

31 July 2014

Market Announcements Office
Australian Securities Exchange
10th Floor, 20 Bridge Street
Sydney NSW 2000

Atlantic shareholders approve scheme of arrangement

Atlantic Gold NL ABN 82 062 091 909 (ASX:ATV) (**Atlantic**) is pleased to announce that at the Atlantic shareholders meeting held today (**Scheme Meeting**) eligible Atlantic shareholders voted to approve the scheme of arrangement between Atlantic and its shareholders, under which it is proposed that Spur Ventures Inc. ARBN 600 024 397 will acquire all of the ordinary shares in Atlantic (**Scheme**).

For the purposes of ASX Listing Rule 3.13.2, Atlantic is pleased to confirm that the resolution put to Atlantic shareholders to approve the Scheme (**Scheme Resolution**) was passed on a poll by the following requisite majorities:

- **94.97%** of Atlantic shareholders in number present and voting (in person or by proxy) at the Scheme Meeting; and
- **98.72%** of the total number of votes cast on the Scheme Resolution by Atlantic shareholders at the Scheme Meeting present and voting (in person or by proxy).

Scheme Resolution

Poll Results

	NUMBER OF VOTES	%	NUMBER OF HOLDERS	%
Votes cast FOR the Scheme Resolution	550,910,506	98.72	151	94.97
Votes cast AGAINST the Scheme Resolution	7,150,349	1.28	8	5.03
TOTAL VOTES CAST	558,060,855	100.00	159	100.00

The instructions given to validly appointed proxies in respect of the Scheme Resolution were as follows:

FOR	AGAINST	ABSTAIN	PROXY'S DISCRETION
499,748,787	6,225,550	83,542	16,767,868

The second Court hearing to approve the Scheme is scheduled for 2:30 pm (Sydney time) on Wednesday 6 August 2014 at the Federal Court of Australia at the Law Courts Building, Queen's Square, Sydney, NSW 2000. If the Court approves the Scheme, Atlantic proposes to lodge the orders made by the Court with the Australian Securities and Investments Commission and the Australian Securities Exchange so that the Scheme will become effective on Thursday 7 August 2014. If this occurs, Atlantic shares will be suspended from trading at the close of trading on Thursday 7 August 2014.

The implementation date for the Scheme is expected to be Thursday 21 August 2014 and the Scheme consideration, comprising either Spur common share CDIs and share purchase warrant CDIs quoted on ASX or Spur common shares and share purchase warrants quoted on the TSX Venture Exchange (**TSXV**), is expected to be issued to Atlantic shareholders on Thursday 21 August 2014.

Trading in Spur common share CDIs and share purchase warrant CDIs is expected to commence on the ASX on a deferred settlement basis on Friday 8 August 2014, with normal trading expected to commence on Friday 22 August 2014.

Spur common shares and share purchase warrants issued to Atlantic shareholders as Scheme consideration are expected to commence trading on the TSXV on Thursday 21 August 2014 (Toronto time).



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