

Three Valley Copper Announces Application for OTCQB Listing and Adoption of Long-Term Incentive Plan

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TORONTO, Sept. 17, 2021 - [Three Valley Copper Corp.](#) ("Three Valley Copper" or the "Company") (TSXV: TVC) announces that it has applied for its common shares to be trading on the OTC Markets, "QB" level, a U.S. trading platform operated by the OTC Markets Group in New York. The listing of the Company's common shares on the OTCQB remains subject to the approval of the OTCQB and the satisfaction of applicable listing requirements. As more information becomes available, the Company will keep its shareholders up to date on the status of the application.

The Company has already submitted its Form 211 to the Financial Industry Regulatory Authority ("FINRA") which, if accepted, will qualify the Company's shares to trade in the U.S. on the OTC market. The Company will also apply to the Depository Trust Company ("DTC") for DTC eligibility which would greatly simplify the process of trading the Company's common shares.

The OTCQB is the premiere marketplace for early stage and developing U.S. and international companies that are committed to providing a high-quality trading and information experience for their U.S. investors. Companies must be current in their financial reporting to undergo an annual verification and management certification process, including meeting a minimum bid price and other financial conditions. The OTCQB quality standards provide a strong baseline of transparency as well as the technology and regulation to improve the information and trading experience for investors. The OTCQB is recognized by the Securities and Exchange Commission as an established public market providing public information for analysis and value of securities. Investors can find real-time quote and market information for the Company, once listed, at <https://www.otcmarkets.com>.

The Company believes that trading on the OTCQB will provide additional liquidity and increase its visibility within the U.S. capital markets. Three Valley Copper will continue to trade on the TSX Venture Exchange under its symbol "TVC".

Adoption of Long-Term Incentive Plan

The Company also announces it has adopted the long-term incentive plan (the "LTIP") approved by disinterested shareholders of the Company at its annual general and special meeting of shareholders held on June 2, 2021 (the "Meeting").

Under the new LTIP, stock options, restricted share units, deferred share units and stock appreciation rights may be granted to directors, officers, employees, service providers and consultants. The LTIP is intended to offer a broader range of incentives than the former stock option plan of the Company to diversify and customize the rewards for management and staff to promote long term retention.

The number of common shares of the Company to be issued under the LTIP, at any time, shall not exceed 10% of the total number of the issued and outstanding common shares. The LTIP provides for up to 10% of issued and outstanding common shares to be reserved for issuance under stock option grants on a "rolling" basis, in addition to a fixed maximum limit of 1,250,000 common shares of the Company reserved for issuance at any time pursuant to grants of restricted share units, deferred share units and stock appreciation rights.

The announcement of the adoption of the LTIP is being made to satisfy the requirements of TSX Venture Exchange Policy 4.4 - *Incentive Stock Options*. Further details regarding the LTIP are included in the management proxy circular of the Company, which was filed on SEDAR in connection with the Meeting. The

LTIP remains subject to final approval by the TSX Venture Exchange.

About OTC Markets Group Inc.

OTC Markets Group Inc. (OTCQX: OTCM) operates the OTCQX? Best Market, the OTCQB? Venture Market and the Pink? Open Market for 11,000 U.S. and global securities. Through OTC Link? ATS and OTC Link ECN, PTC Market Group Inc. connects a diverse network of broker-dealers that provide liquidity and execution services. The company enables investors to easily trade through the broker of their choice and empower companies to improve the quality of information available for investors. To learn more about how OTC Markets Group Inc. creates better informed and more efficient markets, visit www.otcmarkets.com.

About Three Valley Copper

Three Valley Copper, headquartered in Toronto, Ontario, Canada is focused on growing copper production from, and further exploration of, its primary asset, Minera Tres Valles. Located in Salamanca, Chile, MTV is 91.1% owned by the Company and MTV's main assets are the Minera Tres Valles mining complex and its 46,000 hectares of exploratory lands. For more information about the Company, please visit www.threevalleycopper.com.

Cautionary Statement Regarding Forward-Looking Information

Certain statements in this news release, contain forward-looking information (collectively referred to herein as the "Forward-Looking Statements") within the meaning of applicable Canadian securities laws. The use of any of the words "expect", "anticipate", "continue", "estimate", "may", "will", "project", "should", "believe", "plans", "intends" and similar expressions are intended to identify Forward-Looking Statements. In particular, but without limiting the foregoing, this news release contains Forward-Looking Statements pertaining to its application to FINRA to list on the OTC market, future trading of its common shares on such market and the benefits to shareholders, and the application for DTC eligibility.

Although Three Valley Copper believes that the Forward-Looking Statements are reasonable, they are not guarantees of future results, performance or achievements. A number of factors or assumptions have been used to develop the Forward-Looking Statements, including the listing application to the OTC Markets being approved. Although the Company believes that the expectations and assumptions on which such Forward-Looking Statements and information are based are reasonable, undue reliance should not be placed on the Forward-Looking Statements and information as the Company cannot give any assurance that they will prove to be correct. Since Forward-Looking Statements and information address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results, performance or achievements could vary materially from those expressed or implied by the Forward-Looking Statements should assumptions underlying the Forward-Looking Statements prove incorrect or should one or more risks or other factors materialize. Readers are cautioned that the foregoing list of risks and uncertainties is not exhaustive. Other risk factors that could affect the Company's operations or financial results are included in the Company's Annual Information Form dated March 3, 2021 and may be accessed through the SEDAR website (www.sedar.com). The forward-looking statements and information contained in this news release are made as of the date hereof and the Company does not undertake any obligation to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws.

The Forward-Looking Statements speak only as of the date hereof, unless otherwise specifically noted, and Three Valley Copper does not assume any obligation to publicly update any Forward-Looking Statements, whether as a result of new information, future events or otherwise, except as may be expressly required by applicable Canadian securities laws.

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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 news release.

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