

# CMC Adjusts Terms of Private Placement Units to Raise C\$500,000

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VANCOUVER, August 17, 2023 - [CMC Metals Ltd.](#) (TSXV:CMB)(Frankfurt:ZM5P)(CMCXF:OTCQB) ("CMC" or the "Company") is repricing the previously announced (Aug 2, 2023) non-brokered private placement of units (the "Private Placement") to raise approximately C\$750,000 in order to better reflect the current market conditions for common shares of the Company.

The Company will now raise C\$500,000 through a non-brokered private placement. The newly proposed terms are to sell flow-through units of the Company (each, a "FT Unit") at a price of C\$0.12 per FT Unit and non-flow-through units of the Company (each, a "Unit") at a price of C\$0.10 per Unit for aggregate gross proceeds of up to C\$500,000 (collectively, the "Offering").

Each FT Unit will consist of one common share of the Company to be issued as a "flow-through share" within the meaning of the Income Tax Act (Canada) (each, a "FT Share") and one-half of one transferrable non-flow-through share purchase warrant (each whole warrant, a "Warrant"). Each non-flow-through unit will consist of one common share of the Company and one-half of one transferrable non-flow-through share purchase warrant.

Each Unit will consist of one common share of the Company (each, a "Unit Share") and one-half of one Warrant. Each whole Warrant will entitle the holder thereof to acquire one non-flow-through common share of the Company (each, a "Warrant Share") at an adjusted price of C\$0.15 per Warrant Share for a period of 24 months from the closing date of the Offering.

Proceeds from the sale of FT Shares to eligible investors in Canada will be used to incur "Canadian exploration expenses" and "flow through mining expenditures" as these terms are defined in the Income Tax Act (Canada). Such proceeds will be renounced to the subscribers with an effective date not later than December 31, 2023, in the aggregate amount of not less than the total amount of gross proceeds raised from the issue of FT Shares.

The net proceeds from the sale of FT Units will be used to fund the Company's exploration program at its Silverknife and Silver Hart Properties in the Rancheria Silver District, (Yukon/British Columbia). The net proceeds from the sale of NFT Units will also be used for general working capital.

The Company may pay finders' fees comprised of cash and non-transferable warrants (the "Finder's Warrants") in connection with the Offering, subject to compliance with the policies of the TSX Venture Exchange. The terms of the Finder's Warrants will be the same as the Warrants distributed in the FT Units and the NFT Units. All securities issued and sold under the Offering will be subject to a hold period expiring four months and one day from their date of issuance. Closing is subject to customary closing conditions including, but not limited to, the negotiation and execution of subscription agreements and receipt of applicable regulatory approvals, including approval of the TSX Venture Exchange.

The securities being offered will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"), or any applicable state securities laws, and may not be offered or sold to, or for the account or benefit of, persons in the United States or "U.S. persons," as such term is defined in Regulation S promulgated under the U.S. Securities Act, absent registration or an exemption from such registration requirements. This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

About CMC Metals Ltd.

[CMC Metals Ltd.](#) is a growth stage exploration company focused on opportunities for high grade polymetallic

deposits in Yukon, British Columbia and Newfoundland. Our polymetallic silver-lead-zinc CRD prospects include the Silver Hart Deposit and Blue Heaven claims (the "Silver Hart Project") and Amy and Silverknife claims in north-central British Columbia. Our polymetallic projects with potential for copper-silver-gold and other metals, include Terra Nova and Rodney Pond (central Newfoundland) and Terra Nova which has been option to Highbank Mining.

On behalf of the Board:

"John Bossio"

John Bossio, Chairman

[CMC Metals Ltd.](#)

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To be added to CMC's news distribution list, please send an email to [info@cmcmetals.ca](mailto:info@cmcmetals.ca) or contact Mr. Kevin Brewer directly.

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.

"This news release may contain certain statements that constitute "forward-looking information" within the meaning of applicable securities law, including without limitation, statements that address the timing and content of upcoming work programs, geological interpretations, receipt of property titles and exploitation activities and developments. In this release disclosure regarding the potential to undertake future exploration work comprise forward looking statements. Forward-looking statements address future events and conditions and are necessarily based upon a number of estimates and assumptions. While such estimates and assumptions are considered reasonable by the management of the Company, they are inherently subject to significant business, economic, competitive and regulatory uncertainties and risks, including the ability of the Company to raise the funds necessary to fund its projects, to carry out the work and, accordingly, may not occur as described herein or at all. Actual results may differ materially from those currently anticipated in such statements. Factors that could cause actual results to differ materially from those in forward looking statements include market prices, exploitation and exploration successes, the timing and receipt of government and regulatory approvals, the impact of the constantly evolving COVID-19 pandemic crisis and continued availability of capital and financing and general economic, market or business conditions. Readers are referred to the Company's filings with the Canadian securities regulators for information on these and other risk factors, available at [www.sedar.com](http://www.sedar.com). Investors are cautioned that forward-looking statements are not guarantees of future performance or events and, accordingly are cautioned not to put undue reliance on forward-looking statements due to the inherent uncertainty of such statements. The forward-looking statements included in this news release are made as of the date hereof and the Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable securities legislation."

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