Appian Announces Support for Harte Gold's Accelerated Plan to Bolster Management

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JERSEY, Channel Islands, Aug. 29, 2019 /CNW/ - Appian Natural Resources Fund, L.P., Appian Natural Resources (L.P. and Appian Natural Resources Fund (NV), L.P. (together, "Appian"), through their wholly-owned subsidiary ANR Ir B.V., yesterday entered into an agreement (the "Agreement") with Harte ("Harte" or the "Company") which various changes to management and the board of directors of Harte (the "Board"), with the aim of enhancing the management and Board renewal process being undertaken by the Company.

As per the terms of the Agreement, the Nominating, Compensation and Governance Committee (the "Governance Comhas been reconstituted by the Board and will make recommendations on the selection of management and Board cand will best serve the Company to achieve operational success and grow the Company's profile in the capital markets. The Governance Committee will be chaired by Michael W. Scherb, an Appian appointee to the Board.

The President and Chief Executive Officer of Harte, Stephen G. Roman has agreed to step down and will serve in an Ir Chief Executive Officer capacity, pending the appointment of a permanent President and Chief Executive Officer no lat October 28, 2019. Mr. Roman will continue to serve the Company as non-executive Chairman of the Board.

Under the terms of the Agreement, the parties have agreed to transition the Board as follows:

- Existing directors Stephen G. Roman (Chairman), Richard H. Sutcliffe, Michael W. Scherb and Geoffrey Cohen w to serve on the Board.
- Two new independent directors will be appointed, one of whom will be qualified to assume the position of Chair o Committee and be a member of the Governance Committee.
- The new Chief Executive Officer will be appointed to the Board;
- Fergus Kerr and Richard Faucher have agreed to resign in due course to allow for Board renewal.

Additionally, Appian and Mr. Roman have agreed to broad standstill provisions that will remain in place, subject to certa conditions, until December 31, 2020.

Under the terms of the agreement with Appian and pursuant to Appian's participation rights in respect of certain prior of issuances, the Company has agreed to issue to Appian 3,950,000 warrants to purchase common shares of the Company exercise price of \$0.35 per common share, expiring on August 28, 2022 (the "New Warrants"). The issuance of the New remains subject to TSX approval.

Prior to the completion of the transactions described above, Appian owned and had control and direction over (i) 165,49 common shares of Harte representing approximately 25.3% of the outstanding common shares of Harte, (ii) warrants ex May 11, 2023 to acquire 4,000,000 common shares of Harte at a price of Cdn\$0.51 per common share, (iii) warrants ex May 11, 2023 to acquire 2,000,000 common shares of Harte at a price of Cdn\$0.50 per common share and (iv) warrants on June 11, 2024 to acquire 5,000,000 common shares of Harte at a price of Cdn\$0.27 per common share.

Following the issuance of the New Warrants, assuming the exercise of all of its warrants, Appian would own an aggreg 180,447,991 common shares of Harte (representing a further increase of approximately 1.7% to 27.0% of the outstand common shares of Harte).

Appian acquired the New Warrants for investment purposes. Appian has a long-term view of its investment in Harte. Do not the development of Harte's business, financial condition, the market for Harte's securities, general economic condition other factors, and subject to the agreed standstill, Appian may acquire additional securities of Harte, or sell all or some securities it holds, in the open market, by private agreement or otherwise.

About Appian Natural Resources Fund

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Appian Natural Resources Fund is a metals and mining private equity fund providing long-term capital to both private a mining companies. The advisor to Appian Natural Resources Fund, Appian Capital Advisory LLP, is a leading investment in the metals and mining industry, with worldwide experience across South America, North America and Africa and a transfer of successfully supporting companies achieve their development targets.

CONTACT

The head office of Harte is located at 8 King Street East, Suite 1700, Toronto, Ontario, Canada M5C 1B5. The common Harte are listed on the Toronto Stock Exchange.

An early warning report will be filed by Appian in accordance with applicable securities laws and will be available under profile on the SEDAR website at www.sedar.com.

The head office of Appian is located at 47 Esplanade, St Helier, Jersey, Channel Islands JE1 0BD.

SOURCE Appian Natural Resources Fund L.P.

Contact

For more information, including to obtain a copy of the early warning report to which this press release relates, please contact Michael W. Scherb at the Advisor: Appian Capital Advisory LLP, 23 King Street, 1st Floor, London, SW1Y 6QY, United Kingdom, +44 (0) 207 004 095

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