

Rockcliff Resources Inc. Closes First Tranche of Private Placement

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TORONTO, ONTARIO -- (Marketwired - Jul 18, 2014) - [Rockcliff Resources Inc.](#) ("Rockcliff" or the "Company") (TSX VENTURE:RCR) wishes to report that the Company has closed the first tranche of the private placement announced on April 29, 2014 (the "Offering") with the sale of 316,667 flow-through units ("FT Units") and 1,910,000 working capital units ("WC Units") for gross proceeds of \$114,500.

Each FT Unit consists of one flow-through common share of the Company priced at \$0.06 and one (1) non flow-through share purchase warrant (a "Warrant"). Each Warrant entitles the holder to acquire an additional common share for three (3) years from the closing of the Offering at a price of \$0.10 per common share. Each WC Unit consists of one common share of the Company priced at \$0.05 and one (1) share purchase warrant (a "WC Warrant"). Each WC Warrant entitles the holder to acquire an additional common share for three (3) years from the closing of the Offering at a price of \$0.075 per common share.

Finder's fees of \$7,720 cash and 186,667 Compensation Options were paid in relation to this closing. Each Compensation Option entitles the finder to acquire one common share for three (3) years from the closing of the Offering at \$0.05 per common share.

All securities issued under this tranche are subject to a hold period expiring on November 19, 2014.

The Company will leave the Offering open until the earlier of the completion of the Offering and August 13, 2014.

Rockcliff Resources Inc.

[Rockcliff Resources Inc.](#) is a Canadian resource exploration company focused on discovery and resource growth of its high-quality mineral properties at its Snow Lake Project. Rockcliff presently controls the Snow Lake Project in central Manitoba, totalling in excess of 400 km². The project includes two (2) VMS high grade copper rich NI 43-101 Resources (T-1, Rail), two (2) historic VMS copper deposits (Lon and Talbot), the T-2 Copper Zone (Tower), numerous untested geophysical anomalies and several additional properties with VMS potential (Freebeth, Dickstone North). Rockcliff also owns a zinc-silver rich NI 43-101 Resource (Shihan) in Ontario.

Forward Looking Statement: Some of the statements contained herein may be forward-looking statements which involve known and unknown risks and uncertainties. Without limitation, statements regarding potential mineralization and resources, exploration results, and future plans and objectives of the Company are forward looking statements that involve various risks. The following are important factors that could cause the Company's actual results to differ materially from those expressed or implied by such forward looking statements: changes in the world wide price of mineral commodities, general market conditions, risks inherent in mineral exploration, risks associated with development, construction and mining operations, the uncertainty of future profitability and the uncertainty of access to additional capital. There can be no assurance that forward-looking statements will prove to be accurate as actual results and future events may differ materially from those anticipated in such statements. Rockcliff undertakes no obligation to update such forward-looking statements if circumstances or management's estimates or opinions should change. The reader is cautioned not to place undue reliance on such forward-looking statements.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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