



ASX Market Announcements Office

Level 40, Central Park
152-158 St Georges Terrace
Perth WA 6000
Australia

Dear Sir/Madam

**NOTICE UNDER SECTION 708A(5)(E) OF THE CORPORATIONS ACT 2001 –
CLEANSING STATEMENT**

West African Resources Limited (ABN 70 121 539 375) (ASX: WAF) (**Company**) provides notification under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Act**).

This is a cleansing statement relating to the issue of 27,121,732 fully paid ordinary shares in the capital of the Company (**Shares**) at a value of US\$27.5 million, with the number to be issued calculated using the VWAP of WAF shares for the 5-business day period before 25 October 2021. The Shares are being issued to B2Gold Corp (TSX: BTO, NYSE AMERICAN: BTG, NSX: B2G) (**B2Gold**) 22,190,508 Shares and GAMS Mining F&I LTD (**GAMS**), a company incorporated in Cyprus 4,931,224 Shares under the Kiaka Transaction pursuant to which the Company is acquiring 90% ownership interest in Kiaka SA from B2Gold and GAMS as announced on 26 October 2021. The Shares were issued without disclosure to investors under section 708A(5) of the Act on 30 November 2021.

The Act restricts the on-sale of securities issued without disclosure, unless the sale is exempt under section 708 or section 708A of the Act. Through the release of this notice by the Company (**Notice**), a sale of the Shares noted above will fall within the exemption in section 708A(5) of the Act and they will be able to be traded immediately.

For the purposes of section 708A(6) of the Corporations Act, the Company gives notice that:

- (a) the Shares were issued without disclosure to investors under Part 6D.2 of the Act;
- (b) this Notice is being given under section 708A(5)(e) of the Act;
- (c) as at the date of this Notice, the Company has complied with:
 - (i) the provisions of Chapter 2M of the Act as they apply to the Company; and
 - (ii) section 674 of the Act; and
- (d) as at the date of this Notice, there is no information that is 'excluded information' within the meaning of sections 708A(7) and 708A(8) of the Act that is required to be set out in this Notice.

Authorised by:

PADRAIG O'DONOGHUE
CFO & Company Secretary
1 December 2021