

Leading Independent Proxy Advisory Firms ISS and Glass Lewis Recommend Florida Canyon Gold Inc. Shareholders Vote FOR the Arrangement Resolution

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- ISS and Glass Lewis recommends shareholders of [Florida Canyon Gold Inc.](#) vote in favor of the Arrangement Resolution approving at the upcoming October 25, 2024 shareholder meeting.
- ISS determined that the combination is expected to provide synergies, enhance scale, and provide human capital benefits through the leadership and expertise of senior executives of each entity.
- Glass Lewis believes that the proposed transaction is strategically reasonable and FCGI shareholders would benefit from participation in a larger multi-asset company with better financing perspectives.
- Shareholders are encouraged to vote well in advance of the proxy voting deadline on October 23, 2025, at 11AM (Eastern Standard Time)
- Questions? Need help voting Contact Carson Proxy at 1-800-530-5189

Florida Canyon Gold Inc. (TSXV: FCGV) (the "Company"), is pleased to announce that leading independent proxy advisors, Institutional Shareholder Services Inc. ("ISS") and Glass, Lewis & Co., LLC ("Glass Lewis") have both recommended that Company shareholders vote in favor of the special resolution (the "Arrangement Resolution"), authorizing the resolution (the "Arrangement") under the provisions of Section 192 of the Canada Business Corporations Act (the "CBCA") involving Florida Canyon Gold Inc. ("FCGI") pursuant to the resolution (the "Arrangement Agreement") between FCGI and [Integra Resources Corp.](#) ("Purchaser") dated July 28, 2024, at the Company's Special Meeting to be held on October 25, 2024 at 11:00 AM (Toronto Time).

ISS and Glass Lewis are leading independent corporate governance analysis and proxy advisory firms that provide proxy voting recommendations to institutional shareholders. The independent recommendations of each of ISS and Glass Lewis are intended to assist their shareholder subscribers in making choices regarding proxy voting decisions. ISS and Glass Lewis made their respective independent recommendation after carefully reviewing the facts regarding the Arrangement Resolution and benefits to Company Shareholders.

Welcoming the favorable recommendations, Audra Walsh, Interim Chief Executive Officer of Florida Canyon Gold commented: "We are pleased that ISS and Glass Lewis have both endorsed the Arrangement and encourage all Company shareholders to vote FOR the Arrangement Resolution in advance of the voting cut off on October 23, 2024."

Shareholder Questions and Assistance

Florida Canyon Gold Inc. Securityholders that require further assistance may contact the Company's proxy solicitation agent, Carson Proxy Advisors Ltd., at:
North American Toll-Free: 1-800-530-5189
Local (collect outside North America): 416-751-2066
Email: info@carsonproxy.com

About Florida Canyon Gold Inc.

FCGI is a Canadian-based junior gold producer with assets in the United States and Mexico. The principal operating assets of FCGI are the Florida Canyon mine in Nevada and San Agustin mine in Mexico. The Corporation also holds the El Castillo mine, La Colorado mine, Cerro del Gallo project, and San Antonio project (which is subject to an option agreement with [HelioStar Metals Ltd.](#)), all located in Mexico. FCGI has

entered into a binding agreement to sell its interests in the San Agustin mine, El Castillo mine, La Colorada mine, Cerro del Gallo project and San Antonio project to HelioStar Metals Ltd.

Cautionary Note Regarding Forward-looking Statements

This news release contains certain "forward-looking statements" under applicable Canadian securities laws concerning the business, operations and financial performance and condition of FCGI. Except for statements of historical fact relating to FCGI, all statements included herein are forward-looking statements. The words "believe", "expect", "strategy", "target", "plan", "scheduled", "commitment", "opportunities", "guidance", "project", "continue", "on track", "estimate", "growth", "forecast", "potential", "future", "extend", "planned", "will", "could", "would", "should", "may" and similar expressions typically identify forward-looking statements. In particular, this news release contains forward-looking statements including, without limitation, information and statements regarding the Transaction and the business and operations of FCGI.

Forward-looking statements are necessarily based on the opinions and estimates of management at the date the statements are made and are based on a number of assumptions and subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking statements. Many of these assumptions are based on factors and events that are not within the control of FCGI and there is no assurance they will prove to be correct.  

These factors are discussed in greater detail in FCGI's TSXV Form 2B - Listing Application, filed under the Corporation's issuer profile on SEDAR+, which also provides additional general assumptions in connection with these statements. FCGI cautions that the foregoing list of important factors is not exhaustive. Investors and others who base themselves on forward-looking statements should carefully consider the above factors as well as the uncertainties they represent and the risk they entail.

Although FCGI has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. FCGI undertakes no obligation to update forward-looking statements if circumstances or management's estimates or opinions should change except as required by applicable securities laws. The reader is cautioned not to place undue reliance on forward-looking statements. Comparative market information is as of a date prior to the date of this document. Further, the forward-looking statements included herein speak only as of the date of this news release.

Neither the TSXV nor its Regulation Services Provider (as that term is defined in the policies of the TSXV) accepts responsibility for the adequacy or accuracy of this news release. No stock exchange, securities commission or other regulatory authority has approved or disapproved the information contained herein.

Florida Canyon Gold Inc.
www.floridacanyongold.com

SOURCE Florida Canyon Gold Inc.

For more information contact:

Audra Walsh, Interim Chief Executive Officer
Phone: +17059802450
Email: info@floridacanyon.com

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