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If you sell or transfer or have sold or otherwise transferred all of your Ordinary Shares in Alecto, please send this document, together with the accompanying Form of Proxy, as soon as possible to the purchaser or transferee or to the stockbroker, bank manager or other agent through whom the sale or transfer was effected for onward transmission to the purchaser or transferee except that such documents should not be distributed, forwarded to or transmitted in or into the United States or any jurisdiction where to do so might constitute a violation of local securities laws or regulations, including but not limited to any Excluded Territories. If you have sold or transferred only part of your holding of Ordinary Shares you should immediately consult the stockbroker, bank manager or other agent through whom the sale or transfer was effected.

ALECTO MINERALS PLC

(Incorporated under the Companies Act 1985 and registered in England and Wales with registered number 05315922)

Proposed Share Consolidation Proposed Amendments to Articles Proposed Authority to Allot Ordinary Shares Proposed Disapplication of Pre-Emption Rights and Notice Of General Meeting

Your attention is drawn to the letter from the Chairman of Alecto which is set out in Part I “Letter from the Chairman of the Company” of this document, which contains the unanimous recommendation of the board of directors of the Company that you vote in favour of all of the Resolutions set out in the Notice of General Meeting referred to below.

Strand Hanson, which is authorised and regulated in the United Kingdom by the FCA, is acting as financial adviser to the Company in connection with the matters referred to herein and is not acting for any other person (including a recipient of this document) or otherwise responsible to any person for providing the protections afforded to clients of Strand Hanson or for advising any other person in respect of the matters referred to herein or any transaction, or other arrangement referred to in this document. No representation or warranty, express or implied, is made by Strand Hanson, for the accuracy of any information or opinions contained in this document or for the omission of any material information, for which it is not responsible.

Notice of a General Meeting of the Company, to be held at 11.00 a.m. on 31 July 2017 at the offices of Michelmores LLP, 12th Floor, 6 New Street Square, London EC4A 3BF, is set out at the end of this document. Whether or not you intend to be present at the General Meeting, please complete the Form of Proxy enclosed with this document in accordance with the instructions printed thereon and return it to Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR by no later than 11.00 a.m. on 27 July 2017 in order to be valid. Completion and return of the Form of Proxy will not preclude you from attending and voting in person at the General Meeting should you so wish.

Copies of this document are available free of charge from Alecto Minerals PLC, 47 Charles Street, London W1J 5EL.

FORWARD-LOOKING STATEMENTS

Certain statements in this document are “forward-looking statements” including without limitation, statements containing the words “believes”, “anticipate”, “expect”, “target”, “estimate”, “will”, “may”, “should”, “would”, “plan”, “could”, “intend” and similar expressions. These forward-looking statements are not based on historical facts but rather on the expectations of the Directors regarding the Group’s future growth, results of operations, performance, future capital and other expenditures (including the amount, nature and sources of funding thereof), planned expansion and business prospects and opportunities. Such forward-looking statements reflect the Directors’ current beliefs and assumptions and are based on information currently available to the Directors. Forward-looking statements involve significant known and unknown risks and uncertainties. A number of factors could cause actual results to differ materially from the results discussed in the forward-looking statements, including risks associated with vulnerability to general economic market and business conditions, competition, environmental and other regulatory changes or actions by governmental authorities, the availability of capital, reliance on key personnel, uninsured and underinsured losses and other factors, many of which are beyond the control of the Company. Although the forward-looking statements contained in this document are based upon what the Directors believe to be reasonable assumptions, the Company cannot assure investors that actual results will be consistent with these forward-looking statements.

This document is dated 14 July 2017.

EXPECTED TIMETABLE OF PRINCIPAL EVENTS

The following is the expected timetable of principal events in relation to the Share Consolidation:

Publication of this document and the Form of Proxy	14 July 2017
Latest time and date for receipt of Forms of Proxy for use at the General Meeting	11.00 a.m. on 27 July 2017
General Meeting	11.00 a.m. on 31 July 2017
Share Consolidation Record Date	close of business on 31 July 2017
Crediting of CREST accounts with the New Ordinary Shares	8.00 a.m. on 1 August 2017
Definitive share certificates (where applicable) expected to be despatched	by no later than 11 August 2017

Notes:

- (1) References to time are to London time unless otherwise stated. Each of the dates in the above timetable is subject to change at the absolute discretion of the Company and Strand Hanson without further notice.
- (2) If any of the details contained in this timetable should change, the revised times and/or dates will be notified by means of an announcement through a Regulatory Information Service.
- (3) Certain of the events in the above timetable are conditional upon, amongst other things, the approval of the Resolutions to be proposed at the General Meeting.

SHARE CONSOLIDATION STATISTICS

Number of Existing Ordinary Shares in issue	5,649,248,546
Share Consolidation Ratio	300:1
Number of New Ordinary Shares in issue following the Share Consolidation ⁽¹⁾	18,830,829
Number of A Deferred Shares to be issued pursuant to the Share Consolidation	18,830,829
SEDOL of the Existing Ordinary Shares	B5SCHP6
SEDOL of the New Ordinary Shares	BYZ6H87
ISIN of the Existing Ordinary Shares	GB00B5SCHP68
ISIN of the New Ordinary Shares	GB00BYZ6H873

Note:

- (1) To facilitate the Share Consolidation, immediately prior to the Share Consolidation Record Date, 154 Ordinary Shares will be issued at par which will be held on trust for the Company.

DIRECTORS, SECRETARY AND ADVISERS

Directors: Toby Howell *Non-Executive Chairman*
Mark Jones *Chief Executive Officer*
Dominic Doherty *Operations Director*
Roger Williams *Non-Executive Director*

all of:

47 Charles Street
London W1J 5EL

Company Secretary: Heytesbury Corporate LLP

Registered Office: 47 Charles Street
London W1J 5EL

Financial Adviser: Strand Hanson Limited
26 Mount Row
London W1K 3SQ

Joint Broker: Tamesis Partners LLP
New Liverpool House
3rd Floor, 15 Eldon Street
London EC2M 7LD

Joint Broker: Beaufort Securities Limited
131 Finsbury Pavement
London EC2A 1NT

Solicitors to the Company: Ronaldsons LLP
55 Gower Street
London WC1E 6HQ

Auditors of the Company: BDO LLP
55 Baker Street
London W1U 7EU

Solicitors to the Financial Adviser: Michelmores LLP
12th Floor, 6 New Street Square
London EC4A 3BF

Registrars: Share Registrars Limited
The Courtyard
17 West Street
Farnham
Surrey GU9 7DR

Financial PR: St Brides Partners Ltd
3 St Michael's Alley
London EC3V 9DS

Website: www.alectominerals.com

PART I:

LETTER FROM THE CHAIRMAN OF THE COMPANY

ALECTO MINERALS PLC

(Incorporated under the Companies Act 1985 and registered in England and Wales with registered number 05315922)

Directors:

Toby Howell *(Non-Executive Chairman)*
Mark Jones *(Chief Executive Officer)*
Dominic Doherty *(Operations Director)*
Roger Williams *(Non-Executive Director)*

Registered Office:

47 Charles Street
London W1J 5EL

14 July 2017

**PROPOSED SHARE CONSOLIDATION
PROPOSED AMENDMENTS TO ARTICLES
PROPOSED AUTHORITY TO ALLOT ORDINARY SHARES
PROPOSED DISAPPLICATION OF PRE-EMPTION RIGHTS
AND
NOTICE OF GENERAL MEETING**

To the holders of Existing Ordinary Shares and, for information purposes only, to holders of options, warrants and convertible loan notes

Dear Shareholder,

1. Introduction

On 21 December 2016, the Company announced that it had entered into a conditional Acquisition Agreement to acquire the entire issued share capital of Cradle Arc for a consideration comprising £1 million payable in cash (the Cash Consideration) and the issue of new ordinary shares to the Vendor and its nominees representing, in aggregate, 60.0 per cent. of the enlarged share capital on Completion (the Consideration Shares). Cradle Arc is a holding company incorporated in Botswana which, via Leboam, its wholly owned subsidiary, has acquired conditionally the assets comprising the Mowana Copper Mine, a producing mine located in north east Botswana.

The purpose of this document is to provide you with information on and explain the background to the Proposals, to explain why the Directors consider the Proposals to be in the best interests of the Company and its Shareholders as a whole, and to seek Shareholder approval for the Proposals. This document also contains the Directors' unanimous recommendation that you vote in favour of all of the Resolutions.

The proposed Acquisition constituted a reverse takeover under the AIM Rules and trading in the Company's shares on AIM was suspended from 21 December 2016 pending publication of an admission document. On 5 July 2017, the Company announced that, due to the delay in publishing such admission document, the admission of the Company's shares to trading on AIM would be cancelled. Pursuant to AIM Rule 41, the admission of a company's shares will be cancelled where such shares have been suspended from trading for six months. Alecto's shares were suspended for more than six months and, although a short extension to the prescribed deadline for cancellation was permitted, cancellation took effect from 7.00 a.m. on 11 July 2017.

Both the Directors and the Vendor remain committed to the proposed acquisition of Cradle Arc by the Company, and to seeking re-admission of the Group, as enlarged by the Acquisition, to trading on AIM. Accordingly, the Company intends to complete the Acquisition as expeditiously as possible (currently anticipated to occur during September 2017) and, once completed, to then make application for admission of the Company's Ordinary Shares to trading on AIM.

In order to be able to complete the Acquisition, the Company needs to raise funding to enable it provide further working capital support to Leboam, for the Cash Consideration, transaction costs and general working capital purposes. The Company is therefore seeking the requisite authorities to issue new Ordinary Shares in connection with the Proposals, *inter alia*, to raise such finance. The Company had intended to complete a similar fundraising in connection with the reverse takeover, had that process proceeded as planned, during the second quarter of 2017. However, as such a fundraising was not completed prior to the cancellation of the Company's shares from trading on AIM, the Company intends to do so now to enable it to finance ongoing operations at Mowana, as well as the Group's ongoing costs, transaction costs and the Cash Consideration.

Accordingly, the Company now intends to raise up to £5.0 million (before expenses) for working capital purposes and to settle the Cash Consideration by way of a placing of new Ordinary Shares with institutional and other investors at a placing price at or around the Company's share price prior to suspension of trading in the Company's shares on the AIM market in December 2016, as adjusted by the proposed Share Consolidation (the Private Placing). The Company and its brokers have received a number of expressions of interest and expect to secure firm commitments over the course of the next few weeks. In anticipation of confirming final size, pricing and terms and conditions of such a placing, the Company is seeking the requisite authorisations from Shareholders for the Directors to issue such new Ordinary Shares other than on a pre-emptive basis.

The Company is also proposing to effect a share consolidation, whereby Shareholders will receive one New Ordinary Share and one A Deferred Share for every 300 Existing Ordinary Shares held. The Directors believe that the Share Consolidation will result in a more appropriate price per share for the New Ordinary Shares and will make the Private Placing more attractive to institutional investors.

Accordingly, the Board is convening a General Meeting at which Resolutions relating to the Proposals will be put to Shareholders. The General Meeting will be held at 11.00 a.m. on 31 July 2017 at the offices of Michelmores LLP, 12th Floor, 6 New Street Square, London EC4A 3BF and notice of which is set out at the end of this document.

The Vendor of Cradle Arc, its nominees and certain other related Shareholders are deemed to be acting in concert under the provisions of the City Code and, upon Completion, it is currently expected that the Concert Party will hold, in aggregate, more than 60 per cent. of the issued share capital as enlarged by the Proposals. A further circular will therefore be issued, requesting that independent shareholders vote on a Whitewash resolution to approve the grant of a waiver by the Panel of any obligation on the Concert Party to make a general offer to Shareholders under Rule 9 of the City Code, arising from the issue of the Consideration Shares to them pursuant to the Acquisition. This further circular, which is intended to be issued shortly following completion of the Private Placing, will contain the information and resolutions required to approve the Whitewash, which is necessary to issue the Consideration Shares to the Vendor of Cradle Arc and its nominees, thereby enabling the Acquisition to complete in full, prior to the Company seeking the admission of its enlarged issued ordinary share capital to trading on AIM.

Shareholders should note that the Resolutions are all inter-conditional and, should any of the Resolutions not be approved, the Company will not be in a position to raise the required funds pursuant to the Private Placing and the Acquisition will not proceed. The Company will have incurred substantial costs in connection with the Acquisition and the Company would urgently need to raise additional funds by alternative means in order to meet such costs and the Group's ongoing working capital requirements. If the Company was not able to raise such funds on terms which the Directors believed were reasonable or was not able to do so in a timely manner, the Company would be at a significant risk of being forced into an insolvency process (be that administration or liquidation), as a result of which Shareholders should expect to lose the entire value of their holdings of Ordinary Shares.

2. Overview of the Mowana Copper Mine

Production at the Mowana Copper Mine re-commenced in March 2017, having been idle for approximately 15 months. Since recommencement, over 5,000 tonnes of copper concentrate have been produced and on sold to Fujax. The mine is currently ramping up to produce approximately 4,000 tonnes of copper concentrate per month and is on track to produce and sell 12,000 tonnes to Fujax by the end of August 2017.

The Mowana Copper Mine consists of an open pit operation and a processing plant utilising standard flotation process technology that has been designed to produce saleable copper concentrate from the treatment of up to 1.2Mtpa of oxide, supergene and sulphide ores. Mowana has JORC Mineral Resources of 539,000 tonnes Cu in the Measured and Indicated categories at an average grade of 0.94 per cent. Cu, and a further 752,000 tonnes Cu grading at 0.76 per cent. Cu in the Inferred category. The Competent Person's Report in respect of Leboam's mineral assets is located on the Company's website at www.alectominerals.com.

Alecto has agreed a management contract for the Mowana Copper Mine with Leboam pursuant to which, following completion of financing, it is entitled to receive management fees equal to 20 per cent. of Alecto's corporate costs during the project phase of the work required to design, build and commission Mowana and 1.5 per cent. of the total revenue of Leboam during the production phase following recommencement of operations.

The Company has partnered with both PenMin (the Vendor's parent company) and Digmin to structure and deliver the Acquisition. Alecto and its partners have now completed extensive due diligence on the asset, concluding that, although the geological characteristics of the ores present at Mowana mean that it will be a challenging project, an appropriate mine plan has been developed to address the issues historically encountered by prior third party management. PenMin has re-designed and re-mapped the mining operations based on a re-logging of the historical drill cores and a geological remodelling exercise to better define the ore types present and thereby increase the Company's understanding of the ore body.

In summary, the Company's future mining strategy is to treat low-oxide ores, which contain less than 25 per cent. acid soluble copper. The reason for excluding high oxide ores is predicated on the low recovery rates (30 to 40 per cent.) and low concentrate grades (approximately 15 per cent.) achieved when treating oxides in the Mowana processing plant historically. Therefore, whilst oxide ores are copper bearing, it is uneconomic to treat them using the current facilities and they will instead be stockpiled for future recovery. This approach will ensure higher recoveries are achieved in the processing plant and will also provide additional revenue potential from processing the stockpiled oxide ores in the future.

Potential Dense Media Separation (DMS) Process Route Upgrades

Detailed scoping studies have been completed previously by third-parties regarding the potential installation of a new DMS pre-concentration process and upgraded crushing plant at Mowana. Following completion of the Acquisition, and subject to sufficient financing being in place, upgrading of the DMS scoping study to a pre-feasibility level and further due diligence onsite, in order to qualitatively and quantitatively support the project, the Company plans to install the DMS process route upgrades. The capital cost of the upgrades is currently expected to be funded through asset based financing arrangements as described in section 3 of this Part I of this document.

Should the installation proceed, the DMS facility and associated upgrades are expected to (i) increase flotation plant throughput, (ii) reduce fine tailings production, (iii) enable mining of lower grade ore including carbonate mineralisation, and (iv) enable the rejection of carbon/graphite ahead of flotation. The ability to include carbonate mineralisation in the reported Mineral Resources provides the potential to increase the existing Mineral Resource base at Mowana.

Accordingly, the Directors believe that by installing a DMS plant and using pre-concentration, the Enlarged Group can further address the historical operational issues identified in their comprehensive due diligence exercise and also provide an additional level of automation and control. Following a review of an initial report from Minerco Consulting (Pty) Ltd, Alecto believes that the upgrades could increase processing capability at the Mowana Mine from 1.2Mtpa to approximately 2.6Mtpa and achieve increased copper production of approximately 22,000 tonnes of saleable copper per annum.

PenMin has produced a financial model incorporating the base case future mining strategy and the key underlying data and assumptions which has been independently reviewed and reported on in the CPR (which is available on the Company's website). The model excludes the possible increase in throughput and efficiencies which are expected following the potential DMS process route upgrades.

The PenMin model indicates a life of mine (LOM) of 11 years (from known Mineral Resources with exploration upside potential), producing an average copper grade of 1.16 per cent. Cu, with average annual production

of 11,875 tonnes Cu over the LOM. The model indicates a potential net present value (at a 10 per cent. discount rate) of US\$87.4 million over the life of the Mowana Mine and an unlevered IRR of 56 per cent. As announced by the Company in December 2016, when PenMin included the initial results of the DMS scoping study, the installation of a DMS processing plant upgrade showed potentially enhanced economics, with the NPV of the Mowana Project (at a 10 per cent. discount rate) increasing to US\$245 million and an IRR of 55 per cent.

3. Overview of the Leboam Acquisition and the Acquisition

Leboam agreed conditionally to acquire the assets that comprise Mowana from MCB through a liquidation process which was approved by the High Court of Botswana in Lobatse pursuant to a meeting of MCB's creditors held on 16 December 2016. Prior to the commencement of MCB's liquidation proceedings on 13 November 2015, MCB was controlled by African Copper plc, the shares of which were cancelled from trading on AIM on 8 June 2015. Whilst legal title to the assets which comprise the Mowana Copper Mine has been transferred to Leboam, an administrative condition precedent to the Acquisition Agreement, relating to the registration of security over some of the assets in Botswana remains outstanding. This remaining condition is expected to be satisfied prior to Completion.

The consideration for the Mowana Copper Mine comprises a deferred cash payment of US\$20 million, due to the liquidator of MCB by 30 September 2017 (the Leboam Payment) and the assignment of US\$100 million of debt to Leboam, currently owed to ZCI by MCB. ZCI was the major creditor to MCB and currently holds security over the Mowana assets and a pledge over Cradle Arc's Leboam shares. Subject to the Leboam Payment being made by 30 September 2017, ZCI has agreed to restructure its debt, such that it will release its security in its entirety, convert US\$79 million of the debt into 40.0 per cent. of the equity in Leboam, leaving an unsecured term loan of US\$21 million, repayable over a 10 year period (together, the ZCI Debt Restructuring).

Leboam has entered into a five year US\$20 million offtake funding arrangement with Fujax, the drawdown of which is currently intended to be utilised to settle the US\$20 million Leboam Payment. The terms of such offtake financing and conditional funding to be provided by Fujax are set out in the Offtake Funding Agreement and the Fujax Financing Agreement. The Fujax Financing is expected to become available for drawdown subject to a series of conditions precedent, including the production of 12,000 tonnes of copper concentrate from the Mowana Copper Mine (which is expected to be achieved by the end of August 2017) and unconditional financing being in place for the DMS process route plant upgrades (negotiations for which are underway).

Accordingly, following completion of the ZCI Debt Restructuring, Cradle Arc will be interested in 60.0 per cent. of the issued share capital of Leboam, with US\$20 million of debt outstanding to Fujax and US\$21 million of unsecured debt outstanding to ZCI.

In the event that any of the conditions to the Fujax Financing are not met or, for any other reason, the financing is not available as anticipated, the Company would seek alternative providers of similar asset financing and off-take financing.

The Directors are confident that the conditions to the Fujax Financing Agreement relating to production and the DMS upgrade financing can be met before the end of September 2017. Following the conditions to the Fujax Financing Agreement being satisfied and the subsequent completion of the ZCI Debt Restructuring, the Company intends to make an application for admission of the Company's enlarged issued share capital to trading on AIM, which is currently expected to occur during September 2017.

4. Current trading and prospects

The Group's activities during 2016 were principally focussed on Alecto's wholly owned subsidiary Luri Gold Mines Ltd and its Matala and Dunrobin gold mines in Zambia. This involved completion of an internal scoping study which shifted the Company's initial focus to Matala, reducing capital expenditure, while improving the prospect of early cash flows. The subsequent feasibility study for Matala was based on a 400,000 tonnes per annum open pit operation with a life of mine of approximately 4.8 years at an assumed gold price of US\$1,200 per ounce and returned the following fundamentals:

- estimated capital costs for plant and infrastructure of US\$14.4 million;

- project net present value of US\$28.6 million at an 8 per cent. discount rate; and
- unlevered project IRR of 52 per cent.

Alecto is actively pursuing funding options to commence operations at Matala.

During 2016, Alecto also entered into joint venture agreements on three of its Malian gold exploration projects, namely:

- in February 2016, Alecto entered into a joint venture with Randgold Resources in respect of its Kossanto West gold project;
- in May 2016, Alecto entered into a joint venture with Cora Gold in respect of its Karan gold project; and
- in August 2016, Alecto entered into a joint venture with Ashanti Gold in respect of its Kossanto East gold project.

On 21 December 2016, Alecto announced the execution of the conditional Acquisition Agreement to acquire the entire issued share capital of Cradle Arc.

During 2017, Alecto has raised, in aggregate, £1.8 million gross through the issue of convertible loan notes (of which, the convertible loan notes issued in January 2017 and due for repayment by 16 July 2017, have subsequently been extended to 31 December 2018). The majority of this funding has been lent to Leboam. Alecto has continued to develop its gold asset portfolio, in particular Zambia, but has focussed on minimising corporate costs in the run up to completing the Acquisition. Subsequent to the issue of the further convertible loan notes, announced on 7 June 2017, and after making further loan payments to Leboam, as at 30 June 2017, the Company had cash balances of approximately £123,000, which the directors believe is sufficient to cover expected corporate costs through to the end of August 2017.

Ownership of the Mowana Mine will, the Directors believe, be transformational for Alecto. The Acquisition would transform Alecto into a producing mining company, rather than purely being an exploration company. Furthermore, the potential to increase capacity at Mowana via certain process route upgrades offers a material opportunity to generate future Shareholder value. The Acquisition will also strengthen the Group's balance sheet and the Directors expect that this will thereby improve the Group's ability to raise finance to develop the Group's other assets, in particular its Zambian gold assets.

Alecto's annual report and accounts for the year ended 31 December 2016 have not yet been published. The Company currently expects to do so shortly following completion of the anticipated Private Placing.

5. Board changes

On 9 June 2017, the Company announced the appointment of Roger Williams to the Board of the Company as a Non-Executive Director with immediate effect.

On 11 July 2017, Gerald Chapman resigned as a Non-Executive Director with immediate effect.

6. Share Consolidation

The existing ordinary share capital comprises 5,649,248,546 Ordinary Shares. The Share Consolidation, which is expected to take place after close of business on the Share Consolidation Record Date will involve every 300 Existing Ordinary Shares being consolidated and then subdivided into one New Ordinary Share and one "A" Deferred Share. Accordingly, the Company will issue one New Ordinary Share and one A Deferred Share in exchange for every 300 Existing Ordinary Shares held, as set out in Resolutions 1 and 2 to be proposed at the General Meeting. The rights attached to the New Ordinary Shares will be the same as the rights attached to the Existing Ordinary Shares.

Following the Share Consolidation, Shareholders will own the same proportion of Ordinary Shares in the Company as they did previously (subject to fractional entitlements) but will hold fewer New Ordinary Shares than the number of Existing Ordinary Shares currently held. The Share Consolidation will result in an issued ordinary share capital of 18,830,829 New Ordinary Shares.

The new A Deferred Shares created as a result of the Share Consolidation will be effectively valueless as they do not carry any rights to vote or dividend rights and are being issued simply to derive a lower, more standard, nominal value for the New Ordinary Shares. In addition, holders of such A Deferred Shares are only entitled to a payment on a return of capital or on a winding up of the Company after each of the holders of the New Ordinary Shares have received a payment of £10 million on each such share. The new A Deferred Shares created as a result of the Share Consolidation will not be quoted or traded on AIM and will not be transferable without the prior written consent of the Board. No share certificates will be issued in respect of such new A Deferred Shares, nor will CREST accounts of shareholders be credited in respect of any entitlement to new A Deferred Shares. It is intended that, in due course, all the A Deferred Shares will be repurchased by the Company for an aggregate sum of one penny and cancelled.

In order to ensure that a whole number of New Ordinary Shares is created, it is proposed that the Company issues 154 new Ordinary Shares, which will thereby result in the total number of Existing Ordinary Shares being exactly divisible in accordance with the consolidation ratio.

No Shareholder will be entitled to a fraction of a New Ordinary Share and where, as a result of the Share Consolidation, any Shareholder would otherwise be entitled to a fraction only of a New Ordinary Share in respect of their holding of Existing Ordinary Shares on the date of the General Meeting (a "Fractional Shareholder"), such fractions will, in so far as possible, be aggregated with the fractions of New Ordinary Shares to which other Fractional Shareholders of the Company would be entitled so as to form full New Ordinary Shares (Fractional Entitlement Shares). These Fractional Entitlement Shares will be aggregated and either sold in the market and the net proceeds retained for the benefit of the Company or held in treasury at the Company's sole discretion. Accordingly, no fractional payments of New Ordinary Shares will be paid to Shareholders.

The provisions set out above mean that any such Fractional Shareholders will not have a resultant proportionate shareholding of New Ordinary Shares exactly equal to their proportionate holding of Existing Ordinary Shares and, as noted above, Shareholders with only a fractional entitlement to a New Ordinary Share (i.e. those Shareholders holding a total of fewer than 300 Existing Ordinary Shares at the Share Consolidation Record Date) will cease to be a Shareholder of the Company.

The Company will issue new share certificates to those Shareholders holding shares in certificated form to take account of the Share Consolidation. Following the issue of new share certificates, share certificates in respect of the Existing Ordinary Shares will no longer be valid.

For Shareholders who hold their shares in uncertificated form it is expected that New Ordinary Shares will be credited to shareholders' CREST accounts at 8.00 a.m. on 1 August 2017. Certificates representing Existing Ordinary Shares will no longer be valid if the Share Consolidation is approved at the General Meeting. For Shareholders who hold their Existing Ordinary Shares in certificated form, new share certificates in respect of the New Ordinary Shares are expected to be posted by Share Registrars to certificated shareholders in their new form by 11 August 2017. The new share certificates will be sent by first class post at the risk of the Shareholders concerned. The ISIN for the New Ordinary Shares will be GB00BYZ6H873.

7. General Meeting

The Notice convening the General Meeting is set out at the end of this document. The General Meeting has been convened for 11.00 a.m. on 31 July 2017 at the offices of Michelmores LLP, 12th Floor, 6 New Street Square, London EC4A 3BF, where the following Resolutions will be proposed:

Resolution 1: an ordinary resolution (subject to, and conditional upon, the passing of Resolutions 2 to 5) to approve the Share Consolidation by converting 300 Existing Ordinary Shares of £0.0001 into one "Consolidated Share" of £0.03;

Resolution 2: an ordinary resolution (subject to, and conditional upon, the passing of Resolutions 1, 3, 4 and 5) to then subdivide each Consolidated Share into one new Ordinary Share of £0.0001 each having the same rights as the Existing Ordinary Shares and one A Deferred Share of £0.0299 each of which will have the rights or entitlements set out in the Articles (as amended by Resolution 3) and for which share certificates will not be issued;

Resolution 3: a special resolution (subject to, and conditional upon, the passing of Resolutions 1, 2, 4 and 5) to amend the articles of association of the Company to provide for the A Deferred Shares. This resolution confirms that the rights attaching to the A Deferred Shares are of no commercial value;

Resolution 4: an ordinary resolution (subject to, and conditional upon, the passing of Resolutions 1, 2, 3 and 5) to authorise the Directors to allot equity securities up to a maximum aggregate nominal value of £5,000; and

Resolution 5: a special resolution (subject to, and conditional upon, the passing of Resolutions 1 to 4) to disapply statutory pre-emption rights generally available to shareholders up to a maximum aggregate nominal value of £5,000.

Shareholders should note that the Resolutions are inter-conditional and, should any of the Resolutions not be approved, the Company will not be in a position to raise the required funds pursuant to the Private Placing and the Acquisition will not proceed. The Company will have incurred substantial costs in connection with the Acquisition and the Company would urgently need to raise additional funds by alternative means in order to meet such costs and its ongoing working capital requirements. If the Company was not able to raise such funds on terms which the Directors believed were reasonable or was not able to do so in a timely manner, the Company would be at a significant risk of being forced into an insolvency process (be that administration or liquidation), as a result of which Shareholders should expect to lose the entire value of their holdings of Ordinary Shares.

Accordingly, it is critical to the future of the Company that Shareholders vote in favour of the Resolutions in order that the Proposals can proceed and that the Group can continue to operate.

8. Action to be taken

A Form of Proxy is enclosed with this document for use by Shareholders in connection with the General Meeting. Whether or not you intend to be present at the General Meeting, Shareholders are asked to complete, sign and return the Form of Proxy in accordance with the instructions printed thereon. To be valid, completed Forms of Proxy must be received by the Company's registrars, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR, as soon as possible and in any event so as to arrive not later than 11.00 a.m. on 27 July 2017, being 48 hours (excluding weekends and public holidays) before the time appointed for the holding of the General Meeting. The completion and return of the Form of Proxy will not preclude Shareholders from attending the General Meeting and voting in person should they wish so to do. Accordingly, whether or not Shareholders intend to attend the General Meeting they are urged to complete and return the Form of Proxy as soon as possible.

9. CREST

CREST is a paperless settlement system enabling securities to be evidenced otherwise than by a certificate and transferred otherwise than by written instrument in accordance with the CREST Regulations.

Notwithstanding the cancellation of the Company's share capital from trading on AIM, the Existing Ordinary Shares are eligible for CREST settlement. Accordingly, following issue and allotment, settlement of transactions in the New Ordinary Shares may take place within the CREST system if a Shareholder so wishes. CREST is a voluntary system and Shareholders who wish to receive and retain share certificates are able to do so.

For more information concerning CREST, Shareholders should contact their stockbroker.

10. Directors' Recommendation and voting intentions

The Directors consider the terms of the Proposals to be fair and reasonable and in the best interests of Shareholders and the Company as a whole. Accordingly, the Directors unanimously recommend that Shareholders vote in favour of all of the Resolutions to be proposed at the General Meeting.

The Directors who hold Alecto shares, being Toby Howell, Mark Jones and Dominic Doherty intend to vote in favour of the Resolutions in respect of their beneficial holdings of, in aggregate, 51,688,666 Existing Ordinary Shares representing, approximately, 0.91 per cent. of the Existing Ordinary Shares.

Yours faithfully

Toby Howell

Non-Executive Chairman

PART II:
DEFINITIONS

Acquisition	the proposed acquisition of the entire issued share capital of Cradle Arc by Alecto pursuant to the terms and conditions of the Acquisition Agreement;
Acquisition Agreement	the conditional acquisition agreement entered into between the Vendor, Alecto and Cradle Arc dated 20 December 2016;
A Deferred Shares	the deferred shares of £0.0299 each in the capital of the Company to be created pursuant to the Share Consolidation;
AIM	the AIM market of the London Stock Exchange;
AIM Rules	the London Stock Exchange's rules and guidance notes contained in its "AIM Rules for Companies" publication relating to companies whose securities are traded on AIM, as amended from time to time;
Alecto Group or Group	Alecto and its Subsidiaries;
Board	the board of directors of Alecto from time to time;
Botswana	the Republic of Botswana;
Cash Consideration	a cash sum of £1 million due to the Vendor within three months of Completion;
certificated or certificated form	means not in uncertificated form;
City Code	the UK City Code on Takeovers and Mergers;
Companies Act or Act	the Companies Act 2006, as amended;
Company or Alecto	Alecto Minerals PLC, a public limited company incorporated in England and Wales with registered number 05315922;
Competent Person or Wardell Armstrong	Wardell Armstrong LLP, being the independent technical consultant appointed by the Company under the requirements of the AIM guidance note for Mining, Oil and Gas Companies;
Competent Person's Report or CPR	the report prepared by the Competent Person, which can be accessed via the Company's website;
Completion	completion of the Acquisition pursuant to the terms of the Acquisition Agreement;
Consideration Shares	such number of New Ordinary Shares to be issued by the Company to the Vendor and its nominees pursuant to the Acquisition Agreement representing 60 per cent. of the enlarged share capital on Completion;
Cradle Arc	Cradle Arc Investments (Proprietary) Limited, a company incorporated in Botswana with registered number 2016/7916 and being a wholly-owned subsidiary of the Vendor prior to Completion;
Cradle Arc Loan Facility	the loan of up to US\$2 million made to Cradle Arc by Alecto, which was used to fund the recommencement of operations at the Mowana Copper Mine;

CREST	the relevant system for the paperless settlement of trades and the holding of uncertificated securities operated by Euroclear UK & Ireland in accordance with the CREST Regulations;
CREST Regulations	the Uncertificated Securities Regulations 2001, as amended;
Digmin	Digmin Group (Pty) Ltd;
Directors	the directors of Alecto at the date of this document, being Toby Howell, Mark Jones, Dominic Doherty and Roger Williams;
DMS	dense media separation process route pre-concentration plant upgrades;
Dunrobin	the historical gold mine located approximately 120km from Lusaka in Zambia;
Enlarged Group	the Group as enlarged by the Acquisition;
Excluded Territories	Australia, Canada, Dubai International Financial Centre, Guernsey, Jersey, Japan, Malaysia, New Zealand, Singapore, Switzerland, The Republic of South Africa and the United States and any jurisdiction where the availability of the Private Placing would breach any applicable laws or regulations and Excluded Territory shall mean any of them;
Existing Ordinary Shares	the 5,649,248,546 Ordinary Shares in issue as at the date of this document;
Existing Shareholders	the Shareholders as at the date of this document;
FCA	the Financial Conduct Authority;
Form of Proxy	the form of proxy for use at the General Meeting;
FSMA	the UK Financial Services and Markets Act 2000, as amended;
Fujax	Fujax Minerals and Energy Limited, a company incorporated in the Seychelles, with registered offices at Unit 117, Orion Mall, Palm Street, Mahé, Seychelles;
Fujax Financing	the conditional US\$20.0 million financing to be provided to Leboam by Fujax pursuant to the Offtake Funding Agreement and the Fujax Financing Agreement, which is intended to be used to settle the Leboam Payment;
Fujax Financing Agreement	the conditional financing agreement between Leboam and Fujax dated 28 February 2017;
General Meeting	the general meeting of Alecto to be held at the offices of Michelmores LLP, 12th Floor, 6 New Street Square, London EC4A 3BF at 11.00 a.m. on 31 July 2017, notice of which is set out in the "Notice of General Meeting" at the end of this document;
Group	the Company together with its subsidiaries
IRR	internal rate of return;
ISIN	International Securities Identification Number;

Leboam	Leboam Holdings Limited, a company incorporated in and registered in Botswana with company number 2016/13605, a wholly owned subsidiary of Cradle Arc;
Leboam Payment	the US\$20 million payment due to the liquidator of MCB by 30 September 2017 to be paid to MCB's creditors to settle their claims in full;
London Stock Exchange	London Stock Exchange plc;
Matala	the historical Matala gold mine located approximately 120km from Lusaka in Zambia;
MCB	Messina Copper (Botswana) (Pty) Limited;
Mowana, Mowana Copper Mine or Mowana Project	the operational Mowana copper mine located in north east Botswana;
New Ordinary Shares	ordinary shares of £0.0001 each in the capital of the Company following the Share Consolidation;
NPV	net present value;
Offtake Funding Agreement	the sale/purchase agreement between Leboam and Fujax for Mowana sulphide copper concentrates dated 29 November 2016 and as amended on 20 December 2016 (which amendment added Cradle Arc as a party);
Ordinary Shares	ordinary shares in the issued share capital of the Company from time to time;
PenMin	PenMin (Pty) Limited, incorporated in the Republic of South Africa with its registered office at 1st Floor, Unit 5, 299 Pendoring Road, Randburg, 2195, South Africa;
Private Placing	the proposed private placing to raise up to £5.0 million;
Proposals	together, the Share Consolidation and the authority to issue new Ordinary Shares pursuant to, <i>inter alia</i> , the Private Placing;
Resolutions	the resolutions to be proposed at the General Meeting, as set out in the Notice of General Meeting and "Resolution" means any of them;
Share Consolidation	the proposed consolidation and sub-division of every 300 Existing Ordinary Shares into one New Ordinary Shares and one A Deferred Share, details of which are set out in section 6 of Part I of this document and the Notice of General Meeting;
Share Consolidation Record Date	close of business on 31 July 2017, being the record date for the Share Consolidation;
Share Registrars or Registrar	Share Registrars Limited of The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR;
Shareholders	holders of Ordinary Shares;
Strand Hanson	Strand Hanson Limited, financial adviser to the Company;
uncertificated or in uncertificated form	Ordinary Shares held in uncertificated form in CREST and title to which, by virtue of the CREST Regulations, may be transferred by means of CREST;

United Kingdom or UK	the United Kingdom of Great Britain and Northern Ireland;
United States or US	the United States of America, its territories and possessions, any state of the United States of America and the District of Columbia;
Vendor or PenMin (Botswana)	PenMin Botswana Proprietary Limited, incorporated in Botswana with registered number CO2016/17875, and prior to Completion, the direct parent entity of Cradle Arc;
Whitewash	the procedure for obtaining a waiver of the obligation pursuant to Rule 9 of the City Code to make a general offer for the entire issued share capital of the Company;
ZCI	ZCI Limited;
ZCI Convertible Secured Term Loan Agreement	the convertible secured term loan agreement dated 14 December 2016 between ZCI and Leboam;
ZCI Debt Restructuring	the conversion of US\$79 million of ZCI's outstanding debt into 40 per cent. of Leboam's issued share capital pursuant to the terms of the ZCI Convertible Secured Term Loan Agreement, with the residual US\$21 million remaining as the ZCI Term Loan;
ZCI Loan Agreement	the amended and restated loan agreement dated 14 December 2016 between ZCI and Leboam pursuant to which Leboam agreed to enter the ZCI Term Loan; and
ZCI Term Loan	the US\$21 million term loan entered into pursuant to the terms of the ZCI Loan Agreement.

NOTICE OF GENERAL MEETING

ALECTO MINERALS PLC

(Incorporated and registered in England and Wales with registered number 05315922)

NOTICE IS HEREBY GIVEN that a General Meeting of Alecto Minerals PLC (the Company) will be held at the offices of Michelmores LLP, 12th Floor, 6 New Street Square, London EC4A 3BF at 11.00 a.m. on 31 July 2017, for the purposes of considering and, if thought fit, passing the following resolutions of which resolutions numbered 1, 2, and 4 will be proposed as ordinary resolutions and resolutions 3 and 5 will be proposed as special resolutions.

Unless otherwise defined in this notice, capitalised terms used in this notice will have the same meaning given to them in the circular dated 14 July 2017 as circulated to the shareholders of the Company to which this notice is attached.

ORDINARY RESOLUTIONS

1. THAT, subject to the passing of resolutions 2, 3, 4 and 5, every 300 ordinary shares of £0.0001 in the existing capital of the Company ("Existing Ordinary Shares") shall be consolidated into one ordinary share of £0.03 ("Consolidated Ordinary Shares");
2. THAT, subject to the passing of resolutions 1, 3, 4 and 5, each Consolidated Ordinary Share shall be subdivided into one new ordinary share of £0.0001 each ("New Ordinary Shares") such shares having the same rights and being subject to the same restrictions (save as to nominal value) as the Existing Ordinary Shares and provided that where a holder of Consolidated Ordinary Shares shall have a fractional entitlement to a New Ordinary Share of £0.0001 each such fractional entitlement shall be aggregated and may be sold in the market and the net proceeds of sale retained for the benefit of the Company, and one deferred share of £0.0299 each ("A Deferred Shares") and the A Deferred Shares will have the rights and restrictions attached to the A Deferred Shares as set out in the Articles of Association.

SPECIAL RESOLUTION

3. THAT, subject to the passing of resolutions 1, 2, 4 and 5 the articles of association of the Company be amended as follows:
 - (a) by inserting the following definition at article 1:

"A Deferred Shares: the A deferred shares of £0.0299 each in the capital of the Company with the rights set out in Article 4.3"
 - (b) by inserting the following as article 4.3:

"4.3. The rights and restrictions attached to the A Deferred Shares shall be as follows:
 - 4.3.1 As regards income the holders of the A Deferred Shares shall not be entitled to receive any dividend out of the profits of the Company available for distribution and resolved to be distributed in respect of any financial year or any other income or right to participate therein.
 - 4.3.2 As regards capital on a distribution of assets on a winding-up or other return of capital (otherwise than on conversion or redemption on purchase by the Company of any of its shares) the holders of the A Deferred Shares shall be entitled to receive the amount paid up on their shares after there shall have been distributed (in cash or in specie) to the holders of the Ordinary Shares the amount of £10,000,000 in respect of each Ordinary Share held by them respectively. For this purpose distributions in currency other than sterling shall be treated as converted into sterling, and the value for any distribution in specie shall be ascertained in sterling, in each case in such manner as the directors of the Company in general meeting may approve. The A Deferred Shares shall not entitle

the holders thereof to any further or other right of participation in the assets of the Company.

- 4.3.3 As regards voting the holders of A Deferred Shares shall not be entitled to receive notice of or to attend (either personally or by proxy) any general meeting of the Company or to vote (either personally or by proxy) on any resolution to be proposed thereat.
- 4.3.4 The rights attached to the A Deferred Shares shall not be deemed to be varied or abrogated by the creation or issue of any new shares ranking in priority to or *pari passu* with or subsequent to such shares. In addition neither the passing by the Company of any resolution for the cancellation of the A Deferred Shares for no consideration by means of a reduction of capital requiring the confirmation of the Court nor the obtaining by the Company nor the making by the Court of any order confirming any such reduction of capital nor the becoming effective of any such order shall constitute a variation, modification or abrogation of the rights attaching to the A Deferred Shares and accordingly the A Deferred Shares may at any time be cancelled for no consideration by means of a reduction of capital effected in accordance with applicable legislation without sanction on the part of the holders of the A Deferred Shares.
- 4.3.5 Notwithstanding any other provision of these Articles, the Company shall have the power and authority at any time to purchase all or any of the A Deferred Shares for an aggregate consideration of one penny.
- 4.3.6 The Company shall have irrevocable authority to appoint any person to execute on behalf of the holders of the A Deferred Shares a transfer/cancellation of the A Deferred Shares and/or an agreement to transfer/cancel the same, without making any payment to the holders of the A Deferred Shares to such person or persons as the Company may determine as custodian thereof and, pending such transfer and/or cancellation and/or purchase, to retain the certificate(s) if any, for such shares.
- 4.3.7 The Company may, at its option and subject to compliance with the provisions of applicable legislation, at any time after the adoption of this Article, cancel such shares by way of reduction of capital for no consideration.
- 4.3.8 Notwithstanding any other provision of these Articles, and unless specifically required by the provisions of applicable legislation, the Company shall not be required to issue any certificates or other documents of title in respect of the A Deferred Shares.”

(c) subsequent numbering of the articles of association to be sequentially amended.

ORDINARY RESOLUTION

- 4. Subject to the passing of resolutions 1, 2, 3 and 5 that, in substitution for all existing and unexercised authorities, the Directors of the Company be and they are hereby generally and unconditionally authorised for the purpose of Section 551 of the Companies Act 2006 (“the Act”) to exercise all or any of the powers of the Company to allot equity securities (within the meaning of Section 560 of the Act) up to a maximum nominal amount of £5,000 provided that this authority shall, unless previously revoked or varied by the Company in general meeting, expire on the earlier of the conclusion of the next Annual General Meeting of the Company or 15 months after the passing of this Resolution, unless renewed or extended prior to such time except that the Directors of the Company may before the expiry of such period make an offer or agreement which would or might require relevant securities to be allotted after the expiry of such period and the Directors of the Company may allot relevant securities in pursuance of such offer or agreement as if the authority conferred hereby had not expired.

SPECIAL RESOLUTION

5. Subject to the passing of resolutions 1 to 4 that, in substitution for all existing and unexercised authorities, the Directors of the Company be and they are hereby empowered pursuant to Section 570 of the Act to allot equity securities (as defined in Section 560 of the Act) pursuant to the authority conferred upon them by resolution 4 as if Section 561(1) of the Act did not apply to any such allotment provided that the power conferred by resolution 4, unless previously revoked or varied by special resolution of the Company in general meeting, shall expire on the earlier of the date of the next Annual General Meeting of the Company or 15 months from the date of the passing of this resolution save that the Company may before such expiry make an offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors may allot equity securities in pursuance of such offer or agreement as if the power conferred hereby had not expired.

By order of the Board

Toby Howell

Non-Executive Chairman

Dated: 14 July 2017

Registered Office

47 Charles Street
London W1J 5EL

Notes:

1. Only persons entered on the register of members of the Company at 11.00 a.m. on 27 July 2017 (or, in the event of any adjournment, on the date which is two days before the time of the adjourned meeting (excluding weekends and public holidays)) are entitled to attend and vote at the meeting either in person or by proxy and the number of ordinary shares then registered in their respective names shall determine the number of votes such persons are entitled to cast on a poll at the meeting. Changes to the register of members after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.
2. A member is entitled to appoint a proxy to exercise all or any of his/her rights to attend and to speak and vote instead of him/her at the meeting. A member may appoint more than one proxy in relation to a meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by him/her. A proxy need not be a member of the Company. A proxy form which may be used to make such appointment and give proxy instructions accompanies this notice.
3. The form of proxy and power of attorney or other authority, if any, under which it is signed or a notarially certified or office copy of such power or authority must be received by the Company's registrars, Share Registrars Limited, The Courtyard, 17 West Street, Farnham, Surrey GU9 7DR, United Kingdom not later than 48 hours (excluding weekends and public holidays) before the time appointed for the meeting (or any adjournment of it). Completion and return of the form of proxy will not prevent you from attending and voting at the meeting instead of the proxy, if you so wish. You must inform the Company's registrars in writing of any termination of the authority of a proxy not later than six hours before the time appointed for the meeting.
4. CREST members who wish to appoint a proxy or proxies through the CREST electronic proxy appointment service may do so by using the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
5. In order for a proxy appointment or instruction made using the CREST service to be valid, the appropriate CREST message (a CREST Proxy Instruction) must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications, and must contain the information required for such instruction, as described in the CREST Manual (available by logging in at www.euroclear.com). The message, regardless of whether it constitutes the appointment of a proxy or is an amendment to the instruction given to a previously appointed proxy must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID 7RA36) by 11.00 a.m. on 27 July 2017. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Application Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions to proxies appointed through CREST should be communicated to the appointee through other means.
6. CREST members and, where applicable, their CREST sponsors, or voting service providers should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular message. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member, or sponsored member, or has appointed a voting service provider, to procure that his/her CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting system providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.

7. The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.
8. A person to whom this notice is sent who is a person nominated under section 146 of the Companies Act to enjoy information rights (a Nominated Person) may, under an agreement between him/her and the shareholder by whom he/she was nominated, have a right to be appointed (or to have someone else appointed) as a proxy for the general meeting. If a Nominated Person has no such proxy appointment right or does not wish to exercise it, he/she may, under any such agreement, have a right to give instructions to the shareholder as to the exercise of voting rights.
9. The statement of the rights of members in relation to the appointment of proxies in paragraphs 2, 3 and 5 above does not apply to a Nominated Person. The rights described in these paragraphs can only be exercised by registered members of the Company.
10. Nominated Persons are reminded that they should contact the registered holder of their shares (and not the Company) on matters relating to their investments in the Company.
11. As at 13 July 2017 (being the last business day prior to the publication of this notice) the Company's issued share capital consists of 5,649,248,546 ordinary shares carrying one vote each and 40,980,395,475 deferred shares. Therefore, the total voting rights in the Company as at 13 July 2017 are 5,649,248,546.
12. Copies of the service agreements and letters of appointment of the directors of the Company will be available for inspection at the registered office of the Company during normal business hours from the date of this notice and at the place of the meeting for a period from 15 minutes immediately before the meeting until its conclusion.
13. Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member provided that they do not do so in relation to the same shares.
14. A member attending the meeting has the right to ask questions relating to the business of the meeting. The Company must cause to be answered any such question relating to the business being dealt with at the meeting but no such answer need be given if:
(a) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information; (b) the answer has already been given on a website in the form of an answer to a question; or (c) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.
15. A copy of this notice, and other information required by section 311A of the Companies Act can be found at the Company's registered office at 47 Charles Street, London W1J 5EL.

You may not use any electronic address (within the meaning of section 353(4) of the Companies Act) provided in this Notice of General Meeting (or in any related documents including the Chairman's Letter and proxy form) to communicate with the Company.