

## **Information for former Amara shareholders who are unable to hold ASX or TSX-listed shares**

On 18 April 2016 the scheme of arrangement between Perseus Mining Limited (ASX/TSX: PRU) (“Perseus”) and Amara Mining plc (AIM: AMA) (“Amara”) and its shareholders (“the Scheme”) became effective.

During the course of the transaction, Perseus received notification that a number of former Amara shareholders were unable to hold or trade Perseus shares, warrants or the depositary interests (“DIs”) due to the restrictions of certain UK banks or securities brokers/stockbroking firms, including Hargreaves Lansdown plc and Halifax.

Most UK banks and securities brokers/stockbroking firms do allow their customers to hold and trade overseas-listed shares, so this information will not apply to the majority of Amara’s former shareholders.

There are two main options for those shareholders who are affected and these are outlined below:

### **Options for Affected Shareholders**

#### *Option 1: Do nothing until 18 April 2017*

Affected shareholders can hold their DIs in their existing trading accounts until 18 April 2017, which is 12 months from the Scheme Effective date, without taking any positive action. The DIs will remain ISA eligible during this period.

Perseus is examining actively the merits of obtaining a Standard Listing of its ordinary shares on the Official List of the UK Listing Authority (a “London listing”) to complement its existing share listings on the Australian Stock Exchange and the Toronto Stock Exchange.

If Perseus decides to obtain a London listing, the DIs will remain in place and no action will be required by the shareholder. Affected shareholders will be able to hold and trade their DIs in their existing trading accounts through the London listing.

However, Perseus anticipates that if it decides not to seek a London listing within 12 months of the Scheme Effective Date it will cancel the Perseus DIs. If this cancellation takes place, shareholders will receive Perseus shares to replace their DIs. It is at this time that the shareholder will need a trading account that is capable of holding overseas-listed shares, such as the Trading Facility, in order to continue being a Perseus shareholder. If this cancellation were to take place, Perseus, in conjunction with Computershare, will contact shareholders who have DIs to explain the process and any action that they need to take.

#### *Option 2: Transfer to a Computershare Trading Facility*

Affected shareholders can apply for a trading account (“the Trading Facility”) with Perseus’s registrar, Computershare. Once the shareholder’s DIs have been transferred to the Trading Facility, if the shareholder chooses to sell their DIs, they will be traded electronically as ordinary shares through the Australian Stock Exchange. The proceeds of any sale will be paid back to the

shareholder in the currency of their choice, as there is flexibility within the Trading Facility to convert Australian dollars into Great British pounds.

There is no charge to the shareholder for setting up the Trading Facility but there will be a £20 commission charge per online transaction. The Trading Facility is only open to residents of the European Union, Norway and Switzerland and there are no upper limits on the amount of shares that can be held. Shareholders will need to contact their current UK broker to confirm if there is any cost associated with moving their shares out of their account and into the Trading Facility.

The Trading Facility is described more fully in the flyer, which can be accessed through the link below:

[http://perseusmining.com/aurora/assets/user\\_content/Computershare%20flyer.PDF](http://perseusmining.com/aurora/assets/user_content/Computershare%20flyer.PDF)

For more information on the Trading Facility, please visit Computershare's website at [www.computershare-sharedealing.co.uk/tradingaccount](http://www.computershare-sharedealing.co.uk/tradingaccount) or phone +44 370 707 1606 and they will explain the account application process. Please note that Computershare cannot provide advice on the merits of the continuing to be a shareholder in Perseus nor give financial, tax, investment or legal advice.

Importantly, the tax benefits associated with holdings shares in an ISA may be lost if a holder moves a proportion of its shares out of its existing account and into the Trading Facility. However if the entire ISA is moved to the Trading Facility, the tax benefits will be retained. For more information on the Computershare Trading ISA, please visit this link: <http://www.computershare-sharedealing.co.uk/getting-started/types-of-account/trading-isa/>

Alternatively, if the shareholder has an existing relationship or account with another broker, they may wish to contact that broker to establish whether they have a facility to allow the shareholder to hold and trade the Perseus shares and warrants and to discuss what procedures would need to be followed to put such a facility in place.

### **Message from the Board of Perseus**

Perseus's Board of Directors does not make any recommendation or give any advice as to which option affected shareholders should select. The option that is most appropriate for each shareholder will depend on their personal circumstances.

After reading this announcement, affected shareholders are encouraged to seek advice from an independent broker, financial adviser, solicitor and/or tax adviser in relation to the options available to them.

To discuss any aspect of this announcement, please contact:

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