



**COUNSEL
RB CAPITAL INC**

For Immediate Release

News Announcement

COUNSEL RB CAPITAL AND HERITAGE GLOBAL PARTNERS ENTER INTO EXCLUSIVE AGREEMENT WITH ASSET REMARKETING S. DE R.L DE C.V. TO EXPAND GLOBAL AUCTION AND ASSET ADVISORY OPERATIONS IN LATIN AMERICA

WHITE PLAINS, NY, and TORONTO, CANADA, July 12, 2012 – Counsel RB Capital Inc. (OTCQB: CRBN) (“Counsel RB”), a leader in capital asset transactions, and its wholly owned subsidiary Heritage Global Partners (“Heritage”), a global leader in asset advisory and auction services, today announced that they have entered into an exclusive agreement with Asset Remarketing S. De R.L de C.V. (“Asset Remarketing”) to form a strategic alliance that expands the companies’ worldwide operations into key Latin American markets. Asset Remarketing specializes in the monetization of manufacturing assets and related real estate throughout Latin America with branches in Mexico, Costa Rica, the Dominican Republic and Venezuela, as well as relationships in several other Latin American countries. Headed by 18-year industry veteran Oswaldo Mendoza, Asset Remarketing is one of the most highly respected asset disposition professionals in Latin America. Additional terms of the strategic alliance were not provided.

Heritage Global Partners Managing Partner Ross Dove stated, “Having personally known and professionally collaborated with Oswaldo for over 10 years, I am very pleased to form a strategic relationship with him and the talented Asset Remarketing team. Asset Remarketing’s industry expertise and strong presence within key Latin American markets benefits both Heritage and our parent company, Counsel RB, as it expands our worldwide business operations and directly addresses the needs of our fast-growing portfolio of international clientele.”

The newly signed agreement stipulates that Asset Remarketing, operating under the name Asset Remarketing – HGP Latin America, will exclusively conduct asset acquisition and disposition engagements in its Latin American markets together with Counsel RB and Heritage on behalf of their respective clients.

Oswaldo Mendoza, Director of Asset Remarketing stated, “This new alliance between Asset Remarketing, Heritage, and Counsel RB brings together a world-class team of industry professionals. I personally have had the pleasure of working with Kirk and Ross Dove of Heritage over the years and the Doves are well-known for their worldwide auction industry expertise and achievements. We are equally excited to form a new relationship with Jonathan and Adam Reich of Counsel RB, who have a proven track record of success in capital asset monetization. This is truly a win-win for all involved, especially for our combined base of clients and industry partners.”

Counsel RB Capital Co-CEO Adam Reich added, “The addition of the seasoned Asset Remarketing team through this strategic alliance is yet another important development for Counsel RB as we continue to expand our organization and its geographical footprint. Last year we also added Senior VP Dave Phillips to spearhead and manage the Company’s Canadian new business development efforts, and we will focus on exploring additional attractive international growth opportunities to further enhance our capabilities. This new agreement highlights Counsel RB’s commitment to building a diversified and scalable full-service global organization for clients seeking a wide range of capital asset solutions.”

About Counsel RB Capital (www.counselrb.com)

Counsel RB Capital Inc. (OTCQB: CRBN) is a value-driven, innovative leader in monetizing surplus capital assets. The Company specializes in acquiring turnkey manufacturing facilities, surplus industrial machinery and equipment, industrial inventories, accounts receivable portfolios and related intellectual property. Our subsidiary, Heritage Global Partners, Inc. (www.hgpauctions.com), is a global leader in auction, asset advisory and appraisal services.

Forward-Looking Statements

The statements made in this release that are not historical facts contain forward-looking information that involves risks and uncertainties. All statements, other than statements of historical facts, which address the Company's expectations, should be considered as forward-looking statements. Such statements are based on knowledge of the environment in which the Company currently operates, but because of the factors listed herein, as well as other factors beyond the Company's control, actual results may differ materially from the expectations expressed in the forward-looking statements. Important factors that may cause actual results to differ from anticipated results include, but are not limited to, obtaining necessary approvals and other risks detailed from time to time in the Company's securities and other regulatory filings.

Contact:

Stephen A. Weintraub
Executive Vice President, Secretary & CFO
sweintraub@counselrb.com or 416/866-3058

Robert Rinderman or Joseph Jaffoni
J C I R – Investor Relations
CRBN@jcir.com or 212/835-8500

###