GOLD ROAD RESOURCES

NOTICE UNDER SECTION 708A(5)(E) OF THE CORPORATIONS ACT 2001 (ctH)

This notice is given by Gold Road Resources Limited (ACN 109 289 527) (**Company**) under section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Corporations Act**) as modified by the Australian Securities and Investments Commission (**ASIC**).

As previously announced to the ASX on 27 April 2016, the Company confirms that it has today:

▪ issued 98,058,094 fully paid ordinary shares in the Company under a placement at A$0.44 per share to institutional and sophisticated investors (**Placement Shares**); and

▪ issued 30,490,211 fully paid ordinary shares to institutional investors at A$0.44 per share under the institutional component of an accelerated, non-renounceable pro-rata entitlement offer.

Notice given under section 708A(5)(e) of the Corporations Act as modified by ASIC

As a disclosing entity, the Company is subject to regular reporting and disclosure obligations. As the Placement Shares were issued without disclosure under Part 6D.2 of the Corporations Act, as at the date of this notice, the Company confirms it has complied with:

(a)   the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and

(b)   section 674 of the Corporations Act.

The Company also confirms that, as at the date of this notice, there is no 'excluded information' within the meaning of sections 708A(7) and 708A(8) of the Corporations Act (as modified by ASIC Corporations Instruments 2016/73 and 2016/84) that is required to be set out in this notice.

Ian Murray
Executive Chairman

Unlocking the Potential