

# Tempus Upscales Non-Brokered Private Placement up to C\$1.3 M

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Perth, December 5, 2022 - [Tempus Resources Ltd.](#) (ASX: TMR) (TSXV: TMRR) (OTCQB: TMRFF) ("Tempus" or the "Company") is pleased to announce that, in response to investor demand, the Company has increased the size of the non-brokered private placement announced on November 29, 2022.

Under the revised terms a non-brokered private placement (the "Offering") for gross proceeds of up to C\$1,300,000 (approximately A\$1,444,444) from the sale of up to 16,666,667 flow-through units of the Company (each, a "FT Unit") at a price of C\$0.06 (approximately A\$0.067) per FT Unit and up to 6,000,000 units of the Company (each, a "Unit") at a price of C\$0.05 (approximately A\$0.056) per Unit. Each Unit will consist of one common share of the Company (each, a "Unit Share") and one common share purchase warrant (each whole warrant, a "Warrant"). Each FT Unit will consist of one common share of the Company to be issued as a "flow-through share" within the meaning of the Income Tax Act (Canada) (each, a "FT Share") and one common share purchase warrant (each, a "Warrant"). Each Warrant will entitle the holder thereof to purchase one common share of the Company (each, a "Warrant Share") at a price of C\$0.09 (approximately A\$0.10) for a period of 24 months from the date of issue. Red Cloud Securities Inc. will be acting as a finder in connection with the Offering.

The Company intends to use the net proceeds raised from the Offering for the exploration of the Company's Elizabeth-Blackdome Project located in southern British Columbia, Canada. Tempus completed 40 drill-holes at Elizabeth during the 2022 program with assays pending on 19 holes, including the highly anticipated drill hole EZ22-20 that intersected wide zones of quartz containing visible gold. The Company is planning to release an updated NI43-101/JORC resource on the Elizabeth-Blackdome projects in early 2023.

Proceeds from the sale of FT Shares will be used to incur "Canadian exploration expenses" as defined in subsection 66.1(6) of the Income Tax Act and "flow through mining expenditures" as defined in subsection 127(9) of the Income Tax Act. Such proceeds will be renounced to the subscribers with an effective date not later than December 31, 2022, in the aggregate amount of not less than the total amount of gross proceeds raised from the issue of FT Shares.

The Unit Shares, FT Shares and Warrant Shares will be subject to a hold period expiring four months and one day from their date of issuance. A finder's fee may be paid on a portion of the proceeds from the Offering. Closing of the Offering is subject to customary closing conditions including, but not limited to, the receipt of applicable regulatory approvals, including the approval of the TSX Venture Exchange.

The securities offered have not been registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or any applicable state securities laws, and may not be offered or sold to, or for the account or benefit of, persons in the United States or "U.S. persons," as such term is defined in Regulation S promulgated under the U.S. Securities Act, absent registration or an exemption from such registration requirements. This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

For further information:  
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About Tempus Resources Ltd

[Tempus Resources Ltd.](#) ("Tempus") is a growth orientated gold exploration company listed on ASX ("TMR")

and TSX.V ("TMRR") and OTCQB ("TMRFF") stock exchanges. Tempus is actively exploring projects located in Canada and Ecuador. The flagship project for Tempus is the Blackdome-Elizabeth Project, a high grade gold past producing project located in Southern British Columbia. Tempus is currently midway through a drill program at Blackdome-Elizabeth that will form the basis of an updated NI43-101/JORC resource estimate. The second key group of projects for Tempus are the Rio Zarza and Valle del Tigre projects located in southeast Ecuador. The Rio Zarza project is located adjacent to Lundin Gold's Fruta del Norte project. The Valle del Tigre project is currently subject to a sampling program to develop anomalies identified through geophysical work.

#### Forward-Looking Information and Statements

This press release contains certain "forward-looking information" within the meaning of applicable Canadian securities legislation. Such forward-looking information and forward-looking statements are not representative of historical facts or information or current condition, but instead represent only the Company's beliefs regarding future events, plans or objectives, many of which, by their nature, are inherently uncertain and outside of Tempus's control. Generally, such forward-looking information or forward-looking statements 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 may contain statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "will continue", "will occur" or "will be achieved". The forward-looking information and forward-looking statements contained herein may include, but are not limited to, the ability of Tempus to successfully achieve business objectives, and expectations for other economic, business, and/or competitive factors. Forward-looking statements and information are subject to various known and unknown risks and uncertainties, many of which are beyond the ability of Tempus to control or predict, that may cause Tempus' actual results, performance or achievements to be materially different from those expressed or implied thereby, and are developed based on assumptions about such risks, uncertainties and other factors set out herein and the other risks and uncertainties disclosed under the heading "Risk and Uncertainties" in the Company's Management's Discussion & Analysis for the quarter ended September 30, 2022 dated November 14, 2022 filed on SEDAR. Should one or more of these risks, uncertainties or other factors materialize, or should assumptions underlying the forward-looking information or statements prove incorrect, actual results may vary materially from those described herein as intended, planned, anticipated, believed, estimated or expected. Although Tempus believes that the assumptions and factors used in preparing, and the expectations contained in, the forward-looking information and statements are reasonable, undue reliance should not be placed on such information and statements, and no assurance or guarantee can be given that such forward-looking information and statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information and statements.

The forward-looking information and forward-looking statements contained in this press release are made as of the date of this press release, and Tempus does not undertake to update any forward-looking information and/or forward-looking statements that are contained or referenced herein, except in accordance with applicable securities laws. All subsequent written and oral forward-looking information and statements attributable to Tempus or persons acting on its behalf are expressly qualified in its entirety by this notice.

Neither the ASX Exchange, the TSX Venture Exchange nor its Regulation Service Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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