

# Xali Gold Corp. Announces Stock Options Grant

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[Xali Gold Corp.](#) (TSXV:XGC) ("Xali Gold" or the "Company") announces that certain directors, officers, employees and consultants of the Company have been granted incentive stock options to purchase 2,200,000 common shares of Xali Gold at an exercise price equal to \$0.05 per share. The options have a 5-year term, expiring October 30, 2030.

Xali Gold also clarifies that the acquisition of the Pico Machay Gold Project ("Pico Machay" or the "Project"), in Peru, which was announced by the Company on October 24<sup>th</sup>, 2025, is considered a fundamental acquisition for Xali Gold. Therefore, pursuant to Policy 5.3, the Pico Machay transaction is pending the receipt and review of acceptable documentation by the TSX Venture Exchange and is subject to their approval.

Pico Machay was discovered in 1997 and explored by several juniors, including [Aquiline Resources Inc.](#) ("Aquiline"), through 2009. Aquiline completed various engineering studies, including resource estimations and metallurgical testwork. These studies targeted an open-pit heap-leach operation, which was expected to be low-cost with a low strip ratio. Given that Aquiline's engineering work, prior to that company's acquisition by Pan American Silver, was based on a long-term gold price of \$700 per ounce and several exploration targets remain untested, Xali Gold believes there is excellent upside potential on the property.

## About Xali Gold

Xali Gold is a gold and silver exploration company focused on advancing opportunities in the Americas. The Company has recently announced the acquisition of Pico Machay, which is an advanced-stage gold project in Peru with a near-term production goal.

Xali Gold maintains exploration potential as well as two royalty agreements with third parties who have the rights to produce gold and silver from specific areas of the El Oro gold-silver Project in Mexico, a historic district-scale system with a long history of significant gold and silver production.

Xali Gold is dedicated to being a responsible community partner.

Joanne C. Freeze, P.Geol. President and CEO is the Qualified Person as defined by National Instrument 43-101 for the projects discussed above. Ms. Freeze has reviewed and approved the contents of this release. Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

On behalf of the Board of Xali Gold Corp.

"Joanne Freeze" P.Geol.  
President, CEO and Director

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Forward-looking Disclaimer

*This press release contains forward-looking information within the meaning of Canadian securities laws ("forward-looking statements"). Forward-looking statements are typically identified by words such as: believe, expect, anticipate, intend, estimate, plans, postulate and similar expressions, or are those, which, by their nature, refer to future events. All statements that are not statements of historical fact are forward-looking statements.*

*Forward-looking statements in this press release include, without limitation: the timing to close the SPA and meet closing conditions; potential upside and production from and viability of the Pico Machay Project. These forward-looking statements are made as of the date of this press release. Although the Company believes the forward-looking statements in this press release are reasonable, it can give no assurance that the expectations and assumptions in such statements will prove to be correct. The Company cautions investors that any forward-looking statements by the Company are not guarantees of future results or performance, and are subject to risks, uncertainties, assumptions and other factors which could cause events or outcomes to differ materially from those expressed or implied by such forward-looking statements.*

*Known risk factors and assumptions include risks associated with exploration and project development; accessing further funding and related dilution: continuing its projected growth, or being fully able to implement its business strategies; the calculation of mineral resources and additional work required to convert historical resources to current mineral resources; the nature, quality and quantity of any mineral deposits that may be located on the project; operational risks associated with mining and mineral processing; fluctuations in metal prices and assumptions including costs; title matters; government regulation; obtaining and renewing necessary consents, authorizations, licenses and permits; environmental liability and insurance; reliance on key personnel; local community opposition; currency fluctuations; labour disputes; competition; variations in market conditions, and the volatility of our common share price and volume; future sales of shares by existing shareholders; and other risk factors described in Xali Gold's MD&A and other filings with Canadian securities regulators, which may be viewed at [www.sedarplus.ca](http://www.sedarplus.ca). Although we have attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended.*

*There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. Xali Gold expressly disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws.*

#### CAUTIONARY NOTE TO U.S. INVESTORS

*We advise U.S. investors that this news release uses terms defined in the 2014 edition of the Canadian Institute of Mining, Metallurgy and Petroleum (CIM) "CIM Definition Standards on Mineral Resources and Mineral Reserves", as incorporated by reference in Canadian National Instrument 43-101 "Standards of Disclosure for Mineral Projects", for reporting of mineral resource estimates. These Canadian standards, including NI 43-101, differ from the requirements of the United States Securities and Exchange Commission (SEC) as set forth in the mining disclosure rules under Regulation S-K 1300. Regulation S-K 1300 uses the same terminology for mineral resources, but the definitions are not identical to NI 43-101 and CIM Definition Standards. Regulation S-K 1300 uses the term "initial assessment" for an evaluation of potential project economics based on mineral resources. This study type has some similarities to a Preliminary Economic Assessment, but the definition and content requirements of an initial assessment are not identical to the definition and content requirements for a PEA under NI 43-101.*

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