



## AURANIA RESOURCES LTD. ANNOUNCES \$4 MILLION FINANCING

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**Toronto, Ontario, July 18, 2019 – Aurania Resources Ltd. (TSXV: ARU; OTCQB: AUIAF; Frankfurt: 20Q) (“Aurania” or the “Company” - [https://www.commodity-tv.net/c/search\\_adv/?v=299154](https://www.commodity-tv.net/c/search_adv/?v=299154))** announces that its board of directors has given approval for a non-brokered private placement of up to 1,481,481 units (each a "Unit") at C\$2.70 per Unit for total gross proceeds of C\$4 million (the "**Offering**"), subject to receipt of all applicable regulatory approvals.

Each Unit will consist of one common share of the Company (a "**Common Share**") and one-half Common Share purchase warrant (a "**Warrant**"). Each whole Warrant entitles the holder to purchase one Common Share at an exercise price of C\$4.00 for a period of 18 months following closing of the Offering. The Units will be offered by private placement only (and without the use of an offering memorandum as defined in OSC Rule 14-501) with a minimum subscription amount of C\$5,000. The Offering includes an over-allotment option, allowing Aurania to issue up to an additional 370,370 Units for additional gross proceeds of up to C\$1,000,000. The Offering is open to all Canadian accredited investors. In addition, the Offering is available to four other investor groups in accordance with applicable laws:

- Existing Shareholders who are not accredited investors (Canadian residents only);
- US Residents (apart from the Offering being available to accredited investors in the US, it is also open to a maximum of 35 non-accredited investors on a ‘first-come, first-served’ basis);
- Foreign Residents (anyone residing outside of Canada or the US); and
- Family, Friends & Business Associates of Management.

### **Additional Information for Existing Shareholders**

The Offering will be open to participation by existing shareholders of Aurania ("**Existing Shareholders**") resident in Canada as of the record date of July 17, 2019 (the "**Record Date**") who wish to participate in the offering in reliance on the existing shareholder exemption available under the Canadian securities laws (the "**Existing Shareholder Exemption**"). The aggregate acquisition cost to an Existing Shareholder relying on the Existing Shareholder Exemption cannot exceed C\$15,000 in the 12-month period immediately preceding the closing date of the Offering, unless that Existing Shareholder has obtained advice regarding suitability of the investment from a registered investment dealer in the shareholder's jurisdiction. The minimum subscription amount for Existing Shareholders relying on the Existing Shareholder Exemption is C\$5,000.

The participation in the Offering by Existing Shareholders relying on the Existing Shareholder Exemption will remain open until 4:30 p.m. (EDT) on August 16, 2019, subject to earlier cut-off if the Offering is over-subscribed or in the event of a material change in the affairs of the Company. If you are an Existing Shareholder of Aurania as of the Record Date and are interested in participating in the Offering, you or your registered investment dealer should contact the Company to obtain a copy of the subscription

agreement for the Offering by email at [carolyn.muir@aurania.com](mailto:carolyn.muir@aurania.com). Requests should be received by no later than 4:30 p.m. (EDT) on August 7, 2019.

Subscriptions of Existing Shareholders will be accepted by the Company on a ‘first-come, first-served’ basis. Therefore, if the Offering is over-subscribed it is possible that a shareholder’s subscription may not be accepted by the Corporation even though it is received within the Offering period. There is no minimum Offering amount.

#### **Use of Proceeds**

The Company intends to use the net proceeds raised from the sale of the Units to advance exploration in the Lost Cities – Cutucu Project in southeastern Ecuador and environs, including the analysis of large data sets, initial drilling of gold targets, advancement of copper targets, and for general working capital purposes.

#### **Hold Period**

Securities issued pursuant to the Offering shall be subject to a four-month plus one day hold period commencing on the day of the closing of the Offering under applicable Canadian securities laws. The Offering is subject to the approval of the TSX Venture Exchange.

The Offering may be completed in multiple closings, with the final closing expected to occur on or before August 30, 2019, subject to the receipt of all necessary regulatory approvals.

#### **About Aurania**

Aurania is a mineral exploration company engaged in the identification, evaluation, acquisition and exploration of mineral property interests, with a focus on precious metals and copper. Its flagship asset, The Lost Cities – Cutucu Project, is located in the Jurassic Metallogenic Belt in the eastern foothills of the Andes mountain range of southeastern Ecuador.

Information on Aurania and technical reports are available at [www.aurania.com](http://www.aurania.com) and [www.sedar.com](http://www.sedar.com), as well as on Facebook at <https://www.facebook.com/auranialtd/>, Twitter at <https://twitter.com/auranialtd>, and LinkedIn at <https://www.linkedin.com/company/aurania-resources-ltd->.

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#### **Forward-Looking Statements**

*This news release contains forward-looking information that involves substantial known and unknown risks and uncertainties, most of which are beyond the control of Aurania. Forward-looking statements include*

*estimates and statements that describe Aurania's future plans, objectives or goals, including words to the effect that Aurania or its management expects a stated condition or result to occur. Forward-looking statements may be identified by such terms as "believes", "anticipates", "expects", "estimates", "may", "could", "would", "will", or "plan". Since forward-looking statements are based on assumptions and address future events and conditions, by their very nature they involve inherent risks and uncertainties. Although these statements are based on information currently available to Aurania, Aurania provides no assurance that actual results will meet management's expectations. Risks, uncertainties and other factors involved with forward-looking information could cause actual events, results, performance, prospects and opportunities to differ materially from those expressed or implied by such forward-looking information. Forward looking information in this news release includes, but is not limited to, Aurania's objectives, goals or future plans, statements, exploration results, potential mineralization, the corporation's portfolio, treasury, management team and enhanced capital markets profile, the estimation of mineral resources, exploration and mine development plans, timing of the commencement of operations and estimates of market conditions. Factors that could cause actual results to differ materially from such forward-looking information include, but are not limited to, failure to identify mineral resources, failure to convert estimated mineral resources to reserves, the inability to complete a feasibility study which recommends a production decision, the preliminary nature of metallurgical test results, delays in obtaining or failures to obtain required governmental, regulatory, environmental or other project approvals, political risks, inability to fulfill the duty to accommodate indigenous peoples, uncertainties relating to the availability and costs of financing needed in the future, changes in equity markets, inflation, changes in exchange rates, fluctuations in commodity prices, delays in the development of projects, capital and operating costs varying significantly from estimates and the other risks involved in the mineral exploration and development industry, and those risks set out in Aurania's public documents filed on SEDAR. Although Aurania believes that the assumptions and factors used in preparing the forward-looking information in this news release are reasonable, undue reliance should not be placed on such information, which only applies as of the date of this news release, and no assurance can be given that such events will occur in the disclosed time frames or at all. Aurania disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, other than as required by law.*

*This news release does not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of any of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful, including any of the securities in the United States of America. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "1933 Act") or any state securities laws and may not be offered or sold within the United States or to, or for account or benefit of, U.S. Persons (as defined in Regulation S under the 1933 Act) unless registered under the 1933 Act and applicable state securities laws, or an exemption from such registration requirements is available.*