ASX ANNOUNCEMENT

22 FEBRUARY 2017

BOARD CHANGES

The Board of Botswana Metals Limited (ASX: BML) is pleased to announce the following changes to the composition of the Board.

Appointment of Mr Steven Groves

Mr Groves has been appointed as a non-executive Director of the Company.

Mr Groves has a Bachelor of Applied Geology (Honours) and completed a Master's of Economic Geology at the University of Tasmania. He is also a member of the Australian Institute of Geoscientists.

He has had over 20 years of geological experience in the mining industry including exploration and management roles with BHP Billiton (ASX: BHP), Newcrest Mining Limited (ASX: NCM), A-Cap Resources Limited (ASX: ACB) and Botswana Metals Limited.

Steve was based in Botswana for six years where he led several geological teams in his roles as Exploration Manager intermittently with A-Cap Resources Limited and BML.

The Board is delighted to have appointed Steve to the Board as he brings a wealth of experience and local knowledge of Botswana.

An Appendix 3X form in respect of Mr Groves is attached.

Resignation of Mr Massimo Cellante

Mr Cellante has resigned as a non-executive Director of the Company due to other commitments. The Board records its sincere appreciation to Mr Cellante for his service since 2009 and acknowledges his extremely valuable contribution to the Company. The Board wishes him well with his future endeavours.

An Appendix 3Z form in respect of Mr Cellante is attached.

Patrick Volpe

Chairman

BOTSWANA Metals Limited

ASX:BML

ABN:
96 122 995 073

Issued Capital:
1,158,365,814 ordinary shares

Market Cap (22 February 2017):
$2.3M

Directors:
Mr Patrick Volpe (Chairman)
Mr Matt Hudson (Non-Executive Director)
Mr Steve Groves (Non-Executive Director)

Registered Office:
Suite 506, Level 5
1 Princess Street, Kew
Victoria, Australia, 3101

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About Botswana Metals Limited:
BML is exploring for **nickel**, **copper**, **cobalt**, **tantalum** and **lithium** within its **1,500 square kilometre exploration portfolio**. These "new world" metals are becoming increasingly important as the world switches to cleaner sources of energy.

The company announced a maiden **JORC Inferred Resource of 2.38Mt at 0.72% Ni, 0.21% Cu, and 0.73g/t PGE + Au** on 28th April 2015 from drilling within a small 185 square kilometre section of its exploration portfolio in which it had entered a joint venture with BCL. At the time cobalt was not included in the resource calculation.

Historical drilling outside of the joint venture ground has intercepted further nickel as well as significant intercepts of copper and cobalt.

A soil sampling program detected traces of lithium and tantalum which warrant further exploration.

Large tracts of BML's exploration portfolio remain unexplored.

Rule 3.19A.1

Appendix 3X

Initial Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	BOTSWANA METALS LIMITED
ABN	96 122 995 073

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	STEVEN RUSSELL GROVES
Date of appointment	22/02/2017

Part 1 - Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
5,261,904 Ordinary Shares (fully paid)

+ See chapter 19 for defined terms.

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest.	**Number & class of Securities**
Registered holder:	Nil
Nature of interest:	

Part 3 – Director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
No. and class of securities to which interest relates	N/A

+ See chapter 19 for defined terms.

Rule 3.19A.3

Appendix 3Z

Final Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	BOTSWANA METALS LIMITED
ABN	96 122 995 073

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of director	MASSIMO LIVIO CELLANTE
Date of last notice	16/03/2016
Date that director ceased to be director	22/02/2017

Part 1 – Director's relevant interests in securities of which the director is the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Number & class of securities
Nil

+ See chapter 19 for defined terms.

Part 2 – Director's relevant interests in securities of which the director is not the registered holder

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest	**Number & class of securities**
Registered holder: Bell IXL Investments Pty Ltd **Nature of interest:** Bell IXL Investments Pty Ltd is a company of which Mr Massimo Cellante is a Director and shareholder.	68,662,071 Ordinary Shares (fully paid)
Registered holder: Cellante Securities Pty Ltd. **Nature of interest:** Cellante Securities Pty Ltd is a company of which Mr Massimo Cellante is a Director and shareholder.	5,279,671 Ordinary Shares (fully paid)

Part 3 – Director's interests in contracts

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
No. and class of securities to which interest relates	N/A

+ See chapter 19 for defined terms.