

Oroco Resource Corp. Announces Private Placement

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[Oroco Resource Corp.](#) (TSX-V: OCO, OTC: ORRCF) ("Oroco" or the "Company") is pleased to announce a non-brokered private placement (the "Offering") of up to 18,000,000 units of the Company (each, a "Unit") at a price of US\$0.20 (approximately CDN\$0.276) per Unit for gross proceeds of up to US\$3,600,000.

Each Unit will consist of one common share of the Company (each, a "Unit Share") and one half common share purchase warrant (the "Warrant"). Each whole Warrant shall entitle the holder to purchase one common share of the Company (each, a "Warrant Share") at a price of US\$0.30 at any time on or before that date which is 24 months after the issue date of the Unit.

The Company is also pleased to announce that Faysal Rodriguez, who recently joined the Company's board of directors, has agreed participate in the Offering for 5,000,000 Units for proceeds of US\$1,000,000.

The Company intends to use the proceeds from the Offering for the advancement of the Santo Tomás Project located in Sinaloa and Chihuahua States, Mexico as well as working capital and other general corporate purposes.

The closing of the Offering is subject to receipt of all necessary regulatory approvals including the TSX Venture Exchange (the "TSX-V"). Finder's fees will be payable in accordance with the policies of the TSX-V. The securities issued under the Offering will be subject to a hold period ending on the date that is four months plus one day following the date of issue, in accordance with applicable securities laws.

The securities described herein have not been, and will not be, registered under the United States Securities Act of 1933 (the "U.S. Securities Act"), as amended, or any state securities laws, and accordingly, may not be offered or sold within the United States or to US persons except in compliance with the registration requirements of the U.S. Securities Act and applicable state securities requirements or pursuant to exemptions therefrom. This press release does not constitute an offer to sell or a solicitation to buy any securities in any jurisdiction.

ABOUT OROCO

The Company holds a net 85.5% interest in those central concessions that comprise 1,173 hectares "the Core Concessions" of The Santo Tomas Project, located in northwestern Mexico. The Company also holds an 80% interest in an additional 7,861 hectares of mineral concessions surrounding and adjacent to the Core Concessions (for a total Project area of 9,034 hectares, or 22,324 acres). The Project is situated within the Santo Tomas District, which extends up to the Jinchuan Group's Bahuerachi Project, approximately 14 km to the northeast. The Project hosts significant copper porphyry mineralization initially defined by prior exploration spanning the period from 1968 to 1994. During that time, the Project area was tested by over 100 diamond and reverse circulation drill holes, totaling approximately 30,000 meters. Commencing in 2021, Oroco conducted a drill program (Phase 1) at Santo Tomas, with a resulting total of 48,481 meters drilled in 76 diamond drill holes.

The drilling and subsequent resource estimates and engineering studies led to a revised MRE and an updated PEA being published and filed in August of 2024, which studies are available at the Company's website www.orocoresourcecorp.com and by reviewing the Company profile on SEDAR+ at www.sedarplus.ca.

The Santo Tomas Project is located within 170 km of the Pacific deep-water port at Topolobampo and is serviced via highway and proximal rail (and parallel corridors of trunk grid power lines and natural gas)

through the city of Los Mochis to the northern city of Choix. The property is reached, in part, by a 32 km access road originally built to service Goldcorp's El Sauzal Mine in Chihuahua State.

Additional information about Oroco can be found on its website and by reviewing its profile on SEDAR+ at www.sedarplus.ca.

For more information, please contact:

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Cautionary Note Regarding Forward-Looking Information

This news release includes certain "forward-looking information" and "forward-looking statements" (collectively "forward-looking statements") within the meaning of applicable Canadian securities legislation. All statements, other than statements of historical fact included herein, including, without limitation, statements relating to future events or achievements of the Company, and the use of funds from the Offering, are forward-looking statements. There is no assurance that the proceeds of the Offering will be expended as contemplated. Many factors, both known and unknown, could cause actual results, performance or achievements to be materially different from the results, performance or achievements that are or may be expressed or implied by such forward-looking statements. Readers should not place undue reliance on the forward-looking statements and information contained in this news release concerning these matters. Oroco does not assume any obligation to update the forward-looking statements should they change, except as required by law.

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