

NEWS RELEASE

October 2, 2019

Symbols: TSX-V: MMS, OTCQB: MMSDF

For Immediate Dissemination

# MACARTHUR MINERALS CALLS AN EXTRAORDINARY MEETING TO ADVANCE ITS PLANNED ASX DUAL LISTING

**Macarthur Minerals Limited (TSX-V: MMS) (OTCQB: MMSDF)** (the "Company" or "Macarthur") announces an Extraordinary General Meeting ("Meeting") of shareholders to be held on October 31, 2019 to support its planned Australian Securities Exchange ("ASX") dual listing.

# Overview

The Company's recently announced intention to dual list on ASX will necessitate a consolidation of its share capital in order to meet ASX listing requirements and to ensure appropriate liquidity for an efficient market.

Subject to shareholder and TSX Venture Exchange ("TSX-V") approval, the Company proposes to consolidate its share capital (the "Share Consolidation") on the basis of one (1) post-consolidation common share for up to four (4) pre-consolidation common shares (the "Consolidation Ratio").

The Company currently has 322,033,625 common shares outstanding and subject to approval of the Share Consolidation, completion would result in approximately 80,508,406 post-consolidation common shares outstanding. The number of common shares issuable under, any warrants, options, restricted share units and convertible notes of the Company will also be adjusted in accordance with the Consolidation Ratio.

# Key Benefits to Shareholders

The Board considers that the proposed Share Consolidation is in the best interests of the Company and all shareholders in order to advance its projects, including its flagship Lake Giles Iron Project. In particular:

- The Consolidation Ratio will not affect any shareholder's percentage ownership interest in the Company, except to the extent that the Share Consolidation would otherwise result in any shareholder owning a fractional common share. No fractional common shares will be issued upon the Share Consolidation. In the event that a holder of common shares would otherwise be entitled to receive a fractional common share in connection with the Share Consolidation, the number of common shares to be received by such shareholder will be rounded to the nearest whole number.
- The Company's planned ASX dual listing (which will be conditional upon the Share Consolidation being approved), is expected to result in a widening of the Company's Australian retail and institutional investor base and increased investor interest.
- The post consolidation position of the Company is expected to improve trading liquidity and reduceprice volatility.

The Company will also be applying to the TSX-V for approval to extend the expiry date of common share purchase warrants that were issued as part of a non-brokered private placement and a separate rights offering previously completed by the Company and which are due to expire on November 15, 2019 and December 15, 2019 respectively.

The Company's name and TSX-V trading symbol will remain unchanged.



### **Approvals and Implementation Process**

If the approvals required for the Share Consolidation are obtained and the Board decides to implement the Share Consolidation, the Share Consolidation will occur simultaneously for all common shares at a time determined by the Board and announced by a press release of the Company. Registered shareholders will then receive a letter of transmittal from the Company's transfer agent with instructions for exchanging their pre-consolidation common share certificates for post-consolidation common share certificates. Non-registered beneficial holders holding their common shares through a bank, broker or other nominee should note that such banks, brokers or other nominees may have specific procedures for processing the Share Consolidation. Shareholders holding their common shares with such a bank, broker or nominee and who have any questions in this regard are encouraged to contact their nominee.

#### **Further Details**

Full details regarding the proposed Share Consolidation are included in the Company's management information circular for the Meeting, which is available under the Company's profile on SEDAR at <u>www.sedar.com</u>.

# ABOUT MACARTHUR MINERALS LIMITED (TSX-V: MMS, OTCQB: MMSDF)

Macarthur is an iron ore development company focused on bringing into production the Lake Giles Iron Project in Western Australia. The project includes the 80 million tonne Ularring hematite resource (approved for development) and the 710 million tonne Moonshine magnetite resource. Macarthur also has prominent (~1,281 square kilometer tenement area) gold, lithium and nickel exploration interests in Pilbara region of Western Australia. In addition, Macarthur has lithium brine claims in the emerging Railroad Valley region in Nevada, USA.

# On behalf of the Board of Directors, MACARTHUR MINERALS LIMITED

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Certain of the statements made and information contained in this press release may constitute forward-looking information and forward-looking statements (collectively, "forward-looking statements") within the meaning of applicable securities laws. The forward-looking statements in this press release reflect the current expectations, assumptions or beliefs of the Company based upon information currently available to the Company. With respect to forward-looking statements contained in this press release. assumptions have been made regarding, among other things, the timely receipt of required approvals, the reliability of information, including historical mineral resource or mineral reserve estimates, prepared and/or published by third parties that are referenced in this press release or was otherwise relied upon by the Company in preparing this press release. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and no assurance can be given that these expectations will prove to be correct as actual results or developments may differ materially from those projected in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include fluctuations in exchange rates and certain commodity prices, uncertainties related to mineral title in the project, unforeseen technology changes that results in a reduction in iron ore demand or substitution by other metals or materials, the discovery of new large low cost deposits of iron ore, uncertainty in successfully returning the project into full operation, and the general level of global economic activity. Readers are cautioned not to place undue reliance on forward-looking statements due to the inherent uncertainty thereof. Such statements relate to future events and expectations and, as such, involve known and unknown risks and uncertainties. The forward-looking statements contained in this press release are made as of the date of this press release and except as may otherwise be required pursuant to applicable laws, the Company does not assume any obligation to update or revise these forward-looking statements, whether as a result of new information, future events or otherwise.