



**FOR IMMEDIATE RELEASE**

**ATRIUM MORTGAGE INVESTMENT CORPORATION  
ANNOUNCES OVERNIGHT-MARKETED PUBLIC OFFERING OF  
CONVERTIBLE UNSECURED SUBORDINATED DEBENTURES**

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**TORONTO, CANADA**, June 3, 2013 – Atrium Mortgage Investment Corporation (TSX:AI) (“Atrium”) announced today that it has filed a preliminary short form prospectus with the securities regulatory authorities in all provinces of Canada, except Québec, in connection with an overnight-marketed public offering of convertible unsecured subordinated debentures of Atrium.

The offering is being made through a syndicate of underwriters bookrun by TD Securities Inc., co-led by CIBC and RBC Capital Markets, and including BMO Capital Markets, National Bank Financial Inc., Scotiabank, Dundee Securities Ltd., Canaccord Genuity Corp., Industrial Alliance Securities Inc., Macquarie Capital Markets Canada Ltd., Raymond James Ltd., Mackie Research Capital Corporation and M Partners Inc.

The offering will be priced in the context of the market with final terms of the offering to be determined at the time of pricing. Atrium will use the net proceeds of the offering for general corporate purposes and to repay existing indebtedness under its revolving operating credit facility, which will then be available to be drawn, as required, for general corporate purposes, particularly funding future mortgage loan opportunities.

The offering of debentures is expected to close on or about June 18, 2013 and is subject to certain conditions including, but not limited to, the receipt of all necessary approvals, including the approval of the Toronto Stock Exchange.

The debentures will mature on June 30, 2020 and interest will be payable semi-annually in arrears on June 30 and December 31 in each year, commencing December 31, 2013. At the holder’s option, the debentures may be converted into common shares of Atrium at any time prior to the close of business on the earlier of the business day immediately preceding the maturity date and the business day immediately preceding the date fixed for redemption of the debentures. The conversion price will be determined at the time of pricing, and will be subject to adjustment in certain circumstances.

The debentures will be direct, unsecured obligations of Atrium, subordinated to other indebtedness of Atrium for borrowed money and ranking equally with all other unsecured subordinated indebtedness.

The debentures will not be redeemable before June 30, 2016. On and after June 30, 2016 and prior to June 30, 2018, the debentures may be redeemed, in whole or in part, from time to time at Atrium’s option at par plus accrued and unpaid interest, provided that the weighted average trading price of the common shares of Atrium on the Toronto Stock Exchange during the 20 consecutive trading days ending on the fifth trading day preceding the date on which notice of the redemption is given is not less than 125% of the conversion price. On and after June 30, 2018, Atrium may, at its option, redeem the debentures, in whole or in part, from time to time at par plus accrued and unpaid interest.

Subject to specified conditions, Atrium will have the right to repay the outstanding principal amount of the debentures, on maturity or redemption, through the issuance of its common shares. Atrium will also have the option to satisfy its obligation to pay interest through the issuance and sale of its common shares.

No securities regulatory authority has either approved or disapproved of the contents of this news release. The securities being offered have not been, and will not be, registered under the United States Securities Act of 1933, as amended, or any state securities laws, and may not be offered or sold in the United States unless an exemption from registration is available. This news release is for information purposes only and does not constitute an offer to sell or a solicitation of an offer to buy any securities of Atrium in any jurisdiction.

Atrium also announced today that it has successfully amended its revolving operating credit facility, which has a maximum availability of \$50 million, to allow for an increase in maximum availability to \$75 million by way of a bulge facility during the period commencing on June 3, 2013 and ending six weeks thereafter (which may be extended at Atrium's option for a further six week period if certain conditions are met at the time of extension). The revolving operating credit facility, as amended, matures on August 31, 2013, except for amounts borrowed under the bulge facility, which mature six weeks after June 3, 2013 (or, if extended as earlier set out, at the end of the extension period).

### **About Atrium**

As a mortgage investment corporation, Atrium is a non-bank provider of residential and commercial mortgages that lends in major urban centres in Canada where the stability and liquidity of real estate are high. Atrium's objectives are to provide its shareholders with stable and secure dividends and preserve shareholders' equity by lending within conservative risk parameters.

### **Forward-Looking Statements**

Certain information included in this news release is forward-looking, within the meaning of applicable securities laws. Much of this information can be identified by words such as "believe", "expects", "expected", "will", "intends", "projects", "anticipates", "estimates", "continues" or similar expressions suggesting future outcomes or events. Atrium believes the expectations reflected in such forward-looking statements are reasonable but no assurance can be given that these expectations will prove to be correct and such forward-looking statements should not be unduly relied upon.

Forward-looking statements are based on current information and expectations that involve a number of risks and uncertainties, which could cause actual results or events to differ materially from those anticipated. These risks include, but are not limited to, risks associated with the ability to satisfy regulatory, stock exchange and commercial closing conditions of the offering, the uncertainty associated with accessing capital markets and the risks related to Atrium's business, including those identified in Atrium's annual information form for the year ended December 31, 2012 under the heading "Risk Factors" (a copy of which can be obtained at [www.sedar.com](http://www.sedar.com)). Forward looking statements contained in this news release are made as of the date hereof and are subject to change. All forward-looking statements in this news release are qualified by these cautionary statements. Except as required by applicable law, Atrium undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

The preliminary short form prospectus contains important information relating to these securities, but remains subject to completion or amendment. Copies of the preliminary prospectus may be obtained at [www.sedar.com](http://www.sedar.com) or from any of the underwriters named above. There will not be any sale or acceptance of an offer to buy the securities until a receipt for Atrium's (final) short form prospectus has been issued.

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