins depreciation and amortisation of mine property assets at the point commercial production commences. This is based on the specific circumstances of the project, and considers when the specific asset becomes 'available for use' as intended by management which includes consideration of the following factors:

- the level of redevelopment expenditure compared to project cost estimates;
- completion of a reasonable period of testing of the mine plant and equipment;
- mineral recoveries, availability and throughput levels at or near expected/feasibility study levels;
- the ability to produce gold into a saleable form (where more than an insignificant amount is produced); and,
- the achievement of continuous production.

Estimation of mineral reserves and resources – refer to B.3

Notes to the Financial Statements

B: Production and Growth Assets (continued)

B.1 Mine properties and property, plant and equipment (continued)

31 December 2020	Plant and Equipment						Development Expenditure		
	Buildings	Plant & Equipment	Motor Vehicles	Office Equipment	Leased Assets	Total	Mine Properties	Striping Activity Asset	Total
	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000
Opening write down value	6,478	296,289	3,483	3,475	34	**309,759**	535,829	-	**535,829**
Additions	327	35,940	115	375	-	**36,757**	21,679	7,510	**29,189**
Acquisition of subsidiary	-	-	-	-	-	**-**	-	-	**-**
Transfers (to)/from areas in exploration and development	4,793	(10,536)	(64)	4,688	-	**(1,119)**	1,431	-	**1,431**
Disposals	-	(109)	(36)	(15)	(34)	**(194)**	-	-	**-**
Depreciation expense	(441)	(45,341)	(924)	(2,078)	-	**(48,784)**	-	-	**-**
Amounts amortised to costs of production relating to gold sales	-	-	-	-	-	**-**	-	(984)	**(984)**
Amortisation expense	-	-	-	-	-	**-**	(109,152)	-	**(109,152)**
Adjustments to rehabilitation and restoration obligations	-	-	-	-	-	**-**	11,166	-	**11,166**
Assets held for sale	(3,942)	(16,851)	(212)	(1,356)	-	**(22,361)**	-	-	**-**
Foreign currency translation	582	17,406	196	436	-	**18,620**	27,756	46	**27,802**
At 31 December net of accumulated depreciation	**7,797**	**276,798**	**2,558**	**5,525**	**-**	**292,678**	**488,709**	**6,572**	**495,281**
Cost	15,330	585,851	6,743	14,884	-	**622,808**	820,270	7,574	**827,844**
Accumulated depreciation and impairment	(3,592)	(292,202)	(3,972)	(8,003)	-	**(307,769)**	(331,561)	(1,002)	**(332,563)**
Assets held for sale	(3,941)	(16,851)	(213)	(1,356)	-	**(22,361)**	-	-	**-**
Net carrying amount	**7,797**	**276,798**	**2,558**	**5,525**	**-**	**292,678**	**488,709**	**6,572**	**495,281**

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Notes to the Financial Statements

B: Production and Growth Assets (continued)

B.1 Mine properties and property, plant and equipment (continued)

31 December 2019 (Restated)	Plant and Equipment						Development Expenditure		
	Buildings	Plant & Equipment	Motor Vehicles	Office Equipment	Leased Assets	Total	Mine Properties	Striping Activity Asset	Total
	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000
Opening write down value	5,663	194,698	718	2,033	342	**203,454**	280,186	5,713	**285,899**
Additions	170	69,606	2,522	1,850	-	**74,148**	64,167	4,095	**68,262**
Acquisition of subsidiary	1,553	96,824	973	552	-	**99,902**	257,937	-	**257,937**
Transfers (to)/from areas in exploration and development	1,396	(1,729)	-	154	-	**(179)**	-	-	**-**
Disposals	(23)	(506)	-	-	(418)	**(947)**	-	-	**-**
Depreciation expense	(695)	(22,112)	(605)	(912)	-	**(24,324)**	-	-	**-**
Amounts amortised to costs of production relating to gold sales	-	-	-	-	-	**-**	-	(9,738)	**(9,738)**
Amortisation expense	-	-	-	-	-	**-**	(44,750)	-	**(44,750)**
Adjustments to rehabilitation and restoration obligations	-	-	-	-	-	**-**	12,927	-	**12,927**
Assets held for sale	(1,523)	(34,010)	(70)	(186)	-	**(35,789)**	(22,018)	-	**(22,018)**
Foreign currency translation	(63)	(6,482)	(55)	(16)	110	**(6,506)**	(12,620)	(70)	**(12,690)**
At 31 December net of accumulated depreciation	**6,478**	**296,289**	**3,483**	**3,475**	**34**	**309,759**	**535,829**	**-**	**535,829**
Cost	16,272	663,469	8,817	10,000	15,300	**713,858**	857,172	-	**857,172**
Accumulated depreciation and impairment	(8,271)	(333,170)	(5,264)	(6,339)	(15,266)	**(368,310)**	(299,325)	-	**(299,325)**
Assets held for sale	(1,523)	(34,010)	(70)	(186)	-	**(35,789)**	(22,018)	-	**(22,018)**
Net carrying amount	**6,478**	**296,289**	**3,483**	**3,475**	**34**	**309,759**	**535,829**	**-**	**535,829**

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Notes to the Financial Statements

B: Production and Growth Assets (continued)

B.2 Exploration and evaluation assets

Exploration and evaluation (at cost)	31 December 2020 US$'000	31 December 2019 (Restated) US$'000
Balance at the beginning of the year	57,798	44,364
Acquisition of subsidiary	-	3,873
Evaluation expenditure during the year	5,699	8,453
Transfers (to)/from areas in exploration and development	(1,431)	-
Adjustments to rehabilitation obligations	334	866
Write-off during the year	(2,836)	-
Asset held for sale	(53,329)	-
Foreign currency translation	234	242
Balance at the end of the year	**6,469**	**57,798**

Recognition and measurement

Exploration expenditure is expensed to the consolidated statement of comprehensive income as and when it is incurred and included as part of cash flows from operating activities. Exploration costs are only capitalised to the consolidated statement of financial position if they result from an acquisition.

Evaluation expenditure is capitalised to the consolidated statement of financial position. Evaluation is deemed to be activities undertaken from the beginning of the pre-feasibility study conducted to assess the technical and commercial viability of extracting a mineral resource before moving into the Development phase. The criteria for carrying forward the costs are:

- Such costs are expected to be recouped through successful development and exploitation of the area of interest, or alternatively by its sale; or
- Evaluation activities in the area of interest which has not yet reached a state which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves, and active and significant operations in, or in relation to, the area are continuing.

Costs carried forward in respect of an area of interest which is abandoned are written off in the year in which the abandonment decision is made.

Exploration commitments

It is difficult to accurately forecast the nature or amount of future expenditure, although it is necessary to incur expenditure in order to retain present interests in mineral tenements. Expenditure commitments on mineral tenure can be reduced by selective relinquishment of exploration tenure or by the renegotiation of expenditure commitments. The level of exploration and evaluation expenditure expected in the 12 months ending 31 December 2021 for the consolidated entity is approximately $17.1 million (actual expenditure for the year ended 31 December 2020: $16.0 million). This includes the minimum amounts required to retain tenure. There are no material exploration commitments further out than one year.

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Notes to the Financial Statements

B: Production and Growth Assets (continued)

B.3 Impairment of non current assets

Recognition and measurement

Impairment testing

In accordance with its accounting policies and processes, each asset or cash-generating unit CGU is evaluated to determine whether there are any indications of impairment. If any such indications of impairment exist, a formal estimate of the recoverable amount is performed.

In assessing whether an impairment is required, the carrying value of the asset or CGU is compared with its recoverable amount. The recoverable amount is the higher of the CGU's fair value less costs of disposal (FVLCD) and value in use (VIU). Given the nature of the Group's activities, information on the fair value of an asset is usually difficult to obtain unless negotiations with potential purchasers or similar transactions are taking place. Consequently, the FVLCD for each CGU is estimated based on discounted future estimated cash flows (expressed in real terms) expected to be generated from the continued use of the CGUs using market-based gold price assumptions, the level of proved and probable reserves and measured, indicated and inferred mineral resources, estimated quantities of recoverable gold, production levels, operating costs and capital requirements, including any expansion projects, and its eventual disposal, based on the CGU latest life of mine (LOM) plans. These cash flows were discounted using a real post-tax discount rate that reflected current market assessments of the time value of money and the risks specific to the CGU. When LOM plans do not fully utilise existing mineral properties for a CGU, and options exist for the future extraction and processing of all or part of those resources, an estimate of the value of mineral properties is included in the determination of fair value.

The determination of FVLCD for each CGU are considered to be Level 3 fair value measurements, as they are derived from valuation techniques that include inputs that are not based on observable market data. The Group considers the inputs and the valuation approach to be consistent with the approach taken by market participants.

31 December 2020 Assessment

At 31 December 2020 Resolute's quoted market capitalisation was lower than its net asset carrying value, which is an indicator of impairment. Further, for Syama Gold Mine, the financial and operation performance was below budget. As a result, an impairment review was undertaken on the recoverable amounts for all CGU's being the Syama Gold Mine and the Mako Gold Mine. The recoverable amount of each CGU was assessed for impairment using the FVLCD method.

Key Assumptions

The table below summarises the key assumptions used in the carrying value assessment:

	31 December 2020
Gold price ($/oz)	$1,977 - $1,441
Discount rate (post tax real)	8%-12%

Gold prices

Gold prices are estimated with reference to external market forecasts based on a consensus view of market experts.

Discount rate

In determining the recoverable amount of assets, the future cash flows were discounted using rates based on the Group's estimated real weighted average cost of capital, with an additional premium applied having regard to the CGU's risk profile.

Unmined resources

Unmined resources which are not included in a CGU's life-of-mine plan as result of the current assessment of economic returns, timing of specific production alternatives and the prevailing economic environment have been valued and included in the assessed fair value for each CGU.

Operating and capital costs

Life-of-mine operating and capital cost assumptions are based on the Group's latest budget and life-of mine plans. Operating cost assumptions reflect the expectation that costs will, over the long term, have a degree of positive correlation to the prevailing gold price rate assumptions.

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Notes to the Financial Statements

B: Production and Growth Assets (continued)

B.3 Impairment of non current assets (continued)

Syama Sensitivity Analysis

It was estimated that changes in key assumptions, in isolation, would have had the following approximate impact (increase or decrease) on the recoverable amount of the Syama Gold Mine as at 31 December 2020

	Increase in key assumption	Decrease in key assumption
	US$'000	US$'000
10% change in gold price ($ per oz)	159,488	(161,554)
1% change in discount rate	(20,662)	21,906
10% change in value of unmined resources	21,897	(21,897)
10% change in operating cost	(74,086)	74,768

Mako Sensitivity Analysis

It was estimated that changes in key assumptions, in isolation, would have had the following approximate impact (increase or decrease) on the recoverable amount of the Mako Gold Mine as at 31 December 2020

	Increase in key assumption	Decrease in key assumption
	US$'000	US$'000
10% change in gold price ($ per oz)	90,195	(88,442)
1% change in discount rate	(10,617)	11,224
10% change in value of unmined resources	830	(830)
10% change in operating cost	(42,655)	42,463

Recognised Impairment

As a result of the analysis performed by Management, there is headroom of $39.7 million for the Syama CGU and $61.1 million for the Mako CGU. No impairment loss or reversal of prior year impairment loss was recognised in 2020 (31 December 2019: nil).

Key estimates and judgements

Determination of Mineral Resources and Ore Reserves

The determination of Ore Reserves impacts the accounting for asset carrying values, depreciation and amortisation rates, deferred stripping costs and provisions for decommissioning and restoration. The information in this report as it relates to ore reserves, mineral resources or mineralisation is reported in accordance with the Aus.IMM "Australian Code for reporting of Identified Mineral Resources and Ore Reserves". The information has been prepared by or under supervision of competent persons as identified by the Code.

There are numerous uncertainties inherent in estimating mineral resources and ore reserves and assumptions that are valid at the time of estimation which may change significantly when new information becomes available. Changes in the forecast prices of commodities, exchange rates, production costs or recovery rates may change the economic status of reserves and may, ultimately, result in the reserves being restated.

Impairment of mine properties, plant and equipment

The future recoverability of capitalised mine properties and plant and equipment is dependent on a number of key factors including; gold price assumptions, the level of proved and probable reserves and measured, indicated and inferred mineral resources, estimated quantities of recoverable gold, production levels, operating costs and capital requirements, including any expansion projects, and its eventual disposal, based on the CGU latest life of mine (LOM) plans. The costs to dispose are estimated by management based on prevailing market conditions.

When applicable, fair value is estimated based on discounted cash flows using gold price assumptions, the level of proved and probable reserves and measured, indicated and inferred mineral resources, estimated quantities of recoverable gold, production levels, operating costs and capital requirements, including any expansion projects, and its eventual disposal, based on the CGU latest life of mine (LOM) plans. Consideration is also given to analysts' valuations, and the market value of the Company's securities. The fair value methodology adopted is categorised as Level 3 in the fair value hierarchy (in accordance with Australian Accounting Standards).

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Notes to the Financial Statements

B: Production and Growth Assets (continued)

B.4 Segment expenditure, assets, and liabilities

31 December 2020	Mako (Senegal)	Syama (Mali)	Corp/ Other	Total
	US$'000	US$'000	US$'000	US$'000
Capital expenditure	10,802	55,577	5,266	71,645
Segment assets of continuing operations	347,272	812,967	184,109	1,344,348
Segment liabilities of continuing operations	69,455	222,634	308,941	601,030

31 December 2019 (Restated)	Mako (Senegal)	Syama (Mali)	Corp/ Other	Total
	US$'000	US$'000	US$'000	US$'000
Capital expenditure	4,646	114,141	14,877	133,664
Segment assets of continuing operations	458,254	761,525	98,912	1,318,691
Segment liabilities of continuing operations	141,064	310,860	269,818	721,742

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Notes to the Financial Statements

C: Cash, Debt and Capital

In this section

Cash, debt and capital position of the Group at the end of the reporting year.

C.1 Cash

	As at 31 December 2020	As at 31 December 2019 (Restated)
	US$'000	US$'000
Cash at bank and on hand	88,591	87,305
Reconciliation to cash flow statement		
For the purpose of the cash flow statement, cash and cash equivalents comprise the following at the end of each year:		
Cash at bank and on hand	88,591	87,305
Bank overdraft - ref C.2	(33,365)	(39,068)
Total	**55,226**	**48,237**

The credit quality of cash and cash equivalents can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rates:

Cash at bank and short-term deposits	As at 31 December 2020	As at 31 December 2019 (Restated)
Counterparties with external credit ratings		
AA-	246	233
A	1,005	22,197
A+	86,065	14,944
BB	67	67
B	1,000	48,483
Counterparties without external credit ratings	208	1,381
Total cash at bank and short term deposits	**88,591**	**87,305**

Recognition and measurement

Cash and cash equivalents in the statement of financial position comprise cash at bank and short-term deposits with an original maturity of three months or less. Cash and cash equivalents are stated at face value in the statement of financial position.

Fair value and foreign exchange risk

The carrying amount of cash and cash equivalents approximates their fair value.

The Group held US$82.5 million of cash and cash equivalents at 31 December 2020 (31 December 2019: US$87.3 million) in currencies other than Australian dollars or a different currency to that of the functional currency of the company which holds the item. These exposures are predominantly US dollars (December 2020: $81.2 million; December 2019: US$58.1 million equivalent) and Euro (December 2020: US$0.5 million; December 2019: US$0.1 million equivalent).

Average interest rates earned on cash and cash equivalents during the year was 2.44% (December 2019: 0.80%).

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Notes to the Financial Statements

C: Cash, Debt and Capital (continued)

C.1 Cash (continued)

Reconciliation of net profit from continuing and discontinued operations after income tax to the net operating cash flows:

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Loss from continuing operations	(36,480)	(76,059)
Profit/(loss) after tax from discontinued operations	41,475	(2,765)
Profit/(loss) after tax	**4,995**	**(78,824)**
Add/(deduct):		
Share based payments including employee long term incentive costs	(1,530)	1,706
Unrealised loss on derivative financial liability	1,167	1,185
Loss on remeasurement for refinancing	4,711	-
Unrealised foreign exchange loss on intercompany balances	14,353	-
Rehabilitation and restoration provision accretion	778	633
Rehabilitation and restoration cash expenditure	2	150
Depreciation and amortisation	175,331	79,898
Foreign exchange losses/(gains)	(31,488)	13,250
Impairment of investment in associate	-	1,656
Share of associates' losses	1,661	967
Indirect tax expense	24,308	40,630
Non cash interest income	(1,536)	-
Exploration write offs	2,224	-
Other non-cash transactions	-	(4,098)
Changes in operating assets and liabilities:		
Increase in receivables	(29,139)	(9,782)
Increase in inventories	(49,363)	(26,453)
Increase in prepayments	(3,153)	(651)
(Decrease)/increase in payables	(50,378)	30,784
Decrease in financial derivative liabilities	(12,000)	-
Net increase/(decrease) in current tax liabilities	(23,899)	18,148
Decrease in deferred tax balances	16,675	5,928
Increase in operating provisions	6,233	8,260
Net operating cash flows	**49,952**	**83,387**

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Notes to the Financial Statements

C: Cash, Debt and Capital (continued)

C.1 Cash (continued)

Cash flow by segment

	Mako (Senegal)	Syama (Mali)	Unallocated (b)		Total
			Corp/ Other	Treasury	
	$'000	$'000	$'000	$'000	$'000
For the 12 months to 31 December 2020					
Cash flow by segment, including gold bullion, and gold shipped but unsold and held in metal accounts	137,383	(127,424)	1,910	(21,188)	(9,319)
Reconciliation of cash flow by segment to the cash flow statement:					
Movement in gold poured but unsold at market value					(7,188)
Mark to market movement in gold unsold					(23)
Movement in bank overdraft, including foreign exchange movements					(4,647)
Exchange rate adjustment in cash on hand					1,099
Cash flow from discontinued operations					26,147
Movement in cash and cash equivalents per consolidated cash flow statement					**6,069**
For the 12 months to 31 December 2019 (Restated)					
Cash flow by segment, including gold bullion, and gold shipped but unsold and held in metal accounts	132,551	(87,877)	(30,556)	105,664	119,782
Reconciliation of cash flow by segment to the cash flow statement:					
Movement in gold poured but unsold at market value					(32,099)
Mark to market movement in gold unsold					(67)
Movement in bank overdraft, including foreign exchange movements					(8,057)
Exchange rate adjustment in cash on hand					(42)
Cash flows from discontinued operations					(10,548)
Movement in cash and cash equivalents per consolidated cash flow statement					**68,969**

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Notes to the Financial Statements

C: Cash, Debt and Capital (continued)

C.2 Interest bearing liabilities

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Interest bearing liabilities (current)		
Bank overdraft - ref C3.1	33,365	39,068
Insurance premium funding	483	280
Borrowings	28,710	199,274
Total Interest bearing liabilities (current)	**62,558**	**238,622**
Interest bearing liabilities (non current)		
Borrowings	273,613	187,392
Total Interest bearing liabilities (non current)	**273,613**	**187,392**
Total	**336,171**	**426,014**

Recognition and measurement

All loans and borrowings are initially recognised at fair value less transaction costs and subsequently at amortised cost. Any difference between the proceeds received and the redemption amount is recognised in the income statement over the year of the borrowings using the effective interest method.

Resolute has a Security Trust Deed in place with various banks. The total assets of the entities over which security exists amounts to US$1,321 million (as at December 2019: US$1,238 million). US$299 million (as at December 2019: US$290 million) of these assets relate to property, plant and equipment.

Interest bearing liabilities

The Group's interest bearing liabilities have a fair value equal to the carrying value.

The Group held $336 million of interest bearing liabilities at 31 December 2020 (As at 31 December 2019: $426 million) in currencies other than Australian dollars or a different currency to that of the functional currency of the company which holds the item. Average interest rates charged on interest bearing liabilities at year end was 6.50% (2019: 5.97%).

Notes to the Financial Statements

Maturity profile of interest-bearing liabilities

The maturity profile of the Group's interest-bearing liabilities in total and for finance leases is as follows:

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Borrowings		
Due within 1 to 3 months	4,466	134,968
Due within 4 months to one year	69,751	109,447
Due between one and five years	292,887	198,129
Total contractual repayments	**367,104**	**442,544**
Less future interest charges	(30,933)	(16,530)
Total interest bearing liabilities	**336,171**	**426,014**

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Notes to the Financial Statements

C.3 Financing facilities

C3.1 Bank overdraft

The current facilities with the Bank Du Mali SA are in place and are subject to an annual revision in December 2021. The facilities total CFA 25.0 billion (US$46.7 million) and as at 31 December 2020, $13.3 million of the facility was unused.

C3.2 Syndicated facilities

On 25 March 2020, Resolute entered into a US$300 million Syndicated Facility Agreement (the "SFA") comprising a three-year US$150 million revolving credit facility (Facility A) and a four-year US$150 million term loan facility (Facility C) with the participation of Investec, BNP Paribas S.A, Citibank N.A, ING Group, Societe Generale and Nedbank Limited. In addition, Facility B is a US$5 million letter of credit facility which relates mainly to lease guarantees.

As at 31 December 2020, US$150 million of Facility A and US$150 million of Facility C has been drawn

Facility A and Facility B are scheduled to mature on 27 March 2023 and Facility C is scheduled to mature on 25 March 2024.

The SFA and hedging facilities, also provided by the lenders or their affiliates are secured and guaranteed by the following:

(i) Cross Guarantee and Indemnity given by Resolute Mining Limited, Carpentaria Gold Pty Ltd, Resolute (SOMISY) Pty Ltd , Resolute (Treasury) Pty Ltd and Resolute (Bibiani) Pty Ltd;
(ii) Guarantee and indemnity given by Carpentaria Gold Pty Ltd, Resolute (Treasury) Pty Ltd, Resolute (Bibiani) Pty Ltd, Resolute (Somisy) Pty Ltd, Resolute Mining Limited, Resolute Treasury UK Limited, Resolute (Finkolo) Pty Ltd, Toro Gold Limited and Bambuk Minerals Limited;
(iii) Share Mortgage granted by Resolute Mining Limited over all of its shares in Carpentaria Gold Pty Ltd;
(iv) Share Mortgage granted by Resolute Mining Limited over all of its shares in Resolute (Bibiani) Pty Ltd and Resolute (SOMISY) Pty Ltd;
(v) Fixed and Floating Charge granted by Resolute (Treasury) Pty Ltd over all its current and future assets including bank accounts and an assignment of all Hedging Contracts;
(vi) Mining Mortgage and Fixed and Floating Charge granted by Carpentaria Gold Pty Ltd, including mining mortgage over key Carpentaria Gold Pty Ltd mining tenements and charge over all the current and future assets of Carpentaria Gold Pty Ltd including bank accounts and an assignment of all Hedging Contracts;
(vii) Mortgage of Contractual Rights granted by Resolute Mining Limited in favour of the Security Trustee over a loan provided to Société des Mines de Syama SA;
(viii) Mortgage of Contractual Rights granted by Resolute (Bibiani) Pty Ltd in favour of the Security Trustee over a loan provided to Drilling and Mining Services Limited, Mensin Gold Bibiani Limited and Noble Mining Ghana Limited;
(ix) Mortgage of Contractual Rights granted by Resolute (Treasury) Pty Ltd in favour of the Security Trustee over loans provided to Mensin Gold Bibiani Limited, Drilling and Mining Services Limited, Noble Mining Ghana Limited.
(x) Security Agreement granted by Resolute Treasury UK Limited over all current and future assets including bank accounts and assignment of all Hedging contracts,
(xi) Specific Security Deed granted by Resolute Mining Limited over all its share in Resolute (Finkolo) Pty Ltd and a featherweight security over its assets not secured under a Security Document,
(xii) Share Pledge Agreement granted by Toro Gold Limited over all its share in Bambuk Minerals Limited; and,
(xiii) Mortgage of Contractual Rights granted by Resolute (Bibiani) Pty Ltd over loans provided to Drilling and Mining Services Limited, Noble Mining Ghana Limited and Mensin Gold Bibiani Limited.

Pursuant to the Syndicated Facility Agreement, the following ratios are required:

(i) (Interest Cover Ratio): the ratio of EBITDA to Net Interest Expense will be greater than 5.00 times;
(ii) (Net Debt to EBITDA): the ratio of Net Debt to EBITDA will be less than 2.50 times;
(iii) (Consolidated Gearing): the ratio of Net Debt to Equity will be less than 1.00 times;
(iv) (Reserve Tail Ratio): will exceed 30%;
(v) (Project Life Coverage Ratio): will be equal to or greater than 1.50:1; and
(vi) (Tangible Net Worth): will be equal to or greater than A$500,000,000

There have been no breaches of these ratios.

The US$7 million Letter of Credit Facility Agreement with Société General Ghana Limited relates to Environmental Performance Bonds for the Bibiani Project. This facility is fully drawn and expires on 31 December 2021. The Société General Ghana Limited Letter of Credit Facility Agreement is also supported by a guarantee provided by Resolute Mining Limited.

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Notes to the Financial Statements

C: Cash, Debt and Capital (continued)

C.4 Contributed Equity

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Ordinary share capital:		
1,103,892,706 ordinary fully paid shares (2019: 903,153,734)	777,021	639,859
Movements in contributed equity, net of issuing costs:		
Balance at the beginning of the year	639,859	456,833
Placement of shares to institutional investors	137,428	-
Share issue costs	(266)	-
Issue of shares to Manas Resources[1]	-	248
Issue of share to Oklo Resources[2]	-	234
Issue of shares to Toro[3]	-	180,183
Issue of shares to Taurus[4]	-	2,361
Balance at the end of the year	**777,021**	**639,859**

[1]This relates to the purchase of 79,294,874 shares in Manas Resources Limited which resulted in the issue of 300,000 Resolute shares.
[2]This relates to the purchase of 1,297,944 shares in Oklo Resources Limited which resulted in the issue of 282,500 Resolute shares.
[3]This relates to the acquisition of Toro Gold which resulted in the issue of 142,500,000 Resolute shares.
[4]This relates to the transactional costs in Taurus Financing which resulted in the issue of 1,800,000 Resolute shares.

Recognition and measurement

Issued and paid up capital is recognised at the fair value of the consideration received by the Company. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Terms and conditions of contributed equity

Ordinary shares have the right to receive dividends as declared and in the event of winding up the Company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held. Ordinary shares entitle their holder to one vote, either in person or by proxy, at a meeting of the Company.

Rights of employee share-based payment recipients

Refer to E.11 for details of the employee share-based payment plans which includes option and performance rights plans. Each option entitles the holder to purchase one share. The names of all persons who currently hold employee share options or performance rights, granted at any time, are entered into the register kept by the Company, pursuant to Section 215 of the Corporations Act 2001 (Cth.). Persons entitled to exercise these options and holders of performance rights have no right, by virtue of the options, to participate in any share issue by the parent entity or any other body corporate.

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Notes to the Financial Statements

C: Cash, Debt and Capital (continued)

C.5 Other reserves

Reserve	Nature and purpose
Net unrealised gain/(loss) reserve	This reserve records fair value changes on financial assets at fair value through other comprehensive income.
Convertible notes/Share options equity reserve	This reserve records the value of the equity portion (conversion rights) of the convertible notes and records the fair value of share options issued.
Employee benefits equity reserve	This reserve is used to recognise the fair value of options and performance rights granted over the vesting year of the securities provided to employees.
Foreign currency translation reserve	Represents exchange differences arising on translation of foreign controlled entities.
Non-controlling interests' reserve	This reserve records the difference between the fair value of the amount by which the non-controlling interests were adjusted to record their initial relative interest and the consideration paid for Resolute's acquisition for that share of the interest.

Key financial and capital risks associated with Cash, Debt and Capital

Liquidity risk management

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities or having the availability of funding through an adequate amount of undrawn committed credit facilities.

Interest rate risk management

Borrowings issued at variable rates expose the Group to cash flow interest rate risk. The Group constantly analyses its interest rate exposure. Within this analysis consideration is given to the potential renewals of existing positions, alternative financing, alternative hedging positions and the mix of fixed and variable interest rates. There is no intention at this stage to enter into any interest rate swaps.

Capital risk management

The Group's and the parent entity's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders and to maintain a capital structure that is appropriate for the Group's current and/or projected financial position. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders (if any), returns of capital to shareholders, buybacks of its shares, the issue new shares, the level of borrowing from financiers or the sale of assets to reduce debt.

The Group monitors the adequacy of capital by analysing cash flow forecasts over the term of the Life of Mine for each of its projects. To a lesser extent, gearing ratios are also used to monitor capital. Appropriate capital levels are maintained to ensure that all approved expenditure programs are adequately funded. This funding is derived from an appropriate combination of debt and equity. The gearing ratio at 31 December 2020 is 29% (31 December 2019: 60%). The Group is not subject to any externally imposed capital management requirements.

The gearing ratio is calculated as net debt divided by total capital. Net debt is defined as interest bearing liabilities less cash, cash equivalents and market value of bullion on hand. Total capital is calculated as 'equity' as shown in the Consolidated Statement of Financial Position (including non-controlling interest) plus net debt. The following table summarises the post-tax effect of the sensitivity of the Group's cash and debt items on profit and equity at reporting date to movements that are reasonably possible in relation to interest rate risk and foreign exchange currency risk.

	Carrying Amount	Interest rate risk				Foreign exchange risk(1)			
		-0.25%		+0.25%		-10%		+10%	
		Profit	Equity	Profit	Equity	Profit	Equity	Profit	Equity
	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000
31 December 2020									
Cash	88,591	(150)	(150)	150	150	6,414	6,414	(6,414)	(6,414)
Interest bearing liabilities	336,171	(522)	(522)	522	522	23,605	23,605	(23,605)	(23,605)
Total (decrease)/increase		**(672)**	**(672)**	**672**	**672**	**30,019**	**30,019**	**(30,019)**	**(30,019)**
31 December 2019 (Restated)									
Cash	87,305	(610)	(610)	610	610	5,699	5,699	(4,663)	(4,663)
Interest bearing liabilities	386,666	(2,741)	(2,741)	2,741	2,741	30,456	30,456	(24,919)	(24,919)
Total (decrease)/increase		**(3,351)**	**(3,351)**	**3,351**	**3,351**	**36,155**	**36,155**	**(29,582)**	**(29,582)**

(1) The above analysis principally relates to the risks associated with movements in the Australian dollar against the US dollar.

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Notes to the Financial Statements

D: Other assets and liabilities

In this section

Other assets and liabilities position at the end of the reporting year.

D.1 Receivables

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Trade and other receivables	258	492
Taxation receivables [1]	78,594	49,221
Total receivables	**78,852**	**49,713**

[1] The taxation receivables primarily relate to indirect taxes owing to the group by the State of Mali.

The credit quality of receivables can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rates:

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Counterparties with external credit ratings		
AA+	270	1,090
*Counterparties without external credit ratings **		
Group 1	-	48,386
Group 2	78,582	237
Total receivables	**78,852**	**49,713**

**Group 1 refers to existing counterparties with no defaults in the past. Group 2 refers to existing counterparties where difficulty in recovering these debts in the past has been experienced.*

Recognition and measurement

Trade receivables are initially recognised at fair value and subsequently at amortised cost less a provision for any expected credit losses. Trade receivables are due for settlement no more than 30 days from the date of recognition.

Taxation receivables are considered statutory in nature and therefore not accounted for as financial assets under AASB 9. Taxation receivables are initially recognised and subsequently measured at amortised cost.

Fair value and foreign exchange risk

The carrying amount of receivables determines their approximate fair value. The Group always recognises the lifetime expected credit loss for trade receivables carried at amortised cost. The expected credit losses on these financial assets are estimated based on the Group's historic credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as forecast conditions at the reporting date.

For all other receivables measured at amortised cost, the Group recognises lifetime expected credit losses when there has been a significant increase in credit risk since initial recognition. If the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for the financial instrument at an amount equal to expected credit losses within the next 12 months.

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Notes to the Financial Statements

D: Other assets and liabilities (continued)

D.2 Inventories

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Current		
Ore stockpiles		
- At cost	71,082	38,256
- At net realisable value	4,237	28,353
Total current ore stockpiles	**75,319**	**66,609**
Gold in circuit - at cost	23,038	5,549
Gold in circuit - at net realisable value	2,745	12,555
Gold bullion on hand - at cost	9,887	10,468
Gold bullion on hand - at net realisable value	-	-
Consumables at cost	47,940	37,990
Total inventory (current)	**158,929**	**133,171**
Non Current		
Ore stockpiles - at cost	2,803	-
Ore stockpiles - at net realisable value	26,695	-
Gold in circuit - at net realisable value	38,425	44,318
Total inventory (non current)	**67,923**	**44,318**

Recognition and measurement

Finished goods (bullion), gold in circuit and stockpiles of unprocessed ore are stated at the lower of cost and estimated net realisable value. Cost comprises of direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Costs are assigned to ore stockpiles and gold in circuit items of inventory on the basis of weighted average costs. Net realisable value is the estimated selling price in the ordinary course of business (excluding derivatives) less the estimated costs of completion and the estimated costs necessary to make the sale. Consumables have been valued at cost less an appropriate provision for obsolescence. Cost is determined on a weighted average basis.

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Notes to the Financial Statements

D: Other assets and liabilities (continued)

D.3 Other financial assets and liabilities

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Financial assets at fair value through other comprehensive income (current)		
Shares at fair value – listed	36,004	12,704
Other financial assets (current)		
Environmental bond - restricted cash (face value approximates fair value) [1]	-	2,745

(1) Resolute entered into a binding agreement to sell the Bibiani Gold Mine in Ghana. Total net asset associated with the mine is now classified as held for sale. Refer to Note E.2.

Recognition and measurement

Financial assets at fair value through other comprehensive income

These financial assets consist of investments in ordinary shares, comprising principally of marketable equity securities. Investments are initially recognised at fair value plus transaction costs. Unrealised gains and losses arising from changes in the fair value of these investments are recognised in equity in the financial assets revaluation reserve. Amounts recognised are not recycled to the statement of comprehensive income in future years.

The fair value of the listed securities are based on quoted market prices and accordingly is a Level 1 measurement basis on the fair value hierarchy.

Other financial assets - Restricted cash

The environmental bond represents a receivable carried at amortised cost using the effective interest method. The Ghanaian Environmental Protection Authority holds US$2.7 million of restricted cash as security for the rehabilitation and restoration provision of Mensin Gold Bibiani Limited's Bibiani Gold Mine. There is no external credit rating basis for the Ghanaian Environmental Protection Authority. The average interest rate earned on the environmental bond during the year was 0.0% (6 months to December 2019: 0.0%).

Use of derivative instruments to assist in managing gold price risk

As part of the Group's risk management practices, selected financial instruments (such as gold forward sales contracts, gold call options and gold put options) may be used from time to time to reduce the impact a declining gold price has on project life revenue streams. Within this context, the programs undertaken are project specific and structured with the objective of retaining as much upside to the gold price as possible, and in any event, limiting derivative commitments to no more than 50% of the Group's gold reserves. The value of these financial instruments at any given point in time, will in times of volatile market conditions, show substantial variation over the short term. The hedging facilities provided by the Group's counterparties do not contain margin calls. The Group did not hedge account for these instruments.

D.4 Prepayments

Non current prepayments in the prior year relate to payments made for the acquisition of plant and equipment.

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Notes to the Financial Statements

D: Other assets and liabilities (continued)

D.5 Payables

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Trade creditors	40,740	51,629
Accruals	37,526	52,512
Held for sale deposit	5,566	-
Total payables	**83,832**	**104,141**

Recognition and measurement

Liabilities for trade creditors and other amounts are carried at amortised cost which is the amount initially recognised, minus repayments whether or not billed to the consolidated entity.

Payables to related parties are carried at the principal amount. Interest, when charged by the lender, is recognised as an expense on an accruals basis. Payables are non-interest bearing and generally settled on 30-90 day terms. Due to the short-term nature of these payables, their carrying value is assumed to approximate their fair value.

D.6 Provisions

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Current		
Site restoration	352	22
Employee entitlements	4,922	4,521
Dividend payable	104	95
Withholding taxes	237	217
Provision for Mali indirect taxes[1]	68,533	40,258
Other provisions	1,572	3,844
Total provisions (current)	**75,720**	**48,957**
Non Current		
Site restoration	71,335	65,165
Employee entitlements	528	465
Total provisions (non current)	**71,863**	**65,630**

(1) Resolute's subsidiary SOMISY, has received demands for payment to the Mali Tax Authorities in relation to Income Tax and Value Added Tax (VAT) for the tax years ended 31 December 2015 to 2020. Based on the facts and circumstances available at the date of this report and in line with requirements of the accounting standards, the Group has provided an additional $24.3m for the VAT demands as at 31 December 2020, with the provisions for these matters totalling $68.5m. The factual basis and validity of these demands are being strongly disputed by Resolute due to fundamental misinterpretations of the application of certain tax laws to SOMISY with reference to the provisions of SOMISY's Establishment Convention. Resolute continues to work with its legal and tax advisors to contest the demand and will resist any efforts to enforce payment. The demand for Income Tax has been disclosed as a contingent liability. Refer to Note E.3.

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Notes to the Financial Statements

D: Other assets and liabilities (continued)

D.6 Provisions (continued)

Recognition and measurement

Provisions are recognised when the Group has a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a borrowing cost.

Employee benefits

The Group does not expect its long service leave or annual leave benefits to be settled wholly within 12 months of each reporting date. The Group recognises a liability for long service leave and annual leave measured as the present value of expected future payments to be made in respect of services provided by employees up to the reporting date. Consideration is given to expected future wage and salary levels, experience of employee departures, and years of service. Expected future payments are discounted using market yields at the reporting date on high quality corporate bonds with terms to maturity and currencies that match, as closely as possible, the estimated future cash outflows.

Restoration obligations

The Group records the present value of the estimated cost of obligations, such as those under the consolidated entity's Environmental Policy, to restore operating locations in the year in which the obligation is incurred. The nature of restoration activities includes dismantling and removing structures, rehabilitating mines, dismantling operating facilities, closure of plant and waste sites and restoration, reclamation and revegetation of affected areas.

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Site restoration		
Balance at the beginning of the year	65,187	51,328
Reclassification of provision for discontinued operations	(8,097)	(21,710)
Rehabilitation and restoration provision from acquisition of subsidiary	-	24,377
Rehabilitation and restoration provision accretion	778	633
Change in scope of restoration provision	11,092	10,361
Utilised during the year	(929)	(150)
Foreign exchange translation	3,656	348
Balance at the end of the year	**71,687**	**65,187**
Reconciled as:		
Current provision	352	22
Non current provision	71,335	65,165
Total provision	**71,687**	**65,187**

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Notes to the Financial Statements

D: Other assets and liabilities (continued)

D.6 Provisions (continued)

Key estimates and judgements

Restoration

In determining an appropriate level of provision consideration is given to the expected future costs to be incurred, the timing of these expected future costs (largely dependent on the life of the mine), and the estimated future level of inflation. The discount rate used in the calculation of these provisions is consistent with the risk-free rate. The ultimate cost of decommissioning and restoration is uncertain, and costs can vary in response to many factors including changes to the relevant legal requirements, the emergence of new restoration techniques or experience at other mine sites. The expected timing of expenditure can also change, for example in response to changes in reserves or to production rates. Changes to any of the estimates could result in significant changes to the level of provisioning required, which would in turn impact future financial results.

D.7 Leases

The Group has lease contracts for various items of mining equipment and buildings used in its operations. Leases of mining equipment generally have lease terms between three and seven years, while buildings generally have lease terms between three and five years. Generally, the Group is restricted from assigning and subleasing the leased assets.

The Group also has certain contracts which contain a lease with terms of 12 months or less and contracts which contain a lease of low value. The Group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these.

31 December 2020	Buildings	Plant and Equipment	Total
	US$'000	US$'000	US$'000
Lease assets			
At 1 January 2020	2,057	38,721	**40,778**
Additions	-	456	**456**
Lease remeasurements	-	(2,848)	**(2,848)**
Depreciation	(555)	(15,066)	**(15,621)**
Foreign currency translation	189	(436)	**(247)**
Balance at the end of the year	**1,691**	**20,827**	**22,518**
At 31 December 2020			
Historical Cost	2,970	37,577	**40,547**
Accumulated Depreciation	(1,279)	(16,750)	**(18,029)**
Net carrying amount	**1,691**	**20,827**	**22,518**
Lease liabilities			
At 1 January 2020	2,136	39,387	**41,523**
Additions	-	456	**456**
Lease remeasurements	-	(2,893)	**(2,893)**
Repayments	(621)	(16,571)	**(17,192)**
Accretion of interest	110	1,837	**1,947**
Foreign currency translation	270	(504)	**(234)**
Balance at the end of the year	**1,895**	**21,712**	**23,607**
At 31 December 2020			
Current	606	10,643	**11,249**
Non current	1,289	11,069	**12,358**
Carrying amount at 31 December 2020	**1,895**	**21,712**	**23,607**

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Notes to the Financial Statements

D: Other assets and liabilities (continued)

D.7 Leases (continued)

31 December 2019 (Restated)	Buildings	Plant and Equipment	Total
	US$'000	US$'000	US$'000
Lease assets			
At 1 January 2019 (Restated)	2,109	6,610	**8,719**
Additions	-	22,875	**22,875**
Acquisition of subsidiary	398	17,772	**18,170**
Depreciation	(439)	(8,012)	**(8,451)**
Foreign currency translation	(11)	(524)	**(535)**
Balance at the end of the year (Restated)	**2,057**	**38,721**	**40,778**
At 31 December 2019 (Restated)			
Historical Cost	2,495	46,478	**48,973**
Accumulated Depreciation	(438)	(7,757)	**(8,195)**
Balance at the end of the year (Restated)	**2,057**	**38,721**	**40,778**
Lease liabilities			
At 1 January 2019 (Restated)	2,109	6,610	**8,719**
Additions	-	22,875	**22,875**
Acquisition of subsidiary	405	18,073	**18,478**
Repayments	(471)	(8,840)	**(9,311)**
Accretion of interest	104	1,102	**1,206**
Foreign currency translation	(11)	(433)	**(444)**
Balance at the end of the year (Restated)	**2,136**	**39,387**	**41,523**
At 31 December 2019 (Restated)			
Current	468	15,012	**15,480**
Non current	1,668	24,375	**26,043**
Balance at the end of the year (Restated)	**2,136**	**39,387**	**41,523**

Maturity profile of lease liabilities

The table below presents the contractual undiscounted cash flows associated with the Group's lease liabilities, representing principal and interest. The figures will not necessarily reconcile with the amounts disclosed in the consolidated statement of financial position.

	31 December 2020	31 December 2019
	US$'000	US$'000
Due for payment in:		
1 year or less	12,320	17,578
1-2 years	8,216	12,984
2-3 years	4,762	9,065
3-4 years	219	5,435
4-5 years	-	199
More than 5 years	-	-
Total	**25,517**	**45,261**

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Notes to the Financial Statements

D: Other assets and liabilities (continued)

D.7 Leases (continued)

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Key estimates and judgements

Incremental borrowing rate

The Group cannot readily determine the interest rate implicit in its leases. Therefore, it uses the relevant incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the lessee would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR, therefore, reflects what the lessee would have to pay, which requires estimation when no observable rates are available and to make adjustments to reflect the terms and conditions of the lease. Lease liabilities were discounted using a weighted average incremental borrowing rate for December 2020 of 6.00% (December 2019:6.0%).

Key financial risks associated with other assets and liabilities

Interest rate risk, diesel price risk and foreign exchange risk management

Refer to About this Report and Section C for details of how these risks are managed.

Credit risk management

The Group's exposure to credit risk arises from potential default of the counterparty, with a maximum exposure equal to the carrying amount of the financial assets.

Credit risk is managed on a Group basis. Credit risk predominately arises from cash, cash equivalents (refer to C.1), gold bullion held in metal accounts, derivative financial instruments, deposits with banks and financial institutions and receivables from statutory authorities. For derivative financial instruments, management mitigates some credit risk by using a number of different hedging counterparties. Credit risk further arises in relation to financial guarantees given to certain parties. Such guarantees are only provided in exceptional circumstances and are subject to Audit and Risk Committee approval. With the exception of those items disclosed in C.3, no guarantees have been provided to third parties as at the reporting date. The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rates.

With respect to credit risk arising from other financial assets for the Group, which comprise financial instruments and contingent receivables, the Group's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments. The Group limits its counterparty credit risk on these assets by dealing only with financial institutions with credit ratings of at least B or equivalent.

D.8 Derivative Financial Liabilities

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Current		
Liabilities at fair value through profit or loss	415	3,193
Non Current		
Liabilities at fair value through profit or loss	-	9,004

As part of the $110 million Taurus Debt Facility entered into by Toro Gold in 2017 to fund the construction of the Mako Gold Mine, Toro Gold granted Taurus a royalty of 1.1% on gross gold proceeds on gold production up to 1.4 million ounces. The royalty payable is considered to represent a derivative financial instrument and therefore accounted for at fair value through profit and loss. Resolute acquired this royalty held by Taurus.

During 2020, the Group entered into zero-cashflow collar contracts whereby the Group purchased a total of 60,000 ounces of gold call options and sold a total of 60,000 ounces of gold put options contracts with equal and offsetting values at inception. These contracts are comprised of put options at $1,600/oz and $1,700/oz and call options at an average of $2,300/oz. All of these contracts were outstanding at 31 December 2020 and mature over the period January to October 2021. The gold zero-cashflow collars are classified as level 2 in the fair value hierarchy valued at $0.4m. These zero-cashflow collar contracts are valued using valuation techniques, which employ the use of market observable inputs. The most frequently applied valuation techniques include forward pricing using present value calculations.

Notes to the Financial Statements

D: Other assets and liabilities (continued)

D.8 Derivative Financial Liabilities (continued)

Foreign exchange risk management

The following table summarises the sensitivity to a reasonably possible change in foreign exchange rates with all other variables held constant:

	Carrying Amount	Foreign exchange risk			
		-10%		+10%	
		Profit	Equity	Profit	Equity
	US$'000	US$'000	US$'000	US$'000	US$'000
31 December 2020					
Other financial assets	35,917	227	227	(227)	(227)
Loans to subsidiaries	761,329	75,563	75,563	(75,563)	(75,563)
Payables	85,030	553	553	(553)	(553)
Total increase/(decrease)		**76,343**	**76,343**	**(76,343)**	**(76,343)**
31 December 2019 (Restated)					
Other financial assets	12,704	213	213	(175)	(175)
Loans to subsidiaries	537,246	69,772	69,772	(85,277)	(85,277)
Payables	104,141	2,671	2,671	(3,264)	(3,264)
Total increase/(decrease)		**72,656**	**72,656**	**(88,716)**	**(88,716)**

(1) The above analysis principally relates to the risks associated with movements in the Australian dollar against the US dollar.

D.9 Financial Instruments Hierarchy

Derivative financial liabilities are measured at fair value on initial recognition and then subsequently re-measured at fair value by reference to valuation models and the probability of outcome scenarios and categorised as level 3 measurements:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1)
- Inputs other than quoted prices within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2)
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3)

Level 3 fair value measurements:

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Balance at the beginning of the year	12,112	-
Acquisition of subsidiary	-	12,475
Fair value adjustment	-	1,162
Utilised	-	(1,525)
Repurchase	(12,112)	-
FX Movement	-	-
Balance at the end of the year	**-**	**12,112**

The fair value of royalty payable to Taurus is based on a discounted cashflow model using the Company's Life of Mine forecast gold production, future gold prices based on analyst forecasts and a discount rate that reflects the liability.

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Notes to the Financial Statements

E: Other items

In this section

Information on items which require disclosure to comply with Australian Accounting Standards and the Corporations Act 2001 (Cth). This section includes group structure information and other disclosures.

E.1 Business Combination

Acquisition of Toro Gold

On 31 July 2019, Resolute (through its wholly owned subsidiary, Resolute UK 2 Limited) signed a binding agreement to acquire all the shares of Toro Gold. When Resolute issued its 31 December 2019 financial statements, the measurement of the acquired assets and liabilities was provisional. In the 31 December 2019 financial statements, Resolute had recognised a deferred tax liability on acquisition of $9m and mine properties and development of $257m. Upon finalisation of the purchase price accounting, Resolute has adjusted the provisional amount for following:

- the valuation of the deferred tax liability was finalised and updated to $2m following further clarification on operation of tax regime in Senegal.
- The valuation of mine properties and development was finalised and updated to $250m

Adjustment in the 31 December 2019 financial statements:

In accordance with accounting standards, Resolute has made retrospective adjustments by restating the 31 December 2019 financial information in accounting for the finalisation of the business combination as detailed below:

- the carrying amount of the deferred tax liability at 31 December 2019 decreased by $7m.
- the carrying amount of mine properties and development at 31 December 2019 decreased by $7m.

E.2 Asset Held for Sale and Discontinued Operation

Sale of Ravenswood Gold Mine

On 15 January 2020, Resolute signed a definitive agreement for the sale of the Ravenswood Gold Mine in Queensland to a consortium comprising of a fund managed by private equity manager EMR Capital and energy and mining company Golden Energy and Resources Limited. The consideration for the sale comprised A$50m of cash up front, A$50m promissory note and up to A$200m potential payments. The potential payments are contingent on future gold prices and future gold production from the Ravenswood Gold Mine as well as the investment outcomes from the Ravenswood Gold Mine for EMR Capital. The asset sale was completed on 31 March 2020 and is reported in the current year as a discontinued operation.

Transaction consideration comprises total cash payments to Resolute of up to A$300m as follows:

- A$100m of immediate value represented by
    - A$50m of cash; and
    - A$50m in Promissory Note;
- Up to A$50m via a Gold Price Contingent Payment instrument; and
- Up to A$150m via an Upside Sharing Payment instrument

The consideration received from EMR is being accounted for under *AASB 15:* Revenue from Contract with Customers.

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Notes to the Financial Statements

E: Other items (continued)

E.2 Asset Held for Sale and Discontinued Operation (continued)

Promissory Note

A A$50m promissory note with an annual coupon rate of 6% to be paid in cash to Resolute at maturity. The receivable matures at the earlier of liquidity date or maximum term of seven years.

The Promissory Note is initially valued at net present value of A$50m ($30.7m) and subsequently measured at amortised cost under AASB 9 of A$52m ($40.3m) as at 31 December 2020.

The carrying amount of the promissory note at 31 December 2020 approximates its fair value.

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Financial Instruments		
Due after five years	57,952	-
Total contractual receipts	**57,952**	**-**
Less future interest charges	(17,690)	-
Total promissory notes receivable	**40,262**	**-**

Gold Price Contingent Payment Instrument

A Gold Price Contingent Payment is payable to Resolute for years following Financial Close based on the following bands:

- A$10m if the average gold price is greater than A$1,900/oz,
- A$20m if the average gold price is greater than A$1,975/oz,
- A$30m if the average gold price is greater than A$2,050/oz,
- A$40m if the average gold price is greater than A$2,075/oz, and
- A$50m if the average gold price is greater than A$2,100/oz.

Payment of the Gold Price Contingent Payment is subject to the cumulative ounces produced from Ravenswood exceeding 500,000oz of gold over the four-year period and is subject to adjustment if the production adopted by the buyer is reduced or lower than expected.

For the Gold Price Contingent Payment Instrument, we have assessed the likelihood of the production target being met as well as the likely weighted average gold price to be achieved over the four-year period. We have used the following assumptions in the determination of this variable consideration:

- Resolute assumed that the 500,000oz of gold production over the four-year period will be met.
- Resolute used forecast gold prices submitted by reputable banks and brokerage firms and forecast out to a period of up to 5 years.
- Resolute assessed that the occurrence of a liquidity event within the 4-year period to be unlikely.

The Gold Price Contingent Payment Instrument is valued at a net present value of A$20m ($15.4m) at 31 December 2020, based on the most likely amount method.

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Notes to the Financial Statements

E: Other items (continued)

E.2 Asset Held for Sale and Discontinued Operation (continued)

Results of the discontinued operation:

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Revenue	15,268	79,212
Cost of production relating to gold sales	(13,069)	(71,837)
Other operating costs relating to gold sales	(2,131)	(5,423)
Administration and other corporate expenses	(172)	(868)
Exploration and business development expenditure	(179)	(1,063)
Depreciation and amortisation	(47)	(3,582)
Finance cost	(80)	(315)
Fair value movements and unrealised treasury transactions	(47)	1,111
Loss before tax from discontinued operations	**(457)**	**(2,765)**
Tax expense	-	-
Loss for the year	**(457)**	**(2,765)**
Gain on disposal of discontinued operation (net of tax expense)	41,932	-
Profit/(loss) after tax from discontinued operations	**41,475**	**(2,765)**
Gain/(loss) per share		
Basic gain/(loss) per share relating to discontinued operation	4.23 cents	(0.34) cents
Diluted gain/(loss) per share relating to discontinued operation	4.23 cents	(0.34) cents

Cash flow information for the discontinued operation:

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Operating cash flows	(2,611)	15,662
Investing cash flows	28,758	(12,113)
Financing cash flows	-	-
Net cash flow	**26,147**	**3,549**

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Notes to the Financial Statements

E: Other items (continued)

E.2 Asset Held for Sale and Discontinued Operation (continued)

Sale of Bibiani Gold Mine

On 15 December 2020, Resolute has entered into a binding agreement to sell the Bibiani Gold Mine (Bibiani disposal group) in Ghana to Chifeng Jilong Gold Mining Co. Ltd. (Chifeng). Cash consideration of $5.5 million deposit on signing the agreement and $100 million on completion of the transaction. The completion of the sale is pending on the satisfaction of government approvals and other conditions. The net assets of the sale group are reported in the current year as held for sale assets and liabilities. The Bibiani disposal group is not presented as a discontinued operation in the Consolidated Statement of Comprehensive Income as it does not meet the definition under the accounting standards.

The major categories of assets and liabilities within the disposal group are as follows:

	31 December 2020 Bibiani disposal group	31 December 2019 (Restated) Ravenswood disposal group
	US$'000	US$'000
Assets		
Cash	381	-
Other financial assets – restricted cash	2,745	-
Other assets	141	430
Inventories	1,651	8,399
Property, plant and equipment	22,361	35,790
Exploration and evaluation	53,329	22,018
Total assets	**80,608**	**66,637**
Liabilities		
Payables	358	11,720
Provisions	366	3,358
Site restoration	8,097	24,415
Total liabilities	**8,821**	**39,493**
Net Assets held for sale	**71,787**	**27,144**

The above Net Assets held for sale represents the carrying value of the Bibiani disposal group with no fair value adjustments required at balance date

Recognition and measurement

The Group classifies non current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. Non current assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less cost to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset (disposal group), excluding finance costs and income tax expense.

The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the asset or disposal group is available for immediate sale in its present condition. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the plan to sell the asset and the sale expected to be completed within one year from the date of the classification.

Property, plant and equipment and intangible assets are not depreciated or amortised once classified as held for sale.

Assets and liabilities classified as held for sale are presented separately as current items in the statement of financial position.

A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and:

- Represents a separate major line of business or geographical area of operations;
- Is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; or
- Is a subsidiary acquired exclusively with a view to resale.

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the statement of profit and loss.

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Notes to the Financial Statements

E: Other items (continued)

E.3 Contingent liabilities

Contingent liabilities

Amounts potentially payable to historical Bibiani creditors

In June 2014, Mensin Gold Bibiani Limited, Drilling and Mining Services Limited and Noble Mining Ghana Limited (collectively referred to as the "Companies") entered into court approved Schemes of Arrangement ("Scheme") with their creditors and employees ("Scheme Creditors"). The Scheme enabled Resolute to secure with the endorsement of the Ghanaian government, ultimate ownership of the Bibiani Gold Mine with protection from those liabilities which had been incurred at a time when the mine was under the control of the prior owner (Noble Mineral Resources Limited). The Scheme set out the timing and amounts of payments that were to be made by the Companies to a Scheme Fund and to a Future Fund, from which funds, payments are to be made to the Scheme Creditors. The Scheme Creditors arise from transactions that occurred prior to the Companies becoming part of the Group. The Scheme Fund and the Future Fund are effectively administered by representatives of KPMG.

Subject to the issue discussed below regarding two Ghanaian creditors, the implementation of the Scheme had the effect of removing from the Companies' balance sheets all historical liabilities relating to amounts payable to Scheme Creditors and replacing those liabilities with an obligation to fund the Scheme Fund and Future Fund, as and when necessary. The unconditional obligations to make payments to the Scheme Fund were paid in 2014. In addition to those unconditional obligations to pay into the Scheme Fund, the Scheme imposed following contingent liabilities to provide funding to the Scheme Fund and Future Fund:

Payment to the Scheme Fund of US$3.6 million ($4.8 million) if, following receipt of the Feasibility Study, the Board of Resolute, in its absolute discretion, made a decision to proceed with the development of the Bibiani Gold Mine; and;

Payment to a Future Fund of up to US$7.8 million ($10.5 million) conditional upon the generation of free cashflow from Bibiani mine operations for the period of 5 years from the date that Commercial Production is declared ("Future Cashflow Payment"). Free Cashflow means 25% of effectively, Project Revenue for that year less Permitted Payments for that year, which Permitted Payments include:

- operational expenses and capital costs paid in connection with the mining operations; and
- repayment of principal and interest relating to funds advanced by Resolute up to the commencement of mining operations.

The Scheme provided that if Commercial Production had not been achieved by June 2019, then the Bibiani Gold Mine had to be sold and the proceeds applied in the manner set out in the Scheme. On the basis that, in late 2018 it became clear that Commercial Production would not be achieved by June 2019, and in order to avoid the need to sell the Bibiani Gold Mine, an Amended Scheme was proposed to Scheme Creditors, which effectively allowed additional time to commence mining at Bibiani. In consideration for the Scheme Creditors agreeing to the extended timeframe to commence mining, the Amended Scheme provided that upon the Amended Scheme becoming operative, the payment of US$3.6 million ($4.8 million) referred to at 1 above would be immediately payable (i.e. it would not be dependent upon the decision of the board of Resolute to proceed with the development of Bibiani). At the meetings of Scheme Creditors to consider the Amended Scheme in April 2019, the Scheme Creditors approved the Amended Scheme, which was subsequently and approved by the Court and became operative in May 2019. As a consequence, in mid-2019 Resolute paid the sum of US$3.6 million ($4.8 million) under the Amended Scheme. The obligation to make the Future Cashflow Payment in the circumstances described at 2 above remains in place under the Amended Scheme.

Notwithstanding the Scheme's approval by the Ghanaian High Court, the Scheme Creditors, and the Ghanaian Minister of Mines, two Ghanaian creditors (being Riasand and Scan minerals) sought to circumvent the operation of the Scheme (and Amended Scheme) and are seeking to enforce a winding up order against Mensin, on the basis of debts incurred prior to implementation of the Scheme. Resolute is defending Mensin's right to unencumbered debt free ownership of the Bibiani Gold Mine, which was a key element of the Scheme supported by both Resolute and the Ghanaian government.

The appeal proceedings involving Riasand have been settled on the basis of a payment to Riasand. Orders giving effect to the settlement (including vacating the stayed winding up order) are expected to be made at a hearing in the Ghanaian High Court within one month.

These contingent liabilities reside in the Bibiani disposal group and will be transferred to Chifeng upon completion of the sale.

Demand of payment relating to income taxes from the Mali Tax Authorities

Resolute's subsidiary, SOMISY, received demands for payment of VAT and Income Tax for the tax years ended 31 December 2015 to 2020 from the Mali Tax Authorities. The demands relating to SOMISY's VAT have been provided for (refer to Note D.6 for details). Resolute's subsidiary, SOMIFI, received a demand for payment of income taxes from the Mali Tax Authorities, relating to tax years ended 31 December 2017 and 2018.

The demands for income tax of $23.5 million for SOMISY and $7.9 million for SOMIFI has not been provided for as at 31 December 2020 as the Group refute the validity and factual basis of these demands. The Group has commenced the process of disputing the income tax demands due to fundamental misinterpretations of certain income tax laws applicable to the provisions of each entities Establishment Convention based on tax advice that the Group has received. The Group is working with its legal and tax advisors to contest the demands and will resist any efforts to enforce payment.

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Notes to the Financial Statements

E: Other items (continued)

E.4 Commitments

Commitments

Other commitments not disclosed elsewhere in this report include:

Randgold/Syama Royalty

Pursuant to the terms of the Syama Sale and Purchase Agreement, Randgold Resources Limited (now Barrick Gold Corporation) receive a royalty on Syama production, where the gold price exceeds US$350 per ounce, of US$10 per ounce on the first million ounces of gold production attributable to Resolute Mining Limited and US$5 per ounce on the next three million attributable ounces of gold production. As at 31 December 2020, Resolute's 80% attributable share of Syama's project to date gold production was 1,439,693 ounces of gold, therefore the royalty is currently US$5 per ounce.

Gold contracts

As part of its risk management policy, the Group enters into gold forward contracts to manage the gold price of a proportion of anticipated sales of gold. As at 31 December 2020, 123,000 ounces remains outstanding.

The gold forward contracts disclosed below did not meet the criteria of financial instruments for accounting purposes on the basis that they met the normal purchase/sale exemption because physical gold would be delivered into the contract. Accordingly, the contracts were accounted for as sale contracts with revenue recognised in the year in which the gold commitment was met.

	Gold for Physical Delivery Ounces	Contracted Gold Sale Price per Ounce (US$)	Value of Committed sales US$'000
31 December 2020			
US$			
Within one year	123,000	1,672	205,656
Total	**123,000**		**205,656**

	Gold for Physical Delivery Ounces	Contracted Gold Sale Price per Ounce (US$)	Value of Committed sales US$'000
31 December 2019 (Restated)			
US$			
Within one year	55,000	1,510	83,050
Total	**55,000**		**83,050**
A$			
Within one year	100,000	1,849	184,900
Total	**100,000**		**184,900**

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Notes to the Financial Statements

E: Other items (continued)

E.5 Auditor remuneration

	31 December 2020	31 December 2019 (Restated)
	US$	US$
EY Australia	84,319	96,997
Total amounts received or due and receivable for an audit or review of the parents financial statements	**84,319**	**96,997**
EY Australia	153,581	182,520
Other EY firms	94,683	45,233
Other non-EY firms	121,051	125,099
Total amounts received or due and receivable for an audit or review of any controlled entities financial statements	**369,315**	**352,852**

E.6 Investments in associates

	31 December 2020	31 December 2019 (Restated)	31 December 2020	31 December 2019 (Restated)
Continuing Operations	**Manas Resources Ltd**		**Loncor Resources Inc**	
Shares held in associates (No. of shares)	682,484,709	682,484,709	29,650,000	25,500,000
Percentage of ownership (%)	24.73%	25.82%	26.42%	26.93%
	US$'000	US$'000	US$'000	US$'000
Carrying Value	651	1,038	3,801	3,097
(a) Movements in the carrying amount of the Group's investment in associates				
At 1 January	1,038	1,081	3,097	3,611
Purchase of investment	-	240	1,470	-
Share of loss after income tax	(469)	(283)	(1,192)	(514)
Foreign currency translation	82	-	426	-
At 31 December	651	1,038	3,801	3,097
(b) Market value of investments in associates				
Market value of the Group's investment	3,156	957	13,264	8,713
(c) Summarised financial information - Extract from the associates' statement of financial position				
Current assets	4,128	5,073	862	95
Non current assets	2,215	1,286	31,895	20,803
Total assets	**6,343**	**6,359**	**32,757**	**20,898**
Current liabilities	255	78	1,464	1,360
Non current liabilities	-	-	1,626	293
Total liabilities	**255**	**78**	**3,090**	**1,653**
Net assets/(liabilities)	**6,088**	**6,281**	**29,667**	**19,245**
Share of associates' net assets	**1,572**	**1,622**	**7,980**	**5,182**
Extract from the associates' statement of comprehensive income:				
(Loss)/profit before tax, (loss)/profit for the year and total comprehensive loss	(957)	(419)	(1,948)	(1,039)

* The Group has an investment in Kilo Goldmines Limited with a current carrying value of $197k as at 31 December 2020 (31 December 2019: 179k)

The Group's investment in associates is accounted for using the equity method of accounting in the consolidated financial statements. An associate is an entity over which the Group has significant influence and that are neither subsidiaries nor joint arrangements. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any unsecured long-term receivables and loans, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

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Notes to the Financial Statements

E: Other items (continued)

E.7 Subsidiaries and non-controlling interests

Material subsidiaries

The following were materially controlled entities during the year and have been included in the consolidated accounts. All entities in the consolidated entity carry on business in their place of incorporation.

Name of Controlled Entity and Country of Incorporation	Consolidated Entity Company Holding the Investment	Percentage of Shares Held by Consolidated Entity	
		31 December 2020	31 December 2019
		%	%
Bambuk Minerals Limited, Mauritius	Toro Gold Limited	100	100
Carpentaria Gold Pty Ltd, Australia	Resolute Mining Limited	100	100
Mensin Bibiani Pty Ltd, Australia	Resolute Mining Limited	100	100
Mensin Gold Bibiani Limited, Ghana	Mensin Bibiani Pty Ltd	90	90
Petowal Mining Company S.A., Senegal	Bambuk Minerals Limited	90	90
Resolute Canada Pty Ltd, Australia	Resolute Mining Limited	100	100
Resolute Canada 2 Pty Ltd, Australia	Resolute Mining Limited	100	100
Resolute Corporate Services Pty Ltd, Australia	Resolute (Treasury) Pty Ltd	100	100
Resolute Corporate Services UK Limited, UK	Toro Gold Limited	100	100
Resolute (Finkolo) Pty Ltd, Australia	Resolute Mining Limited	100	100
Resolute Mali S.A. Mali	Resolute (SOMISY) Pty Ltd	100	100
Resolute (SOMISY) Pty Ltd, Australia	Resolute Mining Limited	100	100
Resolute Treasury UK Limited, UK	Resolute Mining Limited	100	100
Resolute UK 1 Limited, UK	Resolute Mining Limited	100	100
Resolute UK 2 Limited, UK	Resolute UK 1 Limited	100	100
Société des Mines de Finkolo S.A., Mali	Resolute (Finkolo) Pty Ltd	90	90
Société des Mines de Syama S.A., Mali	Resolute (SOMISY) Pty Ltd	80	80
Toro Gold Limited, Guernsey	Resolute UK 2 Limited	100	100

Material partly-owned subsidiaries

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Accumulated share of (deficiency)/equity attributable to material Non-Controlling Interest:		
Société des Mines de Syama SA ("SOMISY")	(48,406)	(17,359)
Mensin Gold Bibiani Limited ("Mensin")	(6,981)	(6,510)
Société des Mines de Finkolo SA ("Finkolo")	3,130	1,989
Petowal Mining Company SA ("Mako")	24,647	27,108
Asset held for sale	6,981	-
Total Non-Controlling Interest	**(20,629)**	**5,228**
(Loss)/profit allocated to material Non-Controlling Interest:		
SOMISY	(18,336)	(13,512)
Mensin	(474)	(386)
Finkolo	747	1,674
Mako	7,117	1,175
Total Non-Controlling Interest	**(10,946)**	**(11,049)**

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Notes to the Financial Statements

E: Other items (continued)

E.7 Subsidiaries and non-controlling interests (continued)

The summarised financial information of subsidiaries with non-controlling interests is provided below. This information is based on amounts before inter-company eliminations.

	31 December 2020	31 December 2019	31 December 2020	31 December 2019	31 December 2020	31 December 2019	31 December 2020	31 December 2019
	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000	US$'000
	SOMISY		Mensin		Finkolo		Mako	
Statement of Comprehensive Income								
Revenue	204,666	86,881	-	-	123,919	251,158	274,400	115,098
(Loss)/gain for the year	(95,149)	(68,658)	28,860	(3,897)	7,179	16,694	57,879	23,260
Total comprehensive (loss)/income for the year	(113,485)	18,223	28,386	(3,897)	7,927	267,852	64,996	138,358
Summarised Statement of Financial Position								
Current assets	252,320	164,910	4,919	4,954	5,812	57,672	83,046	76,506
Non current assets	511,891	480,426	75,691	72,903	41,612	48,451	225,611	387,656
Current liabilities	(153,471)	(180,173)	(724)	(1,858)	(11,494)	(81,335)	(25,014)	(43,162)
Non current liabilities - External	(45,988)	(41,782)	(8,097)	(7,762)	(8,594)	(7,553)	(23,073)	(54,909)
Non current liabilities - Intra Resolute Mining Limited Group	(777,579)	(530,584)	(92,973)	(120,487)	120	-	(11,307)	(52,063)
Net asset /(deficiency)	**(212,827)**	**(107,203)**	**(21,184)**	**(52,250)**	**27,456**	**17,235**	**249,263**	**314,028**
Summarised Statement of Cash Flow								
Operating	(43,988)	9,232	1,624	551	(25,583)	25,075	130,094	50,559
Investing	(52,863)	(118,141)	(4,132)	(10,718)	(4,990)	(4,217)	(7,194)	(4,804)
Net (decrease)/increase in cash and cash equivalents	**(96,851)**	**(108,909)**	**(2,508)**	**(10,167)**	**(30,573)**	**20,858**	**122,900**	**45,755**

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Notes to the Financial Statements

E: Other items (continued)

E.8 Subsequent events

On 27 January 2021, the Group announced the Tabakoroni Underground mineral resource increased to 1.26 million ounces at 4.9g/t gold.

On 17 February 2021, the Group released its Annual Ore Reserve and Mineral Resource Statement.

E.9 Related party disclosures

Resolute is the ultimate Australian holding company and there is no controlling entity of Resolute at 31 December 2012. No related party transactions occurred during the period other than payments to KMP as disclosed in E.11

E.10 Parent Entity Information

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Current assets	28,227	732
Total assets	691,126	519,332
Current liabilities	(1,336)	(1,128)
Total liabilities	(1,340)	(474)
Net assets	**689,786**	**518,462**
Issued capital	777,021	639,859
Accumulated losses	(127,067)	(128,237)
Reserve	39,832	6,840
Total shareholders' equity	**689,786**	**518,462**
Profit of Resolute Mining Limited	1,170	2,069
Total comprehensive profit of Resolute Mining Limited	32,632	4,689

Refer to E.3 for the contingent liabilities and E.4 for the commitments of Resolute Mining Limited. The parent company guarantees provided by Resolute Mining Limited are outlined in C.3.

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Notes to the Financial Statements

E: Other items (continued)

E.11 Employee benefits and share-based payments

	31 December 2020	31 December 2019 (Restated)
	US$'000	US$'000
Salaries	50,623	47,573
Superannuation	10,455	9,344
Share-based payments expense	1,380	1,152
Total employee benefits charged to profit and loss	**62,458**	**58,069**

Share-based payments

Equity-based compensation benefits are provided to employees via the Group's share option plan and performance rights plan. The Group determines the fair value of securities issued and recognises an expense in the profit and loss over the vesting year with a corresponding increase in equity.

Key management personnel

Details of remuneration provided to key management personnel are as follows:

	31 December 2020	31 December 2019 (Restated)
	US$	US$
Short-term employee benefits	2,175,977	2,055,093
Post-employment benefits	628,384	163,600
Long-term employment benefits	(34,040)	40,986
Share-based payments	908,197	1,341,520
Total	**3,678,518**	**3,601,199**

Key estimates and judgements

Share-based payments

The Group measures the cost of equity settled share-based payment transactions with reference to the fair value at the grant date using a Black Scholes formula or Monte Carlo simulation. The valuations take into account the terms and conditions upon which the instruments were granted such as the exercise price, the term of the option or performance right, the vesting and performance criteria, the impact of dilution, the non-tradeable nature of the option or performance right, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield and the risk-free interest rate for the term of the option or performance right.

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Notes to the Financial Statements

E: Other items (continued)

E.11 Employee benefits and share-based payments (continued)

Performance rights plan

The performance rights plan is broken down between:

Performance Rights Plan Category	Type of employee
Band AO	Managing Director and CEO
Band A1 and A2	CFO, COO, General Counsel & Company Secretary, General Manager – Exploration, General Manager – Business Development, General Manager – People & Sustainability,
Band B1	General Managers
Special	Special, one-off awards as recommended by the MD

Plan category	Grant and frequency	Performance measures	Performance period
Band A0	Annually set at 100% of fixed remuneration for the Managing Director & CEO	• 75% of the rights will be performance tested against the relative total shareholder return ("RTSR") measure over a 3 year period; and • 25% of the right will be performance tested against the reserves growth hurdle over a 3 year period.	3 years
	CEO LTI Grant (varies)	• 50% of the rights will be performance tested against the absolute total shareholder return ("ATSR") measure over the relevant year; and • 50% of the rights will be performance tested against the specified strategic objectives over the relevant year	2.5, 3.5 and 4.5 years (varies)
Band A1 & A2	Annually set at 65% of fixed remuneration	• 75% of the rights will be performance tested against the relative total shareholder return ("RTSR") measure over a 3 year period; and • 25% of the rights will be performance tested against the reserves growth hurdle over a 3 year period.	3 years
Band B1	Annually set at 40% of fixed remuneration	• 75% of the rights will be performance tested against the relative total shareholder return ("RTSR") measure over a 3 year period; and • 25% of the rights will be performance tested against the reserves growth hurdle over a 3 year period.	3 years
Special	Varies	• 75% of the rights will be performance tested against the relative total shareholder return ("RTSR") measure over a 3 year period; and • 25% of the rights will be performance tested against the reserves growth hurdle over a 3 year period.	3 years

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Notes to the Financial Statements

E: Other items (continued)

E.11 Employee benefits and share-based payments (continued)

	Issue Date	Total Number	Fair Value per Right at Grant Date	Vesting Date
Performance rights on issue				
Band A1 to A2	26/10/18	414,886	$0.92	30/06/21
Band A0	26/10/18	215,879	$0.77	30/06/21
Band A0	21/05/19	426,977	$0.88	31/12/21
Band A1 to A2	21/05/19	913,736	$0.93	31/12/21
Band A0	21/11/19	732,600	$0.72	30/06/21
Band A1 to A2	22/05/20	500,000	$0.49	31/12/21
Band A1 to A2	22/05/20	43,668	$0.78	31/12/21
Band A1 to A2	22/05/20	1,731,790	$0.85	31/12/22
Band A0	22/05/20	194,352	$0.56	31/12/22
As at 31 December 2020		**5,173,888**		

	Date of Change	Total Number	Fair Value per Right at Grant Date	Vesting Date
Opening number of performance rights		8,657,154		
Decrease through lapsing of performance rights (Band A1 to A2)	20/02/2020	(75,685)	$0.92	30/06/2021
Decrease through lapsing of performance rights (Band A1 to A2)	20/02/2020	(160,201)	$0.81	30/06/2020
Decrease through lapsing of performance rights (Band A1 to A2)	20/02/2020	(167,896)	$0.93	31/12/2021
Decrease through lapsing of performance rights (Band A1 to A2)	31/03/2020	(6,349)	$0.81	30/06/2020
Decrease through lapsing of performance rights (Band A1 to A2)	31/03/2020	(15,028)	$0.92	30/06/2021
Decrease through lapsing of performance rights (Band A1 to A2)	22/05/2020	(69,231)	$0.92	30/06/2021
Decrease through lapsing of performance rights (Band A1 to A2)	22/05/2020	(153,577)	$0.93	31/12/2021
Increase through issue of performance rights to eligible employees (Band A1 to A2)	21/05/2020	43,668	$0.78	31/12/2021
Increase through issue of performance rights to eligible employees (Band A0)	21/05/2020	699,668	$0.56	31/12/2022
Increase through issue of performance rights to eligible employees (Band A1 to A2)	21/05/2020	1,731,790	$0.85	31/12/2022
Increase through issue of performance rights to eligible employees (Band A1 to A2)	21/05/2020	500,000	$0.49	31/12/2021
Decrease through lapsing of performance rights (Band A1 to A2)	05/06/2020	(8,212)	$0.92	30/06/2021
Decrease through lapsing of performance rights (Band A1 to A2)	05/06/2020	(16,881)	$0.81	30/06/2020
Decrease through conversion of shares upon vesting of performance rights (Band A1 to A2)	01/09/2020	(419,809)	$0.81	30/06/2020
Decrease through lapsing of performance rights (Band A1 to A2)	01/09/2020	(1,259,414)	$0.81	30/06/2020
Decrease through conversion of shares upon vesting of performance rights (Band A1 to A2)	01/09/2020	(350,000)	$1.18	30/06/2020
Decrease through lapsing of performance rights (Band A1 to A2)	01/09/2020	(650,000)	$1.18	30/06/2020
Decrease through lapsing of performance rights (Band A0)	29/10/2020	(61,680)	$0.77	30/06/2021
Decrease through lapsing of performance rights (Band A0)	29/10/2020	(271,713)	$0.88	31/12/2021
Decrease through lapsing of performance rights (Band A0)	29/10/2020	(267,400)	$0.72	30/06/2021
Decrease through lapsing of performance rights (Band A0)	29/10/2020	(1,000,000)	$0.71	30/06/2022

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Notes to the Financial Statements

E: Other items (continued)

E.11 Employee benefits and share-based payments (continued)

	Date of Change	Total Number	Fair Value per Right at Grant Date	Vesting Date
Decrease through lapsing of performance rights (Band A0)	29/10/2020	(1,000,000)	$0.70	30/06/2023
Decrease through lapsing of performance rights (Band A0)	29/10/2020	(505,316)	$0.56	31/12/2022
Closing number of performance rights		**5,173,888**		

The following tables list the key variables used in the valuation of each performance rights granted to key management personnel during the year ended 31 December 2020:

Hurdle	12 months to 31 December 2020			
	20 January 2020 Grant		20 January 2020 Grant	
	Reserve and resources rights	TSR rights	Reserve and resources rights	TSR rights
Number of performance rights issued	125,000	375,000	10,917	32,751
Underlying share price ($)	1.18	1.18	1.18	1.18
Exercise price ($)	-	-	-	-
Risk free rate	0.88%	0.88%	0.88%	0.88%
Volatility factor	46%	46%	46%	46%
Dividend yield	1.91%	1.91%	1.91%	1.91%
Period of the rights from grant date (years)	1.95	1.95	1.61	1.61

Hurdle	12 months to 31 December 2020				
	1 January 2020 Grant		21 May 2020 Grant		Total
	Reserve and resources rights	TSR rights	Reserve and resources rights	TSR rights	
Number of performance rights issued	432,948	1,298,842	174,917	524,751	2,975,126
Underlying share price ($)	1.24	1.24	1.14	1.14	
Exercise price ($)	-	-	-	-	
Risk free rate	0.88%	0.88%	0.88%	0.88%	
Volatility factor	46%	46%	46%	46%	
Dividend yield	1.91%	1.91%	1.91%	1.91%	
Period of the rights from grant date (years)	3	3	2.61	2.61	

Effect of performance hurdles	Fair value of performance rights granted
Value of performance right at grant date (Band A1 to A2)	$0.49
Value of performance right at grant date (Band A1 to A2)	$0.93
Value of performance right at grant date (Band A1 to A2)	$0.85
Value of performance right at grant date (Band A0)	$0.56

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Notes to the Financial Statements

E: Other items (continued)

E.11 Employee benefits and share-based payments (continued)

Hurdle	12 months to 31 December 2019			
	21 May 2019 Issue		21 May 2019 Issue	
	Reserve and resources rights	TSR rights	Reserve and resources rights	TSR rights
Number of performance rights issued	371,248	1,113,743	174,672	524,018
Underlying share price ($)	1.15	1.15	1.14	1.14
Exercise price ($)	-	-	-	-
Risk free rate	1.82%	1.82%	1.82%	1.82%
Volatility factor	54%	54%	54%	54%
Dividend yield	2.22%	2.22%	2.39%	2.39%
Period of the rights from grant date (years)	3	3	2.62	2.62

Hurdle	12 months to 31 December 2019						
	21 November 2019 Issue		21 November 2019 Issue		21 November 2019 Issue		Total
	Strategic objectives rights	ATSR rights	Strategic objectives rights	ATSR rights	Strategic objectives rights	ATSR rights	
Number of performance rights issued	500,000	500,000	500,000	500,000	500,000	500,000	5,183,681
Underlying share price ($)	1.09	1.09	1.09	1.09	1.09	1.09	
Exercise price ($)	-	-	-	-	-	-	
Risk free rate	0.74%	0.74%	0.74%	0.74%	0.76%	0.76%	
Volatility factor	53%	53%	55%	55%	55%	55%	
Dividend yield	2.22%	2.22%	2.22%	2.22%	2.22%	2.22%	
Period of the rights from grant date (years)	1.61	1.61	2.61	2.61	3.61	3.61	

Effect of performance hurdles	Fair value of performance rights granted
Value of performance right at grant date (Band A0)	$0.92
Value of performance right at grant date (Band A1 to A2)	$0.93
Value of performance right at grant date (Band A0)	$0.72
Value of performance right at grant date (Band A0)	$0.71
Value of performance right at grant date (Band A0)	$0.70

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Notes to the Financial Statements

E: Other items (continued)

E.12 Supplemental disclosure to the Consolidated Cash Flow Statement

The Group had non-cash additions to property, plant and equipment of $8.0m for the year ended 31 December 2020 (31 December 2019:nil) purchased through asset finance facilities, the cash outflows for which will be reflected as repayment of borrowings when those asset finance facilities are repaid.

E.13 Other accounting policies

New and amended Accounting Standards and Interpretations issued but not yet effective

A number of new Standards, amendment of Standards and interpretations have recently been issued but are not yet effective and have not been adopted by the Group as at the financial reporting date. The potential effect of these Standards is yet to be fully determined. However, it is not expected that the new or amended standards will significantly affect the Group's accounting policies, financial position or performance, except for the following:

Title	Application Date for Group	Detail
Amendments to AASB 101: Classification of Liabilities as Current or Non-current	1 January 2023	In January 2020, the IASB issued amendments to paragraphs 69 to 76 of AASB 101 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify: • What is meant by a right to defer settlement • That a right to defer must exist at the end of the reporting year • That classification is unaffected by the likelihood that an entity will exercise its deferral right • That only if an embedded derivative is a convertible liability is itself an equity instrument would the terms of a liability not impact its classification The Group is currently assessing the impact the amendments will have on current practice and whether existing loan agreements may require renegotiation.
Reference to the Conceptual Framework – Amendments to AASB 3	1 January 2022	In May 2020, the IASB issued Amendments to AASB 3 Business Combinations - Reference to the Conceptual Framework. The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements. The Board also added an exception to the recognition principle of AASB 3 to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of AASB 137 or AASB 21 Levies, if incurred separately. The amendments are not expected to have a material impact on the Group.
Property, Plant and Equipment: Proceeds before Intended Use – Amendments to AASB 116	1 January 2022	In May 2020, the IASB issued Property, Plant and Equipment — Proceeds before Intended Use, which prohibits entities deducting from the cost of an item of property, plant and equipment, any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling such items, and the costs of producing those items, in profit or loss. The amendments are not expected to have a material impact on the Group.
Onerous Contracts – Costs of Fulfilling a Contract – Amendments to AASB 137	1 January 2022	In May 2020, the IASB issued amendments to AASB 137 to specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making. The amendments apply a "directly related cost approach". The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.
AASB 9 Financial Instruments – Fees in the '10 per cent' test for derecognition of financial liabilities	1 January 2022	As part of its 2018-2020 annual improvements to IFRS standards process the IASB issued amendment to AASB 9. The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting year in which the entity first applies the amendment. The amendments are not expected to have a material impact on the Group.

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Directors' Declaration

In accordance with a resolution of the directors of Resolute Mining Limited, we state that:

In the opinion of the directors:

a. the financial statements and notes of the consolidated entity are in accordance with the *Corporations Act 2001*, including:

   i. giving a true and fair view of the consolidated entity's financial position as at 31 December 2020 and of its performance for the year ended on that date; and,

   ii. complying with Australian Accounting Standards (including the Australian Accounting Interpretations) and the Corporations Regulations 2001;

b. the financial statements and notes also comply with International Financial Reporting Standards as disclosed throughout this report; and

c. there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration has been made after receiving the declarations required to be made to the directors in accordance with section 295A of the Corporations Act 2001 for the year ended 31 December 2020.

On behalf of the Board

Martin Botha

Chairman

Perth, Western Australia

17 March 2021

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Independent auditor's report to the members of Resolute Mining Limited

Report on the audit of the financial report

Opinion

We have audited the financial report of Resolute Mining Limited (the Company) and its subsidiaries (collectively the Group), which comprises the consolidated statement of financial position as at 31 December 2020, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated cash flow statement for the year then ended, notes to the financial statements, including a summary of significant accounting policies, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

a. Giving a true and fair view of the consolidated financial position of the Group as at 31 December 2020 and of its consolidated financial performance for the year ended on that date; and

b. Complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial report section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial report of the current year. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, but we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

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We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial report section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial report. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial report.

1. Physical existence and valuation of ore stockpiles and gold in circuit

Why significant	How our audit addressed the key audit matter
As at 31 December 2020 the Group had ore stockpiles and gold in circuit inventories of $104,817,000 and $64,208,000 respectively *(refer to Note D.2 to the financial report)*. Critical to the determination of the carrying value of ore stockpiles and gold in circuit inventories is the cost and net realisable value assumptions adopted by the Group in measuring the ore stockpiles and gold in circuit and the determination of the physical existence of the ore stockpiles (tonnes) and gold in circuit (ounces). We considered this to be a key audit matter because of the: ► Significant judgment required to assess the quantity of ore stockpiles and the quantity and recoverable metal content for gold in circuit. This includes determination of estimated grades, recovery rates and other geophysical properties. ► Significant estimates and judgments involved in the valuation of ore stockpiles and gold in circuit including the allocation of operating costs to various stock types included in ore stockpiles and gold in circuit inventories. ► Significant estimates involved in the determination of the net realisable value of ore stockpiles and gold in circuit, including the appropriateness of the estimated recoverable gold, selling price in the ordinary course of business and estimated costs of completion necessary to make the sale.	Our audit procedures included the following: ► Obtained an understanding of the Group's processes and controls in place for determining the physical quantities and metal contents of stockpiles and gold in circuit, which included observation of the stockpile surveys at the Syama and Mako mine sites during the financial year. ► Assessed the qualifications, competence and objectivity of the Group's internal experts involved in determining the quantity and recoverable metal content for ore stockpiles and gold in circuit. ► Agreed the estimated grades, recovery rates and other geophysical properties against the underlying reports prepared by the Group's internal experts and assessed the reasonableness of this information based on the current operations. ► Assessed the accuracy of the inventory valuation models including assessing the nature of costs allocated to inventories in determining the unit cost of inventories. ► Assessed the carrying value of inventories at 31 December 2020 to evaluate whether they were valued at the lower of cost and net realisable value. This included evaluating the assumptions and methodologies used by the Group, in particular those relating to the forecast gold price, costs to complete and gold recoveries. ► Evaluated the adequacy of the Group's disclosures in the financial report relating to inventories.

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2. Impairment assessment of non-current assets

Why significant	How our audit addressed the key audit matter
As at 31 December 2020, the Group had non-current assets of $816,946,000 comprising capitalised development expenditure, property, plant and equipment, capitalised exploration and evaluation expenditure and right of use assets (*refer to Notes B.1, B.2 and D.7 to the financial report*). At the end of each reporting period, the Group exercises judgment in determining whether there is any indication of impairment of these assets. If any such indicators exist, the Group estimates the recoverable amount of the applicable assets. The Group assessed whether any indicators of impairment were present at 31 December 2020 and concluded that an indicator or indicators of impairment were present in respect of the Mako Gold Mine and the Syama Gold Mine cash generating units (CGUs). No impairment was recognised for either of the above CGUs (refer to Note B.3 to the financial report). We considered this to be a key audit matter because of the: ► Significant judgment involved in determining whether indicators of impairment were present. ► Significant judgment and estimates involved in the determination of the recoverable amount of the Mako gold mine CGU and Syama gold mine CGU including assumptions relating to future gold prices, operating and capital costs, the discount rate used to reflect the risks associated with the forecast cash flows having regard to the current status of the CGUs and the resource valuation multiples used to value the resources not included in the life of mine plans.	We evaluated the Group's assessment as to the presence of any indicators of impairment. Our audit procedures included the following: ► Comparison of the Group's market capitalisation relative to its net assets. ► Reading operational reports, board reports, minutes and market announcements. ► Consideration of changes to reserves and resources and other macro-economic factors including the gold price. ► Consideration of the status of capital projects via discussions with management, review of operational reports and minutes and site visits. When indicators of impairment were identified, we assessed the reasonableness of the Group's impairment assessment process. Our audit procedures included the following: ► Evaluated the assumptions and methodologies used by the Group, in particular, those relating to forecast cash flows including inputs used to formulate them and the resource valuation multiples used. This included assessing, with involvement from our valuation specialists, where appropriate, the gold prices with reference to market prices (where available), market research, market practice, market indices, broker consensus, historical performance, discount rates and resource valuation multiples. ► Tested the mathematical accuracy of the Group's discounted cash flow impairment models and agreed relevant data, including assumptions on timing and future capital and operating expenditure, to the Group's feasibility analysis of the CGUs and the latest Board approved life of mine plan (as appropriate). ► Ensured the Group's impairment methodology and calculations were in accordance with the requirements of Australian Accounting Standards. ► Assessed the work of the Group's internal and external experts with respect to the capital and operating assumptions used in the cash flow forecasts. This included understanding the underlying cost estimation process, information in Board reports and releases to the market. We also considered the competence, qualifications and objectivity of the experts and assessed whether key capital and operating expenditure assumptions were consistent with information in Board reports and releases to the market. ► Assessed the work of the Group's experts with respect to the reserve and resource assumptions used in the cash flow forecasts. This included understanding the estimation process. We also examined the competence, qualifications and objectivity of the Group's experts, and assessed whether key economic assumptions were consistent with those used elsewhere in the financial report. ► Assessed the impact of a range of sensitivities to the economic assumptions underpinning the Group's impairment assessment. ► Evaluated the adequacy of the Group's disclosures in the financial report relating to impairment.

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3. Rehabilitation and restoration provisions

Why significant	How our audit addressed the key audit matter
As a consequence of its operations, the Group incurs obligations to rehabilitate and restore its mine sites. Rehabilitation activities are governed by local legislative requirements. As at 31 December 2020 the Group's consolidated statement of financial position includes provisions of $79,784,000 in respect of these obligations (*refer to Note D.6 and E.2 to the financial report*). We considered this to be a key audit matter because estimating the costs associated with these future activities requires judgment and estimation of factors such as the timing of when rehabilitation will take place, the extent of the rehabilitation and restoration activities and economic assumptions relating to inflation and discount rates.	We evaluated the assumptions and methodologies used by the Group in determining their rehabilitation obligations. Our audit procedures included the following: ► Assessed the qualifications, competence and objectivity of the Group's external and internal experts, the work of whom, formed the basis of the Group's rehabilitation cost estimates. With the involvement of our subject matter experts we assessed the appropriateness of the cost estimates, including comparing these to historical rehabilitation costs incurred. ► Considered the estimated timing of when the rehabilitation cash flows will be incurred based on the life of mine and the resultant inflation and discount rate assumptions used in the Groups cost estimates, having regard to available economic data relating to future inflation and discount rates. ► Evaluated the adequacy of the Group's disclosures relating to rehabilitation obligations and considered the appropriateness of the accounting for the changes in the rehabilitation and restoration provision.

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4. Taxation

Why significant	How our audit addressed the key audit matter
The Group has operations in multiple countries, each with its own taxation legislation. The nature of the Group's activities give rise to various taxation obligations including corporate income tax, VAT, royalties, employment related taxes, and other indirect taxes. As set out in the consolidated statement of financial position the Group has a current tax receivable of $17,911,000, recognised deferred tax assets of $10,081,000 and deferred tax liabilities of $9,422,000 as at 31 December 2020. The Group has recognised a tax expense of $30,045,000 for the year ended 31 December 2020. In addition, as set out in Notes D.1 and D.6 to the financial report, the Group has indirect tax receivables from the Mali Tax Office of $78,594,000 and a provision for indirect tax payable to the Mali Tax Office of $68,533,000 as at 31 December 2020. Further, as set out in Notes A.4 and E.3 to the financial report the Group has significant unrecognised tax assets as at 31 December 2020 and has contingent liabilities in connection with tax disputes with the tax authorities in Mali. We considered this to be a key audit matter because the: ► Group was required to exercise significant judgment with regards to interpretation of enacted tax laws in these multiple countries which in turn requires significant judgment in estimating the Group's taxation assets and liabilities at 31 December 2020. The Group engages external independent tax advisors to assist with the interpretation of tax laws and the estimation of its tax assets and liabilities. ► Determination of the probability of the Group deriving taxable income in the future to utilise its deferred tax assets is highly judgmental. This is subject to numerous assumptions around the future profitability of the Group's mining assets, which in turn is primarily dependent upon assumptions including future production levels, gold prices and exchange rates, operating and capital development costs.	Our audit procedures in relation to indirect tax, current and deferred tax included the following: ► Involved our tax specialists in the interpretation of enacted tax laws in these multiple jurisdictions, where necessary, including assessing the reasonableness of the related judgments and interpretations made by the Group. ► Considered the appropriateness of the Group's assumptions and estimates in relation to tax positions, assessed those assumptions and considered the advice the Group received from external experts to support the accounting for the tax positions in accordance with enacted laws. ► Considered the appropriateness of the tax assets and liabilities recognised by the Group at 31 December 2020 having regard to the requirements of the applicable accounting standards. ► Examined the Group's deferred tax asset recoverability assessment and evaluated the reasonableness of key assumptions including forecast taxable profits of Group entities. ► Where external experts were engaged by the Group, we assessed their qualifications, competence and objectivity. ► Assessed the adequacy of the Group's disclosures relating to taxation in the 31 December 2020 financial report.

Information other than the financial report and auditor's report thereon

The directors are responsible for the other information. The other information comprises the information included in the Company's 2021 annual report, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon, with the exception of the Remuneration Report and our related assurance opinion.

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In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the financial report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

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- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated to the directors, we determine those matters that were of most significance in the audit of the financial report of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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Report on the audit of the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 31 December 2020.

In our opinion, the Remuneration Report of Resolute Mining Limited for the year ended 31 December 2020, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Ernst & Young

Gavin Buckingham
Partner
Perth
17 March 2021

Shareholder Information

Substantial shareholders as at 31 January 2021		
Ordinary shares	Number held	Percentage
ICM Limited	138,885,657	12.58%
Van Eck Associates Corporation	106,961,138	9.69%
L1 Capital Pty Ltd.	70,242,015	6.36%

Distribution of equity securities as at 31 January 2021		
Size of Holding	Ordinary Shares	
1 - 1,000	2,632	
1,001 - 5,000	4,469	
5,001 - 10,000	2,395	
10,001 - 100,000	3,941	
100,001 - and over	424	
Total equity security holders	13,861	
Number of equity security holders with less than a marketable parcel	1,733	

Voting Rights
a) Ordinary Shares
Under the Company's Constitution, all ordinary shares issued by the Company carry one vote per share without restriction.

Twenty largest shareholders as at 31 January 2021			
Name		Number of ordinary shares	% of Issued Capital
1	ICM Limited	138,885,657	12.58%
2	Van Eck Associates Corporation	106,961,138	9.69%
3	L1 Capital Pty Ltd.	70,242,015	6.36%
4	Baker Steel Capital Managers LLP	56,740,000	5.14%
5	The Vanguard Group, Inc.	55,787,623	5.05%
6	BlackRock, Inc.	44,443,458	4.03%
7	ASF Africa Mining LP	41,189,189	3.73%
8	Dimensional Fund Advisors LP	35,055,605	3.18%
9	Ninety One Group	32,375,379	2.93%
10	Schroders PLC	23,837,633	2.16%
11	State Street Corporation	19,611,652	1.78%
12	Konwave AG	18,960,000	1.72%
13	Morgan Stanley & Co. Inc.	13,038,330	1.18%
14	Accident Compensation Corporation	11,890,685	1.08%
15	Lemanik S.A.	9,781,608	0.89%
16	Mitsubishi UFJ Financial Group, Inc.	9,523,337	0.86%
17	DST Systems Inc	9,432,775	0.85%
18	UBS AG	8,919,023	0.81%
19	Douglas Family Holdings (Retail Group)	8,140,000	0.74%
20	Macquarie Group Limited	6,888,877	0.62%
		721,703,984	65.38%

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Corporate Directory

Directors

Non-Executive Chairman	Martin Botha
Non-Executive Director	Peter Sullivan
Non-Executive Director	Yasmin Broughton
Non-Executive Director	Mark Potts
Non-Executive Director	Sabina Shugg

Company Secretary

Amber Stanton

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ABN 39 097 088 689

Website

Resolute maintains a website where all major announcements to the ASX/LSE are available: www.rml.com.au

Share Registry

Computershare Investor Services Pty Limited
Level 11, 172 St Georges Terrace
Perth, Western Australia 6000

Home Exchange

Australian Securities Exchange
Level 40, Central Park
152-158 St Georges Terrace
Perth, Western Australia 6000

Quoted on the official lists of the Australian Securities Exchange (ASX) and the London Stock Exchange (LSE) under the ticker "RSG"

Securities on Issue 16 March 2021

Ordinary Shares	1,103,892,706
Performance Rights	4,416,370

Auditor

Ernst & Young
Ernst & Young Building
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Perth, Western Australia 6000

Shareholders wishing to receive copies of Resolute's ASX announcements by e-mail should register their interest by contacting the Company at contact@rml.com.au

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