

# GTA Resources and Mining Inc. Announces Results of Shareholder Meeting and Non-Binding Offer for All Assets

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Burlington, January 7, 2019 - [GTA Resources and Mining Inc.](#) (TSXV: GTA) ("GTA") reports that at the Annual and Special Shareholder Meeting held January 7, 2019 (the "AGM"), shareholders passed all management resolutions proposed in the Management Information Circular (the "Circular"). All existing directors were re-elected including Peter M. Clausi, Brian Crawford, Wayne Reid, Julio DiGirolamo and J. Birks Bovaird.

Among the resolutions passed, the shareholders approved the sale of all the assets of GTA to [CBLT Inc.](#), on terms set out in the Circular and pursuant to an agreement between them (the "CBLT Agreement"). However, after the mail date of the Circular GTA received a non-binding offer from an arm's length Canadian mineral exploration reporting issuer (the "New Bidder") which GTA's board considers to be superior to the terms of the CBLT Agreement. GTA and the New Bidder are proceeding in good faith towards converting the non-binding offer into a definitive agreement (the "New Bidder Agreement"), and as a result more time is needed. The shareholders therefore voted to adjourn (not terminate) the AGM to a date not more than three months from the date of the AGM, with notice of re-convening the meeting to be provided by press release with at least two weeks notice. If the New Bidder and GTA execute the New Bidder Agreement, disclosure of the New Bidder Agreement and its material terms will be made in the same press release for the shareholders to consider at the re-convened meeting.

There are risks inherent in adjourning the meeting, including but not limited to the risk there are no assurances that GTA and the New Bidder will be able to agree upon terms for the New Bidder Agreement.

On behalf of the board of directors  
GTA Resources and Mining Inc.

"Peter M. Clausi"

Director and CEO  
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For more information, please visit the corporate website at [gtaresources.com](http://gtaresources.com).

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This press release contains forward-looking statements and forward-looking information (collectively, "forward looking statements") within the meaning of applicable Canadian and United States securities laws. All statements, other than statements of historical fact, included herein, including statements regarding the anticipated content, commencement, duration and cost of exploration programs, anticipated exploration program results, the discovery and delineation of mineral deposits/resources/reserves, the timing of the receipt of assay results, and business and financing plans and trends, are forward-looking statements. Forward-looking statements are typically identified by words such as: believe, expect, anticipate, intend, estimate, postulate and similar expressions or are those which, by their nature, refer to future events. Although the Company believes that such statements are reasonable, there can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. The Company cautions investors that any forward-looking statements by the Company are not guarantees of future performance, and that actual results may differ materially from those

in forward-looking statements. Important factors that could cause actual events and results to differ materially from the Company's expectations include those related to weather, equipment and staff availability; performance of third parties; risks related to the exploration stage of the Company's projects; market fluctuations in prices for securities of exploration stage companies and in commodity prices; and uncertainties about the availability of additional financing; risks related to the Company's ability to identify one or more economic deposits on the properties, and variations in the nature, quality and quantity of any mineral deposits that may be located on the properties; risks related to the Company's ability to obtain any necessary permits, consents or authorizations required for its activities on the properties; and risks related to the Company's ability to produce minerals from the properties successfully or profitably. Trading in the securities of the Company should be considered highly speculative. All of the Company's public disclosure filings may be accessed via [www.sedar.com](http://www.sedar.com) and readers are urged to review these materials, including the latest technical reports filed with respect to the Company's mineral properties.

This press release is not, and is not to be construed in any way as, an offer to buy or sell securities in the United States.

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