



For Immediate Release

DeepRock Minerals Announces Non-Brokered Private Placement and Annual General and Special Meeting Date

April 6, 2022 - Vancouver, British Columbia - **DeepRock Minerals Inc.** (“DeepRock” or the “Company”) (CSE Symbol: “DEEP”), is pleased to announce a non-brokered private placement financing of up to 20,000,000 units of the Company (the “Units”) at a price of CAD\$0.05 per Unit for aggregate gross proceeds of up to CAD\$1,000,000 (the “Offering”) which may be increased if the Offering is over-subscribed.

Each Unit will consist of one (1) common share in the capital of the Company and one (1) common share purchase warrant (the “Warrant”). Each Warrant will be exercisable by the warrant holder to acquire one (1) additional common share at a price of CAD\$0.06 for a period of twenty-four (24) months from the closing of the Private Placement (the “Closing Date”).

The proceeds from the Offering will be used by the Company primarily for working capital and to fund the exploration and development of the Company's projects in New Brunswick and Romania. The Offering is expected to close on or about May 12, 2022.

In consideration of the introduction to the Company of investors in the Offering, finder's fee may be paid in cash or in securities of the Company in accordance with applicable securities laws and CSE policies.

The completion of the Offering will be subject to receipt of and all necessary regulatory approvals, including, approval by the Canadian Securities Exchange. The securities issued in connection with the Offering will be subject to a four-month hold period under applicable Canadian securities laws commencing on the Closing Date of the Offering.

It is anticipated that insiders of the Company will participate in the Offering. Participation of insiders of the Company in the Offering will constitute a related party transaction as defined under Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* (“MI 61-101”). The Company intends to rely on the exemption from the formal valuation requirements of Section 5.4 of MI 61-101 pursuant to Subsection 5.5(a) of MI 61-101 and the exemption from the minority approval requirements of Section 5.6 of MI 61-101 pursuant to Subsection 5.7(1)(a) of MI 61-101.

The Company also wishes to announce the annual general and special meeting of shareholders (the “Meeting”) will be held on June 17, 2021. In connection of the upcoming Meeting, the notice of meeting and record date will be filed on SEDAR in due course.

For more information, please contact:

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The CSE has not reviewed and does not accept responsibility for the adequacy or accuracy of this release. This news release may contain “forward-looking statements”, including statements relating to the expected completion of the Private Placement, and statements about the future based on current expectations or beliefs. For this purpose, statements of historical fact may be deemed to be forward-looking statements. Forward-looking statements by their nature involve risks and uncertainties, and there can be no assurance that such statements will prove to be accurate or true. Investors should not place undue reliance on forward-looking statements.



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