

# District Copper Closes a Non-Brokered Private Placement of Flow-Through and Non-Flow-Through Units Concurrently With Its Acquisition of the Stoney Lake Property

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VANCOUVER, Feb. 11, 2019 - [District Copper Corp.](#) ("District Copper" or the "Company") (TSX-Venture: DCOP) is pleased to announce that it has closed the non-brokered private placement announced on January 30, 2019 for gross proceeds of \$590,000.

The non-brokered private placement consisted of the placement of 5,900,000 flow-through units ("FT Unit") and 5,900,000 non-flow-through units ("NFT Unit") each being placed at a price of \$0.05 per unit. The FT Unit was comprised of one share and one-half share purchase warrant exercisable at a price of \$0.075 for a period of eighteen (18) months from the date of closing the private placement. The non-flow-through placement consisted of 5,900,000 units ("NFT Unit") consisting of one share and a full warrant and are exercisable at a price of \$0.05 for a period of eighteen (18) months following the date of closing of the private placement.

As compensation for the placement of the units, District Copper issued to eligible finders 200,000 finder's shares calculated at 10% of the units placed and 300,000 finder's warrants also calculated at 10% of the units placed. Each finder's warrant is exercisable at a price of \$0.05 to purchase one additional common shares of the Issuer for a period of eighteen (18) months following the date of closing of the private placement.

As announced in the Company's January 30, 2019 news release, all warrants issued are subject to an acceleration provision which will be triggered should District Copper's shares trade at a price of \$0.12 per share for a continuous period of 14 days at any time after June 9, 2019.

All securities issued by District Copper pursuant to the offering have been issued subject to a four month hold period expiring June 9, 2019.

The \$590,000 proceeds comprised of flow-through and non-flow-through funds enabled District Copper to meet the requirements set out by the TSX Venture Exchange to raise a minimum \$400,000 for funding the first phase of a recommended exploration program on the Stoney Lake Property thereby facilitating the concurrent closing of the Stoney Lake Property acquisition.

The remaining funds raised will be used as general working capital, including general and administrative expenses.

## Stoney Lake Acquisition

As announced on August 15, 2018, the Stoney Lake Property has been acquired by [District Copper Corp.](#) from 1174587 B.C. Ltd. The project is subject to an existing 2.0% Net Smelter Royalty, if the price of gold is US\$2000/oz. or less, and 3.0% if the price of gold is above US\$2000/oz.

As announced on December 10, 2018, the minimum exploration commitments originally provided for in the property purchase agreement have been eliminated. As a result, District Copper has acquired a 100% interest in and to the claims, subject to the royalties referred to above.

A description of the Stoney Lake Property is also set out in the Company's news release of January 30, 2019.

The 40,000,000 common shares of District Copper issued for the Stoney Lake Property have been issued subject to a four months hold period expiring June 9, 2019.

#### About District Copper

District Copper is a Canadian company engaged in exploration for porphyry copper-gold-molybdenum deposits in northwestern British Columbia.

For further information, please visit the website at [www.districtcoppercorp.com](http://www.districtcoppercorp.com) to view the Company's profile or contact Jevin Werbes at 604-620-7737.

Jevin Werbes, President & CEO

*Neither the 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.*

*This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities described herein in the United States. The securities described in this news release have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available. This news release is not for distribution in the United States or over United States newswires.*

#### Cautionary Statement on Forward Looking Statement

*Certain information contained in this news release, including information as to our strategy, projects, plans or future financial or operating performance and other statements that express management's expectations or estimates of future performance, constitute "forward looking statements." Actual results may differ materially from those indicated by such statements. All statements, other than historical fact, included herein, including, without limitations statements regarding future production, are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements.*

*A more complete discussion of the risks and uncertainties facing District Copper is disclosed in District Copper's continuous disclosure filings with Canadian securities regulatory authorities at [www.sedar.com](http://www.sedar.com). All forward-looking information herein is qualified in its entirety by this cautionary statement, and District Copper disclaims any obligation to revise or update any such forward-looking information or to publicly announce the result of any revisions to any of the forward-looking information contained herein to reflect future results, events or developments, except as required by law.*

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