

## NON-BROKERED FINANCING

Montreal, Quebec, February 5, 2015 – St-Georges Platinum and Base Metals Ltd. (US OTC: SXOOF) (CSE: SX) (FSE: 85G1) is pleased to announce that it is arranging for a private placement of up to 12 million units for total proceeds of up to \$600,000.

### Financing

The Company is planning for a private placement of up to \$600,000. The offering will consist of units to be priced at \$0.05 each. The Units will consist of one common share and one non-transferable 3-year warrant entitling the purchaser to acquire one common share. The warrants will have an initial exercise price of \$0.075 in the first 9 months; the exercise price will increase to \$0.15 for the following 9 months; and finally the exercise price will increase to \$0.30 for the last 18 months of their 3-year duration.

At its discretion, the Company will be able to force the exercise of the warrants if the price of the common shares on the CSE is at or above 150% of the warrants' exercise price for 10 consecutive days on a VWAP calculation.

Proceeds of this financing will be used to reduce the company debts, advance exploration work on its Julie Nickel Discovery Project and general administrative purposes.

### Multilateral Instrument 61-101

Given the proposed participation of the insider holders for a large proportion of the financing that could be in excess of 50% of the total amount of the private placement, the proposed financing constitutes a "related party transaction" within the meaning of Multilateral Instrument 61-101 – Protection of Minority Security holders in Special Transactions ("MI 61-101").

St-Georges is relying on an exemption to both the formal valuation and the minority shareholder approval requirements of MI 61-101, as neither the fair market value of the Units to be distributed to, nor the fair market value of the consideration to be received by St-Georges from, the insider holders in connection with the proposed financing exceeds 25% of St-Georges' share capitalisation.

**All securities issuance are subject to CSE and regulatory approval.**

ON BEHALF OF THE BOARD OF DIRECTORS

*Francois (Frank) Dumas*

Frank Dumas, President & CEO

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### About St-Georges

St-Georges is a Platinum-Palladium & Nickel explorer with projects in the Province of Quebec, Canada. Headquartered in Montreal, the Company's stock is listed on the CSE under the symbol SX and its shares trades in the United States under the Symbol SXOOF and on the Frankfurt Stock Exchange under the symbol 85G1. Its Flagship project is the Julie Nickel Project on Quebec's North Shore near the deep-

seaport town of Baie-Comeau. For additional information, please visit our website at [www.stgeorgesplatinum.com](http://www.stgeorgesplatinum.com).

**Forward-looking Statement:**

This document contains certain forward-looking statements which involve known and unknown risks, delays, and uncertainties not under the corporation's control which may cause actual results, performance or achievements of the corporation to be materially different from the results, performance or expectation implied by these forward-looking statements.

*The Canadian Securities Exchange (CSE) has not reviewed and does not accept responsibility for the adequacy or the accuracy of the contents of this release.*