



## **Commerce Resources Corp. Closes Tranche One Non-Brokered Flow-Through Private Placement**

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**December 1, 2015 - Commerce Resources Corp.** (TSXv: CCE, FSE: D7H, OTCQX: CMRZF) (the “Company”) is pleased to announce that it has closed a first tranche of a non-brokered flow-through private placement for gross proceeds of \$1,650,429 announced on November 24, 2015. The Company issued 15,003,900 flow-through shares (“FT Shares”) at a price of \$0.11 per FT Share.

All the securities issuable will be subject to a four-month hold period from the date of closing expiring March 28, 2016.

The proceeds of the private placement will be used in qualified exploration expenditures at the Company’s mineral properties in Quebec.

Secutor Capital Management Corporation acted as finder in connection with this non-brokered flow through private placement and was paid a cash commission of \$99,025.74 plus expenses, and was issued 900,234 finders’ warrants (the “Finders Warrants”) to acquire additional common shares of the Company (“Finders’ Warrant Shares”) exercisable at \$0.11 per Finders’ Warrant Share until November 27, 2017.

### **About Commerce Resources Corp.**

Commerce Resources Corp. is an exploration and development company with a particular focus on deposits of rare metals and rare earth elements. The Company is focused on the development of its Ashram Rare Earth Element Deposit in Quebec and the Upper Fir Tantalum and Niobium Deposit in British Columbia.

On Behalf of the Board of Directors  
**COMMERCE RESOURCES CORP.**

“Chris Grove”

Chris Grove  
President  
Tel: 604.484.2700



COMMERCE RESOURCES CORP.

*Neither 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.*

**Forward-Looking Statements**

Statements in this document which are not purely historical are forward-looking statements, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Forward-looking statements in this news release include that the proceeds of the private placement will be used in the development of the Company's Quebec mineral properties for the amount of flow through funds raised.

It is important to note that actual outcomes and the Company's actual results could differ materially from those in such forward-looking statements. Risks and uncertainties include, but are not limited to, economic, competitive, governmental, environmental and technological factors that may affect the Company's operations, markets, products and prices. Investors who have indicated their investment intent may not close as expected. Readers should refer to the risk disclosures outlined in the Company's Management Discussion and Analysis of its audited financial statements filed with the British Columbia Securities Commission.