



Barksdale Announces C\$1.85 Million Financing and New Strategic Shareholder

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Vancouver, B.C. – June 11, 2019 - Barksdale Capital Corp. ("Barksdale" or the "Company") (TSXV: BRO) (OTCQB: BRKCF) is pleased to announce that Teck Resources Limited ("Teck") has agreed to make a strategic investment in the Company by way of a private placement ("Placement").

Highlights:

- Barksdale further strengthens its shareholder register by adding Teck, Canada's largest diversified resource company, with an 8% interest
- The C\$1.85 million Placement will provide Barksdale with capital to further advance the Sunnyside project
- Osisko Gold Royalties, Barksdale's largest investor, has elected to maintain its 15.1% interest

Barksdale's CEO Rick Trotman commented, "Teck's investment in Barksdale is a strong vote of confidence in the technical merits of the Company's Sunnyside project as well as management's strategy and vision moving forward. With the proceeds of the private placement we look forward to advancing the permitting process and doing further work in preparation for an exploration drilling program at Sunnyside, which we believe has the potential to host a significant base metal system."

The Placement will consist of a total of 4,016,723 common shares of the Company at a price of C\$0.46 per share for total proceeds of C\$1,847,693. Teck has subscribed for 3,409,795 common shares for gross proceeds of \$1,568,506. Following the Placement, Teck will own approximately 8.0% of the issued and outstanding common shares of Barksdale on a non-diluted basis.

In connection with the Placement, Barksdale has agreed to grant Teck an equity participation right to maintain its pro-rata ownership in the Company for as long as it owns more than 5% of the outstanding common shares of Barksdale. Additionally, Teck has been granted a first right of refusal on the sale of the Four Metals property.

The Company is pleased to announce that Osisko Gold Royalties ("Osisko") has elected to maintain its 15.1% interest in Barksdale and will subscribe for 606,928 common shares for gross proceeds of \$279,187.

All securities issued in this Placement are subject to customary hold periods of four months and one day. No fees were paid in connection with the financing.

The net proceeds from the Placement will be used to advance the Company's mineral projects, including the Sunnyside project, and for general corporate and working capital purposes. The Placement is subject to receipt of necessary regulatory approvals including the acceptance of the TSX Venture Exchange (the "TSXV").

Osisko's participation in the Placement constitutes a "related party transaction" for the purposes of TSXV policy and Multilateral Instrument 61-101, *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**"), and the Company has relied upon exemptions from the requirements to obtain a formal valuation and seek minority shareholder approval for the Placement on the basis that the fair market value of Osisko's participation in the Placement is less than 25% of the Company's current market capitalization.

Barksdale Capital Corp. is a base metal exploration company headquartered in Vancouver, BC, that is focused on the acquisition and exploration of highly prospective base metal projects in the United States. Barksdale's portfolio of assets is located within a world-class base metal district in southern Arizona and is surrounded by some of the world's largest mining companies.

ON BEHALF OF BARKSDALE CAPITAL CORP

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CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION: This news release includes "forward-looking information" under applicable Canadian securities legislation including, but not limited to, the Placement and the expected closing and

anticipated use of proceeds thereof, the results of the permitting process, the proposed exploration program on and potential mineralization associated with the Sunnyside project and the potential relationship between the Sunnyside project and the adjacent Taylor-Hermosa base metal system. Such forward-looking information reflects management's current beliefs and are based on a number of estimates and assumptions made by and information currently available to the Company that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors which may cause the actual results and future events to differ materially from those expressed or implied by such forward-looking information. Readers are cautioned that such forward-looking information are neither promises nor guarantees, and are subject to known and unknown risks and uncertainties including, but not limited to, general business, economic, competitive, political and social uncertainties, uncertain and volatile equity and capital markets, lack of available capital, actual results of exploration activities, environmental risks, future prices of base metals, operating risks, accidents, labor issues, delays in obtaining governmental approvals and permits, and other risks in the mining industry. There are no assurances that the Company will successfully negotiate and enter into definitive documentation and complete the Placement on the terms set out herein or at all. All forward-looking information contained in this news release is qualified by these cautionary statements and those in our continuous disclosure filings available on SEDAR at www.sedar.com. Accordingly, readers should not place undue reliance on forward-looking information. The Company disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by law.

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