



NEWS RELEASE – 11/2019

Symbol: TSX-V: PRB

Shares Issued: 110,653,195

**Probe Metals Announces a \$10 Million Bought Deal Private Placement
of Flow-Through Units**

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Toronto, November 11, 2019 – PROBE METALS INC. (TSX-V: PRB) (“Probe” or the “Company”) is pleased to announce that it has entered into an agreement with Sprott Capital Partners LP and Canaccord Genuity Corp. to act as co-lead underwriters, on behalf of a syndicate of underwriters (collectively, the “**Underwriters**”), whereby the Underwriters have agreed to purchase, on a “bought deal” private placement basis, \$10,000,000 of flow-through units of the Company (“**Flow-Through Units**”) at a price of \$1.80 per Flow-Through Unit with each Flow-Through Unit consisting of one common share of the Company and one-half of one common share purchase warrant of the Company (each whole warrant, a “**Warrant**”). Each Warrant will entitle the holder to acquire one common share of the Company for 2 years from the closing of the Offering (the “**Closing**”) at a price of C\$1.30.

The Company has also granted the Underwriters an option to purchase up to an additional \$1,500,000 of Flow-Through Units in whole or in part, any time up to three business days prior to the Closing Date to cover over-allotments, if any. The Underwriters shall be under no obligation whatsoever to exercise the over-allotment option in whole or in part. The aggregate gross proceeds of the Offering if the over-allotment option is exercised in full shall be \$11,500,000.

The gross proceeds from the Offering will be used to fund exploration on Probe's projects in Québec. The Company has agreed to incur and renounce in favour of the subscribers for the Flow-Through Units “Canadian exploration expenses” (within the meaning of the Income Tax Act (Canada)) in an amount equal to the subscription price for the Flow-Through Units.

The Offering will be effected by way of a private placement to qualified investors in such provinces of Canada as the Underwriters may designate, and otherwise in those jurisdictions where the Offering can lawfully be made. The securities to be issued under the Offering will have a hold period of four months and one day from Closing.

Closing is expected to occur on or about December 10, 2019, and is subject to the satisfaction of certain conditions, including receipt of all applicable regulatory approvals including the approval of the TSX Venture Exchange. In consideration for their services, the Underwriters will receive a cash commission equal to 6% of the gross proceeds of the Offering.

About Probe Metals:

Probe Metals Inc. is a leading Canadian gold exploration company focused on the acquisition, exploration and development of highly prospective gold properties. The Company is committed to discovering and developing high-quality gold projects, including its key asset the Val-d'Or East Gold Project, Quebec. The Company is well-funded and controls a strategic land package of approximately 1,000-square-kilometres of exploration ground within some of the most prolific gold belts in Quebec. The Company was formed as a result of the sale of Probe Mines Limited to Newmont Goldcorp in March 2015. Newmont Goldcorp currently owns approximately 13.7% of the Company.

On behalf of Probe Metals Inc.,

Dr. David Palmer,
President & Chief Executive Officer

For further information:

Please visit our website at www.probemetals.com or contact:

Seema Sindwani
Director of Investor Relations
info@probemetals.com
+1.416.777.9467

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Forward-Looking Statements

Neither 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 includes certain "forward-looking statements" which are not comprised of historical facts. Forward-looking statements include estimates and statements that describe the Company's future plans, objectives or goals, including words to the effect that the Company or management expects a stated condition or result to occur. Forward-looking statements may be identified by such terms as "believes", "anticipates", "expects", "estimates", "may", "could", "would", "will", or "plan". Since forward-looking statements are based on assumptions and address future events and conditions, by their very nature they involve inherent risks and uncertainties. Although these statements are based on information currently available to the Company, the Company provides no assurance that actual results will meet management's expectations. Risks, uncertainties and other factors involved with forward-looking information could cause actual events, results, performance, prospects and opportunities to differ materially from those expressed or implied by such forward-looking information. Forward looking information in this news release includes, but is not limited to, the Company's objectives, goals or future plans, statements, exploration results, potential mineralization, the estimation of mineral resources, exploration and mine development plans, timing of the commencement of operations and estimates of market conditions. Factors that could cause actual results to differ materially from such forward-looking information include, but are not limited to failure to identify mineral resources, failure to convert estimated mineral resources to reserves, the inability to complete a feasibility study which recommends a production decision, the preliminary nature of metallurgical test results, delays in obtaining or failures to obtain required governmental, environmental or other project approvals, political risks, inability to fulfill the duty to accommodate First Nations and other indigenous peoples, uncertainties relating to the availability and costs of financing needed in the future, changes in equity markets, inflation, changes in exchange rates, fluctuations in commodity prices, delays in the development of projects, capital and operating costs varying significantly from estimates and the other risks involved in the mineral exploration and development industry, and those risks set out in the Company's public documents filed on SEDAR. Although the Company believes that the assumptions and factors used in preparing the forward-looking information in this news release are reasonable, undue reliance should not be placed on such information, which only applies as of the date of this news release, and no assurance can be given that such events will occur in the disclosed time frames or at all. 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, other than as required by law.

