

**THIS PRESS RELEASE IS NOT FOR DISTRIBUTION IN THE UNITED STATES  
OR TO U.S. NEWS AGENCIES**



**GOLDEN VALLEY MINES LTD.**

152, chemin de la Mine École

Val-d'Or, Québec J9P 7B6

819.824.2808 (main)

819.824.3379 (fax)

[info@goldenvalleymines.com](mailto:info@goldenvalleymines.com)

**Golden Valley Mines Closes \$415,000 Convertible Debenture Financing,  
Completing a \$1,490,000 Private Placement Offering**

Val-d'Or, Québec – January 25, 2016 – Golden Valley Mines Ltd. (“Golden Valley” or the “Company”) (TSX-V:GZZ) is pleased to announce that, further to its news release of January 12, 2016, it has issued a \$415,000 principal amount convertible debenture to an arm’s length existing shareholder, which constitutes the second and final tranche of the non-brokered private placement offering, the details of which were previously announced on November 13, 2015, and closing of the first tranche of which was announced on November 30, 2015. The private placement offering has now completed.

The debenture is automatically convertible into Units of Golden Valley at a deemed price of \$0.10 per Unit upon confirmation from the TSX Venture Exchange (the “Exchange”) that it has completed satisfactory background searches on the lender, who will become an insider of Golden Valley on conversion of the debenture. Each Unit will be comprised of one common share in the capital of Golden Valley and one non-transferable share purchase warrant, each warrant entitling the holder to purchase one common share of Golden Valley at a per share price of \$0.14 for two years from the date of issuance.

If by the end of the one year term of the debenture, the Exchange has not completed its background searches, or if the background search results are unsatisfactory to the Exchange, Golden Valley will repay the loan.

All common shares issuable on conversion of the debenture and shares which may be acquired upon the exercise of the warrants issuable on conversion of the debenture will be subject to a hold period until May 26, 2016, in accordance with applicable securities legislation and Exchange policy.

No finder’s fees were paid in connection with the private placement financing.

The \$1,490,000 gross proceeds raised from the private placement offering, including the proceeds raised from the debenture, will be used by Golden Valley for general corporate purposes.

**About Golden Valley Mines Ltd.:** The Company typically tests initial grassroots targets while owning a 100% interest therein and then seeks partners to continue exploration funding. This allows the Company to carry on its generative programs and systematic exploration efforts at other majority-owned grassroots projects. The Company (together with its various subsidiaries)

holds multiple property interests in gold, base-metal and energy mineral projects in Canada (Saskatchewan, Ontario and Québec).

**For additional information please contact:**

**Glenn J. Mullan**

Chairman, President, and CEO

**Golden Valley Mines Ltd.**

152, chemin de la Mine École

Val-d'Or, Québec J9P 7B6

Telephone: 819.824.2808 ext. 204

Email: glenn.mullan@goldenvalleymines.com

**Forward Looking Statements:**

This news release contains certain statements that may be deemed “forward-looking statements. Forward looking statements are statements that are not historical facts and are generally, but not always, identified by the words “expects”, “plans”, “anticipates”, “believes”, “intends”, “estimates”, “projects”, “potential” and similar expressions, or that events or conditions “will”, “would”, “may”, “could” or “should” occur. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or realities may differ materially from those in forward looking statements. Forward looking statements are based on the beliefs, estimates and opinions of the Company’s management on the date the statements are made. Except as required by law, the Company undertakes no obligation to update these forward-looking statements in the event that management’s beliefs, estimates or opinions, or other factors, should change.

**THIS PRESS RELEASE, REQUIRED BY APPLICABLE CANADIAN LAWS, IS NOT FOR DISTRIBUTION TO U.S. NEWS SERVICES OR FOR DISSEMINATION IN THE UNITED STATES, AND DOES NOT CONSTITUTE AN OFFER TO SELL OR A SOLICITATION OF AN OFFER TO SELL ANY OF THE SECURITIES DESCRIBED HEREIN IN THE UNITED STATES. THESE SECURITIES HAVE NOT BEEN, AND WILL NOT BE, REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED, OR ANY STATE SECURITIES LAWS, AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES OR TO U.S. PERSONS UNLESS REGISTERED OR EXEMPT THEREFROM.**

*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 news release.*