

Outcrop Silver Amends Stock Option Plan

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VANCOUVER, Feb. 13, 2025 - [Outcrop Silver & Gold Corp.](#) (TSXV: OCG) (OTCQX: OCGSF) (DE: MRG) ("Outcrop Silver") announces that the board of directors has approved the adoption of an amendment to its 10% rolling stock option plan to change it to a fixed number plan. Under the 10% rolling stock option plan, Outcrop Silver could grant stock options to purchase up to 10% of the issued common shares at the time of the grant.

Outcrop Silver has adopted an amendment to the motion to be considered at the annual general and special meeting of shareholders to be held Friday, February 14th, 2025. The amendment changes the aggregate number of common shares reserved for issuance from treasury under the revised fixed stock option plan to 34,159,595. At the meeting, shareholders will be asked to ratify and approve the revised fixed stock option plan, including the new limit for issuance to insiders under the option plan, and any other share compensation arrangement.

The rules of the TSX-V require that the revised stock option plan be approved by an ordinary resolution passed by a majority of the votes cast by holders of common shares of Outcrop Silver present or represented by proxy at the shareholder meeting. Shareholders will be asked at the meeting to consider and, if deemed advisable, to pass, with or without variation, the resolution that subject to the approval of the TSX Venture Exchange and any other regulatory approvals, the stock option plan as described in the Information Circular of the Company as dated January 10, 2025 and all unallocated entitlements issuable pursuant to the previous Option Plan are hereby approved and authorized for issuance, as amended to a fixed limit of 34,159,595 stock options with an effective date of February 13, 2025.

About Outcrop Silver

Outcrop Silver is a leading explorer and developer focused on advancing its flagship Santa Ana high-grade silver project in Colombia. Leveraging a disciplined and seasoned team of professionals with decades of experience in the region. Outcrop Silver is dedicated to expanding current mineral resources through strategic exploration initiatives.

At the core of our operations is a commitment to responsible mining practices and community engagement, underscoring our approach to sustainable development. Our expertise in navigating complex geological and market conditions enables us to consistently identify and capitalize on opportunities to enhance shareholder value. With a deep understanding of the Colombian mining landscape and a track record of successful exploration, Outcrop Silver is poised to transform the Santa Ana project into a significant silver producer, contributing positively to the local economy and setting new standards in the mining industry.

ON BEHALF OF THE BOARD OF DIRECTORS

www.outcropsilver.com

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

Certain information contained herein constitutes "forward-looking information" under Canadian securities legislation. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "potential," "we believe," or variations of such words and phrases or statements that certain actions, events or results "will" occur. Forward-looking statements are based on the opinions and estimates of management as of the date such statements are made and they are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or

achievements of Outcrop to be materially different from those expressed or implied by such forward-looking statements or forward-looking information, including: the receipt of all necessary regulatory approvals, capital expenditures and other costs, financing and additional capital requirements, completion of due diligence, general economic, market and business conditions, new legislation, uncertainties resulting from potential delays or changes in plans, political uncertainties, and the state of the securities markets generally. Although management of Outcrop have attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements or forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements and forward-looking information. Outcrop will not update any forward-looking statements or forward-looking information that are incorporated by reference.

SOURCE Outcrop Silver & Gold Corporation

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