



TSX:RV

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## **Revolution to Seek Shareholder Approval in Connection with the Red Mountain Option Agreement**

**NOT FOR DISTRIBUTION TO UNITED STATES NEWS WIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES**

**May 27, 2014, Vancouver, BC, Canada** – Revolution Resources Corp. (TSX:RV) ("Revolution" or the "Company") wishes to announce that it will seek shareholder approval by written consent in relation to the following items announced in its press release of April 15, 2014:

- an option agreement (the "Option Agreement") with Seabridge Gold Inc. ("Seabridge") giving Revolution the right to acquire a 100% interest in the Red Mountain Project, located near Stewart, B.C.; and
- a concurrent brokered private placement financing (the "Financing") to be led by Haywood Securities Inc.

In addition, the Company announced its intention to consolidate its common shares on a 6 for 1 basis (the "Consolidation") and to change its name to "IDM Mining Ltd."

Please refer to the Company's news release dated April 15, 2014 for a full description of these transactions. The Financing is expected to close on or about June 12, 2014 and is subject to the Company receiving shareholder and necessary regulatory approvals.

Upon completion of the Financing, Revolution intends to initiate a Preliminary Economic Assessment Study on the Red Mountain Project, which is expected to be released in early summer 2014. Additionally, an underground infill drilling program to delineate resources in the Marc and AV zones will commence, as well as a surface exploration program targeting numerous high-grade prospects and newly exposed areas of glacial retreat. Exploration upside exists on the property and will be a focus of Revolution concurrent with plans to move the Red Mountain Project toward development.

### **Shareholder Approval**

Pursuant to the requirements of the Toronto Stock Exchange (the "TSX"), the issuance of the securities in connection with the Option Agreement and the Financing is subject to majority shareholder approval as the aggregate number of shares issuable exceeds 25% of the Company's currently issued and outstanding shares.

The Company presently has 119,006,218 common shares outstanding, or 19,834,370 common shares on a post-Consolidation basis. The Company is seeking to issue and reserve for issuance an aggregate of up to 38,910,588 post-Consolidation common shares (the "Transaction Shares") as follows:



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- 4,955,500 common shares to Seabridge under the Option Agreement (the "Red Mountain Shares"),
- up to 21,744,375 common shares to subscribers under the Financing assuming exercise of the over-allotment option in full and up to 10,872,187 common shares upon exercise of the warrants issued under the Financing, and
- an additional 312,500 common shares issuable to the agent and up to 1,026,025 common shares upon exercise of agent's warrants as consideration for its services in connection with the Option Agreement and the Financing.

The Transaction Shares, excluding common shares issuable under the warrants, represent approximately 136% of the Company's currently issued and outstanding shares on a non-diluted basis (or approximately 196%, assuming exercise of the warrants) and approximately 58% of the Company's outstanding post-Consolidation shares following the issuance of the Red Mountain Shares and assuming completion of the Financing in full (including exercise of the over-allotment option in full). The Transaction Shares will represent approximately 66% of the Company's outstanding post-Consolidation shares, assuming exercise of the maximum number of warrants issuable in the Financing.

Seabridge will hold 4,955,500 post-Consolidation shares or approximately 10.6% of Revolution's issued and outstanding shares following the issuance of the Red Mountain Shares and assuming completion of the Financing in full (including exercise of the over-allotment option in full).

No new control person will be created as a result of the issuance of the Transaction Shares.

Certain directors and officers of the Company, being Robert McLeod, Michael McPhie and Jonathan Richards, intend to participate in the Financing by acquiring an aggregate of 458,332 common units (or an aggregate of 687,498 shares, assuming exercise of their warrants) for an aggregate subscription amount of \$110,000. The common shares comprising such common units (excluding common shares issuable under the warrants) represent approximately 2.3% of the Company's currently issued and outstanding shares on a non-diluted basis (or approximately 3.4%, assuming exercise of their warrants) and will represent approximately 1.0% of the Company's outstanding post-Consolidation shares following the issuance of the Red Mountain Shares and assuming completion of the Financing in full (including exercise of the over-allotment option in full) (or approximately 1.5%, assuming exercise of their warrants). Any such participation would be considered to be a "related party transaction" as defined under Multilateral Instrument 61-101 ("MI 61-101"). Such participation will be exempt from the formal valuation and minority shareholder approval requirements of MI 61-101, as neither the



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fair market value of units issued to, nor the consideration paid by, such directors or officers will exceed 25% of the Company's market capitalization.

Included in the Transaction Shares, the Company intends to issue up to an aggregate of 666,666 common units in settlement of outstanding debts up to an aggregate amount of \$160,000 owing to certain arm's length parties.

In accordance with Section 604(d) of the TSX Company Manual, the Company will seek shareholder approval of the issuance of the foregoing securities by written consent of shareholders holding in excess of 50% of the outstanding shares of the Company. Those shareholders who would like to provide written consent are asked to please contact Sheryl Elsdon, the Corporate Secretary of the Company, at (604) 681-5672.

The Company issued a news release on December 23, 2013 announcing that it had applied to list its common shares on the TSX Venture Exchange. While the Company has determined to remain listed on the TSX for the immediate future, the Company will evaluate, and may continue to pursue, a listing on the TSX Venture Exchange following completion of the transactions described above.

This news release does not constitute an offer to sell or solicitation of an offer to buy any of the securities in the United States. The securities have not been registered under the United States Securities Act of 1933, as amended, or any state securities laws, and may not be offered or sold within the United States absent such registration or an applicable exemption from such registration requirements.

### **About Revolution**

Revolution Resources Corp. is mineral exploration company (TSX: RV) based in Vancouver, BC, Canada. The Company's current exploration and development activities are focused on precious and base metals in North America. Further information can be found on the Company's website at [www.revolutionresources.com](http://www.revolutionresources.com).

ON BEHALF OF THE BOARD  
of Revolution Resources Corp.

"Robert McLeod"

President, CEO and Director

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*This press release does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful, including in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "1933 Act") or any applicable securities laws of any state of the United States and may not be offered or sold in the United States, or to, or for the account or benefits of a U.S. person (as defined in Regulation S under the 1933 Act) unless registered or pursuant to an available exemption from such registration requirements.*

*Forward-Looking Statements: Some statements in this news release contain forward-looking information or forward-looking statements for the purposes of applicable securities laws. These statements include, among others, statements with respect to proposed exploration and development activities on the Red Mountain Project and their timing, resource estimates and potential mineralization, the Financing, the Consolidation, a change in the Company's name, the settlement of outstanding debts for common units and the anticipated acquisition of property interests under the Option Agreement. These statements address future events and conditions and, as such, involve known and unknown risks, uncertainties and other factors, which may cause the actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the statements. Such factors include, among others, receipt of regulatory and shareholder approvals, completion of anticipated transactions, the timing and success of future exploration and development activities, exploration and development risks, mineral resources are not as estimated, expenditure and financing requirements, title matters, third party consents, operating hazards, metal prices, political and economic factors, competitive factors and general economic conditions. In making the forward-looking statements, the Company has applied several material assumptions including, but not limited to, the assumptions that: the Financing, the Consolidation, the change in the Company's name, the settlement of outstanding debts by the issuance of common units and the acquisition of property interests under the Option Agreement will proceed and be completed as planned; required regulatory and shareholder approvals will be obtained; the proposed exploration and development will proceed as planned; with respect to mineral resource estimates, the key assumptions and parameters on which such estimates are based; market fundamentals will result in sustained metals and minerals prices and any additional financing needed will be available on reasonable terms. The Company expressly disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise except as otherwise required by applicable securities legislation.*