



EMERITA RESOURCES ANNOUNCES CLOSING OF \$8 MILLION PRIVATE PLACEMENT OFFERING

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THE UNITED STATES.**

Toronto, ON – June 13, 2023 – Emerita Resources Corp. (“**Emerita**” or the “**Company**”) (TSX-V:EMO) is pleased to announce that it has closed its previously announced private placement offering of units of the Company (the “**Units**”) pursuant to which the Company issued 20,000,000 Units at a price of \$0.40 per Unit (the “**Offering Price**”) for aggregate gross proceeds of \$8,000,000 (the “**Offering**”). Each Unit is comprised of one common share in the capital of the Company (each, a “**Common Share**”) and one-half of one Common Share purchase warrant (each whole warrant, a “**Warrant**”). Each Warrant will entitle the holder to purchase one Common Share at an exercise price of \$0.60 per Common Share for a period of 36 months following the date hereof (the “**Closing Date**”). The Offering was led by Clarus Securities Inc., as lead agent, on behalf of a syndicate of agents (collectively, the “**Agents**”) that included Canaccord Genuity Corp., Desjardins Securities Inc., Stifel Nicolaus Canada Inc., and iA Private Wealth Inc.

The Company plans to use the net proceeds of the Offering to continue the exploration and development work on its Spanish base metals properties as well as general corporate working capital purposes.

In connection with the Offering, the Agents received an aggregate cash fee equal to 7.0% of the gross proceeds from the Offering. In addition, the Company issued to the Agents 1,400,000 non-transferable broker warrants (the “**Broker Warrants**”). Each Broker Warrant will entitle the holder thereof to purchase one Common Share at an exercise price equal to the Offering Price for a period of 36 months following the Closing Date.

The Common Shares and Warrants issued pursuant to the Offering will not be subject to a statutory hold period pursuant to applicable Canadian securities laws as the Offering was completed pursuant to the listed issuer financing exemption under Part 5A of NI 45-106. The Offering remains subject to final approval of the TSX Venture Exchange.

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 and the completion thereof; the Company’s intended use of proceeds from 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.

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