Emerita Resources Closes Fully-Subscribed Private Placement Financing

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TORONTO, Aug. 13, 2020 - Emerita Resources Corp. (TSX-V: EMO) (the “Company” or “Emerita”) has closed, on a fully-subscribed basis, its previously announced private placement of common shares (see news release dated July 10, 2020) (the “Offering”). The Company issued 7,142,847 units (the “Units”) pursuant to the Offering at a price of $0.14 per Unit for aggregate gross proceeds of $1,000,000.

Each Unit is comprised of one common share of Emerita (each a “Common Share”) and one-half of one common share purchase warrant (each whole warrant, a “Warrant”). Each Warrant entitles the holder to acquire one Common Share at a price of $0.15 for a period of 24 months from the date hereof, subject to an acceleration provision whereby in the event that at any time after the expiry of the statutory hold period, the Common Shares trade at $0.25 or higher on the TSX Venture Exchange for a period of 20 consecutive days, the Company shall have the right to accelerate the expiry date of the Warrants to the date that is 30 days after the Company issues a news release announcing that it has elected to exercise the acceleration right.

The proceeds of the Offering are expected to be used to finance exploration activities at the Company’s properties in Spain and for general corporate purposes.

In connection with the closing of the Offering, the Company paid finder’s fees of $22,800 in cash and issued 162,862 non-transferable finder’s warrants (“Finder’s Warrants”). Each Finder Warrant will entitle the holder thereof to purchase one Share at a price of $0.15 for a period of 24 months from the date hereof.

The Offering is subject to the receipt of all necessary approvals, including the final approval of the TSX Venture Exchange.

All of the securities issued by the Company pursuant to the Offering subject to a four-month statutory hold period which expires on December 14, 2020.

Certain of the directors and officers of the Company have subscribed for Units pursuant to the Offering (the “Insider Participation”). The Insider Participation will be considered to be a “related party transaction” as defined under Multilateral Instrument 61-101 (“MI 61-101”). The Insider Participation is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101.

About Emerita Resources Corp.

Emerita is a natural resource company engaged in the acquisition, exploration and development of mineral properties in Europe, with a primary focus on exploring in Spain. The Company’s corporate office and technical team are based in Sevilla, Spain with an administrative office in Toronto, Canada.

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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 Offering, the use of proceeds of the Offering and the Company’s future plans. 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 Emerita, as the case may be, 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 operation in foreign jurisdictions; ability to successfully integrate the purchased properties; foreign operations risks; and other risks inherent in the mining industry. Although Emerita 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. Emerita does not undertake to update any forward-looking information, except in accordance with applicable securities laws.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities 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.

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