# **EDV EVR**

Toronto Stock Exchange Australian Securities Exchange

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A Cayman Islands exempted company with limited liability

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# ASX GRANTS ENDEAVOUR MINING WAIVER FROM LISTING RULE 6.18

Vancouver, November 6, 2015 – Endeavour Mining Corporation ("Endeavour Mining") (TSX:EDV) (ASX:EVR) (OTCQX:EDVMF) is pleased to announce that the Australian Securities Exchange (ASX) has granted a waiver from Listing Rule 6.18. As noted in the management information circular dated October 1, 2015, the anti-dilution right (Anti-Dilution Right) granted by Endeavour Mining to La Mancha S.ar.L (La Mancha) to enable La Mancha to maintain its 30% holding in Endeavour Mining after the closing of the transaction is subject to ASX granting a waiver of Listing Rule 6.18 (Waiver).

The Waiver has been granted to Endeavour Mining on the following conditions:

- The Anti-Dilution Right lapses on the earlier of:
  - La Mancha's holding in Endeavour Mining falling below 10%;
  - o La Mancha's holding in Endeavour Mining exceeding 30%; and
  - the strategic relationship between Endeavour Mining and La Mancha ceasing or changing in such a way that it effectively ceases.
- The Anti-Dilution Right may only be transferred to an entity in the wholly owned group of La Mancha.
- Any securities issued under the Anti-Dilution Right are offered to La Mancha for cash consideration that is:
  - o no more favourable than cash consideration paid by third parties (in the case of issues of securities to third parties for cash consideration); or
  - o equivalent in value to non-cash consideration offered by third parties (in the case of issues of securities to third parties for non-cash consideration).
- The number of securities that may be issued to La Mancha under the Anti-Dilution Right in the case of any diluting event must not be greater than the number required in order for La Mancha to maintain its percentage holding in the issued share capital of Endeavour Mining immediately before that diluting event.
- Endeavour Mining discloses a summary of the Anti-Dilution Right to persons who may subscribe for securities under a prospectus, and undertakes to include in each annual report a summary of the Anti-Dilution Right.

As previously announced Endeavour Mining intends to request approval from ASX Limited for its removal from the official list of the ASX, with a specific timetable to be announced.



## **About Endeavour Mining Corporation**

Endeavour Mining is a Canadian-based intermediate gold mining company producing 500,000 ounces per year from four mines in West Africa, and with the newly acquired Ity Mine becoming its fifth mine the gold production rate increases to 580,000 ounces per year. Endeavour Mining is focused on effectively managing its existing assets to maximize cash flow as well as pursuing organic and strategic growth opportunities that benefit from its management and operational expertise.

## On behalf of Endeavour Mining Corporation

# Neil Woodyer Chief Executive Officer

This news release contains "forward-looking statements" including but not limited to, statements with respect to Endeavour Mining's plans and operating performance, the estimation of mineral reserves and resources, the timing and amount of estimated future production, costs of future production, future capital expenditures, and the success of exploration activities. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as "expects", "expected", "budgeted", "forecasts" and "anticipates". Forward-looking statements, while based on management's best estimates and assumptions, are subject to risks and uncertainties that may cause actual results to be materially different from those expressed or implied by such forward-looking statements, including but not limited to: risks related to the successful integration of acquisitions; risks related to international operations; risks related to general economic conditions and credit availability, actual results of current exploration activities, unanticipated reclamation expenses; changes in project parameters as plans continue to be refined; fluctuations in prices of metals including gold; fluctuations in foreign currency exchange rates, increases in market prices of mining consumables, possible variations in ore reserves, grade or recovery rates; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes, title disputes, claims and limitations on insurance coverage and other risks of the mining industry; delays in the completion of development or construction activities, changes in national and local government regulation of mining operations, tax rules and regulations, and political and economic developments in countries in which Endeavour Mining operates. Although Endeavour Mining has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. Please refer to Endeavour Mining's most recent Annual Information Form filed under its profile at www.sedar.com for further information respecting the risks affecting Endeavour Mining and its business.