

Bonterra Resources Inc. Announces Closing of Private Placement of Units

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[Bonterra Resources Inc.](#) (TSXV: BTR) (OTCQX: BONXF) (FSE: 9BR2) ("Bonterra" or the "Company") is pleased to announce the closing of a non-brokered private placement (the "Offering") pursuant to which the Company sold 1,625,000 units of the Company (each, a "Unit") at a price of \$0.20 per Unit for gross proceeds of \$325,000. Each Unit consists of one common share of the Company (each, a "Share") and one half of one common share purchase warrant (each, a "Warrant"). Each Warrant entitles the holder to purchase one common share of the Company (each, a "Warrant Share") at a price of \$0.26 for a period of two years from the date of closing, subject to acceleration of the expiry date upon the occurrence of certain events.

The Shares and Warrants are subject to a four-month plus one day restricted period in Canada ending on August 5, 2025.

\$19,500 in finder's fees were paid to an arms' length finder, in connection with the Offering.

Marc-André Pelletier, President and CEO, commented: "This placement was a highly targeted equity raise aimed at a handful of European investors with whom we've been building relationships since last summer, when we began actively marketing in the region. We greatly appreciate the support and confidence demonstrated by this select group and look forward to continuing to build strong relationships across Europe."

The gross proceeds from the sale of Units will be used to fund exploration activities at the Company's projects and for general working capital.

The securities referred to herein 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 U.S. state securities laws, and may not be offered or sold in the United States or to, or for the account or benefit of, any U.S. persons or any persons within the United States absent registration or available exemptions from the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. This news release shall not constitute an offer to sell or the solicitation of an offer to buy securities in the United States, nor shall there be any sale of these securities in any jurisdiction in which such offer, solicitation or sale would be unlawful. 'United States' and 'U.S. person' are as defined in Regulation S under the U.S. Securities Act.

About Bonterra

Bonterra is a Canadian gold exploration company with a portfolio of advanced exploration assets anchored by a central milling facility in Quebec, Canada. The Company's assets include the Gladiator, Barry, Moroy, and Bachelor gold deposits, which collectively hold 1.24 million ounces in Measured and Indicated categories and 1.78 million ounces in the Inferred category.

In November 2023, the Company entered into an earn-in and joint venture agreement with [Osisko Mining Inc.](#) for the Urban-Barry properties (the "JV Agreement"), which include the Gladiator and Barry deposits. In October 2024, [Gold Fields Ltd.](#) completed the acquisition of Osisko Mining for C\$2.16 billion. Gold Fields is now the counterparty to the JV Agreement and can continue to earn a 70% interest in the joint venture by incurring C\$30 million in work expenditures until November 2026 (including expenditures incurred by Osisko Mining prior to October 2024). This strategic transaction highlights Bonterra's dedication to advancing its exploration assets, marking a significant step towards development.

FOR ADDITIONAL INFORMATION

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Forward-Looking Information

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Forward-looking statements and information are provided for the purpose of providing information about the current expectations and plans of management of the Company relating to the future. Readers are cautioned that reliance on such statements and information may not be appropriate for other purposes, such as making investment decisions. Actual results could differ materially from those currently anticipated due to a number of factors and risks, including, with respect to the Offering, the timing of final TSX Venture Exchange approval; and with respect to the use of proceeds, the sufficiency of the proceeds, the speculative nature of mineral exploration and development, fluctuating commodity prices, and competitive, as described in more detail in our recent securities filings available at www.sedarplus.ca. Accordingly, readers should not place undue reliance on the forward-looking statements and information contained in this news release. Readers are cautioned that the foregoing list of factors is not exhaustive. The forward-looking statements and information contained in this news release are made as of the date hereof and no undertaking is given to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws. The forward-looking statements or information contained in this news release are expressly qualified by this cautionary statement.

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