

# Extraordinary General Meeting of Auriant Mining AB (publ) held on 3 August 2017

Auriant Mining AB (publ) held its EGM on Thursday, 3 August 2017. The main resolutions passed at the meeting were as follows.

## Alteration of the articles of association

The general meeting resolved, in accordance with the board's proposal, to alter Section 4-5 of the articles of association whereby the limits for the share capital and number of shares were altered, and to make a minor linguistic alteration in Section 11.

### **Rights issue**

In accordance with the board's proposal, it was resolved at the meeting on a rights issue.

The resolution means that the company's share capital shall increase with no more than SEK 8,011,093 through a new share issue of no more than 71,209,716 shares.

The company's shareholders shall have preferential right to subscribe for the new shares, whereby one (1) existing share shall entitle to one (1) subscription right and one (1) subscription right shall entitle to subscription of four (4) new shares.

The subscription price shall be SEK 2.50 per share.

The record date for establishing which shareholders have the right to subscribe for shares with preferential right shall be 18 August 2017.

Subscription for shares shall be made from 23 August 2017 up until and including 8 September 2017.

Subscription of shares with preferential right (i.e. by the use of subscription rights) shall be made through payment, or, if payment is made by set-off of claims, on subscription list. Subscription of shares without preferential rights (i.e. without the use of subscription rights) shall be made on a subscription list. The board of directors shall be entitled to prolong the subscription period. If not all shares are subscribed for pursuant to subscription rights, the board of directors shall decide on allotment of shares subscribed for without the use of subscription rights up to the maximum amount of the issue, and the board of directors shall firstly allot shares to those who have also subscribed for shares pursuant to subscription rights, and in case full allotment is not possible, allotment in proportion to the number of shares subscribed for by them pursuant to subscription rights, and where this is not possible, allot shares to those who have subscribed for shares without the use of subscription rights and where this is not possible, by drawing of lots and secondly allot shares to those who have subscribed for shares without the use of subscription rights and where this is not possible, allotment in proportion to the number of shares they have subscribed for, and where this is not possible, by drawing of lots, and thirdly allot shares to guarantors in accordance with subscription guarantee agreements.

Payment for shares subscribed for without the use of subscription rights shall be made no later than three days after the issuance of information on allocation. However, the board of directors shall be entitled to prolong the payment period.

Payment for subscribed shares shall be made through cash payment or by set-off of claims.

The issue resolution requires alteration of the articles of association and cancellation of the company's convertibles of series 2015/2018 to such extent that the company stays below the maximum number of shares and maximum share capital as permitted in the articles of association. The fact that such cancellation has taken place shall be confirmed by the company's CEO or a board member in connection with registration.

The new shares shall entitle to dividend for the first time at the record date for dividend nearest occurring after the new shares have been entered in the share register kept by Euroclear Sweden AB.

#### Warrants issue 2017/2018

In accordance with the board's proposal, it was resolved at the meeting on a warrants issue.

The resolution means that the Company shall issue no more than 71,209,716 warrants. Each warrant shall entitle the holder to subscribe for one share in the Company. As a result the Company's share capital may be increased by no more than SEK 8,011,093.

The warrants may be subscribed by those who have subscribed for shares in the rights issue that the meeting has resolved on the same day (the "Rights Issue"). The subscriber may subscribe for one warrant for every share the subscriber has subscribed for in the Rights Issue.

The warrants are issued free of charge.

Subscription shall take place from 23 August 2017 up to and including 8 September 2017. The board of directors shall be entitled to prolong the subscription period.

One warrant shall be allotted for each subscribed and allotted share in the Rights Issue.

The warrants are subject to terms and conditions including inter alia, that:

- (a) Each warrant entitles its holder to subscribe for one new share against cash payment of a subscription price corresponding to the volume weighted average price of the company's share for ten trading days immediately prior to the exercise date of the warrants, with a discount of 25 percent, however, never lower than SEK 2.50 and never higher than SEK 3.50;
- (b) the warrant may be exercised during a period from 19 March 2018 up to and including 30 March 2018;
- (c) the exercise price as well as the number of shares that each warrant entitle to subscription may be subject to re-calculation due to, inter alia, bonus issues, reverse share split, share split, rights issues and similar actions.

The reason for the deviation from shareholders' preferential rights is that the company wishes to assign a warrant for each subscribed and allotted share in the Rights Issue. The basis for the subscription price for subscription of shares through the exercise of warrants is set out in item (a) above.

### **Issue authorization**

The general meeting resolved, in accordance with the board's proposal, to authorize the board to, on one or several occasions during the period up to the next annual general meeting of shareholders, resolve on an issue of shares, and/or warrants. The board shall be authorized to resolve on an issue of shares and/or warrants with or without deviation from the shareholders' pre-emption rights. An issue of shares and/or warrants without regard to shareholders' pre-emption rights may only be decided upon in connection with a rights issue, for instance an issue directed to the guarantors in such rights issue as payment for their guarantees.

Following this authorization, a total maximum number of 8,000,000 shares may be issued in new share issues and/or through the exercise of warrants (this does not prevent warrants from being subject to re-calculation terms which, if applied, may result in a different number of shares). This authorization is to include the right to issue shares and/or warrants with cash payment, payment by contribution in kind or payment by way of set-off, and otherwise subject to conditions as set out in Chapter 2 Section 5, second paragraph 1–3 and 5 of the Swedish Companies Act.

The reason that the board shall be authorized to resolve on an issue with deviation from the shareholders' pre-emption rights is the board's intention to carry out a rights issue of shares and a rights issue of warrants in order to raise capital, and to be able to, in connection with such rights issues, resolve on directed issues of shares and/or warrants to guarantors in the rights issues as payment for their guarantees.

For more information, please contact:

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Company name: Auriant Mining AB Short name: AUR ISIN-code: SE0001337213

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Auriant Mining AB (AUR) is a Swedish junior mining company focused on gold exploration and production in Russia, primarily in Zabaikalye and the Republics of Khakassia and Tyva. The company has currently four assets, including two operating mines (Tardan and Solcocon), one early stage exploration asset and one development asset.

Since July 19, 2010, Auriant Mining's shares are traded on First North Premier at the NASDAQ OMX Nordic Exchange under the short name AUR. For more information please visit www.auriant.com. Mangold Fondkommission is Certified Adviser to Auriant, for more information please call +46 8 503 015 50 or visit www.mangold.se.

*This information is information that Auriant Mining AB is obliged to make public pursuant to the EU Market Abuse Regulation. The information was submitted for publication, through the agency of the contact persons set out above, at 16:00 CET on August 3rd, 2017.* 

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