

# Conclusion of Convertible Note Funding

27.03.2019 | [GlobeNewswire](#)

TORONTO, March 27, 2019 - [SOPerior Fertilizer Corp.](#) (the "Company") (TSX:SOP) announces that it has extended (the "Extension") the termination agreement previously announced on January 11<sup>th</sup>, 2019, to conclude its convertible note funding with The Lind Partners ("Lind") (see press release of the Company dated January 11, 2019).

## Terms of the Extension

- The Company's obligation to make a one-time release payment (the "Release Payment") to Lind of \$1,165,000 USD is extended from March 1, 2019 to up to June 30, 2019. If the Release Payment is not made by June 30, 2019, it will be increased by \$100,000 USD;
- On the date of the Extension, the Company will issue to Lind: (i) 2,412,050 common shares with an aggregate value of \$100,000 USD at a price per common share equal to the five-day volume weighted average trading price of the Company's common shares on the Toronto Stock Exchange ("TSX") immediately prior to the date of issuance; and (ii) warrants to purchase 5,000,000 common shares of the Company at an exercise price of \$0.07 CAD per share for a period of 36 months from the date of issuance (together, the "Security Consideration"); and
- All other terms of the termination agreement dated January 11<sup>th</sup>, 2019 remain unchanged.

Jeff Easton, Managing Director of Lind stated, "Lind is appreciative of the significant sacrifice and efforts being made by the SOPerior management team during a difficult period for the company. We are hopefully a successful outcome can be reached for all stakeholders."

Executive Chairman and Director, R. Bruce Duncan commented, "We are delighted with Lind's support and cooperation in reaching an agreement to retire the convertible note allowing SOP to become debt-free and paving the way to advance off-take discussions and commence negotiations with global project financiers to develop Blawn Mountain and related infrastructure."

The Extension was conditionally approved by the TSX on March 22<sup>nd</sup>, 2019.

On Behalf of the Board of Directors

SOPERIOR FERTILIZER INC.

*"R. Bruce Duncan"*  
Executive Chairman and Director

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*FORWARD LOOKING STATEMENTS: This news release contains forward-looking statements, which relate to future events or future performance and reflect management's current expectations and assumptions. Such forward-looking statements reflect management's current beliefs and are based on assumptions made by and information currently available to the Company. Investors are cautioned that these forward looking statements are neither promises nor guarantees, and are subject to risks and uncertainties that may cause future results to differ materially from those expected. These forward-looking statements are made as of the date hereof and, except as required under applicable securities legislation, the Company does not assume any obligation to update or revise them to reflect new events or circumstances. All of the*

*forward-looking statements made in this press release are qualified by these cautionary statements and by those made in our filings with SEDAR in Canada (available at [www.sedar.com](http://www.sedar.com)).*

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