

# DLP Resources Announces Private Placement of Units

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Cranbrook, August 22, 2023 - [DLP Resources Inc.](#) (TSXV: DLP) (OTCQB: DLPRF) (the "Company") is pleased to announce a non-brokered private placement (the "Private Placement") of up to 6,000,000 units (each, a "Unit") at a price of \$0.50 per Unit for gross proceeds of up to \$3,000,000.

Each Unit consists of one common share in the capital of the Company (a "Share") and one common share purchase warrant of the Company (each whole warrant, a "Warrant"). Each Warrant entitles the holder to purchase one common share in the capital of the Company (a "Warrant Share") for a period of twenty-four (24) months from the date of issue at an exercise price of \$0.80 per Warrant Share, subject to an acceleration clause in the event the trading price of the Shares equals or exceeds \$1.10 for a period of 20 consecutive days.

The Private Placement will be made available to subscribers pursuant to the accredited investor and friends, family and business associate exemptions provided under sections 2.3(1) and 2.5 of National Instrument 45-106 Prospectus Exemptions.

The Private Placement will also be made available to existing shareholders of the Company who, as of the close of business on August 21, 2023, held Shares (and who continue to hold such Shares as of the closing date), pursuant to the existing shareholder exemption set out in BC Instrument 45-534 Exemption From Prospectus Requirement for Certain Trades to Existing Security Holders (the "Existing Securityholder Exemption"). The Existing Securityholder Exemption limits a shareholder to a maximum investment of CAD\$15,000 in a 12-month period unless the shareholder has obtained advice regarding the suitability of the investment and, if the shareholder is resident in a jurisdiction of Canada, that advice has been obtained from a person that is registered as an investment dealer in the jurisdiction. If the Company receives subscriptions from investors relying on the Existing Shareholder Exemption exceeding the maximum amount of the Private Placement, the Company intends to adjust the subscriptions received on a pro-rata basis.

The Company expects to pay finder's fees in connection with the Private Placement to certain eligible finders in the form of: (i) a cash commission of 7.0% of the gross proceeds raised under the Private Placement from investors introduced to the Company by the finder; and (ii) the issuance of such number of non-transferable common share purchase warrants of the Company (the "Finder's Warrants") equal to 7.0% of the Units issued under the Private Placement from investors introduced to the Company by the finder.

The Company intends to use the proceeds from the Private Placement for funding the Peru projects and general office and administration requirements. There may be circumstances, however, where, for sound business reasons, a reallocation of funds may be necessary.

Drilling at the Aurora copper-molybdenum project is ongoing and drillhole eleven (A23-011) located 275m SW of A23-010 is currently in progress to a planned depth of 1000m. Assay results for A23-010 which was completed on August 12 are expected to be released in mid-late September.

The Private Placement is subject to all necessary regulatory approvals including acceptance from the TSX Venture Exchange. All securities issued in connection with the Private Placement will be subject to a four-month hold period from the closing date under applicable Canadian securities laws, in addition to such other restrictions as may apply under applicable securities laws of jurisdictions outside Canada.

Not for distribution to U.S. news wire services or dissemination in the United States.

About DLP Resources Inc.

[DLP Resources Inc.](http://www.dlpresourcesinc.com) is a mineral exploration company operating in Peru and Southeastern British Columbia, exploring for copper, zinc and cobalt. DLP is listed on the TSX-V, trading symbol DLP and on the OTCQB, trading symbol DLPRF. Please refer to our web site [www.dlpresourcesinc.com](http://www.dlpresourcesinc.com) for additional information.

FOR FURTHER INFORMATION PLEASE CONTACT: [DLP Resources Inc.](http://www.dlpresourcesinc.com)

Ian Gendall, CEO and President  
Jim Stypula, Executive Chairman  
Robin Sudo, Chief Financial Officer and Corporate Secretary  
Maxwell Reinhart, Investor Relations  
Telephone: 250-426-7808  
Email: [iangendall@dlpresourcesinc.com](mailto:iangendall@dlpresourcesinc.com)  
Email: [jimstypula@dlpresourcesinc.com](mailto:jimstypula@dlpresourcesinc.com)  
Email: [robinsudo@dlpresourcesinc.com](mailto:robinsudo@dlpresourcesinc.com)  
Email: [maxreinhart@dlpresourcesinc.com](mailto:maxreinhart@dlpresourcesinc.com)

Neither the 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.

#### Cautionary Note Regarding Forward-Looking Information

This release includes certain statements and information that may constitute forward-looking information within the meaning of applicable Canadian securities laws. Forward-looking statements relate to future events or future performance and reflect the expectations or beliefs of management of the Company regarding future events. Generally, forward-looking statements and information can be identified by the use of forward-looking terminology such as "intends" or "anticipates", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "should", "would" or "occur". This information and these statements, referred to herein as "forward-looking statements", are not historical facts, are made as of the date of this news release and include without limitation, statements regarding discussions of future plans, estimates and forecasts and statements as to management's expectations and intentions with respect to, among other things: the anticipated proceeds to be raised under the Private Placement; the use of any proceeds raised under the Private Placement; the finder's fees to be paid in connection with the Private Placement; and the expected timing for the release of the A23-010 Assay results.

These forward-looking statements involve numerous risks and uncertainties and actual results might differ materially from results suggested in any forward-looking statements. These risks and uncertainties include, among other things: delays in obtaining or failure to obtain required regulatory approvals for the Private Placement; market uncertainty; the inability of the Company to raise the anticipated proceeds under the Private Placement; and delays in the Company releasing the A23-010 Assay results.

In making the forward-looking statements in this news release, the Company has applied several material assumptions, including without limitation, that: the Company will obtain the required regulatory and TSX Venture Exchange approvals for the Private Placement; the Company will be able to raise the anticipated proceeds under the Private Placement; the Company will use the proceeds of the Private Placement as currently anticipated; and the Company will release the A23-010 Assay results as currently anticipated.

Although management of the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements or 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 statements 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 statements and forward-looking information. Readers are cautioned that reliance on such information may not be appropriate for other purposes. The Company does not undertake to update any forward-looking statement, forward-looking information or financial out-look that are incorporated by reference herein, except in accordance with applicable securities laws. We seek safe harbor.

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