



**Herencia Resources PLC** - HER Conversion of Convertible Notes  
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Herencia Resources PLC  
03 January 2018

**Herencia Resources plc  
("Herencia" or the "Company")**

**Notice of Conversion of Convertible Notes into Ordinary  
Shares**

Further to the RNS dated 5 April 2016, the Company (AIM: HER) wishes to inform the market that Lind Partners ("LIND") and Darius Oriental ("ORIENTAL") exercised their rights to convert US\$240,000 of convertible loan notes into Ordinary Shares at an exercise price of £0.0002 ("Conversion") and US\$60,000 at Conversion of £0.0003. Pursuant to the Conversion, the Company will issue 837,853,147 ordinary Shares for convertible notes with conversion rights at 0.02 pence per Ordinary Share and 209,463,844 Ordinary Shares for convertible notes with conversion rights at 0.03 pence per Ordinary Share.

LIND will be issued 523,760,100 Ordinary Shares for conversion of its convertible notes and ORIENTAL will be issued 523,756,333 Ordinary Shares for the conversion of its convertible notes.

Application has been made for the new Ordinary Shares to be admitted to trading on AIM (the "Admission"), and dealings in the new Ordinary Shares are expected to commence on or around 10 January 2018.

Following the issue of the New Ordinary Shares of the Conversion the total number of Ordinary Shares on issue in the Company will be 10,658,517,793. There are no Ordinary Shares held in treasury. Therefore, the total number of voting rights in the Company is 10,658,517,793. This figure may be used by shareholders in the Company as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest under the Disclosure and Transparency Rules.

**Notification of LIND Interest**

With the conversion of convertible notes into Ordinary Shares set out above, LIND will hold 2,519,392,831 Ordinary Shares representing 23.64% of the issued share

capital of the Company.

In addition, the Company has agreed with the Takeover Panel that LIND is acting in concert with the following individuals/entities, who were introduced by LIND at the placement on 27 April 2017 and hold 207,261,111 Ordinary Shares:

1. Mr. John Hancock;
2. Mr Martin Rogers, and
3. Abundance Partners LP .

(together, with LIND, the "Concert Party").

The Concert Party now have a total in interest in 2,726,652,942 Ordinary Shares, representing 25.58% of the issued share capital of the Company.

As set out on 19 October 2016, if LIND Partners was to convert all its convertible interests in the Company, its shareholding will increase from 2,519,392,831 to 4,046,309,731 Ordinary Shares. This shareholding will represent 38.13% of the total issued share capital of the Company and, with the Concert Party its shareholding will increase from 2,726,652,942 Ordinary Shares to 4,253,569,842 Ordinary Shares which will represent 40.06% of the issued share capital of the Company.

#### **Notification of ORIENTAL Interest**

With the conversion of convertible notes into Ordinary Shares set out above, ORIENTAL will hold 2,371,298,341 Ordinary Shares, representing approximately 22.25% of the issued share capital of the Company.

As set out on 19 October 2016, if ORIENTAL was to convert all its convertible interests in the Company, its shareholding will increase from 2,371,298,341 Ordinary Shares to 3,894,547,313 Ordinary Shares. This shareholding will represent 36.54% of the total issued share capital of the Company.

Further background details on the Company can be found at [www.herenciaresources.com](http://www.herenciaresources.com).

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The information contained within this announcement is deemed by the Company to constitute inside information under the Market Abuse Regulation (EU) No. 596/2014.

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