

American Creek Resources Announces Further Amendment to Plan of Arrangement with Cunningham Mining

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[American Creek Resources Ltd.](#) (TSXV: AMK) (OTCQB: ACKRF) (the "Company" or "American Creek") announces that it has entered into a second amendment agreement (the "Second Amendment Agreement") with Cunningham Mining Ltd. (the "Purchaser") to amend the previously announced arrangement agreement between the Purchaser and the Company dated September 5, 2024, as amended December 30, 2024 (the "Arrangement Agreement") pursuant to which, among other things, the Purchaser will acquire all of the issued and outstanding common shares of American Creek by way of a statutory plan of arrangement (the "Arrangement") under Division 5 of Part 9 of the Business Corporations Act (British Columbia).

Under the Second Amendment Agreement, the Outside Date (as defined in the Arrangement Agreement) has been extended from January 31, 2025 to March 15, 2025, provided the Purchaser pays the Company CAD\$150,000 by February 20, 2025. Thereafter, the Outside Date may be further extended from March 15, 2025 to April 30, 2025, provided the Purchaser pays the Company an additional US\$2,000,000 by March 15, 2025, which date may be accelerated in certain circumstances. A copy of the Second Amendment Agreement will be available on the Company's profile on SEDAR+ at www.sedarplus.ca.

The extension fees payable under the Second Amendment Agreement, similar to the \$300,000 signing fee paid by the Purchaser under the Arrangement Agreement, will be used by the Company for expenses incurred in connection with the Arrangement and working capital purposes.

For further information on the Arrangement, please see the Company's news releases dated September 6, 2024, October 2, 2024, October 31, 2024, December 2, 2024, and December 31, 2024, which are available on American Creek's profile on SEDAR+ at www.sedarplus.ca.

Darren Blaney, the Company's CEO, commented: "Management considered a number of factors when negotiating this extension, including: (i) while awaiting closing of the transaction, the Company is able to conduct all business and operate fully in the ordinary course; (ii) the Company remains able to consider and, if deemed appropriate, approve a superior proposal under the terms of the Arrangement Agreement without a break fee being payable; (iii) the original signing fee previously paid by the Purchaser has fully covered all of the Company's legal and operating expenses associated with the pending Arrangement to date, including all normal course operating expenses, and together with the new extension fees, will fund the Company's legal and operating expenses while we await closing of this transaction; and (iv) we received an overwhelming mandate from shareholders at the Company's recent AGM to move forward with this transaction. Accordingly, we feel that this amendment and extension is in the best interests of the Company and we are committed to working with the Purchaser to close this transaction."

About American Creek and the Treaty Creek Project

American Creek is a proud partner in the Treaty Creek Project, a joint venture with [Tudor Gold Corp.](#) located in BC's prolific "Golden Triangle".

American Creek holds a fully carried 20% interest in the Treaty Creek Project until a production notice is given, meaning that no exploration or development costs are incurred by American Creek until such time as a production notice has been issued. American Creek shareholders have a unique opportunity to avoid the dilutive effects of exploration while maintaining their full 20% exposure to one of the world's most exciting mega deposits.

The Company also holds the Austruck-Bonanza gold property located near Kamloops, BC.

ON BEHALF OF AMERICAN CREEK RESOURCES LTD.

"Darren Blaney"
Darren Blaney, President & CEO

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Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Cautionary Statement Regarding Forward-Looking Statements

This news release may contain forward-looking statements (within the meaning of applicable securities laws) which reflect American Creek's current expectations regarding future events. Forward-looking statements are identified by words such as "believe", "anticipate", "project", "expect", "intend", "plan", "will", "may", "estimate" and other similar expressions. The forward-looking statements in this news release are based on a number of key expectations and assumptions made by American Creek as of the date hereof. Although the forward-looking statements contained in this news release are based on what American Creek's management believes to be reasonable assumptions, American Creek cannot assure investors that actual results will be consistent with such statements.

The forward-looking statements in this news release are not guarantees of future performance and involve risks and uncertainties that are difficult to control or predict. Several factors could cause actual results to differ materially from the results discussed in the forward-looking statements, including those identified in American Creek's most recent Management's Discussion and Analysis, which is available on SEDAR+ at www.sedarplus.ca. Readers, therefore, should not place undue reliance on any such forward-looking statements. These forward-looking statements are made as of the date of this news release and, except as expressly required by applicable law, American Creek assumes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

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