



Talisker Announces Closing of Bought Deal Private Placement

TORONTO, Feb. 4, 2020 /CNW/ - Talisker Resources Ltd. ("**Talisker**" or the "**Company**") (CSE:TSK | OTCQB:TSKFF) is pleased to announce that it has closed the bought deal private placement initially announced on January 7, 2020 for total gross proceeds of approximately \$13.1 million (the "**Offering**"). In connection with the Offering, the Company issued an aggregate of 15,333,320 common shares (the "**Shares**") and 16,161,600 charity flow-through common shares (the "**Charity FT Shares**") of the Company, which Charity FT Shares will qualify as "flow-through shares" within the meaning of the *Income Tax Act* (Canada), at a price of \$0.33 per Share (the "**Offering Price**") and \$0.495 per Charity FT Share.

The gross proceeds from the sale of Charity FT Shares will be used by the Company to incur eligible "Canadian exploration expenses" that will qualify as "flow-through mining expenditures" as such terms are defined in the *Income Tax Act* (Canada) (the "**Qualifying Expenditures**") related to the Company's projects in Canada. All Qualifying Expenditures will be renounced in favour of the subscribers of the Charity FT Shares effective December 31, 2020. The net proceeds from the sale of the Shares will be used by the Company for working capital and general corporate purposes.

PI Financial Corp. led a syndicate of underwriters, which included Eight Capital, Sprott Capital Partners and Haywood Securities Inc. (collectively, the "**Underwriters**") in the Offering. In connection with the Offering, the Company paid the Underwriters a cash commission of 5.0% of the gross proceeds of the Offering (other than in respect of certain "president's list" purchasers on which a cash commission equal to 4.0% was paid) and issued to the Underwriters compensation warrants (the "**Compensation Warrants**") equal to 2.0% of the aggregate number of Shares and Charity FT Shares sold pursuant to the Offering (other than in respect of certain "president's list" purchasers on which Compensation Warrants equal to 1.0% of such sales were issued). Each Compensation Warrant is exercisable to acquire one common share of the Company at the Offering Price until February 4, 2022.

The Shares, Charity FT Shares and Compensation Warrants are subject to a four month hold period pursuant to applicable securities laws.

This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**U.S. Securities Act**") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

About Talisker Resources Ltd.

Talisker Resources Ltd. is a junior resource company involved in the exploration of gold projects in British Columbia, Canada. Talisker's projects include the Bralorne Gold Complex, an advanced stage project with significant exploration potential from a historical high grade gold producing mine as well as its Spences Bridge Project where the Company holds ~85% of the emerging Spences Bridge Gold Belt and several other early stage Greenfields projects. With its properties comprising 270,605 hectares over 288 claims, three leases and 154 crown grant claims, Talisker is a dominant

exploration player in the south central British Columbia. The Company is well funded to advance its aggressive systematic exploration program at its projects.

Caution Regarding Forward Looking Statements

Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words "could", "intend", "expect", "believe", "will", "projected", "estimated" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on Talisker's current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. In particular, this release contains forward-looking information relating to, among other things, the use of proceeds from the Offering, the listing of the common shares of Talisker on the CSE. Various assumptions or factors are typically applied in drawing conclusions or making the forecasts or projections set out in forward-looking information. Those assumptions and factors are based on information currently available to Talisker. Although such statements are based on reasonable assumptions of Talisker's management, there can be no assurance that any conclusions or forecasts will prove to be accurate.

Forward-looking information contained in this news release is based on certain factors and assumptions. While Talisker considers these assumptions to be reasonable based on information currently available to them, they may prove to be incorrect. Forward looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information. Such factors include risks inherent in the exploration and development of mineral deposits, including risks relating to changes in project parameters as plans continue to be redefined, risks relating to variations in grade or recovery rates, risks relating to changes in mineral prices and the worldwide demand for and supply of minerals, risks related to increased competition and current global financial conditions, access and supply risks, reliance on key personnel, operational risks regulatory risks, including risks relating to the acquisition of the necessary licenses and permits, financing, capitalization and liquidity risks, title and environmental risks and risks relating to the failure to receive all requisite shareholder and regulatory approvals.

The forward-looking information contained in this release is made as of the date hereof, and Talisker is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein.

Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release. No stock exchange, securities commission or other regulatory authority has approved or disapproved the information contained herein.

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