

Alder Resources Ltd. Announces Shares for Debt Settlement

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TORONTO, June 4, 2015 - [Alder Resources Ltd.](#) ("Alder" or the "Company") (TSX VENTURE:ALR) announces that it has entered into shares-for-debt settlement agreements whereby Alder will issue 5,484,564 common shares at a deemed price of five cents per share in full settlement of dated accounts payables in the amount of \$251,958.30 related to a shared services consulting agreement and \$22,269.90 related to an outstanding loan and related interest. The shares-for-debt settlement is subject to the approval of the TSX Venture Exchange.

Alder also announces that, following the execution of the arrangement agreement with [Midlands Minerals Corp.](#), it will not be completing the previously announced convertible debenture agreement entered into with a third party (see press release dated February 19, 2015).

About Alder Resources Ltd.

Alder is a resource company focused on the development of gold and base metal projects throughout the Americas. Alder's current high priority Cu-Au-Ag porphyry target is the Rosita project in Nicaragua located 275 kilometres northeast of Managua. The company has current Inferred mineral stockpile resources of 7.95 million tonnes grading 0.62% Cu, 0.46 g/t Au and 9.21 g/t Ag with numerous zones that have good near term potential to add to and enhance these resources. See the technical report entitled "Rosita Cu-Au-Ag Project, RAAN, Nicaragua, NI 43-101 Technical Report on Mineral Resource Estimate of Rosita Stockpiles" effective as of May 8, 2012, which is available under the Company's profile at [www.sedar.com](#).

In August 2011, Alder entered into an option agreement to acquire a 65% interest in the Rosita D concession from [Calibre Mining Corp.](#) by issuing 1,000,000 shares and incurring expenditures of \$4,000,000 over four years. To date Alder has incurred approximately \$3.5 million of the \$4.0 million obligation and has until October 2015 to incur the remaining project expenditures.

For additional information, please visit our website at [www.alderresources.ca](#) and follow us on Facebook, LinkedIn and Twitter: @AlderResources.

Qualified Person

Don Dudek, P. Geo., Alder's President and CEO and a qualified person as defined by NI 43-101, has reviewed and approved the scientific and technical content of this news release.

Cautionary Note Regarding Forward-looking Information

This press release contains "forward-looking information" within the meaning of applicable Canadian securities legislation. Forward-looking information includes, without limitation, statements regarding the Company's mineral resource estimate and financing plans the proposed shares for debt transaction. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of Alder to be materially different from those expressed or implied by such forward-looking information, including but not limited to: general business, economic, competitive, geopolitical and social uncertainties; the actual results of current exploration activities; risks associated with operations in foreign jurisdictions; ability to successfully integrate the purchased properties; and other risks inherent in the mining industry. Although Alder has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such

statements. Accordingly, readers should not place undue reliance on forward-looking information. Alder does not undertake to update any forward-looking information, except in accordance with applicable securities laws.

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