



PRESS RELEASE

EMERITA RESOURCES ANNOUNCES NON-BROKERED PRIVATE PLACEMENT

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Toronto, ON, April 18, 2024 - Emerita Resources Corp. (TSX-V: EMO) (the “**Company**” or “**Emerita**”) announces it has entered into binding subscription agreements with four investors with respect to a non-brokered private placement financing of 12,500,000 Units at \$0.40 per Unit for gross proceeds of \$5,000,000 (the “**Offering**”). The Company believes the investors are long-term investors and are supportive of the Company’s strategy to continue to build value through the development of the Iberian Belt West Project and other projects in its portfolio in the Iberian Pyrite Belt.

Each Unit will be comprised of one common share in the capital of the Company (each a “**Common Share**”) and one Common Share purchase warrant (each 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 completion of the Offering. Securities issued under the Offering are expected to carry a hold period of 4 months and one day from the date of issue as may be required under applicable securities laws.

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

The Offering is scheduled to close on or about April 25, 2024 and is subject to certain conditions including, but not limited to, the receipt of all necessary approvals including the approval of the TSX Venture Exchange (“**TSXV**”). No finder fees were paid by the Company in connection with the Offering and the Company does not intend to increase the size of the Offering.

The securities being offered have not, nor will they be registered under the United States Securities Act of 1933, as amended, and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons absent U.S. registration or an applicable exemption from the U.S. registration requirements. This release does not constitute an offer for sale of securities in the United States.

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; the approval of Offering by the TSXV; 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.

NEITHER 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 RELEASE.