

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt about the contents of this document or as to what action you should take, you are recommended to immediately seek your own personal independent financial advice from your stockbroker, bank manager, solicitor, accountant or other independent financial adviser duly authorised pursuant to the Financial Services and Markets Act 2000 (as amended) if you are resident in the United Kingdom or, if not, from another appropriately authorised financial adviser who specialises in advising on the acquisition of shares and other securities.**

If you have sold or otherwise transferred all of your ordinary shares in the capital of Bezant Resources Plc (the “**Company**”), please immediately forward this document, together with the accompanying Form of Proxy, to the purchaser or transferee, or to the stockbroker, bank manager or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee. If you have sold or otherwise transferred only part of your holding of ordinary shares in the Company you should retain these documents.



*(Incorporated and registered in England and Wales with company number 02918391)*

## **Equity Fundraising to raise £600,000 (gross)**

### **Proposed Board Changes**

**and**

### **Notice of General Meeting**

The Directors of the Company, whose names appear on page 5 of this document, accept responsibility, both collectively and individually, for the information contained in this document. To the best of the knowledge and belief of the Directors and the Company (who have taken all reasonable care to ensure that such is the case), the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

This document should be read in its entirety. Your attention is drawn to the letter from the Non-Executive Chairman of Bezant Resources Plc set out in this document, which unanimously recommends that you vote in favour of the Resolutions to be proposed at the General Meeting referred to below.

**Notice convening a General Meeting of the Company to be held at 10.00 a.m. on Thursday 1 March 2018 at the offices of Strand Hanson Limited, 26 Mount Row, London W1K 3SQ is set out at the end of this document. All Shareholders are urged to complete, sign and return the enclosed Form of Proxy, whether or not they intend to be present at the meeting, in accordance with the instructions printed thereon so as to arrive as soon as possible and in any event, in order to be valid, so as to be received by the Company’s Registrars, Link Market Services Limited at PXS1, 34 Beckenham Road, Beckenham, Kent BR3 4ZF not later than 10.00 a.m. on 27 February 2018. The completion and return of a Form of Proxy will not preclude a Shareholder from attending and voting in person at the General Meeting should he, or she, wish to do so.**

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## FUNDRAISING STATISTICS

Issue Price	0.45p
Number of existing Ordinary Shares in issue	656,717,482
Number of Tranche Two Shares being issued pursuant to the Fundraising	88,888,889
Gross proceeds receivable by the Company from the issue of the Tranche Two Shares	£400,000
Gross proceeds of the Fundraising	£600,000
Number of Ordinary Shares in issue following Admission of the Tranche Two Shares	745,606,371
Tranche Two Shares as a percentage of the enlarged issued ordinary share capital following Admission of the Tranche Two Shares	11.92%

## EXPECTED TIMETABLE OF PRINCIPAL EVENTS

Publication of this document and the Form of Proxy	12 February 2018
Latest time and date for receipt of Forms of Proxy for use at the General Meeting	10.00 a.m. on 27 February 2018
General Meeting	10.00 a.m. on 1 March 2018
Admission and dealings in the Tranche Two Shares expected to commence on AIM	8.00 a.m. on 2 March 2018
Expected date for CREST accounts to be credited (where applicable) for the Tranche Two Shares	2 March 2018
Expected date for despatch of definitive share certificates for the Tranche Two Shares (where applicable)	by 12 March 2018

*Each of the times and dates in the above timetable is subject to change without further notice. Temporary documents of title will not be issued.*

## DEFINITIONS

The following definitions apply throughout this document (including the enclosed Notice of General Meeting) and in the accompanying Form of Proxy, unless the context requires otherwise:

<b>“AIM”</b>	the AIM market operated by the London Stock Exchange;
<b>“Board” or “Directors”</b>	the directors of the Company, as at the date of this document, whose names are set out on page 5 of this document;
<b>“Company” or “Bezant”</b>	Bezant Resources Plc, a company incorporated in England and Wales with registered number 02918391 whose registered office is at Floor 6, Quadrant House, 4 Thomas More Square, London E1W 1YW;
<b>“Companies Act”</b>	the Companies Act 2006 (as amended from time to time);
<b>“CREST”</b>	the computerised settlement system (as defined in the CREST Regulations) operated by Euroclear UK & Ireland Limited which facilitates the transfer of title to shares in uncertificated form;
<b>“CREST Regulations”</b>	the Uncertificated Securities Regulations 2001, including (i) any enactment or subordinate legislation which amends or supersedes those regulations and (ii) any applicable rules made under those regulations or any such enactment or subordinate legislation for the time being in force;
<b>“Form of Proxy”</b>	the form of proxy which accompanies this document for use by Shareholders in connection with the General Meeting;
<b>“General Meeting”</b>	the general meeting of the Company convened to be held at 10.00 a.m. on Thursday 1 March 2018 and any adjournment thereof, to consider and, if thought fit, pass the Resolutions, notice of which is set out at the end of this document;
<b>“Notice of Meeting” or “Notice”</b>	the notice of General Meeting set out at the end of this document;
<b>“Resolutions”</b>	the resolutions to be proposed at the General Meeting as set out at the end of this document and reference to a Resolution is to the relevant resolution set out in the Notice of Meeting;
<b>“Shareholders”</b>	holders of Shares in the Company from time to time;
<b>“Shares”</b>	ordinary shares of £0.002 each in the capital of the Company;
<b>“UK”</b>	the United Kingdom of Great Britain and Northern Ireland;
<b>“uncertificated” or “in uncertificated form”</b>	recorded on the relevant register of the share or security concerned as being held in uncertificated form in CREST and title to which may be transferred by means of CREST; and
<b>“£”</b>	pounds sterling, the lawful currency of the UK from time to time.

# LETTER FROM THE NON-EXECUTIVE CHAIRMAN OF BEZANT RESOURCES PLC



*(Incorporated and registered in England and Wales with registered no. 02918391)*

*Directors:*

Edward Nealon (*Non-Executive Chairman*)  
Laurence Read (*Chief Executive Officer*)  
Ronnie Siapno (*Non-Executive Director*)  
Dr Evan Kirby (*Non-Executive Director*)

*Registered office:*

Floor 6 Quadrant House  
4 Thomas More Square  
London  
E1W 1YW

12 February 2018

*To the holders of existing Ordinary Shares and, for information purposes only, to the holders of Warrants*

Dear Shareholder

## **Equity Fundraising to raise £600,000 (gross),**

### **Proposed Board Changes**

and

### **Notice of General Meeting**

#### **1. Introduction**

Further to the Company's announcement of 5 February 2018, the Board is pleased to report that the Company has raised, in aggregate, £600,000 before expenses through a subscription and placing of, in aggregate, 133,333,333 new ordinary shares of 0.2 pence each in the capital of the Company ("**Ordinary Shares**") at a price of 0.45 pence per share (the "**Issue Price**") (the "**Fundraising**"). The Fundraising comprises a placing, which was oversubscribed, of 126,436,773 new Ordinary Shares via the Company's broker, Peterhouse Corporate Finance Limited ("**Peterhouse Corporate Finance**"), and a subscription for a further 6,896,560 new Ordinary Shares, both at the Issue Price, with certain existing and new strategic investors.

The Fundraising is being undertaken in two tranches, comprising the initial issuance of 44,444,444 new Ordinary Shares (the "**Tranche One Shares**") utilising the Company's pre-existing share capital authorities and the conditional issuance of a further 88,888,889 new Ordinary Shares (the "**Tranche Two Shares**"), subject to the requisite shareholder approval to update the relevant Board authorities to allot the Company's shares. The Tranche One Shares have been issued and were admitted to trading on AIM at 8.00 a.m. on 9 February 2018. The issue of the Tranche Two Shares is conditional on, *inter alia*, the passing of certain resolutions by Shareholders (the "**Resolutions**") to be proposed at a general meeting of the Company (the "**General Meeting**"), formal notice of which is set out at the end of this document (the "**Notice**"). If the Resolutions are duly passed, the Tranche Two Shares will be issued and the Fundraising completed.

The purpose of this document is to provide you with details of the Resolutions to be proposed at the forthcoming General Meeting. Your Board considers that the Resolutions to be proposed at the General Meeting are in the best interests of the Company and its shareholders as a whole and

unanimously recommends that you vote in favour of these Resolutions. The formal Notice of the General Meeting is set out at the end of this document.

## **2. Background to and reasons for the Fundraising and Proposed Board Changes**

The Fundraising has been undertaken to provide general working capital for Bezant and secures the support of Tiger Resource Finance plc (“**TRF**”), alongside its individual directors, including Mr Colin Bird, as strategic investors in the Company. Mr Bird has participated in the Fundraising in both a private personal capacity and in conjunction with certain of his associates, including TRF (together, the “**Investor Group**”). The Investor Group has subscribed for, in aggregate, 88,888,889 new Ordinary Shares pursuant to the Fundraising representing £400,000 of the gross proceeds. Subject to the passing of the Resolutions at the forthcoming General Meeting and assuming no further issues of Ordinary Shares takes place in advance of the General Meeting, the Investor Group will together hold, in aggregate, approximately 11.92 per cent. of the Company’s issued ordinary share capital as enlarged by the Tranche Two Shares.

It is intended that Mr Bird will be appointed to the Board of the Company, as Executive Chairman, subject to satisfactory completion of due diligence by the Company’s nominated adviser. Accordingly, I, intend to stand down from the role of Chairman following the General Meeting and Mr Bird’s appointment and, at the appropriate time, to leave the Board of the Company. Mr Laurence Read, who assumed the role of Chief Executive Officer on 15 January 2017, and Mr Bird will then work closely together towards realising value from the Company’s current asset portfolio commencing with a full geological and corporate review of operations.

Mr Bird has been involved with a series of publicly quoted mining companies including Jubilee Metals Group, which has successfully developed a Platinum Group Metals mining operation in South Africa from tailings recovery. In addition, Mr Bird was involved in the successful sale of Kiwara Plc, which was sold to First Quantum Minerals (TSX: FM) for US\$260 million in November 2009, whilst its project was undertaking infill drilling at the Kalumbila copper-nickel deposit in north-western Zambia.

## **3. Use of Proceeds**

Further to the Company’s announcement of 6 December 2017, it remains the Board’s strategy to seek development funding at the project/asset level, potentially via an appropriate farm-in partner, to complete the full-scale ramp-up of production at the Company’s wholly-owned Choco gold-platinum project in Colombia (the “**Choco Project**”), which currently remains on a care and maintenance footing. The net proceeds of the Fundraising will therefore be applied towards:

- Identifying and pursuing suitable asset level partnerships or similar financial backing for the Choco Project;
- Re-assessing geological data and potential corporate activity with regards to the Company’s Mankayan copper-gold project in the Philippines and its Argentinian, near surface, copper asset; and
- General working capital purposes.

## **4. Further Details on the Fundraising**

The Tranche One Shares and the Tranche Two Shares (subject to the passing of the Resolutions) have been and are being issued to subscribers to the Fundraising on a *pro rata* basis. The Issue Price represents a discount of approximately 6.2 per cent. to the closing mid-market price of 0.48 pence per Ordinary Share on 2 February 2018, being the latest practicable date prior to the announcement of the Fundraising on 5 February 2018.

In addition to the new Ordinary Shares issued and to be issued pursuant to the Fundraising, one warrant to subscribe for a further new Ordinary Share at a price of one pence per share shall,

subject to the passing of the Resolutions, be issued to subscribers in the Fundraising in respect of every two Ordinary Shares subscribed (the “Warrants”). Subject to the passing of the Resolutions, a total of 66,666,666 Warrants will therefore be issued following the General Meeting and will be exercisable for a period of 30 months from their date of issue.

Following the issue and admission to trading on AIM of the 44,444,444 Tranche One Shares on 9 February 2018 to raise £200,000 gross, the Company’s issued share capital currently consists of 656,717,482 Ordinary Shares with voting rights. The Company does not hold any Ordinary Shares in treasury and accordingly there are no voting rights in respect of any treasury shares. The Tranche One Shares are fully paid and rank *pari passu* in all respects with the Company’s other existing Ordinary Shares.

The Tranche One Shares represent approximately 6.77 per cent. of the Company’s existing issued ordinary share capital and are eligible to vote on the Resolutions.

The proposed issue of the Tranche Two Shares to complete the balance of the Fundraising and raise, in aggregate, approximately a further £400,000 gross is conditional upon, *inter alia*, the passing of the Resolutions at the General Meeting and admission to trading on AIM occurring on or before 2 March 2018 (or such later date as Peterhouse Corporate Finance may agree, being not later than 30 March 2018). Following their admission, the Tranche Two Shares will represent approximately 11.92 per cent. of the Company’s then enlarged issued ordinary share capital. The Tranche Two Shares will be fully paid and will rank *pari passu* in all respects with the Company’s existing Ordinary Shares.

The Tranche Two Shares have been conditionally placed by Peterhouse Corporate Finance, as Broker of the Company, with certain existing and new institutional and other investors. Peterhouse Corporate Finance will receive commission from the Company conditional on admission of the Tranche Two Shares to trading on AIM. The Fundraising is not being underwritten.

Application will be made for the Tranche Two Shares to be admitted to trading on AIM and it is currently expected that admission will become effective and that trading in the Tranche Two Shares will commence on 2 March 2018.

## **5. Summary of the Proposed Resolutions**

### ***Companies Act 2006, Section 551: Authority to allot shares***

*Resolution 1:* The Board is seeking shareholder approval, as required pursuant to Section 551 of the Act, to allot shares up to an aggregate nominal value of £951,111. This will provide the Directors with sufficient authority to, *inter alia*, allot the Tranche Two Shares and the Shares arising on the potential future exercise of the Warrants and generally update the authorities granted at the Company’s last Annual General Meeting.

### ***Companies Act 2006, Section 570: Authority to allot shares for cash on a non pre-emptive basis by disapplying section 561***

*Resolution 2:* Subject to the passing of Resolution 1, it is proposed to grant the Directors authority to issue equity securities wholly for cash on a non pre-emptive basis up to an aggregate nominal value of £951,111. This will provide the Directors with sufficient authority to, *inter alia*, allot the Tranche Two Shares and the Shares arising on the potential future exercise of the Warrants as well as providing the Company with flexibility to raise funds in the capital markets and / or potentially acquire additional assets by the issue of further new Ordinary Shares, were the Board to determine it to be in the best interests of the Company to do so, without having to incur the time delay and cost of convening a further general meeting.

## 6. General Meeting

Set out at the end of this circular is a formal Notice convening a General Meeting of the Company to be held at the offices of Strand Hanson Limited, 26 Mount Row, London W1K 3SQ at 10.00 a.m. on 1 March 2018.

## 7. Action to be taken

A Form of Proxy is enclosed for use in connection with the General Meeting. Whether or not you intend to be present at the meeting, you are requested to complete, sign and return the Form of Proxy to the Company's Registrars, Link Asset Services, PXS1, 34 Beckenham Road, Beckenham, Kent BR3 4ZF by not later than 10.00 a.m. on 27 February 2018. The completion and return of a Form of Proxy will not preclude you from attending the meeting and voting in person should you subsequently wish to do so. Please read the notes to the Notice of General Meeting and the accompanying Form of Proxy for detailed instructions.

## 8. Recommendation

**Your Board considers that the Resolutions to be proposed at the General Meeting are in the best interests of the Company and its Shareholders as a whole and unanimously recommends that you vote in favour of these Resolutions, as they intend so to do in respect of their own beneficial shareholdings.**

Shareholders are reminded that the issue of the Tranche Two Shares is conditional, *inter alia*, on the passing of the Resolutions to be proposed at the General Meeting. Should the Resolutions not be passed, the issue of the Tranche Two Shares will not proceed and the associated subscription monies in respect of the Tranche Two Shares will be returned to investors.

Yours faithfully



**Edward Nealon**  
**Non-Executive Chairman**



(the “Company”)

*(Incorporated and registered in England and Wales under the Companies Act 1985 with registered number 02918391)*

## **NOTICE OF GENERAL MEETING**

NOTICE IS HEREBY GIVEN that a General Meeting (“GM”) of the members of the Company will be held at the offices of Strand Hanson Limited, 26 Mount Row, London W1K 3SQ, at 10.00 a.m. on Thursday 1 March 2018.

Members will be asked to consider and, if thought fit, pass the resolutions set out below. Resolution 1 will be proposed as an ordinary resolution and Resolution 2 will be proposed as a special resolution. The business to be transacted under Resolutions 1 and 2 is deemed to be special business under the Company’s Articles of Association.

## **ORDINARY RESOLUTION**

1. **THAT**, for the purposes of section 551 of the Companies Act 2006 (the “Act”):
  - (a) the directors of the Company be and are hereby generally and unconditionally authorised to exercise all the powers of the Company to allot shares in the Company and grant rights to subscribe for or to convert any security into shares in the Company (the “Rights”) up to an aggregate maximum nominal amount of £951,111 to such persons and at such times and on such terms and conditions as the Directors think proper, such authority, unless previously revoked or varied by the Company in a General Meeting, to expire at the conclusion of the next Annual General Meeting of the Company following the date on which this resolution is passed or, if earlier, fifteen months from the date of this resolution; and,
  - (b) the Company be and is hereby authorised prior to the expiry of such period referred to in sub paragraph (a) above to make an offer or agreement which would or might require shares to be to be allotted or Rights to be granted after such expiry and the Directors may allot shares or grant Rights in pursuance of such an offer or agreement as if the authority conferred hereby had not expired; so that all previous and existing authorities conferred on the Directors in respect of the allotment of shares or grant of Rights pursuant to the said Section 551 of the Act be and they are hereby revoked provided that this resolution shall not affect the rights of the Directors to allot shares or grant Rights in pursuance of any offer or agreement entered into prior to the date of the GM.

## **SPECIAL RESOLUTION**

2. **THAT**, subject to and conditional upon the passing of resolution number 1 above, the Directors be and are hereby empowered in accordance with section 570 of the Act to allot equity securities (within the meaning of section 560 of the Act), wholly for cash, as if section 561(1) of the Act did not apply to such allotment, provided that the power conferred by this resolution shall:
  - (a) be limited to the allotment of equity securities up to an aggregate nominal amount of £951,111;

- (b) be limited to the allotment (otherwise than pursuant to sub-paragraph (a) above) of equity securities pursuant to the exercise of any share options issued pursuant to the Executive Share Option Scheme (as approved at the Annual General Meeting on 30 June 2017) representing up to 7.5 per cent. of the issued ordinary share capital of the Company from time to time; and
- (c) expire at the conclusion of the next Annual General Meeting of the Company following the date on which this resolution is passed or, if earlier, fifteen months from the date of passing this resolution (unless renewed, varied or revoked by the Company prior to or on that date) save that the Company may, before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of any such offer or agreement notwithstanding that the power conferred by this resolution has expired. This authority shall replace all existing authorities conferred on the Directors in respect of the allotment of equity securities to the extent that the same have not previously been utilised.

By Order of the Board

**York Place Company Secretaries Limited**

*Company Secretary*

***Registered Office:***

Floor 6, Quadrant House  
4 Thomas More Square  
London E1W 1YW

Dated: 12 February 2018

## NOTES TO THE NOTICE OF GENERAL MEETING (“GM”):

### Entitlement to attend, speak and vote

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members on the Company’s register of members at:
  - close of business on 27 February 2018; or,
  - in the event that this GM is adjourned, at close of business on the day two days prior to the adjourned meeting,shall be entitled to attend, speak and vote at the meeting in respect of the number of ordinary shares registered in their name at that time. Changes to the register of members after the relevant deadline shall be disregarded in determining the rights of any person to attend, speak and vote at the meeting.

### Appointment of proxies

2. If you are a member of the Company who is entitled to attend and vote at the meeting, you are entitled to appoint a proxy or proxies to exercise all or any of your rights to attend, speak and vote at the meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and in the notes to the proxy form.
3. If you are not a member of the Company but you have been nominated by a member of the Company to enjoy information rights, you do not have a right to appoint any proxies under the procedures set out in this “Appointment of proxies” section. Please contact the Company’s Registrars, Link Asset Services on 0871 664 0300 for further information. Calls cost 12p per minute plus your phone company’s access charge. Calls outside the United Kingdom will be charged at the applicable international rate. The line is open between 09:00 – 17:30, Monday to Friday excluding public holidays in England and Wales.
4. A proxy does not need to be a member of the Company but must attend the meeting to represent you. Details of how to appoint the Chairman of the meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
5. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share.
6. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.

### Appointment of proxy using hard copy proxy form

7. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote. To appoint a proxy using the proxy form, the form must be:
  - completed and signed;
  - sent or delivered to the Company’s Registrars, Link Asset Services, PXS1, 34 Beckenham Road, Beckenham, Kent BR3 4ZF; and
  - received by Link Asset Services no later than 10.00 a.m. on 27 February 2018.

In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company.

Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form, together with a duly completed certificate of non-revocation of such power or authority.

### Electronic proxies

8. You may register your proxy appointment and instructions on-line by visiting Signal Shares, [www.signalshares.com](http://www.signalshares.com), selecting BEZANT RESOURCES PLC and following the instructions. In order to register your vote on-line you will need to enter your Investor Code which appears on the bottom right-hand side of your share certificate.

### Appointment of proxies through CREST

9. CREST members who wish to appoint a proxy or proxies by utilising the CREST electronic proxy appointment service may do so for the meeting and any adjournment(s) thereof by utilising the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a voting service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.

In order for a proxy appointment made by means of CREST to be valid, the appropriate CREST message (a **CREST Proxy Instruction**) must be properly authenticated in accordance with Euroclear UK & Ireland Limited’s (**EUI**)

specifications and must contain the information required for such instructions, as described in the CREST Manual. The message must be transmitted so as to be received by the issuer's agent (ID) **Link Asset Services (CREST Participant ID Number RA10)** by 10.00 a.m. on 27 February 2018. For this purpose, the time of receipt will be taken to be the time (as determined by the timestamp applied to the message by the CREST Applications Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST.

CREST members and, where applicable, their CREST sponsors or voting service providers should note that EUI does not make available special procedures in CREST for any particular messages. Normal system timings and limitations will therefore apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member or sponsored member or has appointed a voting service provider(s), to procure that his/her CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting service provider(s) are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

#### **Appointment of proxy by joint members**

10. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).

#### **Changing proxy instructions**

11. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded.

Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact the Company's Registrars, Link Asset Services, 34 Beckenham Road, Beckenham, Kent BR3 4TU.

If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

#### **Termination of proxy appointments**

12. In order to revoke a proxy instruction you will need to inform the Company by sending a signed hard copy notice clearly stating your intention to revoke your proxy appointment to Link Asset Services, 34 Beckenham Road, Beckenham, Kent BR3 4TU. In the case of a member which is a company, the revocation notice must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the revocation notice is signed (or a duly certified copy of such power or authority) must be included with the revocation notice.

The revocation notice must be received by Link Asset Services, 34 Beckenham Road, Beckenham, Kent BR3 4TU no later than 48 hours before the date and time of the meeting.

If you attempt to revoke your proxy appointment but the revocation is received after the time specified then, subject to the paragraph directly below, your proxy appointment will remain valid.

Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.

#### **Issued shares and total voting rights**

13. As at 6.00 p.m. on 11 February 2018, the Company's issued share capital comprised 656,717,482 ordinary shares of £0.002 per share. Each ordinary share carries the right to one vote at a general meeting of the Company. Therefore, the total number of voting rights in the Company as at 6.00 p.m. on 11 February 2018 was 656,717,782.

#### **Communication**

14. Except as provided above, members who have general queries about the meeting should communicate via telephonic means or in writing to the registered address of the Company (no other methods of communication will be accepted):

Laurence Read  
Chief Executive Officer, Bezant Resources Plc  
Tel: +44 (0) 203 289 9923

You may not use any electronic address to communicate with the Company for any purposes in connection with this Notice of General Meeting.