

Falcon Closes Second Tranche of Private Placement

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VANCOUVER, November 26, 2024 - [Falcon Gold Corp.](#) (TSXV:FG)(FRA:3FA) ("Falcon" or the "Company") announces that it has closed the second tranche of its previously announced non-brokered private placement by issuing 9,000,000 flow-through units (the "FT Units") at \$0.04 per FT Unit for gross proceeds of \$360,000 (the "Private Placement").

Each FT Unit consists of one common share of the Company issued as a "flow-through share" and one half of one common share purchase warrant (each whole warrant, a "Warrant"). Each whole Warrant entitles the holder to purchase one Common Share at a price of \$0.08 per Warrant Share for a period of two (2) years.

The net proceeds from the sale of the FT Units will be used to incur "Canadian exploration expenses" within the meaning of the Income Tax Act (Canada) on the Company's properties in the province of Newfoundland, Ontario, and Quebec. None of the proceeds from the Private Placement will be used for payments to non-arm's length parties or persons conducting investor relations activities.

In connection with the Second Tranche, the Company paid finder's fees consisting of \$25,200 cash and 630,000 finder's warrants (the "Finder's Warrants"). Each Finder's Warrant entitles the holder thereof to acquire one Warrant Share at an exercise price of \$0.08 per Warrant Share for a period of two (2) years.

The securities described herein have not been, and will not be, registered under the United States Securities Act, or any state securities laws, and accordingly may not be offered or sold within the United States except in compliance with the registration requirements of the U.S. Securities Act and applicable state securities requirements or pursuant to exemptions therefrom. This press release does not constitute an offer to sell or a solicitation to buy any securities in any jurisdiction.

All securities issued pursuant to the Private Placement will be subject to a statutory hold period in accordance with applicable Canadian securities laws. The Private Placement is subject to approval of the TSX Venture Exchange.

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Cautionary Language and Forward-Looking Statements

This news release may contain forward looking statements including but not limited to comments regarding the timing and content of upcoming work programs, geological interpretations, receipt of property titles, etc. Forward looking statements address future events and conditions and therefore, involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statements.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of

the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

SOURCE: Falcon Gold Corp.

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