

Newlox Gold Ventures Corp. Increases Private Placement to \$3 Million

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[Newlox Gold Ventures Corp.](#) (the "Corporation") is pleased to announce that, further to its press release of July 22, 2025, the Corporation has increased the size of its previously announced private placement from 28,571,429 units to 42,857,143 units ("Units") at a price of \$0.07 for total gross proceeds of \$3 million (the "Private Placement").

Each Unit shall consist of one (1) common share ("Share") in the capital of the Corporation and one (1) common share purchase warrant ("Warrant"). Each Warrant will entitle the holder thereof to acquire one (1) Share of the Corporation (each a "Warrant Share") at a price of \$0.12 per Warrant Share for a period of 36 months following the date of issuance.

The proceeds from the Private Placement will be used to fund the Corporation's current operations in Costa Rica and for general working capital.

The Private Placement is subject to all necessary regulatory approvals. The securities being issued in the private placement will be subject to a four-month hold period in accordance with applicable Canadian securities laws.

The securities to be offered pursuant to the Private Placement have not been, and will not be, registered under the U.S. 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 absent registration under the U.S. Securities Act and all applicable U.S. state securities laws or compliance with the requirements of exemptions therefrom. Under Rule 144 under the Securities Act, such securities may be resold following a holding period of six months, subject to certain volume and manner of sale limitations in the event the holder is deemed an affiliate, and subject to otherwise meeting all applicable conditions of such rule. Hedging transactions involving the securities may not be conducted unless in compliance with the Securities Act.

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. The Shares and Warrants issued under the Private Placement are also subject to a Canadian statutory hold period of four months and one day following the closing date.

About Newlox Gold Ventures Corp.

Newlox Gold Ventures Corp. is an emerging precious metals producer dedicated to the recovery of gold and silver from artisanal and small-scale mining operations across Latin America. The Company leverages technology to recover precious metals while remediating historical mine waste and contributing to local economic development.

On Behalf of the Board, Newlox Gold Ventures Corp.

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

Forward-Looking Information

The information in this news release includes certain information and statements about management's view of future events, expectations, plans and prospects that constitute forward- looking information. Forward-looking information includes, but is not limited to, the completion of the work programs currently underway and the results of these programs. These statements are based upon assumptions that are subject to significant risks and uncertainties. Because of these risks and uncertainties and as a result of a variety of factors, the actual results, achievements, or performance may vary materially from those anticipated and indicated by these forward-looking statements. The material risk factors that could cause actual results to differ include the risk that work undertaken by the Company may have unintended effects, the risk of delays in completing work, and the risk that the Company may not be able to raise sufficient funds and Force Majeure. Although the Company believes that the expectations reflected in the forward-looking information are reasonable, it can give no assurances that the expectations of any forward-looking information will prove to be correct. Except as required by law, the Company disclaims any intention and assumes no obligation to update or revise any forward-looking information to reflect actual results, whether as a result of new information, future events, changes in assumptions, changes in factors affecting such forward-looking statements or otherwise. Neither Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accept responsibility for the adequacy or accuracy of this release).

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