ASX ANNOUNCEMENT

26 November 2013

DEED OF COMPANY ARRANGEMENT APPROVED BY CREDITORS OF NOBLE MINERAL RESOURCES

Resolute Mining Limited (ASX: RSG, "Resolute" or the "Company") is pleased to announce that the Company's proposed Deed of Company Arrangement ("DOCA") regarding Noble Mineral Resources Limited (ASX: NMG, "Noble") was approved today at a meeting of Noble creditors.

Approval of the DOCA is a positive step in Resolute working with Ferrier Hodgson, Voluntary Administrator of Noble and its subsidiary companies, to provide a greater return to Noble's creditors than would be available in a liquidation scenario.

Implementation of the DOCA will see an entity in the Resolute group become the 100% owner and operator of the Bibiani gold project in Ghana, following satisfaction of certain conditions. Resolute will also provide interim funding to maintain the Bibiani project as a mechanism to support the existing Schemes of Arrangement (announced by Noble on 11 September 2013) with respect to Noble's Ghanaian subsidiaries.

Implementation of the DOCA is still subject to a number of conditions precedents including:

- Formal execution of the DOCA on terms acceptable to the Deed Administrator which is expected to occur shortly, following the Noble creditors meeting today.
- If required, consent of the relevant Ghanaian minister to the transfer of the Bibiani mining licence to Resolute.
- Approval of the existing Schemes of Arrangement by creditors and the High Court of Ghana.
- Resolute entering into the interim funding arrangement with the Deed Administrator on terms acceptable to both parties.

The above conditions precedent to the DOCA are to be satisfied or waived by 31 March 2014 or such later date as agreed by the Deed Administrator and Resolute. Whilst Resolute is optimistic that these will progress as intended, there are still a number of steps to be worked through to enable finalisation.

Resolute Chief Executive Officer Peter Sullivan said, "Resolute is pleased that the DOCA has been approved, now allowing for an enhanced return to creditors than otherwise would be available and also providing a way forward for the Bibiani project."

"Given the circumstances, we believe this is a favourable outcome for creditors and we remain positive on the development opportunity at Bibiani. On completion of the DOCA and government approvals we intend to move quickly to conduct a feasibility study on restarting production from an underground operation."

PETER SULLIVAN
Chief Executive Officer

About Resolute:

Resolute is an unhedged gold miner with three operating mines in Africa and Australia. The Company is one of the largest gold producers by volume listed on the ASX. Resolute's flagship Syama project in Mali is on track for an increase in production to 270,000oz of gold a year following an approved expansion to be undertaken through FY2016. At its Ravenswood mine in Queensland Resolute is investigating a number of opportunities to add value by increasing gold production and lowering operating costs. The Company controls an extensive footprint along the highly prospective Syama Shear and Greenstone Belts in Mali and Cote d'Ivoire. Resolute has also identified a number of highly promising exploration targets at its Ravenswood operations and holds a number of exploration projects in Tanzania surrounding its Golden Pride mine.