

Sirios Resources Announces Closing of a First Tranche of \$962,000 of its Flow-Through Private Placement

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MONTREAL, Nov. 13, 2024 - [Sirios Resources Inc.](#) (TSX-V: SOI; OTCQB: SIREF) (the "Corporation") announced the closing of the first tranche, for an aggregate gross proceed of \$961,999, of its non-brokered private placement (the "Offering"), through the issuance of 13,742,843 common share of the capital of the Corporation (the "Shares") at a price of \$0.07 per Share. The Shares were issued as "flow-through share" pursuant to section 66(15) of the *Income Tax Act (Canada)* and section 359.1 of the *Taxation Act (Québec)*. The qualifying expenditures will be renounced in favour of the subscribers with an effective date no later than December 31, 2024.

The gross proceeds from the sale of the Shares will be used by the Corporation to incur eligible "Canadian exploration expenses" related to the Cheechoo property of the Corporation, located in Eeyou Istchee James Bay, in the province of Quebec. A diamond drill will be mobilized on the property next week in order to begin a drilling program.

In connection with the first tranche of the Offering, finder's fees totaling \$20,000 were paid to a non-arm's length finder, Mine Equities Ltd. In addition, finder's fees totaling \$16,000 were paid to arm's length finders. Shares issued pursuant to this Offering are subject to a restricted hold period of four months and one day, ending on March 14, 2025, under applicable Canadian laws. The Offering and payments of finder's fees are subject to the final approval of the TSX Venture Exchange (the "TSXV"). Depending on market conditions, the Corporation may decide to proceed with the closing of additional tranches of the Offering.

Under the Offering, a director of the Corporation has subscribed for a total of 285,700 Shares for a total consideration of \$19,999, which constitutes a "related party transaction" within the meaning of *Regulation 61-101 respecting Protection of Minority Security Holders in Special Transactions* ("Regulation 61-101") and TSXV Policy 5.9 - *Protection of Minority Security Holders in Special Transactions*. However, the directors of the Corporation who voted in favour of the Offering have determined that the exemptions from formal valuation and minority approval requirements provided for respectively under subsections 5.5(a) and 5.7(1)(a) of Regulation 61-101 can be relied on as neither the fair market value of the Shares issued to this insider, nor the fair market value of the consideration paid exceeded 25% of the Corporation's market capitalization. None of the Corporation's directors have expressed any contrary views or disagreements with respect to the foregoing. A material change report in respect of this related party transaction will be filed by the Corporation but could not be filed earlier than 21 days prior to the closing of the Offering, due to the fact that the terms of the participation of each of the non-related parties and the related parties of the Offering were not confirmed.

This press release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

About Sirios Resources Inc.

Sirios Resources Inc. is a Quebec-based mineral exploration company focused on developing its 100%-owned Cheechoo gold property, located in Eeyou Istchee James Bay, Canada.

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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 press release.

Forward-Looking Statements

All statements, other than statements of historical fact, contained in this press release including, but not limited to, this relating to the intended use of proceeds of the Offering, the final approval of the TSXV in connection with the Offering and payments of finder's fees, the closing of any additional tranches to the Offering, the qualification of eligible expenses under tax laws and in generally, the above "About Sirios Resources Inc." paragraph which essentially describes the Corporation's outlook, constitute "forward-looking information" or "forward-looking statements" within the meaning of applicable securities laws, and are based on expectations, estimates and projections as of the time of this press release. Forward-looking statements are necessarily based upon a number of estimates and assumption that, while considered reasonable by the Corporation as of the time of such statements, are inherently subject to significant business, economic and competitive uncertainties, and contingencies. These estimates and assumption may prove to be incorrect. Many of these uncertainties and contingencies can directly or indirectly affect, and could cause, actual results to differ materially from those expressed or implied in any forward-looking statements and future events, could differ materially from those anticipated in such statements. A description of assumptions used to develop such forward-looking information and a description of risk factors that may cause actual results to differ materially from forward-looking information can be found in the Corporation's disclosure documents on the SEDAR+ website at www.sedarplus.ca.

By their very nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and risks exist that estimates, forecasts, projections and other forward-looking statements will not be achieved or that assumptions do not reflect future experience. Forward-looking statements are provided for the purpose of providing information about management's endeavors to develop the Cheechoo project and, more generally, its expectations and plans relating to the future. Readers are cautioned not to place undue reliance on these forward-looking statements as a number of important risk factors and future events could cause the actual outcomes to differ materially from the beliefs, plans, objectives, expectations, anticipations, estimates, assumptions and intentions expressed in such forward-looking statements. All of the forward-looking statements made in this press release are qualified by these cautionary statements and those made in our other filings with the securities regulators of Canada. The Corporation disclaims any intention or obligation to update or revise any forward-looking statement or to explain any material difference between subsequent actual events and such forward-looking statements, except to the extent required by applicable law.

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