

# Carlisle Goldfields Ltd. Adopts Shareholder Rights Plan

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TORONTO, Nov. 19, 2013 (GLOBE NEWSWIRE) -- [Carlisle Goldfields Ltd.](#) (TSX:CGJ) (OTCQX:CGJCF) ("Carlisle" or the "Company") announces today that pursuant to authority granted by its board of Directors (the "Board") the Company has adopted a shareholder rights plan (the "Rights Plan").

The Rights Plan is intended to ensure that, to the extent possible, the Company's Board and shareholders have adequate time to consider and evaluate any unsolicited take-over bid, and to identify, solicit, develop and negotiate any value-enhancing alternatives that would be considered appropriate. This will encourage fair treatment of all of the Company's shareholders in connection with any unsolicited take-over bid.

The Board has authorized the issuance of one right in respect of each common share of the Company outstanding at 5:00 p.m. (Toronto time) on November 19, 2013 and each share issued thereafter.

-- The rights will become exercisable if a person, together with that person's affiliates, associates and joint actors, acquires or announces an intention to acquire beneficial ownership of common shares which, when aggregated with its and their current holdings, total 20% or more of the outstanding common shares of the Company (determined in the manner set out in the Rights Plan).

-- Following the acquisition of 20% or more of the outstanding common shares, each right held by a person other than the acquiring person and its affiliates, associates and joint actors would, upon exercise, entitle the holder to purchase common shares at a substantial discount to the market price of the common shares at that time.

-- The Rights Plan permits the acquisition of control of the Company through a "permitted bid", a "competing permitted bid" or a negotiated transaction.

- A "permitted bid" is one that, among other things, (i) is made to all holders of common shares and securities convertible into common shares for all of their shares and convertible securities, (ii) is open for a minimum of 90 days, (iii) is subject to an irrevocable minimum tender condition of at least 50% of the common shares and securities convertible into common shares held by independent shareholders, (iv) allows shareholders to tender and to withdraw their shares at any time up to the end of the 90-day period, and (v) if the 50% tender condition is met at the end of the 90-day period, requires the bidder to announce that fact and keep the bid open for at least 30 more days.
- The shareholders have the right to determine at a shareholders meeting that a take-over bid which would otherwise qualify as a "permitted bid" shall be deemed not to be a permitted bid.

-- The Board has the discretion to defer the time at which the rights become exercisable and to waive the application of the Rights Plan.

The Rights Plan is effective immediately and will be submitted to the shareholders for ratification at the annual general meeting on December 19, 2013. If it is not ratified within 90 days, the Rights Plan and any rights issued pursuant to it will terminate. If it is ratified, the Rights Plan will continue in effect so long as it continues to be approved at each annual meeting of shareholders thereafter. A copy of the plan will be available on SEDAR at [www.sedar.com](http://www.sedar.com).

## About Carlisle:

[Carlisle Goldfields Ltd.](#) is a Canadian-based gold exploration and development company focused on development of its Lynn Lake Gold Camp in the Lynn Lake Greenstone Belt of Northern Manitoba, covering approximately 20,000 hectares, which includes the former MacLellan Gold mine and two other former producing gold mines as well as numerous other historically identified gold zones, all within close distance of the town of Lynn Lake, Manitoba.

The Lynn Lake Gold Camp now has five NI 43-101 compliant resource estimates containing 2.75 M oz of Gold in the Measured and Indicated Categories and 2.28 M oz of Gold in the Inferred Category, as follows.

Project	Resource Category	MacLellan Mine	Burnt Timber	Linkwood	Last Hope	Farley Lake Mine	Combined Projects
Tonnes	Measured	15,010,000	--	--	--	--	15,010,000
	Indicated	17,374,000	1,021,000	984,000	201,000	5,914,000	25,494,000
	Inferred	1,898,000	23,438,000	21,004,000	1,067,000	4,364,000	51,772,000
Grade (g/t)	Measured	2.08	--	--	--	--	2.08
	Indicated	1.82	1.40	1.16	5.75	3.21	2.13
	Inferred	2.01	1.04	1.16	5.29	2.87	1.37
Contained Ounces of Gold	Measured/ Indicated	2,018,000	46,000	37,000	37,000	610,000	2,748,000
	Inferred	127,000	781,000	783,000	182,000	403,000	2,276,000

Further details including technical reports are available on SEDAR ([www.sedar.com](http://www.sedar.com)).

## QA/QC

Carlisle's exploration programs are carried out under the supervision of Peter Karelse P.Geol., Vice-President of Exploration, who is also a Qualified Person as defined by NI 43-101 with more than 30 years of experience in gold exploration and development. All technical information contained in this news release has been reviewed and approved by Peter Karelse, P.Geol.

To view an image of the Lynn Lake Gold Camp, please visit:  
[http://orders.newsfilecorp.com/files/744/7556\\_carlis2.jpg](http://orders.newsfilecorp.com/files/744/7556_carlis2.jpg)

## FOR FURTHER INFORMATION PLEASE CONTACT BELOW

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