

20 May 2016

## **TomCo Energy plc (“TomCo” or the “Company”)**

### **Issue of Convertible Loan Notes**

TomCo Energy plc (AIM: TOM), the oil mining company (the “Company”) is pleased to announce that further to its announcement on 19 May 2016, it has now entered into an agreement with Chris Brown, CEO of the Company, to provide £150,000 by way of a loan convertible into ordinary shares in the Company (“Convertible Loan”). In addition, the Company has agreed to issue Chris warrants, the terms of which are set out below (together the “Transaction”).

The funds will be used to provide working capital to the Company and to pay for initial feasibility work in connection with the palm oil milling project currently under review.

As Chris Brown is CEO of the Company, the Company’s Directors independent of the Transaction consider, having consulted with the Company’s Nominated Adviser, S.P. Angel Corporate Finance LLP, that the terms of the Transaction are fair and reasonable insofar as the Company’s shareholders are concerned.

### **Convertible Loan Note**

The Company has agreed to pay interest on the Convertible Loan at the rate of 5% per annum (such interest to be payable at the end of the Convertible Loan or settled through conversion) and are convertible into ordinary shares of the Company either automatically if an equity placing takes place within six months of the issue of the Convertible Loan, or at the election of the holder if no placing occurs. They may be converted at either the placing price in the event that an equity placing occurs, or at the average share price from the 20 trading days immediately prior to the conversion date in the absence of an equity placing. If not previously converted, the Convertible Loan and accumulated interest will become repayable on the 5<sup>th</sup> anniversary of the agreement.

### **Issue of Warrants**

Upon conversion, the Company will issue Chris Brown with 1 warrant for every 2 shares into which the loan and/or the interest are converted giving the right to acquire new shares at a price of 0.17p (representing a 21.4% premium to the closing mid-price as at 18 May 2016) for a period of two years.

### **Enquiries:**

For further information, please visit [www.tomcoenergy.uk.com](http://www.tomcoenergy.uk.com) or contact:

### **TomCo Energy plc**

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