



28 July 2015

Amur Minerals Corporation
(AIM: AMC)
Directors' Dealings, Issue of Equity and Grant of Options

Amur Minerals Corporation ("Amur" or the "Company"), an exploration and development company focused on Far East Russia, announces that on 27 July 2015 its Board of Directors issued 2,359,200 ordinary shares of no par value in the Company ("Ordinary Shares") and 12,607,000 share options over Ordinary Shares to certain directors, key executives and employees ("Share Options").

The grant of Share Options is intended to incentivise and retain executives and key Russian staff as well as replace share options that have expired during the last two years. The Share Options are allocated as follows:

| Name | Options awarded at 24.58p per Ordinary Share | Existing share options | Total share options |
|---------------------------------|--|------------------------------|------------------------|
| Robin Young | 3,301,000 | 11,400,000 | 14,701,000 |
| Bob Schafer | 748,000 | 4,350,000 | 5,098,000 |
| Brian Savage | 635,000 | 3,550,000 | 4,185,000 |
| Senior Management and Employees | 7,923,000 | 7,965,500 | 15,888,500 |
| Total | 12,607,000 | 27,265,500 | 39,872,500 |

The Share Options, which vest over a period of one year, were granted at a strike price of 24.58 pence, representing a 31% premium to the closing mid-market price on 24 July 2015 of 17 pence. One third of the options granted vest immediately with two additional vesting periods occurring at six month intervals following grant. Hence, full vesting of the newly issued options will occur one year from 27 July 2015. The Share Options will expire on 27 July 2020 and can be exercised no sooner than two years from the date of vesting. Following this grant, the total number of share options now outstanding is over 39,872,500 Ordinary Shares, which represents 9.2% of the current issued ordinary share capital of the Company, and the average exercise price of all outstanding share options is 14.73 pence.

As detailed above, the Company notes that certain of the Share Options have been issued to Non-Executive Directors ("NED's"). The Company NED's have been an integral part of the evaluation of the Company engineering works and have declined payment of fees for services

beyond that typically required of NED Board members and for which they have the right to charge additional fees when such circumstances occur. By undertaking such action, the Company continues to preserve funds for direct use on the advancement of the Kun-Manie project.

In addition, on 27 July 2015 the Board of Directors approved a bonus of two months' salary (being £33,756) for Mr Young for achieving the grant of the mining licence. Mr. Young requested that the bonus be satisfied by the issue of Ordinary Shares at the closing mid-market price of 17 pence on 24 July 2015. Accordingly, 198,567 Ordinary Shares were issued to Mr. Young on 27 July 2015. In addition, 2,160,633 Ordinary Shares were issued to an employee and service provider at 17 pence per share in lieu of remuneration and consideration due to them.

The new Ordinary Shares will rank *pari passu* in all respects with the existing Ordinary Shares including the right to receive any dividend or other distribution thereafter declared, made or paid. Application has been made to the London Stock Exchange for the new Ordinary Shares to be admitted to trading on AIM ('Admission'). It is expected that Admission will become effective and that dealings in the new Ordinary Shares will commence on 3 August 2015.

Following Admission, the Company's total issued share capital will consist of 436,546,489 ordinary shares of no par value.

The revised shareholding of Robin Young in the ordinary share capital of the Company, prior to and following Admission, is as follows:

| Number of Ordinary Shares held prior to Admission | Issue of new Ordinary Shares | Number of Ordinary Shares held following Admission | Percentage of issued share capital held following Admission |
|---|------------------------------|--|---|
| 2,107,501 | 198,567 | 2,306,068 | 0.53 |

Enquiries:

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