

# Standard Tolling Plant Acquisition and Private Placement

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White Rock, British Columbia (FSCwire) - [Standard Tolling Corp.](#) (TSX-V: TON, Frankfurt: GA0, &#8220;Standard Tolling Corp. (the &#8220;Company&#8221;)) reports it has closed a private placement for \$2,642,500 and completed the acquisition of a 150 ton per day CIL gold processing plant (the &#8220;Plant&#8221;) located in the department of La Libertad, near the town of Huamachuco in Northern Peru all as previously announced.

The non-brokered private placement closed on December 30, 2014 and the Company issued a total of 26,425,000 common shares and 26,425,000 common share purchase warrants (the &#8220;Warrants&#8221;) for gross proceeds of \$2,642,500. The Warrant will entitle the holder to purchase one additional common share of the Company at a price of \$0.15 for a period of three years from closing of the private placement. The Warrants are subject to an acceleration clause. In the event that the volume weighted average trading price of the common shares of the Company trades at or above \$0.30 per share for 15 consecutive trading days in the period commencing May 1, 2015, the Company will have the right to accelerate the expiry date of the Warrants to the date which is 30 days after notice is given to the holders of the Warrants of the accelerated expiry date (the &#8220;Acceleration Clause&#8221;). All securities issued in connection with the private placement will be subject to a hold period in Canada expiring May 1, 2015.

The Company paid aggregate finders&#8217; fees to persons who introduced the Company to private placement investors consisting of \$209,269.50 cash, the issue of 453,440 common shares and the issue of 2,083,695 Warrants. The Warrants will be issued on the same terms as the Warrants issued in the private placement with the exception that they are non-transferable whereas the Warrants issued in the private placement are transferable. All securities issued to the private placement investors will be subject to a hold period in Canada expiring May 1, 2015.

The acquisition of the Plant closed effective December 30, 2014 and the Company issued the vendor 2,500,000 common shares at a deemed value of \$250,000 and an unsecured, non-interest bearing promissory note for \$250,000 payable by December 31, 2016. On closing the Company assumed third-party debts aggregating US\$1,325,000, bearing interest at the rate of 12% per annum and payable by December 31, 2015. The holders of the third-party debts were issued an aggregate of 150,000 share purchase warrants entitling the holder to purchase one common share of the Company at a price of \$0.12 for a period of three years from closing the acquisition and subject to the Acceleration Clause. All securities issued in connection with the acquisition will be subject to a hold period in Canada expiring May 1, 2015.

The Company paid a finder&#8217;s fee to the person who introduced the Company to the vendor of the Plant consisting of \$100,000 cash and the issue of 303,750 common shares. All securities issued in connection with the finder of the acquisition will be subject to a hold period in Canada expiring May 1, 2015.

The common shares of the Company will resume trading at the opening of the TSX Venture Exchange on Monday, January 6, 2015.

About Standard Tolling Corp.

Through its wholly owned subsidiary, Standard Tolling owns and operates the 150 TPD custom tolling facility in Huamachuco, Peru which services the legal small mining communities of northern Peru. Under the progressive new formalization mandate of the Peruvian government has enacted legislation to curtail illegal mining by requiring all toll processing operations to purchase and process compliant ores. This has created significant opportunity for well run, well funded operators to gain market share as older, less capitalized players with poor technology are phased out.

ON BEHALF OF THE BOARD

&#8220;Len Clough&#8221;

Mr. Len Clough, Chairman, President, CEO and Director

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This news release contains certain statements that may be deemed forward-looking statements. Forward looking statements are statements that are not historical facts and are generally, but not always, identified by the words expects, plans, anticipates, believes, intends, estimates, projects, potential and similar expressions, or that events or conditions will, would, may, could, or should occur and include, without limitation, statements regarding the Company's plans with respect to statements about the Company's ability to fund and execute the proven ore processing business model outlined in this news release. Although Standard Tolling believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in forward looking statements. Forward looking statements are based on the beliefs, estimates and opinions of the Company's management on the date the statements are made. Except as required by law, the Company undertakes no obligation to update these forward-looking statements in the event that management's beliefs, estimates or opinions, or other factors, should change.

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