

(TheNewswire)

Vancouver, BC, Canada / TheNewswire / May 24, 2017 - [Simba Essel Energy Inc.](#) (the "Company" or "Simba") (TSX Venture: SMB) (Frankfurt: GDA) (CQX: SMBZF) announces that it has entered into a shares for debt agreement (the "Agreement") with Essel Group Middle East DMCC ("EGME"). Pursuant the Agreement, the Company has agreed to issue an aggregate of 10,569,214 common shares (the "Debt Shares") at a deemed price \$0.07 per Debt Share to settle indebtedness to EGME for advances or direct payments made by EGME to the Company's creditors in the amount of \$739,845. Gagan Goel, Chairman and a director of Simba, controls EGME where he serves as the Managing Director and Punkaj Gupta, the Chief Executive Officer and a director of Simba, is the Chief Executive Officer of EGME. The issuance of the Debt Shares will not result in the creation of any new control persons and is subject to regulatory approval.

As EGME is a related party of the Company the issuance of the Debt Shares constitutes a "related party transaction" under Multilateral Instrument MI 61-101 - Protection of Minority Security Holders in Special Transaction ("MI 61-101"). The Company will rely upon exemptions from the valuation and minority shareholder approval requirements of Multilateral Instrument 61-101 contained in sections 5.5(b) and 5.7(1)(a), respectively, with respect to the issuance of the Debt Shares to EGME.

The Debt Shares will be subject to a four month hold period.

About Essel Group Middle East (EGME)

EGME is a diversified conglomerate operating primarily in the Europe, Middle East, Africa and Asia Pacific region. EGME is part of Essel Group, the Indian multinational conglomerate operating in a broad spectrum of industries including media, packaging, infrastructure and technology. Building on Essel Group's 90 year history of developing and promoting businesses, EGME is leading the Group's regional expansion and currently operates subsidiary businesses in the natural resources, energy, industrial supply and logistics, education and financial services sectors. For further information, please visit www.esselgroupme.com

About Simba Essel Energy

Simba provides investors with well positioned exposure to oil and gas exploration in key areas of Africa with active onshore PSC in Kenya, final negotiations for a new PSC in Guinea, a new Hydrocarbon Reconnaissance Permit in Liberia and PSCs under negotiations in Chad and Ghana. Simba's mission is to focus on onshore oil and gas potential in areas that are under-developed or not previously exploited.

For further information, please visit: www.simbaenergy.ca

ON BEHALF OF THE BOARD

"Robert Dinning"

President & Director

For further information, contact: Mark Sommer at +1-604-629-9647 or

Toll Free: 1-855-777-4622, or info@simbaenergy.ca

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