

Western Atlas Resources Inc.

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Western Atlas Resources Announces Shares for Debt Settlement

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VANCOUVER, BRITISH COLUMBIA (August 12, 2019) – Western Atlas Resources Inc. (“**Western Atlas**” or the “**Company**”) (TSXV: **WA**), announced that it has agreed to repay a \$100,659 loan (inclusive of accrued interest) (the “**Loan**”) owed by the Company to Fabio Capponi, a director and officer of the Company, through the issuance of common shares of the Company (the “**Common Shares**”).

Pursuant to the settlement of the loan (the “**Loan Settlement**”), the Company has agreed to issue 1,342,120 Common Shares at a deemed price of \$0.075 per Common Share to Mr. Capponi. The loan was made by Mr. Capponi on April 3, 2019, and was used to finance the Company’s general and administrative expenses and property investigation costs. The Loan was in the principal amount of \$100,000 and bore interest at a rate of 2.75% per annum. The Company chose to settle the Loan through the issuance of Common Shares to preserve cash and improve the Company’s balance sheet. The issuance of the Common Shares to Mr. Capponi is subject to the approval of the Toronto Stock Venture Exchange (“TSX-V”). The Common Shares issued pursuant to the Debt Settlement will be subject to a four month hold period which will expire on the date that is four months and one day from the date of issuance.

As a result of the Loan settlement and related issue of securities described above, the Company has been advised that Mr. Capponi now holds 15,014,370 common shares, representing 26.01% of the issued and outstanding common shares of the Company and would own 15,759,870 common shares, representing 26.95% of the then issued and outstanding shares of the Company on a partially diluted basis, assuming the exercise of 125,000 warrants and 620,500 options held by Mr. Capponi.

The Company has been advised that Mr. Capponi may in the future acquire or dispose securities of the Company, through the market, privately or otherwise, as circumstances or market conditions warrant.

As a director and officer of the Company, the Loan Settlement is considered a “related party transaction” under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). Such director and officer declared his conflict of interest to the Company’s board of directors and did not participate in the ultimate decision-making deliberations of the board of directors regarding the Debt Settlement. The Loan Settlement is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101, as neither the fair market value of the securities issued to Mr. Capponi nor the consideration paid by Mr. Capponi exceeded 25% of the Company’s market capitalization.

This transaction will be reported in the Company’s financial statements as a subsequent event for the period ended June 30, 2019, a copy of which will be available at www.sedar.com under the Company’s profile.

About Western Atlas

The Company is publicly listed on the TSX Venture Exchange under the symbol WA. Western Atlas is focused on the acquisition and development of scalable precious metals projects in premier mining jurisdictions. Western Atlas’s wholly-owned subsidiary, 5530 Nunavut Inc., which was incorporated under the laws of Nunavut, and registered under the *Business Corporations Act* (Northwest Territories)

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on November 24, 2016, holds its interest in the Meadowbank project located in Nunavut, Canada.

For further information, please visit our website at www.westernar.com or contact:

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Cautionary Statement Regarding Forward-Looking Information

This news release includes certain “forward-looking statements” under applicable Canadian securities legislation that are not historical facts. Forward-looking statements involve risks, uncertainties, and other factors that could cause actual results, performance, prospects, and opportunities to differ materially from those expressed or implied by such forward-looking statements. Forward-looking statements in this news release include, but are not limited to, statements with respect to the Company’s objectives, goals or future plans; the receipt of the requisite approvals with respect to the business and operations of the Company. Forward-looking statements are necessarily based on a number of estimates and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties and other factors which may cause actual results and future events to differ materially from those expressed or implied by such forward-looking statements. Such factors include, but are not limited to: general business, economic and social uncertainties; litigation, legislative, environmental and other judicial, regulatory, political and competitive developments; delay or failure to receive board, shareholder or regulatory approvals; those additional risks set out in Western Atlas’s public documents filed on SEDAR at www.sedar.com; and other matters discussed in this news release. Although Western Atlas believes that the assumptions and factors used in preparing the forward-looking statements are reasonable, undue reliance should not be placed on these statements, which only apply as of the date of this news release, and no assurance can be given that such events will occur in the disclosed time frames or at all. Except where required by law, Western Atlas disclaims any intention or obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

Reader Advisory

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