

<i>Subordinate shares issued &amp; outstanding (CSE-KWG)</i>	<b>1,019,056,527</b>
<i>Convertible into Multiple-voting shares (300:1) equal to:</i>	<b>3,396,855</b>
<i>Multiple-voting shares issued &amp; outstanding:</i>	<b><u>222,425</u></b>
<b><i>If all shares convert to Multiple-voting (CSE-KWG.A)</i></b>	<b><u>3,619,280</u></b>

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## **KWG RESOURCES ANNOUNCES FINAL TRANCHE OF CONVERTIBLE DEBENTURE PLACEMENT**

Toronto, Canada, June 11, 2019 - **KWG Resources Inc.** (CSE: KWG; KWG.A) (FRANKFURT: KW6) ("KWG" or the "Corporation") has applied for Canadian Securities Exchange approval for the private placement of a final tranche of \$3,147,444 of debentures convertible at the option of KWG into units with a deemed value of \$21 per unit (each a "Unit"). Each subscriber will receive an option to acquire an equal amount of additional debentures at any time within four (4) months from closing.

Each Unit is comprised of four (4) KWG.A multiple voting shares and four (4) multiple voting share purchase warrants, with each such warrant enabling its holder to acquire one further KWG.A multiple voting share from treasury upon payment of \$7.50 at any time on or before December 15, 2019. The debentures bear interest at a rate of 12% per annum, accruing daily, compounding annually and payable at the earlier of maturity, redemption or conversion, in KWG.A multiple voting shares from treasury at their volume-weighted average price for the ten trading days prior to payment. The debentures secure repayment of the principal, plus interest earned thereon to the date of payment, plus a premium of 20% of the original principal amount payable immediately following issuance of the debenture by the issuance of Units with a deemed value of \$21 per Unit. At any time and from time to time, KWG will have the right to redeem the debenture in whole or in part by payment in cash, or convert the debentures in whole or in part into Units.

All of the securities to be issued pursuant to this Private Placement are subject to a four (4) month hold period. Closing of the final tranche of the private placement will bring to a total of \$6.5 million the value of these convertible debentures then issued (see: press releases #273 issued December 18, 2017 and #293 issued March 18, 2019).

### **About KWG:**

KWG is the Operator of the Black Horse Joint Venture ('JV') after acquiring a vested 50% interest through Bold Ventures Inc ('Bold') from Fancamp Exploration Ltd ('Fancamp'). KWG funds all JV exploration expenditures and Bold is carried for a 20% interest in KWG's interest.

KWG also owns 100% of Canada Chrome Corporation which has staked claims and conducted a surveying and soil testing program, originally for the engineering and construction of a railroad to the Ring of Fire from Aroland, Ontario.

KWG subsequently acquired intellectual property interests, including a method for the direct reduction of chromite to metalized iron and chrome using natural gas and an accelerant. KWG subsidiary, Muketi Metallurgical LP, has received a patent for the direct reduction method in Canada, South Africa and Kazakhstan and is prosecuting remaining patent applications in India, Indonesia, Japan, South Korea, Turkey and the USA. It has also received a USA patent for production of low carbon chromium iron alloys and a corresponding Canadian patent application is expected to issue soon.

For further information, please contact:  
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**Forward-Looking Statements:** *Information set forth in this news release may involve forward-looking statements under applicable securities laws. The forward-looking statements contained herein are expressly qualified in their entirety by this cautionary statement. The forward-looking statements included in this document are made as of the date of this document and KWG 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 expressly required by applicable securities legislation. Although management believes that the expectations represented in such forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct. This news release does not constitute an offer to sell or solicitation of an offer to buy any securities that may be described herein and accordingly undue reliance should not be put on such. Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this news release.*