



Goliath Closes Over Subscribed Non-Brokered Private Placement of \$707,000

NOT FOR DISSEMINATION IN THE UNITED STATES OF AMERICA

TORONTO, November 27, 2018 – Goliath Resources Limited (TSX-V: GOT) (OTCQB: GOTRF) (Frankfurt: B4IE) (the “Company or “Goliath”) is pleased to announce it has closed an oversubscribed non-brokered private placement for proceeds totaling \$707,000, a thirty six percent (36%) increase from the \$520,000 amount announced on November 21, 2018 ([see news](#)). This offering was completed with strong support from both institutions and accredited investors alike in Hong Kong and Canada. The proceeds are earmarked to fund exploration and general working capital.

The offering consisted of flow-through units ("FT Unit") and non-flow-through units ("NFT Unit") both priced at \$0.10 per unit.

Each FT Unit is comprised of one common share which is a "flow-through" share for Canadian income tax purposes and one half (1/2) share purchase warrant (each full warrant a "\$0.20 Warrant"). Each \$0.20 Warrant will entitle the holder to purchase one additional common share which is not a "flow-through" share at the price of \$0.20 for 24 months after closing. If at any time after four months after the date of completion of the offering the Company's Shares have a closing price equal to or higher than \$0.40 per Share for ten (10) consecutive trading days on the TSX-V (as defined herein), the Company shall thereafter be entitled to give notice to the holders of all \$0.20 Warrants, by news release, that such warrants will expire at 4:30 p.m. (Toronto time) on that date which is 30 days after the date of such news release unless exercised before the expiry of that period.

Each NFT is comprised of one common share which is not a "flow-through" share and one half (1/2) share purchase warrant (each full warrant a "\$0.20 Warrant"). Each \$0.20 Warrant will entitle the holder to purchase one additional common share which is not a "flow-through" share at the price of \$0.20 for a period of 24 months after closing. If at any time after four months after the date of completion of the offering the Company's Shares have a closing price equal to or higher than \$0.40 per Share for ten (10) consecutive trading days on the TSX-V (as defined herein), the Company shall thereafter be entitled to give notice to the holders of all \$0.20 Warrants, by news release, that such warrants will expire at 4:30 p.m. (Toronto time) on that

date which is 30 days after the date of such news release unless exercised before the expiry of that period.

The Company will pay finder's fees equal to 7% of the gross proceeds from a portion of the financing in cash, and 7% finders warrants equal to the number of units sold in accordance with the policies of the TSX Venture Exchange. The proposed private placement and finder's fees are subject to TSX Venture Exchange acceptance. All shares issued pursuant to the offering (including shares issued to finders) and any shares issued pursuant to the exercise of warrants will be subject to a four-month hold period from the closing date. The Company did pay \$18,060 in Finders Fees, and 180,600 in Finders warrants in relation to the FT Units sold. These warrants have the same price and terms as the warrants attached to the units sold.

About Goliath

Goliath Resources Limited is a project generator of precious metals projects focused in the prolific Golden Triangle and surrounding area of northwestern British Columbia. It controls 100% of four highly prospective properties that include Bingo, Golddigger, Lucky Strike and Copperhead covering over 44,000 hectares. All four properties have brand new discoveries that all have returned anomalous gold, silver and/or copper in soils, grab and channel samples from exposed bedrock at surface over large areas. These new discoveries occurred in an area of glacial recession and snowpack melting in a geological setting where world class deposits have been found within the Golden Triangle and surrounding area.

Further information regarding Goliath Resources Limited can be found at:

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General Disclaimer

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Forward-Looking Statements

This news release contains forward-looking statements, including but not limited to comments regarding predictions and projections. More particularly, this document contains statements concerning the benefits of the listing of the Company's shares on OTCQB. Forward-looking statements address future events and conditions and therefore involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statements. The Company does not intend, and does not assume any obligation, to update these forward-looking statements.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange), nor the OTCQB Venture Market accepts responsibility for the adequacy or accuracy of this release.