

NOT FOR DISTRIBUTION TO UNITED STATES NEWS WIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES. FAILURE TO COMPLY WITH THIS RESTRICTION MAY CONSTITUTE A VIOLATION OF UNITED STATES SECURITIES LAW.

[RMP Energy Inc.](#) ("RMP" or the "Company") (TSX:RMP) is pleased to announce that it has entered into an equity financing agreement on a "bought deal" basis (the "Equity Financing"). Pursuant to the terms of the Equity Financing, RMP will issue, on an underwritten basis, 21.3 million common shares of the Company ("Common Shares") at a price of \$1.41 per share for total gross proceeds of approximately \$30.0 million. The Equity Financing will be underwritten by a syndicate of underwriters led by Macquarie Capital Markets Canada Ltd. and including Cormark Securities Inc., FirstEnergy Capital Corp., National Bank Financial Inc., Scotia Capital Inc., GMP Securities L.P., Peters & Co. Limited and Dundee Securities Ltd. (collectively, the "Underwriters"). The Underwriters will have an option to purchase up to an additional 15% of the Common Shares issued under the Equity Financing at a price of \$1.41 per Common Share to cover over-allotments, exercisable in whole or in part at any time until 30 days after the closing date. The maximum gross proceeds that could be raised under the Equity Financing is approximately \$34.5 million should the over-allotment option be exercised in full.

The Equity Financing is subject to certain conditions including, but not limited to, the receipt of all necessary approvals including the approval of the Toronto Stock Exchange. The Common Shares will be offered in all provinces of Canada (except Quebec) by way of a short form prospectus and on a private placement basis in the United States pursuant to exemptions from the registration requirements of the *U.S. Securities Act of 1933*, as amended. The Equity Financing is expected to close on or about March 24, 2016.

The net proceeds received by the Company from the Equity Financing will be used to initially reduce indebtedness and for general and corporate purposes.

The Common Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements thereof. This news release shall not constitute an offer to sell or the solicitation of any offer to buy nor shall there be any sale of Common Shares in any province, state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such province, state or jurisdiction.

Advisory on Forward Looking Statements

Certain information set forth in this news release contains forward-looking statements that involve substantial known and unknown risks and uncertainties. The use of any of the words "expect", "intend", "anticipate" or other similar words, or statements that certain events or conditions "may" or "will" occur are intended to identify forward-looking statements. These statements are only predictions and actual events or results may differ materially. RMP's actual results, performance or achievement could differ materially from those expressed in, or implied by, these forward-looking statements and, accordingly, no assurance can be given that any of the events anticipated by the forward-looking statements will transpire or occur, or if any of them do so, what benefits that RMP will derive there from. Many factors could cause RMP's actual results to differ materially from those expressed or implied in any forward-looking statements made by, or on behalf of, RMP.

In particular, forward-looking statements contained in this news release include, but are not limited to, statements concerning the Equity Financing, including the timing of closing of the Equity Financing, the Common Shares to be issued pursuant to the Equity Financing, regulatory and other approvals required for the Equity Financing and the use of proceeds from the Equity Financing. These forward-looking statements are subject to numerous risks and uncertainties, including but not limited to, risk that the board of directors of RMP determines that it would be in the best interests of RMP to deploy the proceeds of the Equity Financing for some other purpose; failure to receive all required regulatory and other approvals for the Equity Financing; risk that the Equity Financing does not close on the timing anticipated or at all; changes in general economic, market and business conditions; actions by governmental or regulatory authorities including increasing taxes and changes in investment or other regulations; changes in tax laws, royalty regimes and incentive programs relating to the oil and gas industry; RMP's success at acquisition, exploitation and development of reserves; unexpected drilling results; changes in commodity prices; the occurrence of unexpected events involved in the exploration for, and the operation and development of, oil and gas properties; changes or fluctuations in production levels; the lack of availability of qualified personnel or management; credit risk; changes in laws and regulations; stock market volatility and market valuations; liabilities inherent in oil and natural gas operations; uncertainties associated with estimating oil and natural gas reserves; competition for, among other things, capital, acquisitions of reserves, undeveloped lands and skilled personnel; and other factors.

With respect to forward-looking statements contained in this news release, RMP has made assumptions regarding, but not limited to: receipt of regulatory and other approvals for the Equity Financing; conditions in general economic and financial markets; effects of regulation by governmental agencies; current and future commodity prices and royalty regimes; future exchange rates; royalty rates; future operating costs; availability of skilled labor; availability of drilling and related equipment; timing and amount of capital expenditures; the impact of increasing competition; the price of crude oil and natural gas; that the Company will have sufficient cash flow, debt or equity sources or other financial resources required to fund its capital and

operating expenditures and requirements as needed; that the Company's conduct and results of operations will be consistent with its expectations; that the Company will have the ability to develop the Company's properties in the manner currently contemplated; current or, where applicable, proposed assumed industry conditions, laws and regulations will continue in effect or as anticipated; and the estimates of the Company's production and reserves volumes and the assumptions related thereto (including commodity prices and development costs) are accurate in all material respects. Readers are cautioned that the foregoing lists of factors are not exhaustive.

These forward-looking statements are made as of the date of this news release and RMP disclaims any intent or obligation to update publicly any forward-looking statements, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.

Contact

[RMP Energy Inc.](#)

John Ferguson
President and Chief Executive Officer
(403) 930-6303
john.ferguson@rmpenergyinc.com

[RMP Energy Inc.](#)

Dean Bernhard
Vice President, Finance and Chief Financial Officer
(403) 930-6304
dean.bernhard@rmpenergyinc.com