

Cranbrook, British Columbia (FSCwire) - [Omineca Mining and Metals Ltd.](#) (TSX-V:OMM) announces that the Company intends to complete a non-brokered private placement to arms-length and non-arms-length or related party investors. Application will be filed with the TSX Venture Exchange (TSX-V) to sell up to 3,600,000 non-flow-through units at a price of \$.05 CDN per unit for gross proceeds of up to \$180,000 and up to 1,400,000 flow-through units at \$.05 CDN per unit for gross proceeds of up to \$70,000. Each non-flow-through unit will consist of a non-flow-through common share and one non-flow-through common share purchase warrant, each whole warrant exercisable at \$.10 CDN for a 24 month period. Each flow-through unit will consist of a flow-through common share and one non-flow-through common share purchase warrant, each whole warrant exercisable at \$.15 CDN for a 24 month period.

The common share purchase warrants are subject to an accelerated expiry at the option of the Company if the published closing trade price of the common shares on the TSX Venture Exchange is greater than or equal to \$.20 for any 10 consecutive trading days, in which event the holder will be given notice that the warrants will expire 30 days following the date of such notice. The common share purchase warrants may be exercised by the holder during the 30 day period between the notice and the expiration of the common share purchase warrants.

Shares issued pursuant to the Financing shall be subject to a four-month hold period pursuant to applicable securities laws of Canada.

Omineca advises that insiders of the Corporation may participate for greater than 25% of the financing, which portion of the financing will be completed pursuant to available related party exemptions under Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions.

The proceeds of the private placement announced herein will be used to fund activities related to securing financing for the Wingdam Project, exploration activities and for general working capital purposes.

A 7% commission or finder's fee may be paid in cash or shares to registered dealers or arms-length third parties involved in the financing. The financing is expected to close in May, 2017.

About Omineca Mining and Metals Ltd.

[Omineca Mining and Metals Ltd.](#) controls a 100% interest in the Wingdam Project through its wholly owned subsidiary CVG Mining Ltd. The 2700 ha Wingdam Project is located 45 km east of Quesnel, B.C. on the Barkerville Highway and provides a unique opportunity for Omineca to develop near-term placer gold production in a proven mining district. The property overlies both placer and hard-rock tenures along the Lightning Creek valley, where topographic conditions have created a deep overburden accumulation which effectively resulted in a large portion of the channel being excluded from conventional surface placer mining activity. This has left a deep paleo-channel containing undisturbed gold-bearing gravels. On the Wingdam property, drilling and previous geophysical surveys indicate that the paleo-channel may occur throughout the entire 2.4km length of the Wingdam placer tenures, extending upstream and downstream an undetermined distance. Numerous attempts have been made to mine the paleo-channel at Wingdam since the late 1880s, but all were hampered by an influx of water and unstable ground conditions and were ultimately abandoned.

Omineca intends to utilize recent technological advances in mining to unlock the value of the Wingdam placer gold. The Wingdam project received final permitting in January, 2015 to carry out a bulk sample of the gold bearing Deep Lead Channel along a 300m drift length.

C.C. Downie, P.Geo., has reviewed and approved the technical content of this news release and hereby identified as the Qualified Person under N.I. 43-101.

Omineca Mining and Metals management cautions that it has been unable to independently verify the results of past historical work on the Wingdam Property. Management believes that the historical work programs on the Wingdam Property have been conducted in a professional manner and the quality of data and information produced from them are relevant.

On behalf of the Board of Directors

Signed,

Charles C. Downie, P.Geo.

President

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Neither the TSX Venture Exchange nor its Regulation Services Provider accepts responsibility for the adequacy or accuracy of this release. This news release may contain forward-looking statements including but not limited to comments regarding the timing and content of upcoming work programs, geological interpretations, receipt of property titles, potential mineral recovery processes, etc. Forward-looking statements address future events and conditions and therefore, involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statements.

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