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TSX Venture: WGLD

## WESTERN GOLD ANNOUNCES CLOSING OF \$1.3 MILLION NON-BROKERED PRIVATE PLACEMENT

*For Immediate Release*

**North Berwick, Scotland**

**December 23, 2020**

**WESTERN GOLD EXPLORATION LTD. (TSX Venture – WGLD)** (the “**Company**”) is pleased to announce that it has completed its previously announced non-brokered private placement for aggregate gross proceeds of \$1.3 million (the “**Private Placement**”). In connection with the Private Placement, 3,250,000 equity units of the Company (“**Units**”) were issued at a price of \$0.40 per Unit.

Each Unit is comprised of one (1) common share of the Company and one-half of one (1/2) common share purchase warrant of the Company (a “**Warrant**”). Each whole Warrant entitles the holder to acquire one (1) common share of the Company for a period of 18 months from the date of issuance of the Warrant (the “**Time of Expiry**”), at an exercise price of \$0.75 per share. The Warrants contain an acceleration right in favor of the Company that allows the Company to accelerate the Time of Expiry to a date that is at least twenty (20) days following the delivery of the acceleration notice to the holders of the Warrants, if at any time following the issuance of the Warrants and provided that all statutory hold periods on the Warrants have expired, the common shares of the Company trade on the TSX Venture Exchange (the “**Exchange**”) at a price equal to or greater than \$1.10 for a period of fourteen (14) consecutive trading days.

The securities issued in connection with the Private Placement are subject to a four-month hold period, in accordance with applicable securities laws.

The Company intends to use the proceeds from the Private Placement to continue the development of its business, including the exploration of its prospective mineral properties located in Western Scotland, as well as exploring opportunities to extend license areas, and for general and administrative expenses.

In connection with the Private Placement, the Company has agreed to pay Richardson Wealth Ltd. a cash finder’s fee equal to 6% of the gross proceeds raised in respect of the aggregate sales to subscribers under the Private Placement that were introduced by Richardson Wealth Ltd. (up to \$12,000).

### **About Western Gold Exploration**

The Company is an exploration company that is listed on the TSX Venture Exchange under the symbol “WGLD”. The Company is focused on the exploration of mineral properties in Western Scotland and discovering new opportunities in the Dalradian Belt, targeting historic mines with gold and copper occurrences in the area to develop an initial resource estimate. Preliminary prospects include the Stronchullin mine, Gossan Burn and Allt Dearg which are all located in the Knapdale District.

Additional information about the Company is available on SEDAR at [www.sedar.com](http://www.sedar.com) under the Company’s profile.

**For further information, please contact:**

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**Related Party Disclosure**

Under the Private Placement, Harry Dobson, the Executive Chairman of the Company, acquired beneficial ownership of 70,000 Units at a subscription price of \$28,000. In addition, Zila Corporation, an insider of the Company by fact that it holds more than 10% of the outstanding Common Shares, acquired 500,000 Units at a subscription price of \$200,000. Their participation in the Private Placement constitutes a "related party transaction" as defined in Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transaction* ("**MI 61-101**"), which has been adopted by the Exchange pursuant to its Policy 5.9 - *Protection of Minority Security Holders in Special Transaction*. These transactions are exempt from the formal valuation and minority shareholder approval requirements of such instrument and policy, pursuant to subsections 5.5(a), 5.5(b), 5.5(c), 5.7(a) and 5.7(b) of MI 61-101 as the fair market value was not more than 25% of market capitalization, the distribution of securities was for cash and the fair market value not more than \$2,500,000.

The Company did not file a material change report more than 21 days before the expected closing of the Private Placement because the details of the participation therein by related parties of the Company were not settled until shortly prior to closing of such transactions and the Company wished to close on an expedited basis for sound business reasons.

*This press release is not an offer of the Company's securities for sale in the United States. The Company's securities may not be offered or sold in the United States absent registration or an available exemption from the registration requirements of the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**") and applicable U.S. state securities laws. The Company will not make any public offering of its securities in the United States. The Company's securities have not been and will not be registered under the U.S. Securities Act.*

*This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities, in any jurisdiction in which such offer, solicitation or sale would be unlawful.*

**CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS:** *This news release includes certain "forward-looking statements" under applicable Canadian securities legislation. Forward-looking statements include, but are not limited to, statements with respect to the anticipated use of proceeds, and other information concerning future events or the intentions, plans and future action of the Company that may be described herein. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Such information can generally be identified by the use of forwarding-looking wording such as "may", "expect", "estimate", "anticipate", "intend", "believe" and "continue" or the negative thereof or similar variations. Readers are cautioned not to place undue reliance on forward-looking statements, as there can be no assurance that the plans, intentions or expectations upon which they are based will occur.*

*By their nature, forward-looking statements involve numerous assumptions, known and unknown risks and uncertainties, both general and specific, that contribute to the possibility that the predictions, estimates, forecasts, projections and other forward-looking statements will not occur. These assumptions, risks and uncertainties include, among other things, the state of the economy in general and capital markets in particular, as well as those risk factors discussed or referred to in the Company's Management's Discussion and Analysis for the period ended September 30, 2020 available at [www.sedar.com](http://www.sedar.com), many of which are beyond the control of the Company. Forward-looking statements contained in this press release are expressly qualified by this cautionary statement.*

*The forward-looking statements contained in this press release are made as of the date of this press release. Except as required by law, the Company disclaims any intention and assumes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Additionally, the Company undertakes no obligation to comment on the expectations of, or statements made by, third parties in respect of the matters discussed above.*

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

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