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### **Buchans Shareholders Approve Plan of Arrangement Group reorganization and spin-out of subsidiaries**

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**Toronto, December 10, 2019** – Buchans Resources Limited (the “Company” or “Buchans”), a Canadian base metal mineral exploration and development company, reports that at its Annual and Special Meeting held in Toronto today, shareholders approved the Plan of Arrangement whereby the shares of two of its wholly-owned subsidiaries will be distributed to Buchans Shareholders and both will become stand-alone, public companies.

Completion of the Arrangement remains subject to approval by the **Ontario Superior Court of Justice** (the “**Court**”) at a hearing expected to be heard on December 19, 2019.

Under the Plan of Arrangement, shareholders will retain their existing shares of Buchans and Buchans will distribute to its shareholders, pro rata:

- (i) all of the shares of Canadian Manganese Company Inc. (“**Canadian Manganese**”) on the basis of one share of Canadian Manganese for each share of Buchans held; and
- (ii) exchangeable warrants entitling shareholders to receive either one share of Minco Exploration Limited (“**Minco Exploration**”) or 0.25 additional shares of Buchans, at their option, for each share of Buchans held.

Any exchangeable warrants which remain unexercised on the first anniversary of the date that the Plan of Arrangement becomes effective will be automatically exchanged for shares of Minco Exploration.

Upon the Arrangement becoming effective, the mineral exploration business and projects now owned and operated by Buchans will be held by three separate public companies, namely:

1. **Buchans Resources** which will retain its base metals deposits and projects in central Newfoundland near the town of Buchans, and in Labrador, in the Province of Newfoundland and Labrador, Canada, operated by Buchans’ wholly-owned subsidiary, Buchans Minerals Corporation, and its investment in base metal and silver projects in Mexico through an approximately 22% shareholding in Xtierra Inc;
2. **Canadian Manganese** which will hold the Woodstock Manganese Project, located west of the town of Woodstock, in the Province of New Brunswick, Canada; and
3. **Minco Exploration** which will hold the zinc-lead exploration projects in the Republic of Ireland operated by Minco’s wholly owned subsidiary, Minco Ireland Limited, either alone or in joint ventures with Boliden Tara Mines.

Subject to approval by the Court, the Effective Date of the Arrangement will be the date of filing of Articles of Arrangement, which is expected to be prior to December 31, 2019.

## VOTING RESULTS AT MEETING

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At the Meeting, the special resolution to approve the Arrangement, as set out in the notice of meeting, was duly passed by shareholders who voted (either in person or by proxy) representing 99.98% of the shares voted and accordingly the Arrangement was approved by the required majority, being two-thirds of the shares present and voting either in person or by proxy.

## ELECTION OF DIRECTORS

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All of the nominees for re-election as director: Messrs. John Kearney, Patrick Downey, Terence McKillen, Peter McParland, Michael Power and Danesh Varma, were unanimously re-elected as directors by a show of hands, to serve until the next annual general meeting of shareholders.

## RE-APPOINTMENT OF AUDITORS

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McGovern Hurley LLP Chartered Professional Accountants were re-appointed as Auditors for the current year and the directors were authorized to fix the remuneration of the Auditors.

## ABOUT BUCHANS

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Buchans Resources currently holds interests in zinc, lead, silver properties located in Canada, Ireland and the United Kingdom; gold properties in Newfoundland and in Labrador; nickel, copper, cobalt properties in Labrador and a manganese project in New Brunswick; and, indirectly through its 22% shareholding in Xtierra Inc. (TSXV: "XAG"), in base metal and silver projects in Mexico.

On November 4, 2019, Buchans announced a proposed group restructuring under a "Plan of Arrangement" whereby the shares of two wholly owned subsidiaries will be distributed to Buchans Shareholders and both will become stand-alone, public companies. (see news release November 4, 2019 for further details). Under the Plan of Arrangement, the mineral exploration business and projects now owned and operated by Buchans will be held by three separate public companies, namely:

1. **Buchans Resources** which will retain the base and precious metals projects in the Province of Newfoundland and Labrador and its investment in base metal and silver projects in Mexico through an approximately 22% shareholding in Xtierra Inc;
2. **Canadian Manganese** which will hold the Woodstock Manganese Project in the Province of New Brunswick; and
3. **Minco Exploration** which will hold the mineral exploration projects in Ireland.

Enquiries: [info@buchanslimited.com](mailto:info@buchanslimited.com)

**John F. Kearney: Chairman & Chief Executive**

**+1 416 362 6686**

**Danesh Varma: Chief Financial Officer**

**+ 44 (0)77409 32766**

**Peter McParland: Director - Ireland**

**+353 (0) 46 907 3709**

Additional information is available on the Company's website at [www.BuchansResources.com](http://www.BuchansResources.com).