Appendix 4D

Half-year report

for the half-year ended 30 June 2020

*Expressed in **United States dollars** unless otherwise stated*

Results for announcement to the market

This information should be read in conjunction with the attached consolidated financial report for the half-year ended 30 June 2020 of PanTerra Gold Limited

	Consolidated Six months 30 June 2020 US$	Consolidated Six months 30 June 2019 US$	Percentage increase/ (decrease)
Revenues from ordinary activities	**5,750,086**	21,062,244	(73%)
Profit from ordinary activities after tax attributable to the owners of PanTerra Gold Limited	**1,232,003**	1,540,562	(20%)
Net Profit for the year attributable to the owners of PanTerra Gold Limited	**1,207,176**	1,539,911	(22%)
EBITDA	**1,524,192**	4,695,727	(68%)
NET TANGIBLE ASSETS			
Net tangible assets per ordinary share	**0.0188**	(0.0035)	644%
EARNINGS PER SHARE			
Basic earnings / (loss) cents per share	**0.63**	0.73	(14%)
Diluted earnings / (loss) cents per share	**0.63**	0.73	(14%)

DIVIDEND INFORMATION

There were no dividends paid, recommended or declared during the current financial period.
There were no dividends paid, recommended or declared during the previous financial period.

Explanation of Results

Please refer to the commentary included in the Directors' Report and accompanying Australian Securities Exchange ("ASX") releases for an explanation of results.

PanTerra Gold Limited

ABN 48 008 031 034

Financial Report

for the half-year ended

30 June 2020

CORPORATE INFORMATION

ABN 48 008 031 034

DIRECTORS

Brian Johnson *Executive Chairman*
James Tyers *Executive Director*
Ugo Cario *Non-Executive Director*
Angela Pankhurst *Non-Executive Director*

COMPANY SECRETARY

Megan McPherson

REGISTERED OFFICE

55 Kirkham Road
Bowral NSW 2576
AUSTRALIA

PRINCIPAL PLACE OF BUSINESS

55 Kirkham Road
Bowral NSW 2576
AUSTRALIA

Phone: +61 2 4861 1740

SHARE REGISTER

Computershare Investor Services Pty Ltd
Level 4, 60 Carrington Street
SYDNEY NSW 2000

Phone: 1300 855 080

PanTerra Gold Limited shares are listed on the Australian Securities Exchange.

DIRECTORS' REPORT

The directors present their report, together with the financial statements, of the consolidated entity (referred to hereafter as the 'Group') consisting of PanTerra Gold Limited (referred to hereafter as the 'company' or 'parent entity') and the entities it controlled at the end of, or during, the half-year ended 30 June 2020.

DIRECTORS

The names of the company's directors in office during the half-year and until the date of this report are set out below. Directors were in office for the entire period.

Brian Johnson	Executive Chairman
James Tyers	Executive Director
Ugo Cario	Non-Executive Director
Angela Pankhurst	Non-Executive Director

PRINCIPAL ACTIVITIES & REVIEW OF OPERATIONS

- Dismantling of redundant sections of the Las Lagunas process plant for sale in Q3 and Q4 2020
- Site rehabilitation at Las Lagunas
- Progressing formalisation of the Joint Venture Agreement for the proposed development of the La Demajagua gold/silver mine in Cuba

OPERATING RESULTS

Revenue for the period from the Las Lagunas project was US$5,750,086 [2019: US$21,062,244].

Net cash outflows from operations after interest paid were US$1,686,266 [2019: net cash inflows US$1,890,742].

Earnings before interest, depreciation and amortisation (EBITDA) for the half year were US$1,524,192 [2019: US$4,695,727]. The consolidated net profit for the period was US$1,232,003 [2019: US$1,540,562].

The net assets of the Group at balance date were US$8,352,010 [31 December 2019: US$7,144,834].

Cash and cash equivalents as at the balance date were US$6,166,549 [31 December 2019: U$6,904,666].

There were no external borrowings as at the current balance date or comparative period balance date.

REVIEW OF OPERATIONS

Las Lagunas Gold Tailings Project

The Las Lagunas gold tailings retreatment project was completed in December 2019.

The extraction of gold and silver from stored refractory tailings utilising an Albion/CIL process plant was not commercially successful for this project due to a combination of the metallurgical complexity of the tailings and issues related to aspects of the design of the world first Albion oxidation circuit for precious metals.

Dismantling and sale of sections of the plant that would not be used in any future application is progressing but has been slowed by COVID-19 pandemic restrictions.

DISPUTES WITH DOMINICAN GOVERNMENT

The rights and obligations of subsidiary, EnviroGold (Las Lagunas) Limited ("EVGLL") in relation to the Las Lagunas Project are governed by the "Special Contract" which it signed with the Dominican Government in 2004.

As outlined below, a number of disputes with the Government were submitted by EVGLL for arbitration on 12 March 2020 under the rules of the World Bank's International Centre for Settlement of Investment Disputes (ICSID) in Washington DC.

The three member arbitration panel has been established and will in due course set out procedural matters and a timetable for the proceedings which are expected to extend for up to two years.

The London office of Swiss law firm, Lalive, has been retained to manage the arbitration process. Lalive specialises in, and has extensive experience handling disputes between investors and State entities.

Tailings Dam Site

EVGLL submitted a formal Claim to the Dominican Government for costs relating to its failure at the commencement of the project, to provide a suitable site for constructing a dam for depositing tailings from the Las Lagunas Albion/CIL plant after re-processing. The provision of the dam site was an obligation of the Government under the Special Contract.

The Government did not progress the expropriation of the mutually preferred site, and as a consequence of EVGLL's inability to construct a new storage dam, the re-processed tailings had to be deposited back into the same storage facility from which they were mined. This prohibited blending of the feed to the flotation circuit which resulted in additional direct costs and inefficiencies in the operation of the plant.

The Claim, which has been rejected by the Government, was prepared by independent consultants and has been submitted for arbitration.

The Claim for costs to 30 June 2019 amounted to US$16,551,290. Approximately US$1,100,000 of additional costs were incurred to 30 June 2020 and will be added to the Claim.

Shortfall on Tailings Available for Processing

Following completion of the tailings retreatment project at Las Lagunas, EVGLL advised its counterparty, the Minister for Energy and Mines in the Dominican Republic ("MEM") that it intended to submit a Claim for loss of profits due to the quantity of refractory tailings available for processing (4.7 million tonnes) being significantly less than the quantity represented as being available by the Government (6.8 million tonnes).

The Claim for US$23.79 million was recently submitted to MEM and is expected to be disputed and ultimately be added to the matters being arbitrated.

REVIEW OF OPERATIONS (CONTINUED)

Taxation Matters

Despite very clear documentation in the Special Contract that EVGLL will benefit from an "exemption from any type of tax, fee, duty, national or municipal", the Dominican Government has repeatedly submitted assessments to EVGLL for 'asset tax' and 'income tax', which have had to be defended in the Courts.

As advised to the ASX on 17 December 2019 the Supreme Court of the Dominican Republic has ruled in favour of EVGLL's interpretation of the Special Contract.

The Government subsequently decided to challenge the Supreme Court decision in the Constitutional Court. EVGLL's legal counsel has advised that such challenge is highly unlikely to succeed as it was a condition precedent to the validity of the Special Contract providing exemptions on taxation, that such exemptions be approved by Congress in the Dominican Republic within 90 days of the signing of the Special Contract. The exemptions in the Special Contract were approved by the Dominican Congress as required, and officially gazetted on 5 August 2004.

Resolution of this dispute was included as a subject matter in the arbitration application.

EVGLL has also disputed the Governments' interpretation of the Special Contract that its share of cash flow after recovery of the project investment ("PUN") and Royalties payable to the Government are taxes and as such interest and penalties should apply under the Tax Code for any late payments even in the event of delays in payments occasioned by disagreement and resolution of applicable amounts.

EVGLL has sought declaratory relief with regards to this matter in the application for arbitration and is also seeking recovery of approximately US$500,000 of legal costs incurred defending its position against tax assessments. EVGLL has issued an invoice to the Dominican Taxation Authority (DGII) relating to penalties and interest levied by DGII for late payments of royalties in 2015 and 2016, and paid in error by EVGLL in 2018.

Share of Cash Flow (PUN)

The Dominican Government does not agree with the amount of PUN paid by EVGLL for 2018 but has not advised what its calculation might be. It is likely the Government will also dispute the amount paid for 2019 and as a consequence, this matter will probably be added to the matters to be arbitrated.

Cost and Timetable for Arbitration

Lalive has presented a detailed plan, timetable, and budget for the conduct of the arbitration which indicates that this cost will be in the order of US$1.5 million spread over twenty-four months, with a decision six months later.

Of this budget, approximately US$400,000 had been paid to 28 August 2020.

CHANGE IN STATE OF AFFAIRS

There were no significant changes in the state of affairs of the consolidated entity during the financial half-year.

SUBSEQUENT EVENTS & FUTURE ACTIVITIES

La Demajagua Gold/Silver Project, Cuba

The Company's Cayman Islands registered subsidiary, PanTerra Gold Investments Limited ("PGIL") signed a Joint Venture Agreement on 6 August, 2020 to take up a 49% shareholding in Minera La Victoria SA ("MLV"), which intends to develop the La Demajagua gold/silver mine on the Isle of Youth in SW Cuba.

Gold Caribbean Mining SA ("GCM"), a subsidiary of Government owned mining company, GeoMinera SA ("GMSA"), will hold 51% of the Joint Venture.

Under the terms of the Joint Venture Agreement, PGIL will contribute US$13 million equity to MLV for its 49% shareholding in the proposed Stage One open pit mine. Approximately US$7 million will be applied to feasibility studies, with the US$6 million balance committed to expenditure on mine infrastructure.

GMSA will transfer ownership of the La Demajagua gold deposit to MLV for GCM's 51% shareholding.

If a decision is made by MLV at a future date to develop the Stage Two underground operation, as is expected, it could add a further 10 years to the life of the mine based on historic exploration data.

In this event, PGIL will contribute a further US$13 million of share capital to MLV to maintain its 49% shareholding, which would be expended on additional drilling and mine development.

AUDITOR'S INDEPENDENCE DECLARATION

In accordance with the auditor independence requirements of the *Corporations Act* 2001, the directors have received and are satisfied with the "Auditor's Independence Declaration" provided by the company's external auditors HLB Mann Judd. The Auditor's Independence Declaration has been attached immediately after the Directors' Report.

Signed in accordance with a resolution of the directors made pursuant to s.306(3)(a) of the *Corporations Act* 2001.

Brian Johnson
Executive Chairman
28 August 2020

HLB MANN JUDD
ADVISORY AND ACCOUNTING

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of the consolidated financial report of PanTerra Gold Limited for the half-year ended 30 June 2020, I declare that to the best of my knowledge and belief, there have been no contraventions of:

a) the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and

b) any applicable code of professional conduct in relation to the review.

Perth, Western Australia
28 August 2020

M R Ohm
Partner

hlb.com.au

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CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE HALF-YEAR ENDED 30 JUNE 2020

	Note	30 Jun 2020 US$	30 Jun 2019 US$
Revenue	3	5,750,086	21,062,244
Other income	4	32,659	-
Changes in metal inventories		(2,485,162)	460,898
Mining and mill feed costs		31,647	(870,963)
Consumables		87,823	(3,467,328)
Grid power		(60,586)	(3,277,209)
Equipment spares and maintenance		(198,882)	(2,209,727)
Direct labour costs		(121)	(2,422,187)
Site and camp costs		(72,770)	(852,508)
Royalties		(45,385)	(671,245)
Employee benefits – non-direct	5	(249,836)	(465,501)
Insurance costs		(99,115)	(321,982)
Occupancy costs		(29,310)	(41,431)
Legal and professional costs		(335,016)	(136,319)
Depreciation and amortisation expense	12, 13, 14	(211,016)	(2,226,499)
Finance costs	6	(81,173)	(928,666)
Project evaluation costs		(62,442)	(318,895)
Foreign exchange profit		23,288	51,917
Government profit share		(375,606)	(1,439,046)
Other expenses		(341,785)	(384,991)
Change in value of investments		(45,295)	($4,709)
Profit before income tax expense		**1,232,003**	**1,540,562**
Income tax benefit / (expense)		-	-
Profit for the period		**1,232,003**	**1,540,562**
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss:			
Foreign currency translation movement		(24,827)	(651)
Total other comprehensive income net of tax for the half-year		**(24,827)**	**(651)**
Total comprehensive income for the half-year		**1,207,176**	**1,539,911**
Attributable to: Owners of the Parent		**1,207,176**	**1,539,911**
Total comprehensive income for the half-year attributable to members of the parent		**1,207,176**	**1,539,911**

		Cents	Cents
Basic earnings per share (cents per share)	21	0.63	0.73
Diluted earnings per share (cents per share)	21	0.63	0.73

The above Consolidated Statement of Profit or Loss and Other Comprehensive income should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2020

	Note	30 Jun 2020	31 Dec 2019
		US$	US$
CURRENT ASSETS			
Cash and cash equivalents	7	6,166,549	6,904,666
Trade and other receivables	8	69,721	119,186
Prepayments and deposits	9	50,166	1,195,726
Inventories	10	7,356	2,543,305
Other financial assets	11	100,000	-
TOTAL CURRENT ASSETS		**6,393,792**	**10,762,883**
NON – CURRENT ASSETS			
Property, plant and equipment	12	3,907	12,148
Right-of-use assets	13	22,672	47,383
Intangible assets	14	4,677,628	4,856,746
Investments	15	151,085	205,154
TOTAL NON – CURRENT ASSETS		**4,855,292**	**5,121,431**
TOTAL ASSETS		**11,249,084**	**15,884,314**
CURRENT LIABILITIES			
Unearned revenue		9,740	-
Trade and other payables	16	580,958	1,373,729
Provisions	17	2,281,311	7,316,008
Leases	13	21,631	35,102
TOTAL CURRENT LIABILITIES		**2,893,640**	**8,724,839**
NON – CURRENT LIABILITIES			
Leases	13	3,434	14,641
TOTAL NON – CURRENT LIABILITIES		**3,434**	**14,641**
TOTAL LIABILITIES		**2,897,074**	**8,739,480**
NET ASSETS		**8,352,010**	**7,144,834**
EQUITY			
Contributed equity	18	79,590,223	79,590,223
Reserves	19	(2,491,812)	(2,466,985)
Accumulated losses		(68,746,401)	(69,978,404)
TOTAL EQUITY		**8,352,010**	**7,144,834**

The above Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE HALF-YEAR ENDED 30 JUNE 2020

	Ordinary Shares $US	Equity Reserve $US	Options Reserve $US	Performance Rights Reserve $US	Foreign Currency Translation Reserve $US	Accumulated Losses $US	Total $US
Balance as at 1 January 2020	**79,590,223**	**(11,773,880)**	**3,920,449**	**1,386,963**	**3,999,483**	**(69,978,404)**	**7,144,834**
Profit for the period	-	-	-	-	-	1,232,003	**1,232,003**
Other comprehensive income	-	-	-	-	(24,827)	-	**(24,827)**
Total comprehensive income for the period					**(24,827)**	**1,232,003**	**1,207,176**
Transactions with owners in their capacity as owners	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Balance as at 30 June 2020	**79,590,223**	**(11,773,880)**	**3,920,449**	**1,386,963**	**3,974,656**	**(68,746,401)**	**8,352,010**
Balance as at 1 January 2019	**79,754,021**	**(11,773,880)**	**3,920,449**	**1,386,963**	**4,001,902**	**(74,515,615)**	**2,773,840**
Profit for the period	-	-	-	-	-	1,540,562	**1,540,562**
Other comprehensive income	-	-	-	-	(651)	-	**(651)**
Total comprehensive income for the period	**-**	**-**	**-**	**-**	**(651)**	**1,540,562**	**1,539,911**
Transactions with owners in their capacity as owners	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Balance as at 30 June 2019	**79,754,021**	**(11,773,880)**	**3,920,449**	**1,386,963**	**4,001,251**	**(72,975,053)**	**4,313,751**

The above Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE HALF-YEAR ENDED 30 JUNE 2020

	30 Jun 2020	30 Jun 2019
	US$	US$
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from metal and scrap sales	5,683,701	22,329,522
Receipts from government subsidies	32,659	-
Payments to suppliers and employees	(3,895,692)	(15,671,752)
Payments for project evaluation activities	(62,442)	(197,907)
Interest received	53,820	12,793
Interest paid	(347,202)	(2,254,507)
Payments of Government profit share	(3,151,110)	(2,327,407)
NET CASH (USED IN)/PROVIDED BY OPERATING ACTIVITIES	**(1,686,266)**	**1,890,742**
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of property, plant and equipment	71,773	-
Receipts from redeemed term deposits	1,000,000	1,000,000
Payments for project development	(100,000)	-
NET CASH PROVIDED BY INVESTING ACTIVITIES	**971,773**	**1,000,000**
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of borrowings	-	(1,755,952)
Lease payments	(23,624)	(23,130)
NET CASH USED IN FINANCING ACTIVITIES	**(23,624)**	**(1,779,082)**
NET (DECREASE)/INCREASE IN CASH HELD	**(738,117)**	**1,111,660**
Cash at the beginning of the financial period	6,904,666	7,777,792
CASH AT THE END OF FINANCIAL PERIOD	**6,166,549**	**8,889,452**

The above Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

1. BASIS OF PREPARATION AND ACCOUNTING POLICIES

(a) Reporting Entity

PanTerra Gold Limited (the "Company") is a public company, listed on the Australian Securities Exchange, incorporated and domiciled in Australia. The address of the Company's registered office is 55 Kirkham Road, Bowral, NSW, 2576. This half-year financial report covers the consolidated financial statements of the Company and its subsidiaries (together referred to as the "Group" or "consolidated entity") as at 30 June 2020. The half-year financial report is presented in US dollars, which is the consolidated entity's functional and presentational currency.

(b) Basis of preparation

These general purpose financial statements for the half-year ended 30 June 2020 have been prepared in accordance with the requirements of AASB 134 *Interim Financial Reporting* and the *Corporations Act* 2001. Compliance with AASB 134 ensure compliance with International Financial Reporting Standard IAS 134 *Interim Financial Reporting*.

The half-year financial statements do not include all notes of the type normally included within the annual financial statements and therefore cannot be expected to provide as full an understanding of the financial performance, financial position and financing and investing activities of the consolidated entity as the full financial statements.

It is recommended that the half-year financial statements be read in conjunction with the annual report for the year ended 31 December 2019 and considered together with any public announcements made by PanTerra Gold Limited during the half-year ended 30 June 2020 in accordance with the continuous disclosure obligations of the *ASX Listing Rules*.

(c) New Accounting Standards and Interpretations not yet mandatory or early adopted

Accounting Standards issued by the AASB that are not yet mandatorily applicable to the Group, together with an assessment of the potential impact of such pronouncements on the Group when adopted in future periods, are discussed below:

AASB 17: Insurance Contracts (applicable to annual reporting periods beginning on or after 1 January 2021):

When effective, this Standard will replace the current accounting requirements applicable to insurance contracts in AASB 4, AASB 1023 and AASB 1038. The directors anticipate that the adoption of AASB 17 will not have an impact on the Group's financial statements.

(d) Going concern

The Group earned a profit of US$1,232,003 for the half-year ended 30 June 2020 [2019: US$1,540,562]. Net cash outflows from operations after interest paid for the six months ending 30 June 2020 were (US$1,686,266) [2019: inflows of US$1,890,742]. As at 30 June 2020, the Group's current assets exceeded its current liabilities by US$3,500,152 [2019: current liabilities exceeded current assets by US$4,195,851].

The Group's sole project, the Las Lagunas Gold Tailings Project, finished production on 28 December 2019. The Group is in the process of entering into a new project in Cuba, which will require the Group to raise additional capital through the issue of equity, borrowings, sale of assets or other means to bring this project into production.

1. BASIS OF PREPARATION AND ACCOUNTING POLICIES (CONTINUED)

The Company's rights and obligations in relation to the Las Lagunas Project are governed by the "Special Contract" entered into with the Dominican Government. As outlined in Note 20, a number of disputes with the Government have been submitted for arbitration under the rules of the International Centre for Settlement of Investment Disputes (ICSID) in Washington DC.

The Directors have confidence of obtaining the necessary capital to fund the development of the project in Cuba, and of a favourable outcome from the arbitration process. Notwithstanding this, the above conditions indicate a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern and therefore whether it will realise its assets and extinguish its liabilities in the normal course of business and at the amounts stated in the financial statements.

2. SEGMENT REPORTING

The Company has identified its operating segments based on the internal reports that are reviewed and used by the executive management team (the chief operating decision makers) in assessing performance and in determining the allocation of resources.

The operating segment is identified by management by project – discrete financial information about this operating segment is reported to the executive management team on at least a monthly basis. Management has identified the Las Lagunas project and its Albion/CIL plant design as the group's main operating segments. Other segment information comprises a variety of projects that do not meet the definition of an operating segment on a quantitative basis.

The following tables present revenue and profit information for business segments for the half year ended 30 June 2020 and 30 June 2019, and assets and liabilities information for the half year ended 30 June 2020 and full year ended 31 December 2019:

Information about reportable segments

	Las Lagunas Project		Albion/CIL Plant Design		Others		Consolidated	
	30 Jun 2020 US$	**30 Jun 2019 US$**	**30 Jun 2020 US$**	**30 Jun 2019 US$**	**30 Jun 2020 US$**	**30 Jun 2019 US$**	**30 Jun 2020 US$**	**30 Jun 2019 US$**
External revenue	**5,745,670**	21,049,451	**-**	-	**-**	-	**5,745,670**	21,049,451
Inter segment revenue	**-**	-	**-**	-	**-**	-	**-**	-
Interest revenue	**1,663**	729	**-**	-	**2,753**	12,064	**4,416**	12,793
Interest expense	**(41,994)**	(488,024)	**-**	-	**(39,179)**	(440,642)	**(81,173)**	(928,666)
Depreciation and amortisation	**(21,402)**	(2,040,377)	**(179,118)**	(174,369)	**(10,496)**	(11,753)	**(211,016)**	(2,226,499)
Other Income	**-**	-	**-**	-	**32,659**	-	**32,659**	-
Reportable segment profit/(loss) before income tax	**2,327,587**	3,143,133	**(179,118)**	(174,369)	**(916,466)**	(1,428,202)	**1,232,003**	1,540,562
Other material non-cash items								
Foreign exchange gain/(loss)	**41,532**	8,885	**-**	-	**(18,244)**	43,032	**23,288**	51,917

	30 Jun 2020 US$	**31 Dec 2019 US$**	**30 Jun 2020 US$**	**31 Dec 2019 US$**	**30 Jun 2020 US$**	**31 Dec 2019 US$**	**30 Jun 2020 US$**	**31 Dec 2019 US$**
Segment assets	**4,567,294**	8,331,172	**4,677,628**	4,856,746	**21,355,329**	22,686,009	**30,600,251**	35,873,927
Capital expenditure	**-**	-	**-**	-	**-**	-	**-**	-
Segment liabilities	**2,927,805**	9,019,269	**-**	-	**25,553,446**	26,623,830	**28,481,251**	35,643,099

2. SEGMENT REPORTING (continued)

	30 Jun 2020 US$	30 Jun 2019 US$
Revenue		
Total revenue for reportable segments	5,745,670	21,049,451
Consolidated revenue	**5,745,670**	**21,049,451**

	30 Jun 2020 US$	31 Dec 2019 US$
Assets		
Total Assets for reportable segments	30,600,251	35,873,927
Elimination of investments in subsidiaries	(18,183,076)	(17,344,731)
Elimination of intercompany loans and interest	(25,584,177)	(26,903,619)
Elimination of provision for intercompany loans	23,726,261	23,541,815
Elimination of head office expenses charged to Las Lagunas project	689,825	716,922
Consolidated total assets	**11,249,084**	**15,884,314**

	30 Jun 2020 US$	31 Dec 2019 US$
Liabilities		
Total liabilities for reportable segments	28,481,251	35,643,099
Elimination of intercompany loans and interest	(25,584,177)	(26,903,619)
Consolidated total liabilities	**2,897,074**	**8,739,480**

Geographical Information

Geographical non-current assets	30 Jun 2020 US$	31 Dec 2019 US$
Dominican Republic	3,746	25,148
Australia	4,851,546	5,096,283
	4,855,292	**5,121,431**

3. REVENUE

	30 Jun 2020 US$	30 Jun 2019 US$
Revenue from continuing operations		
Sales revenue		
Sales of gold	5,277,140	20,499,126
Sales of silver	231,702	758,575
Less: Refinery and freight costs	(37,566)	(221,507)
Sales of minor plant items	71,773	-
Sales of scrap materials	202,621	13,257
	5,745,670	**21,049,451**
Other revenue		
Interest received	4,416	12,793
	5,750,086	**21,062,244**

Recognition and measurement

Nature of goods and services

The Group's revenue was generated from the sale of the gold and silver produced from its mining operation in the Dominican Republic and from the sale of scrap materials and minor plant items following completion of production at the end of 2019. All doré material produced was shipped to the customer (refinery) and sold at the prevailing gold and silver spot prices. The Group has concluded there is no significant financing associated with any sale.

Disaggregation of revenue

Revenue is disaggregated by major product lines and refinery costs are shown as a deduction to arrive at the net revenue figure. The above table displays the disaggregation of revenue and reconciles to the external revenue figure as disclosed in note 2 - Segment Reporting.

4. OTHER INCOME

		30 Jun 2020 US$	30 Jun 2019 US$
Government subsidies received	(i)	32,659	-
		32,659	**-**

(i) The Australian Government is providing temporary cash flow support to small and medium businesses and not-for-profit organisations that employ staff during the economic downturn associated with coronavirus. A payment of A$50,000 was provided to the Company during the first half of 2020.

5. PROFIT / (LOSS) BEFORE TAX

	30 Jun 2020 US$	30 Jun 2019 US$
Profit / (Loss) includes, amongst others, the following:		
Employee costs – salaries	262,434	398,760
Employee costs – superannuation	16,928	27,524
Employee costs – other	(29,526)	33,733
Payroll tax	-	5,484
	249,836	**465,501**

6. FINANCE COSTS

		30 Jun 2020 US$	30 Jun 2019 US$
Interest on loan borrowings	(i)	80,378	924,809
Other borrowing costs		-	2,323
Lease interest		795	1,534
		81,173	**928,666**

7. CASH AND CASH EQUIVALENTS

For the purpose of the half-year Statement of Cash Flows, cash and cash equivalents are comprised of the following:

	30 Jun 2020 US$	31 Dec 2019 US$
Cash at bank and on hand	6,128,778	6,866,199
Cash on deposit	37,771	38,467
	6,166,549	**6,904,666**

8. TRADE AND OTHER RECEIVABLES (CURRENT)

	30 Jun 2020 US$	31 Dec 2019 US$
Trade receivables	69,721	69,781
Other receivables	-	49,405
	69,721	**119,186**

9. PREPAYMENTS & DEPOSITS

	30 Jun 2020 US$	31 Dec 2019 US$
Prepayments and bonds	50,166	195,726
Term deposit	-	1,000,000
	50,166	**1,195,726**

10. INVENTORIES

	30 Jun 2020 US$	31 Dec 2019 US$
Metal on hand and in circuit – at cost	-	2,485,162
Processing consumables – at cost	7,356	58,143
Maintenance spares – at net realisable value	-	-
	7,356	**2,543,305**

11. OTHER FINANCIAL ASSETS

		30 Jun 2020 US$	31 Dec 2019 US$
Joint venture deposit	(i)	100,000	-
		100,000	**-**

(i) Payment for the initial subscription to the Joint Venture in Cuba as required by the terms of the Joint Venture Agreement which was signed on 6 August 2020. This deposit will form the initial investment in the Joint Venture.

12. PROPERTY, PLANT & EQUIPMENT

30 June 2020	Mine Buildings and Plant US$	Plant and Equipment US$	Total US$
Cost			
Balance 1 January 2020	67,512,011	9,864,041	77,376,052
Additions	-	-	-
Balance 30 June 2020	**67,512,011**	**9,864,041**	**77,376,052**
Accumulated Depreciation			
Balance 1 January 2020	(47,653,680)	(9,851,893)	(57,505,573)
Depreciation expense	-	(8,241)	(8,241)
Balance 30 June 2020	**(47,653,680)**	**(9,860,134)**	**(57,513,814)**
Impairment			
Balance 1 January 2020	(19,858,331)	-	(19,858,331)
Balance 30 June 2020	**(19,858,331)**	**-**	**(19,858,331)**
Carrying Value 30 June 2020	**-**	**3,907**	**3,907**

31 December 2019	Mine Buildings and Plant US$	Plant & Equipment US$	Total US$
Cost			
Balance 1 January 2019	67,512,011	9,864,041	77,376,052
Additions	-	-	-
Balance 31 December 2019	**67,512,011**	**9,864,041**	**77,376,052**
Accumulated Depreciation			
Balance 1 January 2019	(42,974,056)	(9,636,150)	(52,610,206)
Depreciation expense	(4,679,624)	(215,743)	(4,895,367)
Balance 31 December 2019	**(47,653,680)**	**(9,851,893)**	**(57,505,573)**
Impairment			
Balance 1 January 2019	(19,858,331)	-	(19,858,331)
Impairment	-	-	-
Balance 31 December 2019	**(19,858,331)**	**-**	**(19,858,331)**
Carrying Value 31 December 2019	**-**	**12,148**	**12,148**

13. LEASE ASSETS AND LIABILITIES

During the half year ended 30 June 2020 the Group leased office premises in Bowral (Australia) and residential premises in Santo Domingo (Dominican Republic) for expatriate manager housing. Information about leases for which the Group is a lessee is presented below.

Right-of-use lease assets

	Office Premises US$	Residential Premises US$	Total US$
June 2020			
Balance at 1 January 2020	33,745	13,638	47,383
Depreciation charge for the half year	(10,020)	(13,638)	(23,658)
Foreign currency adjustment	(1,053)	-	(1,053)
Balance at 30 June 2020	**22,672**	**-**	**22,672**

There were no additions to the right-of-use assets during the current reporting period.

	Office Premises US$	Residential Premises US$	Total US$
December 2019			
Balance at 1 January 2019	34,782	40,914	75,696
Additions – exercise of option to extend lease	20,057	-	20,057
Depreciation charge for the full year	(21,094)	(27,276)	(48,370)
Balance at 31 December 2019	**33,745**	**13,638**	**47,383**

Lease liabilities

	30 Jun 2020 US$	31 Dec 2019 US$
Maturity analysis – contractual undiscounted cash flows		
Less than one year	22,248	36,382
One to five years	3,434	14,826
More than five years	-	-
Total undiscounted lease liabilities	**25,682**	**51,208**
Lease liabilities included in the statement of financial position		
Current	21,631	35,102
Non-current	3,434	14,641
Total lease liabilities included in the statement of financial position	**25,065**	**49,743**

13. LEASE ASSETS AND LIABILITIES (CONTINUED)

Amounts recognised in profit or loss

	30 Jun 2020 US$	30 Jun 2019 US$
Interest on lease liabilities	795	224
Expenses relating to short-term leases	14,160	47,428

Amounts recognised in the statement of cash flows

	30 Jun 2020 US$	30 Jun 2019 US$
Total cash outflow for leases	23,624	23,130

14. INTANGIBLE ASSETS

	30 Jun 2020 US$	31 Dec 2019 US$
Development costs		
Albion/CIL processing plant design costs		
Balance at the beginning of the period	4,856,746	5,217,501
Amortisation expense	(179,118)	(360,755)
Closing balance	4,677,628	4,856,746
Total intangible assets	**4,677,628**	**4,856,746**

Impairment

The intangible asset, "Albion/CIL processing plant design costs" was originally established for development of the Las Lagunas project in the Dominican Republic and that project came to an end in December 2019, therefore the Directors have determined that this represents an impairment indicator.

The Group will utilise the Albion process in a joint venture with the Cuban Government's mining company, GeoMinera SA, to develop the La Demajagua gold mine. The Joint Venture Agreement was signed on 6 August 2020. Under the terms of the Joint Venture Agreement, the Group will charge the JV Company a fee for the transfer of technology equal to 1.5% of the JV's sales proceeds from gold and silver. The cash-generating unit (CGU) has been determined as being the Albion/CIL processing plant design costs and the recoverable amount of the CGU was determined based on a value in use calculation using cash flow projections based on the Preliminary Economic Assessment (PEA) for stage one of the project. At a 10% discount rate the NPV for the technology transfer fee at 30 June 2020 was in excess of the carrying amount. Based on the value in use assessment, an impairment charge was not required.

15. INVESTMENTS

		30 Jun 2020 US$	31 Dec 2019 US$
Shares Black Dragon Gold Corp	Level 1	151,085	205,154
		151,085	**205,154**

The Group subscribed for 11,000,000 shares in TSX Listed Black Dragon Gold Corp ("BDG") to assist in funding exploration of a Spanish gold prospect of interest to the company. In May 2018 BDG completed a consolidation of its issued and outstanding common shares on the basis of three (3) pre-consolidation common shares, options and warrants to one (1) post consolidation common share, option or warrant. BDG was listed on the ASX on 29 August 2018 (ASX: BDG) and de-listed from the TSX on 28 February 2019. The 3,666,666 post consolidation shares are shown at fair value through the profit or loss.

16. TRADE & OTHER PAYABLES (CURRENT)

	30 Jun 2020 US$	31 Dec 2019 US$
Trade Creditors - Current		
Other corporations	324,559	403,422
Director related entities	6,010	42,764
Accruals	250,389	927,543
	580,958	**1,373,729**

17. PROVISIONS (CURRENT)

	30 Jun 2020 US$	31 Dec 2019 US$
Site restoration and rehabilitation	1,462,045	2,863,180
Employee benefits (expected to be settled within 12 months)	443,660	1,301,718
Government share of cash flow (PUN)	375,606	3,151,110
	2,281,311	**7,316,008**

Movements of restoration provision:		
Carrying amount at the start of the year	2,863,180	-
Reclassified from non-current provisions	-	2,605,624
Restoration activities	(1,401,135)	-
Provisions recognised during the period	-	257,556
Carrying amount at the end of the period	**1,462,045**	**2,863,180**

Movements of employee benefits provision:		
Carrying amount at the start of the year	1,301,718	1,581,391
Reclassified from non-current provisions	-	273,668
Payments to settle employee benefits	(941,317)	(744,712)
Provisions recognised during the period	83,259	191,371
Carrying amount at the end of the period	**443,660**	**1,301,718**

17. PROVISIONS (CURRENT) (CONTINUED)

	30 Jun 2020 US$	31 Dec 2019 US$
Movements of Government share of cash flow (PUN) provision:		
Carrying amount at the start of the year	3,151,110	2,843,928
Amounts paid during the period	(3,151,110)	(2,843,928)
Provisions recognised during the period	375,606	3,151,110
Carrying amount at the end of the period	**375,606**	**3,151,110**

18. CONTRIBUTED EQUITY

	30 Jun 2020 US$	31 Dec 2019 US$
(A) Paid Up Capital		
Ordinary shares fully paid	79,590,220	79,590,220
Non-redeemable preference shares	3	3
	79,590,223	**79,590,223**

	30 Jun 2020		31 Dec 2019	
	No. of Shares	US$	No. of Shares	US$
(B) Movements in ordinary shares on issue				
Beginning of the financial period	195,141,649	79,590,220	210,901,326	79,754,018
Cancellation of shares from share buy-back	-	-	(15,759,677)	(163,798)
Balance	**195,141,649**	**79,590,220**	**195,141,649**	**79,590,220**

(C) Terms and Conditions of Contributed Equity

Ordinary shares have no par value. Ordinary shares have the right to receive dividends as declared and, in the event of winding up of the Company, to participate in 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.

19. RESERVES

Foreign currency translation reserve

Exchange differences arising on translation of the Australian Parent Entity (PanTerra Gold Limited) and Australian Subsidiary (PanTerra Gold Technologies Pty Ltd) are taken to the foreign currency translation reserve.

19. RESERVES (CONTINUED)

Option reserve

The option reserve records the following items:

i) Directors and employees options granted and recognised as expenses;
ii) Options granted to Macquarie Bank Limited under the terms of its funding agreement with the consolidated entity;
iii) Proceeds received by PanTerra Gold Limited from a non-renounceable rights issue in January 2010;
iv) Options granted under the terms of shareholder loan agreements.

Fair value of options granted in items i) and ii) is independently determined using the Black Scholes option valuation methodology which takes into account the risk free interest rate and share price volatility.

Performance rights reserve

The performance rights reserve is used to recognise the fair value of performance rights issued to employees.

Equity reserve

The Equity reserve of $11,773,880 is a consequence of the consolidated entity acquiring 30% of the shares in EnviroGold (Las Lagunas) from Grimston World Inc. on 3 December 2010. The increase in ownership from 70% to 100% was accounted for as an equity transaction.

20. LITIGATION AND CONTINGENT LIABILITIES

Status as at 30 June 2020 follows:

EnviroGold (Las Lagunas) Limited ("EVGLL") v Gruas Liriano

EVGLL filed a lawsuit in the Dominican Republic for damages against crane operator, Gruas Liriano, for damage caused to one of its dredges. The amount being claimed by EVGLL is approximately US$1.9 million being the out of pocket costs of recovering the damaged dredge, the cost of replacement of the dredge (including shipping), and compensation for loss of revenue as a direct result of the loss of the dredge. Gruas Liriano has lodged a counter-claim for unpaid invoices to the value of approximately US$38,000.

Disputes with Dominican Government

The Company's rights and obligations in relation to the Las Lagunas Project are governed by the "Special Contract" it signed with the Dominican Government. As outlined below, a number of disputes with the Government have been submitted for arbitration under the rules of the International Centre for Settlement of Investment Disputes (ICSID) in Washington DC.

i. Tailings Dam Site

The Company has submitted a formal Claim to the Dominican Government for costs relating to its failure, at the commencement of the project, to provide a suitable site for constructing a dam for depositing of tailings from the Las Lagunas Albion/CIL plant after re-processing. The provision of the dam site was an obligation of the Government under the Special Contract.

The inability of EVGLL to construct a new storage dam resulted in the re-processed tailings having to be deposited back into the same storage facility from which they were mined, and also prohibited blending of the feed to the flotation circuit which resulted in additional direct costs and inefficiencies

20. LITIGATION AND CONTINGENT LIABILITIES (CONTINUED)

in the operation of the plant.

The Claim, which has been rejected by the Government, was prepared by independent consultants and has been submitted for arbitration.

The Claim for costs to 30 June 2019 amounted to US$16,551,290. Approximately US$1,100,000 of additional related costs were incurred to 30 June 2020 and will be added to the Claim.

ii. Taxation Matters

Despite very clear documentation in the Special Contract that EVGLL will benefit from an “exemption from any type of tax, fee, duty, national or municipal”, the Dominican Government has repeatedly submitted assessments to EVGLL for ‘asset tax’ and ‘income tax’, which have had to be defended in the Courts.

As advised to the ASX on 17 December 2019 the Supreme Court of the Dominican Republic has ruled in favour of EVGLL’s interpretation of the Special Contract.

The Government has recently decided to challenge the Supreme Court decision in the Constitutional Court. EVGLL’s legal counsel has advised that such challenge is highly unlikely to succeed as it was a condition precedent to the validity of the Special Contract providing exemptions on taxation, that such exemptions be approved by Congress in the Dominican Republic within 90 days of the signing of the Special Contract. The Special Contract was approved by the Dominican Congress as required, and officially gazetted on 5 August 2004.

Resolution of this dispute has been included as a subject matter for arbitration.

EVGLL also disputes the Governments’ interpretation of the Special Contract that its share of cash flow after recovery of the project investment (“PUN”) and Royalties payable to the Government are taxes and as such interest and penalties should apply under the Tax Code for any late payments even in the event of delays in payments occasioned by disagreement and resolution of applicable amounts.

EVGLL has sought declaratory relief with regards to this matter in the application for arbitration and will also seek to recover approximately US$500,000 of legal costs incurred defending its position against tax assessments. An invoice in the amount of US$354,745 was issued by EVGLL to the Dominican Taxation Authority (DGII) on 30 June 2020, relating to penalties and interest levied by DGII for late payments of royalties in 2015 and 2016, and paid in error by EVGLL in 2018.

iii. Share of Cash Flow (PUN)

The Dominican Government does not agree with the amount of PUN paid by EVGLL for 2018 and is likely to dispute the amount paid for 2019. As a consequence, the Government will seek to have this matter added to the arbitration proceedings.

21. EARNINGS PER SHARE

	30 Jun 2020 US$	30 Jun 2019 US$
Numerator used for basic and diluted EPS:		
Profit after tax attributable to the owners of PanTerra Gold Limited	**1,232,003**	1,540,562

	Number of shares	
Weighted average number of ordinary shares outstanding during the half year used in calculating the basic and diluted EPS	**195,141,649**	210,901,326

22. FINANCIAL INSTRUMENTS

The Group has a number of financial instruments which are not measured at fair value in the Statement of Financial Position. For all of these instruments, the fair values are not materially different to their carrying amounts, since the interest receivable is either close to current market rates or the instruments are short-term in nature.

The Group has US$151,085 of investments measured at fair value through profit or loss. Fair value is ascertained via Level 1 inputs, being quoted prices in active markets.

23. EVENTS SUBSEQUENT TO REPORTING DATE

On 6 August 2020, the Group signed the Joint Venture Agreement with the Cuban Government's mining company, GeoMinera S.A., to develop the La Demajagua gold mine.

In accordance with a resolution for the directors of PanTerra Gold Limited, the Directors of the Company declare that:

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

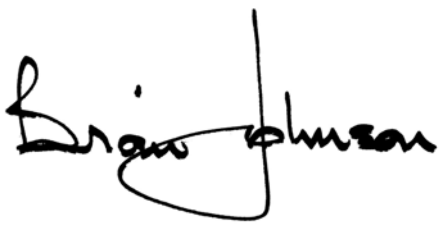
   (i) giving a true and fair view of the financial position as at 30 June 2020 and the performance of the half year ending on that date of the consolidated entity; and

   (ii) Complying with Australian Accounting Standard AASB 134 Interim Financial Reporting, the *Corporations Regulations* 2001 and other mandatory professional requirements; and

b. in the Directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the directors made pursuant to S303(5)(a) of the *Corporations Act* 2001.

On behalf of the Board,



Brian Johnson
Executive Chairman
28 August 2020

HLB MANN JUDD
ADVISORY AND ACCOUNTING

INDEPENDENT AUDITOR'S REVIEW REPORT
To the members of PanTerra Gold Limited

Report on the Condensed Half-Year Financial Report

Conclusion

We have reviewed the accompanying half-year financial report of PanTerra Gold Limited ("the company") which comprises the condensed consolidated statement of financial position as at 30 June 2020, the condensed consolidated statement of profit or loss and other comprehensive income, the condensed consolidated statement of changes in equity and the condensed consolidated statement of cash flows for the half-year ended on that date, notes comprising a summary of significant accounting policies and other explanatory notes, and the directors' declaration, for the consolidated entity comprising the company and the entities it controlled at the half-year end or from time to time during the half-year.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of PanTerra Gold Limited is not in accordance with the *Corporations Act 2001* including:

(a) giving a true and fair view of the consolidated entity's financial position as at 30 June 2020 and of its performance for the half-year ended on that date; and

(b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Emphasis of matter - material uncertainty related to going concern

We draw attention to Note 1(d) in the financial report, which indicates that a material uncertainty exists that may cast significant doubt on the entity's ability to continue as a going concern. Our conclusion is not modified in respect of this matter.

Directors' responsibility for the half-year financial report

The directors of the Group are responsible for the preparation of the half-year 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 half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express a conclusion on the half-year financial report based on our review. We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity* in order to state whether, on the basis of the procedures described, we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including: giving a true and fair view of the Group financial position as at 30 June 2020 and its performance for the half-year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*. As the auditor of the Group, ASRE 2410 requires that we comply with the ethical requirements relevant to the audit of the annual financial report.

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HLB MANN JUDD
ADVISORY AND ACCOUNTING

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Independence

In conducting our review, we have complied with the independence requirements of the *Corporations Act 2001*.

HLB Mann Judd

HLB Mann Judd
Chartered Accountants

M R Ohm
Partner

Perth, Western Australia
28 August 2020