

# **RESOLVE VENTURES INC.**

For Immediate Release  
Trading Symbol: RSV – TSX-V

April 15, 2009

## **NEWS RELEASE**

### **Resolve Ventures Proceeds with Share Consolidation and Announces Private Placement**

*Vancouver, British Columbia.* Resolve Ventures Inc. (the “**Company**”) is pleased to announce it intends to proceed with the consolidation of the Company’s common shares on a one new for ten old (1:10) basis (the “**Consolidation**”). The shareholders of the Company approved the Consolidation at the annual and special general meeting of shareholders held on November 19, 2008, on the basis of the final consolidation ratio being fixed by the board of directors.

Management of the Company believes that further equity financing is required in order for the Company to fund its operating and working capital requirements and future business purposes. It is management’s opinion that the Company’s existing issued and outstanding share capital is not conducive to completing such additional equity financing, and that the Consolidation is required in order to facilitate attracting new equity investment in the Company. The Company will not be changing its name in conjunction with the Consolidation.

The Company currently has 19,399,309 issued and outstanding common shares. Pursuant to the Consolidation, each 10 pre-Consolidation common shares will be consolidated into one (1) post-Consolidation common share. Accordingly, on completion of the Consolidation, the Company will have approximately 1,939,930 shares issued and outstanding. The exact number of post-Consolidation shares will vary depending upon the treatment of fractions which will occur when each shareholder’s holdings are consolidated. Outstanding stock options and warrants will similarly be adjusted by the Consolidation ratio.

The Company is also pleased to announce that, immediately following the completion of the Consolidation, it intends to carry out a non-brokered private placement of 10,000,000 units at a price of \$0.075 per unit for gross proceeds of \$750,000. Each unit will consist of one post-Consolidation common share, and one transferable warrant, exercisable to acquire an additional common share of the Company at an exercise price of \$0.10 for a period of two years following the closing.

Certain insiders will participate in the private placement and a finder’s fee may be paid with respect to a portion of the private placement in accordance with the policies of the TSX Venture Exchange. The net proceeds will be used for general working capital purposes and future business opportunities.

The Consolidation and the private placement are subject to the prior approval of the TSX Venture Exchange.

**ON BEHALF OF THE BOARD**

*(signed)* “David Baker”, President

For further information, please call 604-685-3317 or visit our website at [www.resolveventures.com](http://www.resolveventures.com).

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

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