

CopAur Minerals To Acquire The Royal Vindicator Project

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Vancouver, July 7, 2025 - [CopAur Minerals Inc.](#) (TSXV: CPAU) ("CopAur" or the "Company") announces that it has entered into an arms-length purchase agreement (the "Purchase Agreement") to acquire all the issued and outstanding shares of Chester Holdings Inc. and its subsidiary Chester Holdings USA Inc. (the "Acquisition"). Chester Holdings USA Inc. is the holder of rights under a lease agreement entered in 2017 (the "RV Lease") that grant rights for a 20 year term to access, seek permits and to mine and process tailings and bedrock from the Royal Vindicator property located in Haralson County, Georgia, USA, consisting of 235.8 hectares of contiguous private property including the former Royal Vindicator mine site (the "RV Mining Project"). All materials including bedrock and tailings materials are available for excavation and process under the terms of the RV Lease. The parties to the Purchase Agreement are Chester Holdings Inc., a private British Columbia company controlled by Chester Millar, Chester Holdings USA Inc., a Georgia corporation, and the shareholders of Chester Holdings Inc. and Chester Holdings USA Inc.

In connection with the Acquisition, Chester Millar, a pioneer of heap leach extraction and a member of the Canadian Mining Hall of Fame, and his team of heap leach specialists have agreed to work with CopAur on this project and CopAur's Kinsley and Troy Canyon Projects.

CEO Jeremy Yaseniuk said "We are excited to work with Chester and his team on this project to shorten our timeline for development and take advantage of this elevated gold price."

Terms of the Purchase Agreement

Purchase Price Under the terms of the Purchase Agreement, CopAur has agreed to purchase all of issued and outstanding shares of Chester Holdings Inc. from the vendors in consideration of US\$6,569,811.31 payable to the vendors as follows:

- a. US\$700,000 in cash consideration payable at closing, which includes a US\$50,000 refundable deposit payable on execution of the Purchase Agreement,
- b. the payment at closing of US\$2,500,000 in cash or common shares of CopAur or a combination thereof at CopAur's discretion, and
- c. the repayment by CopAur over a six year period from closing of US\$3,369,811.31 of outstanding debt obligations owing by Chester Holdings USA Inc. to certain lenders related to Chester Holdings USA Inc.

Additional Payments and Financing Obligation

CopAur is required under the Purchase Agreement to make working capital contributions for the 2025 year in the aggregate amount of US\$1,000,000 to advance mining operations and pay advance royalty obligations under the RV Lease. CopAur is required to reimburse US\$250,000 to an unrelated third party. CopAur will pay a US\$250,000 finder's fee to Sibling Rivalry Investments Inc., a company at arm's length to CopAur. CopAur is also obligated to make an additional payment to the vendors of US\$10 per gold ounce for all new resources added to the RV Mining Project within the first 12 months following closing.

The Acquisition is subject to CopAur completing a minimum financing of US\$1,850,000 on or before August 15, 2025 or such other date as may be mutually agreed by the parties to the Purchase Agreement. The Company is evaluating potential sources of debt and equity financing and hopes to provide an update on financing required to complete the purchase under the Purchase Agreement and to conduct future operations at the RV Mining Project.

The Acquisition is subject to acceptance of the TSX Venture Exchange, which cannot be guaranteed.

Additional Information Regarding Option Grant

The Company previously disclosed (see news release disseminated July 7, 2025) that its directors have

approved a grant of 4,200,000 stock options ("Options") under its stock option plan to directors, officers, employees, and consultants of the Company. The Options have a five year term and pricing will be fixed in accordance with the TSXV policies and subject to TSXV acceptance.

About CopAur

CopAur is an exploration company focused on developing projects within the emerging, mineral-rich mining regions of Nevada. The Company is backed by a dynamic and experienced team of resource professionals advancing its projects in Nevada with the flagship project being Kinsley Mountain Gold Project, a Carlin-style project located 90 kilometres south of the Long Canyon mine (currently in production under the Newmont/Barrick joint venture, Nevada Gold Mines).

On Behalf Of The Board Of CopAur Minerals Inc.
Jeremy Yaseniuk, Chief Executive Officer

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Neither the 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 news release.

Forward Looking Information

This news release contains forward-looking statements. All such statements involve substantial known and unknown risks, uncertainties and other factors which may cause the actual results to vary from those expressed or implied by such forward-looking statements. Forward-looking statements involve significant risks and uncertainties, they should not be read as guarantees of future performance or results and they will not necessarily be accurate indications of whether or not such results will be achieved. Actual results could differ materially from those anticipated due to a number of factors and risks. Although the forward-looking statements contained in this news release are based upon what management of the Company believes are reasonable assumptions on the date of this news release, the Company cannot assure investors that actual results will be consistent with these forward-looking statements. The forward-looking statements contained in this press release are made as of the date hereof and the Company disclaims any intention or obligation to update or revised any forward-looking statements whether as a result of new information, future events or otherwise, except as required under applicable securities regulations.

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