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49 North Resource Fund Limited Partnership
TSX VENTURE: FNR.UN

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49 North Resource Fund Announces Private Placement of Convertible Secured Debenture

SASKATOON, SASKATCHEWAN--(CCNMatthews - May 10, 2007) - 49 North Resource Fund Limited Partnership ("49 North") (TSX VENTURE:FNR.UN) announces that it proposes to issue and sell a CDN\$2,000,000 convertible secured debenture on a private placement basis. The debenture will be non-transferable and have a term of approximately five years maturing May 1, 2012 with interest at 9% payable annually in cash on December 31 of each year commencing December 31, 2007. The principal amount of the debenture will be convertible in whole or in part at any time at the option of the holder into limited partnership units of 49 North ("Units") at a conversion price of CDN\$5.00 per Unit. Additionally, if and when both the Net Asset Value per Unit and trading price of the Units reach \$6.00 for a period of at least sixty consecutive days, 49 North will have the right to require the holder to either convert the whole of the debenture into Units at the \$5.00 per Unit conversion price or to sell the debenture back to 49 North at \$2,400,000 plus any accrued but unpaid interest. Pending achieving these targets, 49 North may, on sixty days notice, call the debenture for repurchase at its \$2,000,000 face value plus accrued interest plus, if applicable, an early repurchase premium. The premium will decline at 2% annually, from 10% of face value if the debenture is repurchased prior to May 1, 2008 to 2% if repurchased in the last year prior to maturity.

The debenture will be secured by a general security interest in all present and after acquired property of 49 North.

49 North, a Saskatoon based investment fund focused on junior and intermediate mineral and oil & gas companies with exploration programs in Saskatchewan, will use the proceeds of the debenture together with proceeds from the sale of portfolio securities for reinvestment in portfolio securities, to pay off all existing secured indebtedness in the principal amount of \$850,000 plus accrued interest and for general working capital purposes.

Forward Looking Statements: This news release contains forward-looking statements relating to future events or future performance. These forward-looking statements reflect management's current expectations, assumptions and beliefs and are based on information currently available to management of 49 North. A number of factors could cause actual events, performance or results to differ materially from the events, performance or results discussed in this news release. These forward-looking statements are made as of the date hereof and 49 North does not assume any obligation to update or revise such statements to reflect new events or circumstances.

CONTACT INFORMATION

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