



December 23, 2020

## NEWS RELEASE

### **Sandfire Resources America Inc. Closes Rights Offering**

**Vancouver, British Columbia – December 23, 2020 - Sandfire Resources America Inc. (TSX.V: "SFR"; OTCQB: "SRAFF") ("Sandfire America" or the "Company")** is pleased to announce that it has closed its previously announced rights offering, issuing 200,539,763 common shares of the Company for gross proceeds of \$30,080,965 (the "**Rights Offering**"), representing 100% of the total rights offered.

The Company's largest shareholder, Sandfire BC Holdings Inc. ("**Sandfire BC**"), fully exercised its basic subscription privilege to purchase its pro rata share of the common shares offered, being 170,869,434 common shares, and also purchased an additional 17,739,705 common shares through the exercise of its additional subscription privilege, for a total subscription of 188,609,139 common shares.

In total, 181,725,334 common shares issued in the Rights Offering were distributed under basic subscription privileges, of which 59,379 were distributed to insiders of the Company and 181,665,955 were distributed to non-insiders. 18,814,429 common shares were issued under additional subscription privileges, up to 50,000 of which were distributed to insiders of the Company and up to 18,764,429 were distributed to non-insiders. To the knowledge of the Company, no person became an insider as a result of the Rights Offering.

Upon completion of the Rights Offering, the total number of issued and outstanding common shares of the Company is now 1,022,752,794. Sandfire BC now owns 86.93% of the Company's issued and outstanding common shares. The Company did not pay any fees or commissions in connection with the distribution of securities in the Rights Offering.

The Company intends to use the net proceeds of the rights offering to further advance the Black Butte Copper project, repay loans owed to Sandfire BC and for general working capital purposes. Further details of the Rights Offering are contained in the Company's rights offering circular, which has been filed on SEDAR under the Company's profile at [www.sedar.com](http://www.sedar.com).

This news release shall not constitute an offer to sell or solicitation of an offer to buy the securities of the Company. There shall be no offer or sale of these securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification of such securities under the laws of any such jurisdiction.

#### **About Sandfire Resources America Inc.**

Sandfire Resources America Inc. is a growth company focused on the exploration, development, and mining of its 100% owned flagship property, the Black Butte Copper project in central Montana, USA. The Company is led by a highly experienced executive management team that

has a successful track record of building shareholder value through exploration, corporate finance, and mine development.

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*Cautionary statement regarding forward-looking information*

*Certain disclosures in this release constitute “forward-looking information” within the meaning of Canadian securities legislation. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by words such as the following: expects, plans, anticipates, believes, intends, estimates, projects, assumes, potential and similar expressions. Forward-looking statements also include reference to events or conditions that will, would, may, could or should occur; including, without limitation, statements regarding the Company’s plans for advancing the Black Butte Copper Project (including plans to complete permitting), the intended use of proceeds of the Rights Offering, resource estimates and expected outcomes. In making the forward-looking statements in this news release, the Company has applied certain factors and assumptions that the Company believes are reasonable, including that the Company will be able to use the proceeds of the Rights Offering as anticipated, the Company’s permitting will proceed as expected; that the results of exploration and development activities are consistent with management’s expectations and that the assumptions underlying mineral resource estimates are valid. However, the forward-looking statements in this news release are subject to numerous risks, uncertainties and other factors that may cause future results to differ materially from those expressed or implied in such forward-looking statements, including without limitation: the Company will not be able to use the proceeds of the Rights Offering as anticipated, the results of exploration and development activities will not be consistent with management’s expectations, the risk of unexpected variations in mineral resources, grade or recovery rates, delays in obtaining or inability to obtain required government or other regulatory approvals or financing, failure of plant, equipment or processes to operate as anticipated, the risk of accidents, labor disputes, inclement or hazardous weather conditions, unusual or unexpected geological conditions, ground control problems, earthquakes, flooding and all of the other risks generally associated with the development of mining facilities and the operation of a producing mine. 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. Readers are cautioned not to place undue reliance on forward-looking statements. The Company does not intend, and expressly 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 required by law.*

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