

Bird River Announces Final Tranche of Private Placement and Shares for Debt Transaction

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WINNIPEG, October 10, 2025 - [Bird River Resources Inc.](#) (the "Company") (CSE:BDR) announces that it intends to complete the final tranche of its previously announced non-brokered private placement (the "Offering") of common shares in the capital of the Company (the "Common Shares") for aggregate gross proceeds of up to \$139,253 at a price of \$0.08 per Common Share.

The Company intends to use the net proceeds from the Offering for general corporate and working capital purposes. The Common Shares to be issued in connection with the Offering will be subject to a statutory hold period of four months and one day.

In addition, the Company also announces that it has entered into a debt settlement agreement with an arm's length creditor (the "Creditor") related to an aggregate of USD\$250,000 (CAD\$350,108)¹ owing in connection with lease payments (the "Debt") due pursuant to a right of use agreement (the "Right of Use Agreement") entered into by the Company's wholly-owned subsidiary, Cotton Mining & Processing, S.A. DE C.V. ("Cotton"). In full satisfaction of the Debt, the Company will issue an aggregate of 3,890,088 common shares in the capital of the Company (the "Debt Shares") at a deemed price of CAD\$0.09 per Debt Share to the Creditor (the "Debt Settlement").

The Debt Shares issued in connection with the Debt Settlement will be subject to a statutory four month and one day hold period, in accordance with the policies of the Canadian Securities Exchange ("CSE") and applicable Canadian securities laws. The issuance of the Debt Shares and completion of the Debt Settlement is subject to certain conditions including the receipt of all necessary regulatory approvals, including the approval of the CSE.

About Bird River

Bird River is a Winnipeg, Manitoba based resource company focussed on advancing quality mineral exploration and development properties. The Company currently holds a net royalty smelter interest in a platinum palladium property in the Bird River Sill area of northeastern Manitoba near the Ontario border. Additional information regarding the Company is available at www.sedarplus.ca.

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Cautionary Note Regarding Forward Looking Statements

The securities of the Company referred to in this news release 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 state securities laws. Accordingly, the securities of the Company may not be offered or sold within the United States unless registered under the U.S. Securities Act and applicable state securities laws or pursuant to an exemption from the registration requirements of the U.S. Securities Act and applicable state securities laws.

This news release does not constitute an offer to sell or a solicitation of any offer to buy any securities of the Company in any jurisdiction in which such offer, solicitation or sale would be unlawful.

Forward-Looking Statement:

This press release includes certain "forward-looking information" and "forward-looking statements" (collectively, "forward-looking statements") within the meaning of applicable Canadian securities laws. All statements other than statements of historical fact included herein including, without limitation, statements relating to the future operating or financial performance of the Company, are forward-looking statements. Forward-looking statements are generally, but not always, identified by words such as "expects", "anticipates", "believes", "intends", "estimates", "potential", "possible", "plans" and similar expressions, or statements that events, conditions, or results "will", "may", "could", or "should" occur or be achieved. Forward-looking statements in this press release relate to, among other things: receipt of any required regulatory approvals for the issuance of the Debt Shares, the completion of the Offering, and the anticipated use of proceeds from the Offering.

Although the Company believes that the expectations reflected in the forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct or accurate, and actual results and future events could differ materially from those anticipated in such statements. Forward-looking statements reflect the beliefs, opinions and projections on the date the statements are made and are based upon a number of assumptions and estimates that, while considered reasonable by the respective parties, are inherently subject to significant business, economic, competitive, political and social uncertainties and contingencies. 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 and the parties have made assumptions and estimates based on or related to many of these factors. Readers should not place undue reliance on the forward-looking statements and information contained in this press release. The statements in this press release are made as of the date of this release. Except as required by law, the Company expressly disclaims any obligation and does not intend to update any forward-looking statements or forward-looking information in this press release.

Neither the CSE nor its Regulation Services Provider accepts responsibility for the adequacy or accuracy of this release.

¹Based on a USD/CAD exchange rate of CAD\$1.40/US\$1.00 as of October 7, 2025.

SOURCE: Bird River Resources Inc.

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