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ASX RELEASE / MEDIA RELEASE

# **ACQUISITION OF ADVANCED GOLD PROJECT IN TANZANIA**

#### **HIGHLIGHTS**

- ◆ Binding Heads of Agreement to acquire the Victoria Gold Project
- Significant holding of approximately 350km<sup>2</sup> strategically located near several established mining operations in the multi-million ounce Lake Victoria Gold Field of Tanzania
- Diversifies Manas's gold project portfolio
- Shambesai Project progressing with a number of parties currently undertaking due diligence
- Firm commitments procured for a share placement to raise A\$657,000 to fund the Non-Refundable Deposit, due diligence and working capital

## **Victoria Gold Project**

Manas Resources Limited ("Manas" or the "Company", ASX: MSR) is pleased to announce it has executed a binding Heads of Agreement ("HOA") to purchase the Victoria Gold Project ("VGP") in Tanzania from Cienega S.A.R.L ("Cienega") for total consideration of US\$4.0M ("Transaction") consisting of:

- US\$200,000 non-refundable deposit ("Non-Refundable Deposit")
- US\$1.8 million in cash ("Cash Component")
- US\$2.0 million in fully paid ordinary shares ("Shares") in Manas at an issue price of A\$0.002 per Share ("Consideration Shares").

The Transaction is conditional upon completion of such due diligence to the satisfaction of Manas in its sole discretion, Cienega perfecting title to the licenses and transferring the licenses clean and unencumbered to Manas, Manas undertaking a capital raising to fund the Cash Component of the Transaction consideration and other conditions precedent customary to a Transaction of this nature including shareholder and regulatory approvals.

The VGP licenses are strategically located near several established gold mines in the Lake Victoria Gold Field of Tanzania (Figure 1) and cover an area of approximately 350km². Manas' preliminary due diligence investigations of the extensive drill hole database indicate potential for significant occurrences of shallow gold mineralisation amenable to open pit extraction with good exploration upside. Given the experience of Manas's board and management team in gold exploration and development in Africa, the VGP Project is a complementary acquisition for Manas and will enhance and diversify the Company's asset base.

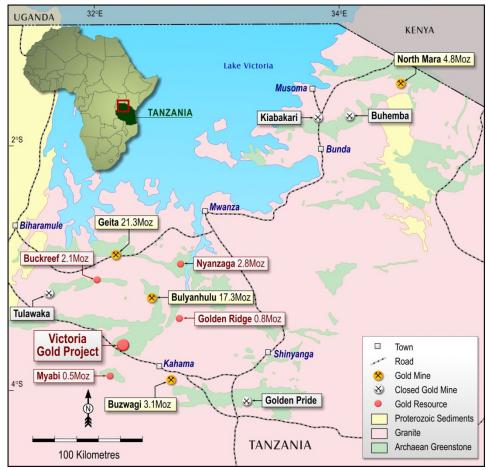


Figure 1: Victoria Gold Project Location Map

Manas understands some of the VGP licenses are subject to joint venture agreements or pre-existing royalty arrangements although it would appear that the most prospective areas are available on a 100% basis. The final number, size and composition of the license package and impact to any underlying joint venture or royalty arrangements will be evaluated as part of the due diligence process.

# **Capital Raising**

Manas will fund the Transaction via a two stage capital raising.

- i. A single tranche placement of approximately 365.0 million Shares at \$0.0018 per Share to raise gross proceeds of approximately \$657,000 under the Company's available placement capacity ("Placement"). Manas has procured firm commitments for the Placement which is expected to settle on Thursday 30 June 2016. Funds raised by the Placement will be used to fund the Non-Refundable Deposit, due diligence and working capital including for the Shambesai project.
- ii. Subject to completion of due diligence on the VGP, Manas will undertake an Entitlement Offer to eligible shareholders to fund the Cash Component of the Transaction consideration on terms to be determined.

Somers and Partners Pty Ltd acted as lead manager to the Placement and is expected to act as Lead Manager to the Entitlement Issue (subject to satisfactory completion of due diligence).

## **Shambesai Gold Project**

The recent rise in the gold price and on-going political stability in Kyrgyzstan has seen a significant increase in interest by external parties in evaluating the potential of Manas' Shambesai Gold Project. This has resulted in completion of three successful in-country due diligence visits with another scheduled for early July. Manas is in on-going discussions with these groups and is confident that a value generating outcome is possible in the near term.

Details of the Manas Resources 100%-owned Kyrgyz Gold Projects can be found at the Company's website www.manasresources.com.

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### **COMPETENT PERSONS STATEMENT**

**Forward Looking Statements**: Statements regarding Manas Resources' plans with respect to its mineral properties are forward-looking statements. There can be no assurance that Manas Resources' plans for development of its mineral properties will proceed as currently expected. There can also be no assurance that Manas Resources' will be able to confirm the presence of additional mineral deposits, that any mineralisation will prove to be economic or that a mine will successfully be developed on any of Manas Resources' mineral properties.