

Badlands Resources Inc. Announces \$2,000,000 Non-Brokered Private Placement

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[Badlands Resources Inc.](#) (TSXV: BLDS) (FSE: B7Q) ("Badlands" or the "Company") is pleased to announce that it intends to complete a non-brokered private placement of up to 13,333,334 units (the "Units") at an issue price of \$0.15 per Unit for total gross proceeds of up to \$2,000,000 (the "Placement"). Each Unit will consist of one common share of the Company (a "Share") and one transferable share purchase warrant (a "Warrant"), with each Warrant exercisable to acquire one additional Share at a price of \$0.25 for a period of two years from the date of issue.

All securities issued under the Placement will be subject to a hold period expiring four months and one day from the date of issue.

Finders' fees may be payable on all or a portion of the Placement in accordance with the policies of the TSX Venture Exchange (the "TSXV").

The Company intends to use the net proceeds of the Placement to extinguish debt, for exploration work on the Company's exploration properties, for new property acquisitions and for general working capital.

Completion of the Placement is subject to, among other things, the approval of the TSXV. The Company anticipates closing of the Placement (in one or more tranches) as soon as practicable, subject to receipt of all necessary regulatory approvals.

This news release does not constitute an offer to sell or solicitation of an offer to sell any 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.

On Behalf of the Board of Directors
BADLANDS RESOURCES INC.
R. Dale Ginn, President and CEO

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Or visit our website: www.badlandsresources.com

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

Cautionary Note regarding Forward-Looking Statements

Statements contained in this press release that are not historical facts are "forward-looking information" or "forward-looking statements" (collectively, "Forward-Looking Information") within the meaning of applicable Canadian securities legislation and the United States Private Securities Litigation Reform Act of 1995. Forward-Looking Information includes, but is not limited to, the anticipated timing for completion of the Placement and use of proceeds therefrom. The words "anticipate," "significant," "expect," "may," "will" and similar expressions are intended to be among the statements that identify Forward-Looking Information. Forward-Looking Information is subject to known and unknown risks, uncertainties and other factors that may

cause actual results to differ materially from those implied by the forward-looking information. In preparing the Forward-Looking Information in this news release, the Company has applied several material assumptions, including, but not limited to, assumptions that general business and economic conditions will not change in a materially adverse manner; that all requisite approvals will be received and all requisite information will be available in a timely manner. Factors that may cause actual results to vary materially include, but are not limited to, inaccurate assumptions concerning the exploration for and development of mineral deposits, currency fluctuations, unanticipated operational or technical difficulties, risks related to unforeseen delays; general economic, market or business conditions, regulatory changes; timeliness of regulatory approvals, the risks of obtaining necessary licenses and permits, changes in general economic conditions or conditions in the financial markets and the inability to raise additional financing. Readers are cautioned not to place undue reliance on this Forward-Looking Information. The Company does not assume the obligation to revise or update this Forward-Looking Information after the date of this release or to revise such information to reflect the occurrence of future unanticipated events, except as may be required under applicable securities laws.

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