

TSODILO RESOURCES LIMITED

ANNOUNCES NON-BROKERED PRIVATE PLACEMENT OF UNITS

FOR IMMEDIATE RELEASE

May 27, 2014

TORONTO, ONTARIO - Tsodilo Resources Limited ("Company") (TSX Venture Exchange: TSD) is pleased to announce that it has negotiated a non-brokered private placement of 306,183 units of the Company (the "Units") at a price per Unit of CDN \$1.28, which will provide gross proceeds to the Company in the amount of CDN \$391,914. Proceeds from the private placement will be added to the Company's working capital.

Each Unit will consist of one common share and one common share purchase warrant of the Company, each such warrant entitling the holder to purchase an additional common share of the Company for a period of two years from the date of closing at a price of USD \$1.40. The common shares and the warrants comprising the Units and the common shares underlying the warrants will be subject to a four month hold period from the date of closing per applicable regulatory requirements. A current director of the Company has subscribed for 213,140 Units (CDN \$272,819) of the placement. Closing of the private placement remains subject to the approval of the TSX Venture Exchange.

About Tsodilo Resources Limited: *Tsodilo Resources Limited is an international diamond and metals exploration company engaged in the search for economic diamond and metal deposits at its Newdico (Pty) Limited ("Newdico") and Gcwihaba Resources (Pty) Limited ("Gcwihaba") projects in northwest Botswana. The Company has a 98% stake in Newdico (851 km² under Precious Stone - diamond licenses). The Gcwihaba project area: 494 km² under Precious Stone -diamond licenses; 11,158 km² Metal (base, precious, platinum group, and rare earth) licenses; and, 6,925 km² under Radioactive Minerals licenses is 100% held by the Company. Tsodilo manages the exploration of both the Newdico and Gcwihaba license areas.*

The Company has offices in Toronto, Canada and Gaborone and Maun, Botswana. Please visit the Company's website, www.TsodiloResources.com, for additional information and background on our projects.

Cautionary Note Regarding Forward-Looking Statements: *This press release contains forward-looking statements. All statements, other than statements of historical fact, that address activities, events or developments that the Company believes, expects or anticipates will or may occur in the future (including, without limitation, statements relating to the closing of the private placement and the proceeds to be raised therefrom and statements regarding the development of the Company's projects) are forward-looking statements. These forward-looking statements reflect the current expectations or beliefs of the Company based on information currently available to the Company. Forward-looking statements are subject to a number of risks and uncertainties that may cause the actual results of the Company to differ materially from those*

discussed in the forward-looking statements, and even if such actual results are realized or substantially realized, there can be no assurance that they will have the expected consequences to, or effects on the Company. Factors that could cause actual results or events to differ materially from current expectations include, among other things, regulatory requirements relating to the TSX Venture Exchange and changes in equity markets or the Company's ability to close the private placement, political developments in Botswana and surrounding countries, changes to regulations affecting the Company's activities, uncertainties relating to the availability and costs of financing needed in the future, the uncertainties involved in interpreting exploration results and the other risks involved in the mineral exploration business. Although the Company believes that the assumptions inherent in the forward-looking statements are reasonable (such assumptions including, among other things, the availability of financing from sources and on conditions acceptable to the Company and the receipt of all required regulatory approvals in connection with the private placement), forward-looking statements are not guarantees of future performance and accordingly undue reliance should not be put on such statements due to the inherent uncertainty therein. Any forward-looking statement speaks only as of the date on which it is made and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to update any forward-looking statement, whether as a result of new information, future events or results or otherwise.

Neither the TSX Venture Exchange ("TSXV") nor its Regulation Services Provider (as that term is defined in the policies of the TSXV) accepts responsibility for the adequacy or accuracy of this news release.

FOR FURTHER INFORMATION PLEASE CONTACT:

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