



## Notice of Annual General Meeting and Special Meeting <sup>(1)</sup>

The Company announces that its Annual General Meeting will be held on Thursday 15 June 2017, at the offices of Farrer & Co. LLP, 20/23 Lincoln's Inn Fields London WC2A 3LH England at 3.00 pm. The Company has published the formal notice of the meeting (the "Notice") on its website which can be accessed using the following link <http://bit.ly/2q5f1Dd>. Proxy voting forms are being posted to all shareholders providing details of how to access the Notice and instructions for voting. A copy of the Notice together with proxy voting forms and a copy of the 2016 Annual Report is being posted to all shareholders who are required to receive or have formally requested to receive these documents.

Copies of the 2016 Annual Report are available from the Company's website at [www.serabigold.com](http://www.serabigold.com).

The Notice contains a letter from the Chairman of the Company, Mr Sean Harvey, which is set out below in the Appendix.

(1) *Certain resolutions to be proposed at the meeting will be special resolutions requiring approval of more than 75% of the votes cast. Under Canadian National Instrument 54-101, the meeting therefore also constitutes a Special Meeting.*

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

### 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 26 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, recognising 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.

### 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.

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

### SERABI GOLD PLC

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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



**PRESS RELEASE 12 MAY 2017**  
SERABI GOLD plc (“Serabi” or “the Company”)



#### **Appendix**

The letter from the Chairman of the Company included in the Notice is reproduced below (without material adjustment):

Dear Shareholder

This document provides the formal notice (the “Notice”) of the 2017 Annual General Meeting and Special Meeting of the Company to be held at the offices of Farrer & Co LLP, 20/23 Lincoln’s Inn Fields, London WC2A 3LH, England on 15 June 2017 at 3:00 pm (London time) (the “Meeting”). This document also includes additional information that the Company as a “reporting issuer” in Canada is required to make available pursuant to the requirements of National Instrument 51-102 – Continuous Disclosure Obligations (“NI 51-102”) of the Canadian Securities Administrators.

#### **Background**

The matters being considered at the 2017 Annual General Meeting and Special Meeting set out in the Notice are, for the most part, items that are routinely considered at such meetings. Both the Palito and Sao Chico Gold Mines are now in a steady state and the Board is eager now to capitalise on this and grow the production base through a combination of organic growth and, where good opportunities become available, acquisition. The Board believes that opportunities to develop the Company may arise over the next twelve months and for this reason is requesting Shareholders to authorise the Board to issue new shares to allow the Company to pursue and commit to these opportunities quickly as and when they arise.

#### **Recommendation**

The Directors consider that the resolutions set out in the Notice being put to the Annual General Meeting and Special Meeting are in the best interests of the Company and its Shareholders and are most likely to promote the success of the Company for the benefit of the Shareholders as a whole.

Accordingly, the Directors unanimously recommend that Shareholders vote in favour of the proposed resolutions as they intend to do in respect of their own holdings, where relevant, amounting to an aggregate of 25,246,920 Ordinary Shares, representing approximately 3.61 per cent. of the Company’s Ordinary Shares.

Yours faithfully

T Sean Harvey  
Non-executive Chairman

**ENDS**