



Press Release 2012 - 18  
For Immediate Release  
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## BRI-CHEM ANNOUNCES CLOSING OF \$10 MILLION ACQUISITION WARCHEST

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**Edmonton, Canada, December 10, 2012 – Bri-Chem Corp. ("Bri-Chem" or "Company") (TSX: BRY)** a leading North American wholesale distributor and manufacturer of oil and gas drilling fluids and steel pipe is pleased to announce that Bri-Chem has closed a ten million dollar subordinated debt facility ("Credit Facility") with Fulcrum Capital Partners Inc. ("Fulcrum").

The financing consists of a \$10 million five year subordinate debenture ("**Debenture**") and the issuance of 300,000 common share purchase warrants ("**Warrants**"). Each Warrant entitles Fulcrum to acquire one (1) Bri-Chem share at an exercise price of \$1.77 for a period of 48 months from the date of issuance. Bri-Chem has the option to call the Warrants at a 30% premium to the exercise price at any time during the first eighteen months from the date of closing of the Credit Facility. The Credit Facility is interest only for the first fifteen months with an annual interest of 11.5%. Bri-Chem intends to use the net proceeds from the Credit Facility for future potential acquisitions, working capital and general corporate purposes, which may include capital expenditures.

Don Caron, Chief Executive Officer of Bri-Chem, commented, "We are extremely pleased with the confidence that Fulcrum has shown in our Company, its operational strategies and management team. This Credit Facility will allow us to further strengthen and increase our presence in the North America drilling fluids marketplace and seek out new opportunities for additional steel pipe manufacturing micro-mills."

### **About Bri-Chem**

Since our formation in 1985, Bri-Chem has established two primary segments of business through a combination of internal growth and acquisitions: Bri-Chem's Drilling Fluid Division is North America's largest independent wholesale supplier of drilling fluids for the oil and gas industry. We provide over 100 drilling fluid products, cementing, acidizing and stimulation additives from 25 strategically located warehouses throughout Canada and the United States; Bri-Chem's Steel Pipe Division is the first company to introduce and construct a Thermal Pipe Expansion (TPE) facility in North America for manufacturing, testing and supply of large diameter seamless steel pipe for the energy industry. Additional information about Bri-Chem is available at [www.sedar.com](http://www.sedar.com) or at Bri-Chem's website at [www.brichem.com](http://www.brichem.com).

### **Forward Looking Statements**

Certain information set forth in this news release contains forward-looking statements or information ("**forward-looking statements**"), including statements which may contain words such as "could", "should", "expect", "anticipate", "believe", "will", and similar expressions and statements relating to matters that are not historical facts are forward looking statements. By their nature, forward-looking statements are subject to numerous risks and uncertainties, some of which are beyond the Company's control, including the impact of general economic conditions, industry conditions, volatility of commodity prices, currency fluctuations, environmental risks, demand for oilfield services for drilling and completion of oil and natural gas wells; volatility in market prices for steel, oil, natural gas, and natural gas liquids and the effect of this volatility on the demand for oilfield services generally, competition from other industry participants, the lack of availability of qualified personnel or

management, stock market volatility and the ability to access sufficient capital from internal and external sources. Although the Company believes that the expectations in our forward-looking statements are reasonable, our forward-looking statements have been based on factors and assumptions concerning future events which may prove to be inaccurate. Those factors and assumptions are based upon currently available information. Such statements are subject to known and unknown risks, uncertainties and other factors that could influence actual results or events and cause actual results or events to differ materially from those stated, anticipated or implied in the forward looking information. As such, readers are cautioned not to place undue reliance on the forward looking information, as no assurance can be provided as to future results, levels of activity or achievements. The risks, uncertainties, material assumptions and other factors that could affect actual results are discussed in our Annual Information Form and other documents available at [www.sedar.com](http://www.sedar.com). Furthermore, the forward-looking statements contained in this document are made as of the date of this document and, except as required by applicable law, the Company does not undertake any obligation to publicly update or to revise any of the included forward-looking statements, whether as a result of new information, future events or otherwise. The forward-looking statements contained in this document are expressly qualified by this cautionary statement.

To receive Bri-Chem news updates send your email to [ir@brichem.com](mailto:ir@brichem.com).

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