Xander Announces Listed Issuer Financing Exemption Private Placement

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VANCOUVER, February 3, 2025 - Xander Resources Inc. ("Xander" or the "Company")(TSXV:XND)(FSX:1XI) is pleased to announce that, subject to the approval of the TSX Venture Exchange (the "Exchange") it intends to complete a non-brokered private placement of up to 663,600 common shares (each a "Share") at a price of $0.19 per Share for gross proceeds of up to $126,084 (the "Offering").

The Offering is being conducted under the listed issuer financing exemption as per Part 5A of National Instrument 45-106 - Prospectus Exemptions. As a result, the securities issued will not be subject to a hold period under the prevailing Canadian securities laws. An Offering Document related to this Offering is available on the Company's SEDAR+ profile at www.sedarplus.ca and on www.xanderresources.com. Potential investors are advised to thoroughly review this document prior to making any investment decisions.

Closing of the Offering may take place in one or more tranches as determined by the Company and is subject to certain conditions including, but not limited to, the receipt of all necessary regulatory approvals, including approval from the Exchange.

Finders' fees may be paid to qualified parties in connection with the Offering pursuant to the Policies of the Exchange. The Company intends to use the net proceeds of the Offering exploration activities and for general corporate and working capital purposes and as more particularly set out in the Offering Document.

The securities issued pursuant to the Offering have not, nor will they be registered under the United States Securities Act of 1933, as amended, and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons in the absence of U.S. registration or an applicable exemption from the U.S. registration requirements. This news release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in the United States or in any other jurisdiction in which such offer, solicitation or sale would be unlawful.

About Xander Resources Inc.

Xander is a Canadian mineral acquisition and exploration company based in Vancouver, B.C., Canada, focused on developing accretive gold and battery metal properties within Canada. The Company currently has a focus on projects located within the provinces of Ontario and Quebec.

ON BEHALF OF THE BOARD OF DIRECTORS

Deepak Varshney, P.Geo., President and CEO

For more information, please email info@xanderresources.ca, or visit www.xanderresources.ca.

Neither 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.

SOURCE: Xander Resources Inc.

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