## **Investor Presentation**

Building a leading gold company in the FSU

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  - Kyrgyz Republic Tulkubash & Kyzyltash
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## **Chaarat: Who We Are**

FSU focused gold producer with attractive assets

Strong management team with significant operational, regional and financial experience

3 assets (Production, Construction & Development) across two jurisdictions

One producing mine (65koz AuEq) generating EBITDA of c. US\$20 million per year

One project in early Construction with first gold targeted for Q4 2021, and one asset in Development

Reserves: 1.2 Moz Au Eq Resources: 10.3 Moz Au Eq

Significant organic growth potential

High quality pipeline of accretive bolt-on and transformational consolidation / M&A opportunities



Kapan		Tulkubash
Commodities	Au, Ag, Cu, Zn	Commodities
Stage	Producing	Stage
LOM Avg. Production	65koz AuEq	Target LOM A
Target LOM Avg. EBITDA (\$1,400)	US\$20m <sup>(2)</sup>	Target LOM A
Reserves <sup>(3,4)</sup>	561koz AuEq	Reserves <sup>(2)</sup>
Resources <sup>(3,4)</sup>	3,288koz AuEq	Resources <sup>(2)</sup>

# Tulkubash Commodities Au Stage In construction Target LOM Avg. Production 94 koz Au Target LOM Avg. EBITDA (\$1,400) US\$54m<sup>(1)</sup> Reserves<sup>(2)</sup> 658koz



# KyzyltashCommoditiesAuStageDevelopmentTarget LOM Avg. Productionc. 300kozReserves<sup>(2)</sup>--Resources<sup>(2)</sup>5,377koz

1,657koz



1. Target LOM average as announced in the 4 June 2019 Feasibility Study update, equivalent to 'operating cash flow'

- 2. Target LOM average based on internal company projections
- 3. Resources are shown inclusive of reserves, and include Measured, Indicated and Inferred.

4. AuEq calculated using commodity prices: US\$1,300/oz Au, US\$18.00/oz Ag, US\$3.00/lb Cu, US\$1.10/lb Zn.

#### Key Management Leading operational, commercial, and regional experience



#### Martin Andersson – Executive Chairman of the Board Appointed October 2016

- Company's largest shareholder and since becoming Chairman, has reset the strategy under a new management team
- Co-founded Brunswick Brokerage a Moscow based investment bank that was later sold to UBS
- Initially holding the position of chief executive officer and, from 1999, chairman of the joint venture, Brunswick UBS Warburg
- Served on the board of Siberian Coal Energy Company, one of the largest thermal coal producers in Russia

Artem Volynets - CEO Appointed March 2018

- · · ·
  - Senior mining industry executive with over 20 years of experience, having managed and closed transactions worth in excess of US\$30bn
  - Formerly CEO of En+ Group (over \$25bn in assets and over 100,000 employees), Deputy CEO and Director for Corporate Strategy at UC RUSAL, and SVP Strategy at SUAL International - Worked on the final phase of the consolidation of the Russian aluminium industry that created UC Rusal, and led its \$2bn+ IPO in the first Russian listing in Hong Kong
  - Served as Chairman of the International Aluminium Institute, as independent director at PJSC MMC Norilsk Nickel, and was a management consultant and corporate finance advisor with Monitor Group in London
  - Studied at Moscow State University, The American University in Washington DC, Georgetown University and INSEAD



- Over 20 years experience in investment banking, metals trading and private equity
- Former CFO of Nyrstar NV, where he played a major role in developing and implementing the Company's transformation strategy in addition to strengthening the balance sheet
- Previous investment banking experience in the mining sector at Trafigura, BAML and BMO



Appointed: June 2019

- Over 30 years' experience in the mining industry, spanning operations, projects, restricting and change management
- Former Head of Mining at Fusion Capital, a Swiss based investment firm
- Previously held senior roles at Nyrstar (VP, Zinc smelting) & Talvivaara Mining Company (COO)

Dorian (Dusty) Nicol Senior Vice President, Exploration

Appointed: March 2018

- Over 44 years of experience at every stage of mining projects
- Exploration focused geologist, having managed successful exploration programmes across the globe
- Previously held exploration management and executive roles with several companies, including Esso Minerals, Renisson GoldFields and Queenstake Resources

Davron Vakhabov General Director (Kyrgyz Republic)

Appointed: May 2017

- 20 years of experience in both greenfield and brownfield project development
- Formerly a senior project team member during construction of Amulsar Gold Mine in Armenia
- Previous experience in original mine construction at the Çöpler mine and subsequent plant and heap leach expansion projects



Appointed: November 2018

- 20 years of operations management and engineering experience, including leadership roles and oversight of open pit, underground mining and ore processing operations
- Previous experience with Freeport McMoRan, Zangezur CMC and Dundee Precious Metals (Kapan)

## The Board of Directors **Highly Experienced & Majority Independent Board**



Martin Andersson – Executive Chairman of the Board Appointed October 2016



Artem Volynets - CEO Appointed March 2018



Appointed: November 2017

- Over 41 years of experience in the global mining industry with experience in arowina companies from exploration to production
- 8 years as a member of AngloGold Ashanti's senior management team, responsible for their global exploration programme
- Previously the chairman of Lydian International, that is constructing a mine at the Amulsar open pit, heap leach gold project in Armenia



- Non-Executive Director Appointed: September 2018
- 27 years of experience in the global natural resource industry primarily focused on frontier and emerging markets
- Currently serves as an independent Non-executive director and member of the audit and corporate governance and remuneration committees of PJSC MMC Norilsk Nickel
- Former chairman of Global Mining at Renaissance Capital. previously with HSBC and RBC

- Warren Gilman Independent Non-Executive Director
  - Appointed: March 2018
  - Over 30 years of experience in mining investment banking
  - · Chair and CEO of CEF Holdings (mining investment JV between Cheung Kong Holdings and CIBC) for over 10 years
  - Chairman, Founder and CEO of Queen's Road Capital Ltd, previously chairman Cofounder of CIBC's Global Mining Group in 1988



- Robert Benbow Independent Non-Executive Director
- Appointed: June 2018
- Over 40 years of experience developing green field projects
- Responsible for development of Alacer's Cöpler heap leach project in Turkey
- Previously COO of Chaarat (Jul-2017 until Apr-2019)
- Responsible for oversight of the Company's operations and project development

Hussein Barma Independent Non-Executive Director

**CHAARAT** 

- Appointed: December 2018
- An experienced senior executive having spent 15 years at Antofagasta as CFO
- Extensive knowledge and experience of the global mining industry, regulations, strategy, finance, audit, accounting and IR
- Currently an independent Non-Executive director and audit chair of Atalaya Mining plc and is a principal at Barma Advisorv

## The Strategy for Stakeholder Value Creation



#### GROW

#### Organic Growth Target up to 500koz AuEg

- Kapan operational improvements
- Bring Tulkubash into production
- Advance Kyzyltash to construction
- Exploration

#### **Disciplined M&A**

#### Target additional 500koz+ AuEq

#### **Develop 3 Operating Clusters**

- Geographically focused on the Central Asia, Armenia, and Eastern Russia
  - Attractive geology
  - Underexplored
  - Fragmented sector
  - High margin production (depreciated currencies)



#### OPTIMISE

- Leverage Chaarat's international skillset and local knowledge
- Operational excellence
- Extract upside from prospective geology
- ESG Best Practice
- Regional Synergies
- M&A Criteria:
  - Asset Quality (potential to develop world-class cluster)
  - Production / near-Production
  - Prospective Geology
  - Potential for Operational Improvement



#### VALUE

- Improved margins
- FCF generation
- Reduce cost of capital
- Responsible Mining, with ESG best practices embedded at all assets.
- Attractive Deal Terms
- Potential for re-rating within
   Chaarat Portfolio

## **Environmental, Sustainability and Governance** Committed to the Highest International ESG Standards

- Chaarat Zaav ("CZ")<sup>(1)</sup> complies with all local environmental regulations
  - Tulkubash Project is based on international industry-standard practice and supported by Kyrgyz and international standard ESIAs
  - The Tulkubash Project design follows International Cyanide Management Code guidelines
- Kapan: focus on continuing to improve environmental standards:
  - Improvements to Tailings Management Facility design and water treatment system are being implemented
  - Kapan has engaged SRK to conduct an IFC-compliant environmental audit
  - Kapan maximising water recycling and upgrading tailings line
- CZ workforce comprises of more than 90% Kyrgyz nationals
- CZ contributes over \$210,000 annually in social aid to Chatkal
- CZ supports the local economy by creating indirect job opportunities
- Kapan workforce comprises > 98% Armenian nationals
- Strong, long-established relationship with community at Kapan
- In 2019, Kapan plans to fund the reconstruction of kindergartens in the community
- ESG role established for corporate reporting
- Senior and Operations management rigorously enforce FCP policies
- Chaarat encourages its employees to use its whistle-blower policies
- Majority of independent board members
- EALTH & SAFETY

**ENVIRONMENTAL** 

SOCIAL

GOVERNANCE

- Hazard recognition emphasised in CZ safety training
- International Health & Safety best practices used throughout operations and construction sites
- New Safety Manager driving change to a behavioural-based safety culture at Kapan
- Kapan safety reporting being integrated and aligned with Charaat Standards





#### Kapan Mine – Armenia Producing Asset with Upside Potential

#### *EHAARAT*

1. 2019 production guidance 2. Unaudited Feb-Jun 2019 average excl. other costs 3. Target LOM average based on internal company projections at \$1,400/oz Au 4. Management target

16321

EBITDA US\$ 20m<sup>(3)</sup>

MINE TYPE

PRODUCTION 65 koz AuEq<sup>(1)</sup>

CASH COSTS US\$ 887 /oz<sup>(2)</sup>

РИФМ-6.3

■PHΦM-6.3

Underground PROCESSING Flotation

RESERVES 558 koz AuEq @ 4.3g/t

RESOURCES 3,288 koz AuEq @ 5.8 g/t

TARGET MINE LIFE +10 years<sup>(4)</sup>

9

#### The Kapan Mine Acquired from Polymetal in Jan 2019 for \$50m<sup>(1)</sup>

#### Improving Operational Performance<sup>(2,3)</sup> Kapan Acquisition Aligned with Chaarat's M&A Strategy H1 2019 H1 2018 Attractive Valuation (Implied 2.5x EV/LOM EBITDA) **Ore Mined** 276kt +8% **Operational Improvement Upside Potential Contained Metal** 27 koz AuEg VS. +8% **Geological Upside Potential** \$887/oz Footprint established in a highly prospective region -3% Cash Costs AuEq **Progress to Date** 5 Stabilised grade and **Delivered an updated Mineral** Strengthened the Implemented Mining production recovery issues, flat over Resource Estimate, improvements to the operational targets exceeded by 8% comparative periods in 2018 significantly improving cost base management team and 2019 geological certainty

#### **Optimisation initiatives continue to improve Kapan performance**

- 1. Revised down from \$55m based on post-acquisition adjustments being made
- 2. "H1" is for the period February to end-June to reflect the period in which Chaarat were operating Kapan. H1 2018 reflects the same period (Feb to end-June)
- 3. Values are based on unaudited Company records. Cash costs are excluding other costs.

CHAARAT

## **Operating in Armenia** Mining Friendly Jurisdiction

#### **CHAARAT**



- Armenian mining industry has a long history, and is an important contributor to GDP
- Mining contributes c. 25% of exports, and employs
   c. 10% of people in the industrial sector
- Mining and environmental laws & compliance well established
- Geologically highly prospective

Capital city	Yerevan
Political system	Parliamentary Republic
Population	3.0 million
Economy	
GDP (ppp)	\$28.4 billion (services 55%, industry 28%, agriculture 17%)
GDP per capita	\$9,500
Major exports	Copper, pig iron, nonferrous metals, gold, minerals, foodstuffs
Currency	Armenian dram (AMD)
Literacy	99.7%

Sources: SNL, CIA World Factbook

## **Tulkubash – Kyrgyz Republic** Construction Pathway to First Gold in Q4 2021

#### **CHAARAT**

MINE TYPE Open pit

PROCESSING Heap Leach

STAGE Early Construction

ORE TYPE
Oxide

140 A. A.

CASH COSTS US\$ 678 /oz<sup>(1)</sup>

PRODUCTION 94 koz Au pa<sup>(1)</sup>

Mark Carlo and and a

and the second

FEASIBLITY STUDY RESERVES 658 koz Au @ 0.9 g/t

FEASIBLITY STUDY RESOURCES 1,657 koz Au @ 1.2 g/t

1. Target LOM averages as announced in the 4 June 2019 Feasibility Study update (<u>here</u>)

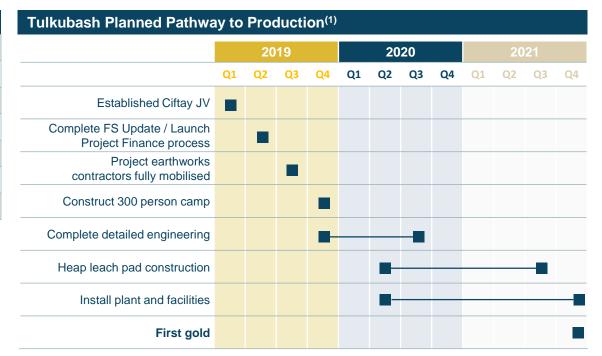
**RA** 

## **Feasibility Study Update – June 2019** Delivers the Pathway to Production

#### **CHAARAT**

Feasibility Study Results <sup>(1)</sup>	Values
Net Revenue (\$m)	541
Operating Costs (\$m)	(299)
Operating Profit (\$m)	241
Initial Capital (incl. 10% cont.) (\$m)	(110)
Net Cash Flow (\$m)	114
Post-tax NPV <sub>5%</sub> (\$1,300 Au price) (\$m)	70
Post-tax IRR (%)	20

- Gold production is anticipated to average 94koz per annum, with a LOM average AISC of \$819/oz, including all taxes
- Target LOM average operating cash flow of \$48m per annum at \$1,300 Au price. At \$1,400 Au price:
  - Operating cash flow \$54m<sup>(2)</sup> p.a.
  - NPV<sub>5%</sub> of \$93m<sup>(2)</sup>
- Indicative term sheet received for Project Financing



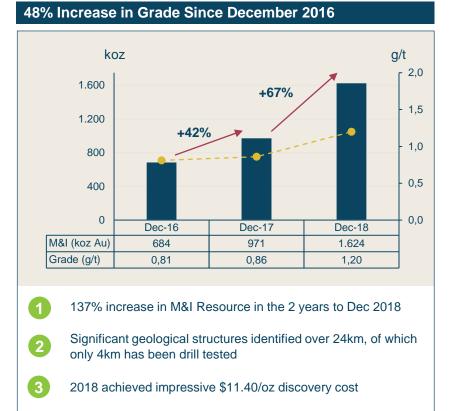
#### Project capital anticipated to be solely funded through Ciftay investment and debt Project Financing

1. As announced in the 4 June 2019 Feasibility Study update

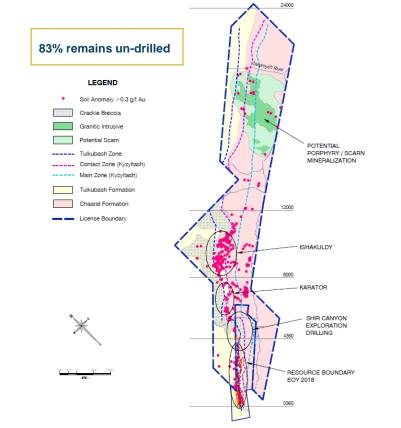
2. Target LOM average based on the 4 June 2019 updated Feasibility Study, equivalent to 'operating cash flow', calculated for \$1,400 Au price

**Chaarat Gold Holdings Limited** 

## Significant Potential for Mine Life Extension Continued Resource Growth & Grade Improvement



Over 37,000m drilled in 2017 and 2018, with up to 20,000m to be drilled in 2019



**Tulkubash District Potential** 

Mine life extension driven through both resources to reserves conversion, and discovery of additional resources

4

**CHAARAT** 

## **Kyzyltash – Kyrgyz Republic** A Substantial Gold Resource

#### **CHAARAT**

MINE TYPE Underground

STAGE Development

ORE TYPE
Sulphide

Sr 15

TARGET PRODUCTION c. 300 koz pa

RESOURCES 5,377koz Au

GRADE 3.8 g/t

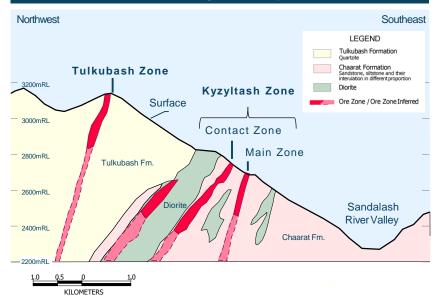
## Kyzyltash Unlocking Value Through Staged Development

- Substantial resource base of over 5.3 Moz Au
- Located on the same property as Tulkubash, providing opportunity for synergies in development
- 80,000m drilling conducted to date
- In 2016, a Feasibility Study was completed by Nerin on the combined property, and which demonstrated the economic potential
  - NPV<sub>8%</sub> \$309m at \$1,250/oz Au price
- In 2018, further technical review confirms the potential of the project
- Metallurgy and engineering processes will be advanced to unlock the value of Kyzyltash

Resource Statement (cut off grade 0.2 g/t)			
Classification	Tonnes (kt)	Grade (g/t Au)	Gold (Moz Au)
Measured	6,722	3.26	0.7
Indicated	32,794	3.79	3.9
Total Measured & Indicated	39,516	3.70	4.5
Inferred	6,611	4.05	0.8

1. Projected Schematic Oblique Section 4000mN

#### Schematic Section Showing Proximity of Ore Zones<sup>(1)</sup>



#### **Pathway to Production**

- Drilling to obtain fresh metallurgical samples
- Systematic metallurgical testing to identify optimum processing flow sheet
- Continue dialogues regarding strategic partnerships
- Pilot scale test work once optimum process is identified
- Feasibility Study
- Commence Detailed Engineering
- Construction: 30-36 months depending on final process

## **Operating in the Kyrgyz Republic** An Established Mining Jurisdiction

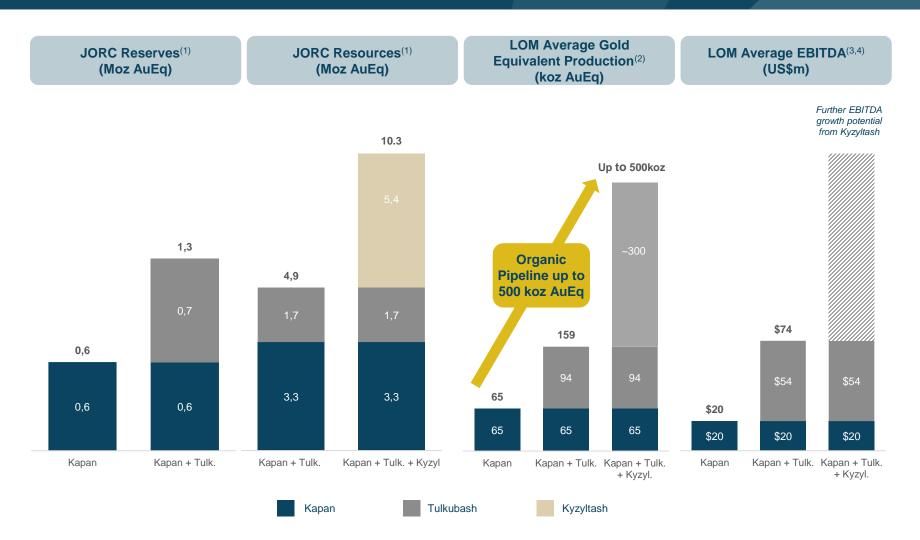




- Mining is a key contributor to the economy of the Kyrgyz Republic
- The country is geologically highly prospective, hosting the Tien Shan Gold Belt – an established large-scale gold producing geological system
- China's Belt and Road Initiative expected to further upgrade infrastructure in the region bringing significant advantages for long-term development

Capital city	Bishkek
Political system	Parliamentary Republic
Population	6.3 million
Economy	
GDP (ppp)	\$23.2 billion (services 54%, industry 31%, agriculture 15%)
GDP per capita	\$3,700
Major exports	Gold, cotton, wool, garments, meat, machinery, minerals
Currency	Kyrgyz som (KGS)
Literacy	99.5%

## Key Proforma Metrics Establishing a Leading Gold Company in the FSU



1. Resources are shown inclusive of reserves

2. AuEq calculated using commodity prices: US\$1,300/oz Au, US\$18.00/oz Ag, US\$3.00/lb Cu, US\$1.10/lb Zn.

3. Tulkubash - Target LOM average based on the 4 June 2019 updated Feasibility Study, equivalent to 'operating cash flow', calculated for \$1,400 Au price

4. Kapan - Target LOM average based on internal company projections at \$1,400 Au

**CHAARAT** 

## M&A Strategic Context FSU Gold Sector is Ripe for Consolidation

#### **CHAARAT**





Sources: United States Geological Survey, SNL

## Highly Supportive Shareholder Base Chaarat have a Proven Ability to Attract Funding

Secured US\$110m of investment over 12 months to acquire Kapan and develop portfolio of assets



Protecting shareholders from dilution by using innovative financing (term loan, convertible loan notes, revolving loan facilities) while maintaining a healthy balance sheet with ample liquidity



Management / Board fully aligned with Shareholders,

- 3-year incentive programme in shares / options, including lock-ups, and no cash bonuses
- Full support from major shareholder (Labro) and a variety of sophisticated stakeholders
  - Labro have extended Chaarat a \$15m working capital facility

Capital Structure (as of 23 <sup>rd</sup> October 2019)		
Market cap (£m)	£168	
Market cap (US\$m)	216	
Shares outstanding (m)	441	
Loans and borrowings	53	
Convertible loan notes	20	
Labro Facility	5.5	
Total debt (US\$m)	78	

Sources: Chaarat Website, Capital IQ as at 23 October 2019, GBPUSD: 1.29, Bloomberg Table values may not align due to rounding effects \*Note: Labro Investments Ltd. – controlled by Martin Andersson (Chairman)



**Major Shareholders** 

**CHAARA** 

#### **Chaarat Gold Holdings Limited**

## **Chaarat Re-Rating Potential**

#### **Reasons why Chaarat Could Re-Rate**

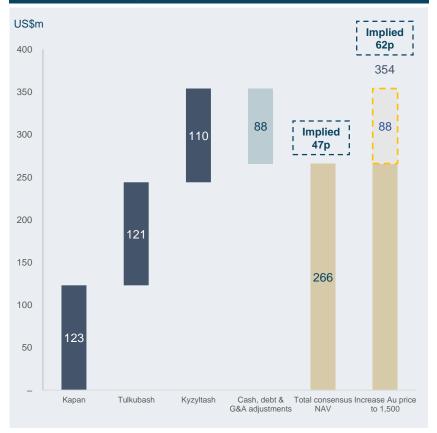
- Kapan mine life extension and free cash flow growth
- Tulkubash reserve and resource base growing, with construction plan on track
- Tulkubash project capital costs anticipated to be funded through Ciftay investment and Project Financing, with indicative term sheet received
- Significant Kyzyltash resource supports long-term growth through staged development

#### Actively advancing pipeline of M&A targets

## Brokers Estimate the Fair Value of the Stock at an Average 24% Premium to a GBp 38 Trading Price

Date	Broker	Rating	Target price (GBp)	Premium to 38p price (%)
22-Oct-19	Numis	Buy	50	32%
6-Jun-19	(Pareto	Buy	55	45%
1-Aug-19	SPANGEL	Buy	42	11%
22-Oct-19	HANNAM&PARTNERS	Buy	41	8%
	Average		47	24%

#### **Brokers NAV\* Implies Undervaluation**

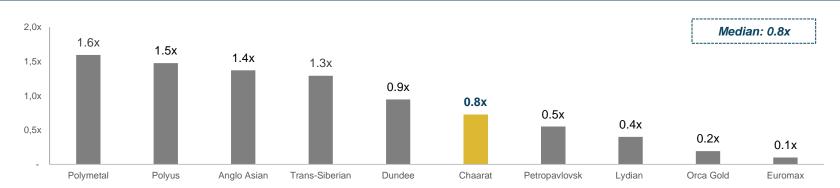


#### Significant potential share price upside implied by broker consensus NAV estimates

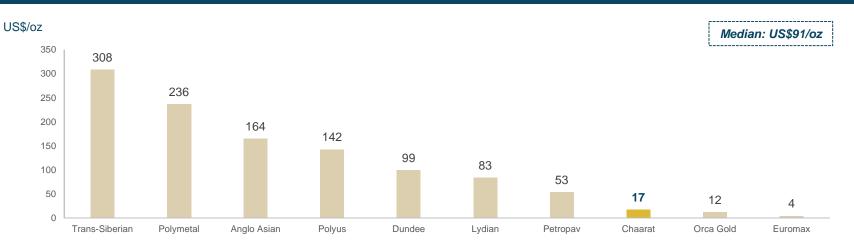
Sources: Broker reports, Capital IQ as of 23 October 2019, GBP:USD: 1.29 \*Broker NAV is calculated using H&P model with Au price \$1,330/oz

## **Chaarat Undervalued Relative to Peer Group**

#### Brokers P/NAV vs. Peer Group



#### EV / Resources vs. Peer Group



Source: Bloomberg as of 27 August 2019, Company information

Chaarat Gold Holdings Limited

## Why Invest in Chaarat?

- Chaarat managed by a high-quality operating team supported by a fully overhauled world class independent board
- Impressive existing asset base with substantial organic growth opportunities
- Positioned to capitalise on fragmented asset base in FSU region through accretive M&A
- Supported by notable shareholder base and alignment of interest with management
- Proven track record of accretive capital raising with continued access to financing markets
- Undervalued relative to peers with significant share price potential

## **Risk Factors**

An investment in the Ordinary Shares involves a high degree of risk, should be considered speculative because of the nature of the Group's business and should only be made by those with the necessary expertise to appraise the investment.

Prospective investors should carefully consider the risks described below (which are considered by the Directors to be the risks specific to the Group and its industry and which are material to taking an investment decision in the Ordinary Shares and does not purport to be an exhaustive summary of the risks affecting the Group) and their own personal investment objectives and financial circumstances before deciding whether to invest in the Ordinary Shares. If in doubt as to whether to invest in the Ordinary Shares, investors should consult with an independent financial adviser who specialises in advising on the acquisition of shares and other securities.

#### A copy of the Company's Admission Document may be accessed from this link.

#### https://www.chaarat.com/wp-content/uploads/2018/12/Re-Admission-Document.pdf

For the purposes of this Presentation, risk factors in Part III of the Admission Document are deemed fully incorporated herein but are only intended to give potential investors in the Company an indication of the types of operational and general risk factors that investors should consider. It is the responsibility of all potential investors to satisfy themselves as regards any particular risks by consulting their own professional advisers.

The risks set out in Part III of the Admission Document have the potential to materially and adversely affect the Group's business, financial condition and results of operations and/or the Company's share price. In such case, an investor may lose all or part of his or her investment. Additional risks and uncertainties not currently known to the Directors, or which the Directors currently believe to be immaterial, may also have an adverse effect on the Group. An investment in the Company is only suitable for financially sophisticated investors who are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses which may arise therefrom (which may be equal to the whole amount invested).

There can be no certainty that the Company will be able to implement successfully the strategy set out in this document. Neither the Company nor the Directors provide any assurances or guarantees of future profitability, distributions, payment of dividends, return of capital or the performance of the Company or its Ordinary Shares and there can be no assurance that the Company will achieve its objectives.