



February 23, 2016

News Release 16-04

## **PRETIVM PRICES OFFERING OF COMMON SHARES**

**Vancouver, British Columbia, February 23, 2016; Pretium Resources Inc.** (TSX/NYSE: PVG) (“Pretivm” or the “Company”) announced that it has entered into an underwriting agreement today with a syndicate of underwriters, in connection with its previously announced marketed offering of common shares (the “Offering”). CIBC Capital Markets, RBC Capital Markets and Scotiabank are the lead underwriters in a syndicate that includes BMO Nesbitt Burns Inc., Citigroup Global Markets Canada Inc., Cormark Securities Inc., GMP Securities L.P., Numis Securities Limited, Roth Capital Partners, LLC, Canaccord Genuity Corp., Rodman & Renshaw a unit of H.C. Wainwright & Co. LLC and Pareto Securities Ltd.

The underwriters have agreed to purchase 26,210,000 common shares at a price of US\$4.58 per common share (the “Offering Price”) for gross proceeds of approximately US\$120 million. The Offering will be made under a prospectus supplement dated February 23, 2016 (the “Supplement”) to the Company’s short form base shelf prospectus dated July 16, 2014, to be filed with the securities regulatory authorities in each of the provinces and territories of Canada except Quebec. The Supplement will also be filed with the U.S. Securities and Exchange Commission (“SEC”) as part of a registration statement on Form F-10 in accordance with the Multijurisdictional Disclosure System established between Canada and the United States.

The Company has also granted the underwriters an over-allotment option to purchase up to an additional 2,174,000 common shares at the Offering Price, exercisable for a period of 30 days following closing.

The net proceeds of the Offering will be used (i) to fund development of the Brucejack Project, (ii) for working capital during start-up and (iii) for general corporate purposes.

Closing of the Offering will be subject to a number of conditions, including approval of the Toronto Stock Exchange and the New York Stock Exchange.

A copy of the Supplement and the short form base shelf prospectus may be obtained in Canada from Michelene Dougherty, [michelene.dougherty@cibc.ca](mailto:michelene.dougherty@cibc.ca); or in the United States, attention: Hector Cruz, tel: 212-667-6001.

### **About Pretivm**

Pretivm is constructing a high-grade underground gold mine at its Brucejack Project in northern British Columbia with commercial production targeted for 2017.

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### **Regarding Forward-Looking Statements**

*This News Release contains "forward-looking information" and "forward looking statements" within the meaning of applicable Canadian and United States securities legislation. Statements contained herein that are not based on historical or current fact, including without limitation statements containing the words "anticipates," "believes," "may," "continues," "estimates," "expects," and "will" and words of similar import, constitute "forward-looking statements" within the meaning of the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking information may include, but is not limited to, information with respect to the Offering, our planned exploration and development activities, the adequacy of Pretivm's financial resources, the estimation of mineral reserves and resources including the 2013 Valley of the Kings Mineral Resource estimate and the Brucejack Mineral Reserve estimate, realization of mineral reserve and resource estimates and timing of development of Pretivm's Brucejack Project, costs and timing of future exploration, results of future exploration and drilling, production and processing estimates, capital and operating cost estimates, timelines and similar statements relating to the economic viability of the Brucejack Project, timing and receipt of approvals, consents and permits under applicable legislation, Pretivm's executive compensation approach and practice, and adequacy of financial resources. Wherever possible, words such as "plans", "expects", "projects", "assumes", "budget", "strategy", "scheduled", "estimates", "forecasts", "anticipates", "believes", "intends", "targets" and similar expressions or statements that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved, or the negative forms of any of these terms and similar expressions, have been used to identify forward-looking statements and information. Statements concerning mineral reserve and resource estimates may also be deemed to constitute forward-looking information to the extent that they involve estimates of the mineralization that will be encountered if the property is developed. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance are not statements of historical fact and may be forward-looking information. Forward-looking information is subject to a variety of known and unknown risks, uncertainties and other factors that could cause actual events or results to differ from those expressed or implied by the forward-looking information, including, without limitation, those risks identified in Pretivm's Annual Information Form dated March 31, 2015 filed on SEDAR at [www.sedar.com](http://www.sedar.com) and in the United States on Form 40-F through EDGAR at the SEC's website at [www.sec.gov](http://www.sec.gov). Forward-looking information is based on the expectations and opinions of Pretivm's management on the date the statements are made. The assumptions used in the preparation of such statements, although considered reasonable at the time of preparation, may prove to be imprecise. We do not assume any obligation to update forward-looking information, whether as a result of new information, future events or otherwise, other than as required by applicable law. For the reasons set forth above, prospective investors should not place undue reliance on forward-looking information. Neither the TSX nor the NYSE has approved or disapproved of the information contained herein.*