

# NORTHLAND

## **Northland Announces Completed Registration of Warrants and Second Lien Convertible Bonds in the Norwegian Central Securities Depository**

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**Luxembourg, August 7, 2013 – Northland Resources S.A.** (OSE: NAUR, Frankfurt: NPK, Nasdaq OMX/First North: NAURo – “NRSA” or the “Company” and, together with its subsidiaries, “Northland”) **announces completed registration of Warrants and the Second Lien Convertible Bonds in the Norwegian Central Securities Registry.**

As previously announced, Northland has issued a new first lien USD 335 million bond loan (the **"First Lien Bond"**). The subscribers of the First Lien Bond have received warrants, which will be exercisable for an aggregate of 83,592,299 new shares of NRSA (following implementation of a reverse share split in respect of NRSA's share capital, which is expected to take place by the end of August 2013 but subject to anti-dilution rights). The warrants have now been registered in the Norwegian Central Securities Depository (Verdipapirsentralen). The issuance of new shares upon exercise of warrants will take place at the end of each month in which warrants are exercised. The warrants are expected to be listed on the Oslo Stock Exchange as soon as a listing prospectus has been approved by the CSSF in Luxembourg.

**In order to receive shares upon exercise of warrants at the end of August, an exercise notice must be received by the Company by August 26, 2013. The exercise notice and the full terms and conditions for the warrants have been published on Northland's website <http://northland.eu/en-us/investor-relations/current-transaction>.**

Northland also announces that registration of the Second Lien Convertible Bonds has now been completed in the Norwegian Central Securities Depository. The Second Lien Convertible Bonds will continue to trade on the Oslo Stock Exchange under the same ISIN but with Northland Resources S.A. being the issuer as set out below:

- ISIN: NO 001 063613.7 - 4% Northland Resources S.A. Second Lien Bond Issue 2013/2020 (NOK 466,593,297).
- ISIN: NO 001 063619.4 - 4% Northland Resources S.A. Second Lien Bond Issue 2013/2020 (USD 294,156,660).

Please note that the bonds previously represented by ISIN: NO 001 066799.1 – 12.25% Senior Secured Loan (USD 20,000,000) have been consolidated into the bonds represented by ISIN: NO 001 063619.4.

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**Northland** is a producer of iron ore concentrate, with a portfolio of production, development and exploration mines and projects in northern Sweden and Finland. The first construction phase of the Kaunisvaara project is complete and production ramp-up started in November 2012. The Company expects to produce high-grade, high-quality magnetite iron concentrate in Kaunisvaara, Sweden, where the Company expects to exploit two magnetite iron ore deposits, Tapuli and Sahavaara. Northland has entered into off-take contracts with three partners for the entire production from the Kaunisvaara project over the next seven to ten years. The Company is also preparing a Definitive Feasibility Study (“DFS”) for its Hannukainen Iron Oxide Copper Gold (“IOCG”) project in Kolari, northern Finland and for the Pellivuoma deposit, which is located 15 km from the Kaunisvaara processing plant.

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#### **Forward-Looking Information**

This announcement may include “forward-looking” information within the meaning of applicable securities laws. This forward-looking information can be identified by the use of forward-looking terminology, including the terms “believes”, “estimates”, “anticipates”, “expects”, “intends”, “may”, “will” or “should” or, in each case, their negative, or other variations or comparable terminology. This forward-looking information includes all matters that are expectations concerning, among other things, Northland’s ability to meet its continuous disclosure and MCTO obligations, the likelihood of Northland rectify its default under Canadian Securities laws, Northland’s results of operations, financial condition, liquidity, prospects, growth, strategies and the industry in which it operates. By their nature, forward-looking information involves risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. Readers are cautioned that forward-looking information is not a guarantee of future performance and that Northland’s actual results of operations, financial condition and liquidity, and the development of the industry in which it operates may differ materially from those made in or suggested by the forward-looking information contained in this press release. In addition, even if Northland’s results of operations, financial condition and liquidity, and the development of the industry in which Northland operates are consistent with the forward-looking information contained in this press release, those results or developments may not be indicative of results or developments in subsequent periods.

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