



PRIZE MINING CORPORATION

For Immediate Release

Prize Mining Announces Closing of the 1994854 Alberta Ltd. Acquisition and Completion of the Private Placement for \$6 Million

Calgary, Alberta – (Marketwired – April 12, 2017) – **PRIZE MINING CORPORATION** (“Prize” or the “Company”) (NEX:PRZ.H) is pleased to announce it has closed the previously announced acquisition of 1994854 Alberta Ltd. (“199”) (the “Acquisition”). In addition, Prize also completed its previously announced private placement (the “Financing”) for proceeds of \$6 million. The Financing was increased from \$3.5 million in response to market demand.

The Acquisition

Prize issued an aggregate of 28,525,000 common shares (“Acquisition Shares”) on April 11, 2017 in exchange for all of the outstanding shares of 199. A total of 28,000,000 of the Acquisition Shares are subject to contractual resale restrictions. These restrictions expire in respect of 10% of the Shares on the closing date and in respect of an additional 15% of the Acquisition Shares on each of the 6, 12, 18, 25, 30, and 26 month anniversaries of the closing date. Completion of the Acquisition is subject to the TSX Venture Exchange (the “TSXV”) acceptance.

In connection with the completion of the Acquisition, David Schmidt, has joined the Prize Board of Directors, which is now comprised of Feisal Somji, Timothy Bergen, Bryson Goodwin and David Schmidt. Mr. Schmidt completed his Bachelor of Applied Science (Mining) at the University of British Columbia in May, 2000, and since then has been working as a self-employed consultant to mineral exploration companies. He assists with financings, corporate and financial disclosure and corporate development. Mr. Schmidt is also currently a director of several other public companies.

199 is a private Alberta company. 199 entered into option agreement with Apex Resources Inc. (TSXV: APX) (“Apex”) pursuant to which 199 has an option to earn an 80% interest in Apex's Kena and Daylight Gold-Copper Properties (the “Kena Project”) located in the Nelson area of British Columbia, Canada by making annual cash and share payments and completing \$3,000,000 in Kena Project related exploration expenditures over four years. 199 does not have any interests in any other mining assets. For additional information regarding the Kena Project please refer to the Company's news release of December 29, 2016 and to the technical report entitled “Technical Report for the Kena Project, Nelson, BC”, and dated January 16, 2017 with an effective date of January 7, 2017, a copy of which is available on the Company's SEDAR profile at www.sedar.com.

The Financing

The Financing was completed on April 11, 2017 for total gross proceeds of \$5,999,949.55 million. The Company issued 14,285,285 units (the “Units”) at a price of \$0.35 for proceeds of \$4,999,849.75 and 2,222,444 flow-through shares (the “Flow-Through Shares”) at a price of \$0.45 for proceeds of \$1,000,099.80 Each Unit was comprised of one common share of the Company (each a “Common Share”) and one half of one common share purchase warrant (each a “Warrant”). Each whole Warrant will be exercisable into one Common Share (the “Warrant Share”) at a price of \$0.75 per Warrant Share for a period of 24 months from the closing date of the Offering (the “Warrant Expiry Date”). If, at any time after August 12, 2017, the closing price of the outstanding Common Shares of the Corporation on the TSX Venture Exchange (the “TSXV”) is greater than \$0.85 for a minimum of 10 consecutive trading days (whether or not trading of the common shares occurs on such days, provided that the common shares trade on at least five of such trading days), the Warrants will be subject to an accelerated expiration at the option of the Corporation, triggered by the Corporation providing the Holder with notice of such accelerated expiration (the “Early Termination Notice”). Upon delivery of the Early

Termination Notice, the Warrants shall expire at 5:00 p.m., Calgary, Alberta time, on the 30th calendar day after giving the Early Termination Notice.

The proceeds of the Financing will be used to fund a \$150,000 work program on the Kena Project, to pursue asset acquisitions and for general corporate purposes. Refer to Prize's news release of February 21, 2017 for details of the work program to be conducted on the Kena Project.

All Common Shares issued in connection with the Financing are subject to a four-month hold period that expires on August 12, 2017. In connection with the closing of the Financing, Prize paid finders' fees to eligible parties. Finders acting in connection with the closing of the Financing received cash payments in the aggregate amount of \$317,159.14 together with 881,343 finders' warrants (the "Finder Warrants"). Each Finder Warrant is exercisable by the holder to purchase one Common Share at a price of \$0.75 for a period of 24 months from the closing date of the Offering at any time prior to 5:00 p.m. (Calgary Time) after August 12, 2017..

The Corporation now has 50,691,869 Common Shares issued and outstanding.

Completion of the Financing is subject to the final acceptance of the TSXV.

Graduation

The TSXV has also conditionally accepted Prize's application for reactivation and graduation to the TSXV as a Tier 2 mining issuer (the "Graduation"). Final materials will be submitted to the TSXV on April 12, 2017 to obtain final acceptance of the Graduation.

About Prize

Prize is a Calgary based junior mining issuer with offices in Calgary, Alberta and is listed on the NEX board of the TSX Venture Exchange. Prize is engaged in the acquisition, exploration and development of mining properties.

For further information, please contact Feisal Somji, Chief Executive Officer by telephone at 403.236.2222.

Reader Advisory

Forward-Looking Statements. This news release contains forward-looking statements. More particularly, this document contains statements concerning the Graduation and the work program proposed for the Kena Project. . Forward-looking information is frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate", "scheduled", "potential", or other similar words, or statements that certain events or conditions "may", "should" or "could" occur.

The forward-looking statements are based on certain key expectations and assumptions made by Prize, including expectations and assumptions concerning timing of receipt of required regulatory approvals and third party consents. Although Prize believes that the expectations and assumptions on which the forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements because Prize can give no assurance that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks. These include, but are not limited to, risks that required shareholder, regulatory and third party approvals and consents are not obtained on terms satisfactory to the parties within the timelines provided for and risks that other conditions to the completion of the transactions are not satisfied on the timelines set forth in this news release or at all.

The reader is cautioned that assumptions used in the preparation of such information, although considered reasonable by the Company at the time of preparation, may prove to be incorrect and readers are cautioned not to place undue reliance on forward-looking information, which speaks only as of the date hereof. The Company does not undertake any obligation to release publicly any revisions to forward-looking information contained herein to reflect events or circumstances that occur after the date hereof or to reflect the occurrence of unanticipated events, except as may be required under applicable securities laws.

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