



## Plan of Arrangement completed between Serabi Gold plc and Kenai Resources Limited

Serabi Gold plc (AIM:SRB, TSX:SBI), the Brazilian focused gold mining and exploration company, announces that all conditions precedent relating to the plan of arrangement ("the Arrangement") for Serabi to acquire the entire share capital of Kenai Resources Limited ("Kenai") were satisfied and the transaction has completed.

As announced on 10 July 2013, under the Arrangement a total of 95,120,675 new ordinary shares of Serabi ("Serabi Shares") have been issued to the shareholders of Kenai including 5,100,000 Serabi Shares issued in exchange for 6,000,000 Kenai shares that have been issued to Gold Anomaly Limited ("GOA") in satisfaction of obligations under a share purchase agreement between GOA and Kenai relating to the acquisition by Kenai of the shares of Gold Aura do Brasil Mineracao Ltda, the owner of the Sao Chico gold project. Application has been made for the new Serabi Shares to be issued pursuant to the Arrangement to be admitted to trading on AIM, which is expected to commence on or about 24 July 2013. The new Serabi Shares will rank *pari passu* in all respects with the existing Serabi Shares.

Following the issue of the Serabi Shares, Serabi will have 456,389,204 ordinary shares in issue. Based on the latest information provided to the Company it is anticipated that the following parties will have in excess of 3% of the issued ordinary shares of the Company

Holder	Number of Ordinary Shares	
Fratelli Investments Limited	184,695,647	40.47%
Anker Holding AG	40,000,000	8.76%
Eldorado Gold Corporation	34,090,000	7.47%
Drake PIPE Fund	31,119,686	6.82%
Fondo de Inversion Privado Santa Monica	22,443,947	4.92%
Gold Anomaly Limited	17,134,461	3.75%

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Copies of this release are available from the Company's website at [www.serabigold.com](http://www.serabigold.com)

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This document is not intended to and does not amount to an invitation or inducement to subscribe for shares in Serabi Gold plc



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SERABI GOLD plc ("Serabi" or "the Company")



#### **Forward-looking statements**

Certain statements in this announcement are, or may be deemed to be, forward looking statements. Forward looking statements are identified by their use of terms and phrases such as "believe", "could", "should" "envisage", "estimate", "intend", "may", "plan", "will" or the negative of those, variations or comparable expressions, including references to assumptions. These forward looking statements are not based on historical facts but rather on the Directors' current expectations and assumptions regarding the Company's future growth, results of operations, performance, future capital and other expenditures (including the amount, nature and sources of funding thereof), competitive advantages, business prospects and opportunities. Such forward looking statements reflect the Directors' current beliefs and assumptions and are based on information currently available to the Directors. A number of factors could cause actual results to differ materially from the results discussed in the forward looking statements including risks associated with vulnerability to general economic and business conditions, competition, environmental and other regulatory changes, actions by governmental authorities, the availability of capital markets, reliance on key personnel, uninsured and underinsured losses and other factors, many of which are beyond the control of the Company. Although any forward looking statements contained in this announcement are based upon what the Directors believe to be

reasonable assumptions, the Company cannot assure investors that actual results will be consistent with such forward looking statements.

#### **Qualified Persons Statement**

The scientific and technical information contained within this announcement has been reviewed and approved by Michael Hodgson, a Director of the Company. Mr Hodgson is an Economic Geologist by training with over 25 years' experience in the mining industry. He holds a BSc (Hons) Geology, University of London, a MSc Mining Geology, University of Leicester and is a Fellow of the Institute of Materials, Minerals and Mining and a Chartered Engineer of the Engineering Council of UK, recognizing him as both a Qualified Person for the purposes of Canadian National Instrument 43-101 and by the AIM Guidance Note on Mining and Oil & Gas Companies dated June 2009.

*Neither the Toronto Stock Exchange, nor any other securities regulatory authority, has approved or disapproved of the contents of this news release.*