



## AGUIA RESOURCES LIMITED

FOR IMMEDIATE RELEASE

### AGUIA RESOURCES LIMITED ANNOUNCES TSX VENTURE EXCHANGE APPROVAL AND LISTING

**SYDNEY, AUSTRALIA** July 5, 2017 – Agua Resources Limited (the “**Company**”) is pleased to announce that the Company has received confirmation from the TSX Venture Exchange (the “**TSXV**”) that the conditions for listing the Company’s ordinary shares for trading on the TSXV (the “**Listing**”) have been satisfied. The TSXV has issued its final Exchange Bulletin on July 5<sup>th</sup>, 2017 confirming the Listing of the Company’s ordinary shares including those ordinary shares of the Company issued and outstanding pursuant to compensation options and other agreements and those issued pursuant to the private placement (the “**Private Placement**”). The Company’s ordinary shares will commence trading on the TSXV on July 6<sup>th</sup>, 2017 under the ticker symbol “**AGRL**.”

In fulfillment of a condition to the Listing, the Company completed the first tranche of the Private Placement. The Private Placement consists of the sale of up to 27,011,246 units (the “**Units**”) at \$0.40 per Unit. Each Unit consists of one ordinary share of the Company and one-half of one share purchase warrant. Each whole warrant is exercisable for \$0.65 into an ordinary share of the Company until June 30, 2020. The first two tranches of the Private Placement were completed as of July 5, 2017 and resulted in the issuance of 20,025,835 Units for gross proceeds to the Company of \$8,010,334. The Company expects to complete a final tranche of up to 6,985,411 Units on July 6<sup>th</sup>, 2017.

Agua is also pleased to announce that it will be welcoming Diane Lai as a new member of its Board of Directors effective upon the Company fulfilling its obligations under TSXV policies, and no earlier than Friday, July 7, 2017. Diane Lai has over 22 years of global experience in business development, management and acquisitions. She formerly worked at Vodaphone in the United Kingdom and Entrata Communications in California, before returning to Canada where she was instrumental in the acquisition of FloNetwork to DoubleClick and Platform Computing to IBM. Diane's entrepreneurial nature led to the launch of a successful organic skin care company in 2010. She formerly held Board positions at Windmill Line Co-Operative, Cloverdale Inc. in Bermuda, and currently holds board positions with the Flato Markham Theatre and Sulliden Mining Capital Inc. Diane graduated from the University of Waterloo and holds an MBA from the Kellogg School of Management at Northwestern University. Diane's appointment as a director will be subject to the completion of formalities in Australia, which are expected to be completed in the coming days.

Managing Director Justin Reid commented, “In the ASX and TSXV we now have access to two of the most mature and sophisticated mining investment communities and we believe Agua's story will really

resonate with the North American market. Fertilizers and agribusiness more broadly are well understood in North America and we believe that the dual listing will provide a lot of momentum for Aguia as we move through the final stages of our Bankable Feasibility and get closer to construction and production.”

Chairman Paul Pint added, “We are also very pleased to welcome Diane Lai to the Board of Directors of Aguia. Diane brings a wealth of experience across a number of industries and has a depth of knowledge about corporate governance in the Canadian regulatory environment. We believe she will be a valuable addition to the Board.”

The details of the listing application are contained in the Company’s filing statement dated June 23, 2017 a copy of which is available on SEDAR at [www.sedar.com](http://www.sedar.com).

### **Other Information**

*Neither the TSXV nor its Regulation Services Provider (as that term is defined in the policies of the TSXV) accepts responsibility for the adequacy or accuracy of this release and has in no way passed upon the merits of the Transaction and has neither approved nor disapproved of the contents of this press release.*

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### **Cautionary Statements Regarding Forward Looking Information**

This press release contains “forward-looking information” within the meaning of Canadian securities legislation. All information contained herein that is not clearly historical in nature may constitute forward-looking information. Generally, such forward-looking information can be identified by the use of forward-looking terminology such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases or state that certain actions, events or results “may”, “could”, “would”, “might” or “will be taken”, “occur” or “be achieved”. Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company, to be materially different from those expressed or implied by such forward-looking information, including but not limited to: (i) volatile stock price; (ii) the general global markets and economic conditions; (iii) the possibility of write-downs and impairments; (iv) the risk associated with exploration, development and operations of mineral deposits; (v) the risk associated with establishing title to mineral properties and assets; (vi) the risks associated with entering into joint ventures; (vii) fluctuations in commodity prices; (viii) the risks associated with uninsurable risks arising during the course of exploration, development and production; (ix) competition faced by the

resulting issuer in securing experienced personnel and financing; (x) access to adequate infrastructure to support mining, processing, development and exploration activities; (xi) the risks associated with changes in the mining regulatory regime governing the resulting issuer; (xii) the risks associated with the various environmental regulations the resulting issuer is subject to; (xiii) risks related to regulatory and permitting delays; (xiv) risks related to potential conflicts of interest; (xv) the reliance on key personnel; (xvi) liquidity risks; (xvii) the risk of potential dilution through the issue of resulting issuer common shares; (xviii) the resulting issuer does not anticipate declaring dividends in the near term; (xix) the risk of litigation; and (xx) risk management.

Forward-looking information is based on assumptions management believes to be reasonable at the time such statements are made, including but not limited to, continued exploration activities, no material adverse change in metal prices, exploration and development plans proceeding in accordance with plans and such plans achieving their stated expected outcomes, receipt of required regulatory approvals, and such other assumptions and factors as set out herein. Although the Company have attempted to identify important factors that could cause actual results to differ materially from those contained in the 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 forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such forward-looking information. Such forward-looking information has been provided for the purpose of assisting investors in understanding the Company and the resulting issuer's business, operations and exploration plans and may not be appropriate for other purposes. Accordingly, readers should not place undue reliance on forward-looking information. Forward-looking information is made as of the date of this press release, and the Company and the resulting issuer do not undertake to update such forward-looking information except in accordance with applicable securities laws.

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**About Aguia:**

*Aguia Resources Limited, ("Aguia") is an ASX listed company whose primary focus is on the exploration and development of phosphate projects in Brazil. Aguia has an established and highly experienced in-country team based in Belo Horizonte, Brazil with corporate offices in Sydney, Australia. Aguia's key projects are located in Rio Grande do Sul, a prime farming area which is 100% dependent on phosphate imports. The Rio Grande phosphate deposits exhibit high quality and low cost production characteristics, and are ideally located with proximity to road, rail, and port infrastructure. Aguia's experienced management team has a proven track record of advancing high quality mining assets to production in Brazil.*

The information in this announcement that relates to Exploration Targets, Exploration Results, Mineral Resources or Ore Reserves is based on information compiled by Dr Fernando Tallarico, who is a member of the Association of Professional Geoscientists of Ontario. Dr Tallarico is a full-time employee of the company. Dr Tallarico has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Dr Tallarico consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.