



17 July 2019

ASX Code: WCN

## Conditional sale of Aucu Copper-Gold project for US\$1.8M

### HIGHLIGHTS

- White Cliff signs non-binding term sheet to sell Aucu Copper-Gold project in Kyrgyzstan to Pangea Gold Corporation
- White Cliff to remain focused on its prospective Western Australian nickel/cobalt projects

White Cliff Minerals Limited (“White Cliff” or “the Company”) is pleased to advise shareholders that it has executed a non-binding conditional offer (“Conditional Offer”) for the sale of the Company’s 90% interest in the Aucu Copper-Gold project in Kyrgyzstan, to Pangea Gold Corporation Limited (“Pangea”), a Hong Kong registered entity, for US\$1.8 million. As announced on 11 February 2019, White Cliff had engaged a global corporate finance advisory firm to assist in evaluating various options to unlock value at Chanach. Over the past six months, White Cliff has been working closely with its advisors and minority joint-venture partner in Chanach to facilitate the sale process.

The proposed sale of the Company’s interest in Chanach is conditional on satisfactory technical and legal due diligence. Furthermore, the completion of the sale may require White Cliff shareholder approval and the waiver of or lapse of the pre-emptive right to acquire the Company’s interest in Chanach by its joint-venture partner, BW 3 (Malaysia) Pte Ltd. The key terms of the Conditional Offer are as follows:

1. In exchange for acquiring White Cliff’s 90% interest in the Aucu Project, Pangea will pay to White Cliff a total of US\$1,800,000 in cash over two instalments as follows:
  - a. US\$1,600,000 in cash upon transaction completion; and
  - b. US\$200,000 in cash upon the renewal of the Aucu exploration license, which expires 22 December 2020;
2. The Conditional Offer is subject to legal and technical due diligence to be completed to Pangea’s satisfaction within 30 days of signing;
3. Upon completion of satisfactory due diligence, Pangea will submit an unconditional binding offer to White Cliff by 31 August 2019; and
4. If an unconditional binding offer is executed by both parties, Pangea and White Cliff agree to act in good faith and to use their best endeavours to close the transaction by 30 September 2019.

The Company and its advisors will be working closely with Pangea over the coming two months to facilitate the due diligence process and will update shareholders in due course.

## **About Pangea**

Pangea Gold Corporation Limited is a private company registered in Hong Kong. It has a gold tailings reclamation operations at Vatukoula project in Fiji with annual processing capacity of about 800,000t.

## **Further Information:**

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