

ANNOUNCEMENT



RESOURCE CAPITAL  
GOLD CORP

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**Resource Capital Gold Corp**

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**RCG ANNOUNCES PROPOSED PRIVATE PLACEMENT**

**Vancouver, BC – December 9, 2016** – Resource Capital Gold Corp., TSXV: RCG (“RCG” or the “Company”) is pleased to announce that it has finalized the terms and conditions of a non-brokered equity private placement (the "Offering"). The Offering will consist of the issuance of up to 4,000,000 common shares ("Common Shares") of the Company at a price of \$0.25 per Common Share for aggregate gross proceeds to the Company of up to \$1,000,000.

It is expected that the Offering will be carried out as a “gypsy swap, whereby ACT2 Pty Ltd., a significant shareholder of the Company would sell up to 4,000,000 Common Shares of its free trading shares of the Company to unrelated purchasers in pre-arranged trades over the facilities of the TSX Venture Exchange (the "Exchange"), after which the proceeds of the sales were invested in the Company by ACT2 in exchange for shares having a four-month and one day hold period.

The Company may pay finder’s fees in connection with the sales to purchasers of free-trading shares, payable in cash and/or shares of the Company.

The Company intends to use the proceeds of the private placement for working capital in connection with the Company’s ongoing development and operations at the Dufferin mine.

The Offering is subject to all necessary regulatory, including the approval of the TSX Venture Exchange.

**On behalf of the Board of Directors of Resource Capital Gold Corp.**

**George S. Young**  
**Chairman and CEO**

*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 release.*

**Forward-Looking Information**

*This news release contains “forward-looking information” and “forward-looking statements” (collectively, “forward-looking information”) within the meaning of applicable securities laws. Forward-looking information is generally identifiable by use of the words “believes,” “may,” “plans,” “will,” “anticipates,” “intends,” “could”, “estimates”, “expects”, “forecasts”, “projects” and similar expressions, and the negative of such expressions. Forward-looking information in this news release include statements about the completion of the private placement and the use of proceeds therefrom.*

*All forward-looking information herein is qualified in its entirety by this cautionary statement, and the Company disclaims any obligation to revise or update any such forward-looking information or to publicly announce the result of any revisions to any of the forward-looking information contained herein to reflect future results, events or developments, except as required by law.*