

Pasofino Gold Announces Termination of Shareholder Rights Plan

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Toronto, May 1, 2025 - [Pasofino Gold Ltd.](#) (TSXV: VEIN) (OTCQB: EFRGF) (FSE: N07A) ("Pasofino" or the "Company") announces that its shareholder rights plan agreement between Pasofino and Computershare Investor Services Inc. (the "Rights Agent") dated November 1, 2024 (the "Rights Plan") and all of the outstanding rights issued under the Rights Plan (the "Rights") terminated today.

Pursuant to Policy 3.1 of the TSX Venture Exchange, and the terms of the Rights Plan, the Rights Plan must be approved by a majority of the votes cast by shareholders of the Company who vote in respect of such approval at a meeting of shareholders of the Company held within six (6) months of the effective date of the Rights Plan (being May 1, 2025) (the "Ratification Deadline"). Since such requisite shareholder approval was not obtained prior to the Ratification Deadline, the Rights Plan and all outstanding Rights terminated and are void and of no further force and effect as of the Ratification Deadline.

Accordingly, in accordance with the terms of the Rights Plan: (i) all Rights outstanding immediately prior to the Ratification Deadline have ceased to represent any right or entitlement under the Rights Plan including, without limitation, the right to acquire common shares of the Company; (ii) each holder of Rights immediately prior to the Ratification Deadline has ceased to be a holder of Rights and to have any rights or entitlements as a holder of Rights; (iii) any certificate, advice, statement, instrument, deposit or entry (whether physical, electronic or otherwise) which evidenced Rights immediately prior to the Ratification Deadline has ceased to represent a right or entitlement of any kind or nature under the Rights Plan or in relation to the Rights; and (iv) neither the Company nor the Rights Agent will register or otherwise give effect to any purported exercise, transfer or exchange of any Rights from or after the Ratification Deadline.

For further information concerning the Rights Plan, please refer to the Company's news release dated November 1, 2024.

ABOUT PASOFINO GOLD LTD.

Pasofino Gold Limited is a Canadian-based mineral exploration company listed on the TSXV (VEIN).

Pasofino, through its wholly owned subsidiary, owns 100% of the Dugbe Gold Project (prior to the issuance of the Government of Liberia's 10% carried interest).

For further information, please visit www.pasofinogold.com or contact:

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CAUTIONARY STATEMENTS REGARDING FORWARD-LOOKING STATEMENTS

This news release contains "forward-looking statements" that are based on expectations, estimates, projections and interpretations as at the date of this news release. Forward-looking statements are frequently characterised by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate",

"indicate", "may", "will", "should" and other similar words or statements that certain events or conditions "could" or "might" occur. Such forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such risks and other factors may include, but are not limited to the risks outlined in the Company's most recent management discussion and analysis as filed on SEDAR+. The Company does not undertake to update any forward-looking information except in accordance with applicable securities laws.

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