

## **FRANCO-NEVADA CLOSES \$370 MILLION UNIT FINANCING**

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*This press release contains forward-looking statements. Reference should be made to the "Cautionary Statement on Forward-looking Information" at the end of this press release.*

**TORONTO, June 16, 2009** – Franco-Nevada Corporation (TSX:FNV) (the "Company") announced today the closing of its previously announced public offering (the "Offering") of 11,500,000 units ("Units"), including the full exercise of the over-allotment option, at a price of \$32.20 per Unit for aggregate gross proceeds to the Company of \$370,300,000. Each Unit consists of one common share of the Company (a "Common Share") and one-half of one common share purchase warrant (each whole common share purchase warrant, a "Warrant"). Each Warrant will entitle the holder thereof to purchase one common share of the Company at a price of \$75.00 on or before June 16, 2017. The Warrants have been approved for listing on the TSX under the symbol "FNV.WT.A".

The Units were sold on a bought-deal basis through a syndicate of underwriters led by BMO Nesbitt Burns Inc., GMP Securities L.P., CIBC World Markets Inc. and included UBS Securities Canada Inc., RBC Dominion Securities Inc., HSBC Securities (Canada) Inc., Merrill Lynch Canada Inc., National Bank Financial Inc., Scotia Capital Inc., Genuity Capital Markets, Paradigm Capital Inc. and Wellington West Capital Markets Inc. The Company intends to use the net proceeds of this Offering for acquisitions, corporate working capital and for general corporate purposes.

*(All amounts are in Canadian dollars)*

*The securities offered have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This news release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities of Franco-Nevada Corporation in any State in which such offer, solicitation or sale would be unlawful.*

### **Forward Looking Statements**

*This news release contains forward-looking information, including "forward looking information" and "forward-looking statements" within the meaning of applicable Canadian and United States securities laws. Such forward-looking statements include, without limitation, statements regarding the anticipated use of proceeds. Where statements by the Company express or imply an expectation or belief as to future events or results, such expectation or belief is expressed in good faith and believed to have a reasonable basis. However, forward-looking statements are subject to risks, uncertainties and other factors (including without limitation risk factors identified in Franco-Nevada's filings available at [www.sedar.com](http://www.sedar.com)), which could cause actual results to differ materially from future results expressed, projected or implied by such forward-looking statements. Franco-Nevada expressly disclaims any obligation to release publicly revisions to any forward looking statement to reflect events or circumstances after the date of this news release, or to reflect the occurrence of unanticipated events, except as may be required under applicable securities laws.*

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