

# Heliostar Board Changes at Annual General & Special Meeting

31.10.2025 | [Newsfile](#)

Vancouver, October 31, 2025 - The [Heliostar Metals Ltd.](#) (TSXV: HSTR) (OTCQX: HSTXF) (FSE: RGG1) ("Heliostar" or the "Company") Annual General & Special Meeting ("AGM") is scheduled for November 26<sup>th</sup>, 2025. The Company's Chairman, Jacques Vaillancourt and director Ken Booth will step down at the AGM, and Mr James Perry is proposed to succeed Mr. Vaillancourt as Chairman.

Heliostar's Chairman, Jacques Vaillancourt, commented on his retirement from the board. "The Company has changed immensely from my initial involvement and investment. It has grown and evolved from a portfolio of prospective exploration assets in Alaska and Nevada to now producing gold from two mines in Mexico, La Colorada and San Agustin. That alone would be a significant corporate achievement, but these producing mines are complemented by a very exciting development portfolio of 100% owned projects, which include Ana Paula, Cerro del Gallo and San Antonio. All of this is evidence of the talent, competence and the day-in and day-out diligence of the management team, led by Charles Funk. I leave a Company operationally, financially and geologically stronger than ever and in very good hands."

Charles Funk, President and CEO, stated, "I wish to thank Jacques and Ken for their leadership and guidance as we have built Heliostar over the last five years. The Company has come a long way, and their contributions to this growth have been significant. As we continue to expand production towards our goal of 500,000 ounces of annual production by the end of this decade, we look forward to welcoming James Perry to the Company's board as Heliostar's proposed new Chairman."

James Perry is proposed to succeed Mr. Vaillancourt as Chairman and will be put forward for approval by the shareholders at the upcoming AGM. Mr. Perry is currently President of Sweetwater Royalties, a base metals, industrial minerals and renewable energy royalty Company based in Denver, Colorado. Sweetwater, one of the largest landowners in the United States, is a privately held company established in 2020 by Orion Resource Partners. Mr. Perry has extensive mining and resources experience across Latin America, having previously served as Business Development Manager, as well as Corporate Counsel at Newcrest Mining, one of the world's largest gold mining companies, headquartered in Australia. Newcrest was acquired for US\$19 billion by Newmont Mining in 2023. Mr. Perry attended the London School of Economics, receiving an M.Sc. in History and International Relations, as well as earning a Bachelor of Laws from Bond University.

## Heliostar Annual General & Special Meeting Voting Instructions

Heliostar's Annual General & Special Meeting will be held on November 26, 2025, at 8:00 am PST. The shareholders as of the record date of October 10, 2025, will be entitled to vote and are encouraged to vote before the proxy voting deadline on November 24, 2025, at 8 am PST. Due to the Canada Post service disruption, paper documents may take longer to arrive; however, shareholders can still vote their shares with the following instructions.

**How Registered Shareholders Can Vote:** Registered shareholders are shareholders who hold their shares directly in the Company, and not through a brokerage account or depository company. Registered shareholders can call Computershare Shareholder Services at 1-800-564-6253 (Canada/US) or, for overseas holders, call the direct dial number 1-514-982-7555 (Monday to Friday, 8:30 am to 8:00 pm EST) to request their voting control numbers.

**How Beneficial Shareholders Can Vote:** Beneficial shareholders are shareholders who hold their investment through a brokerage house, depository company or other intermediary. There are two types of beneficial owners: (i) those who object to their identity being made known to the issuers of securities which they own ("Objecting Beneficial Owners" or "OBOs"), and (ii) those who do not object to their identity being made known to the issuers of securities which they own ("Non-Objecting Beneficial Owners" or "NOBOs"). The

Company is sending meeting materials directly to NOBOs. NOBOs may submit their votes by completing the Voting Instruction Form ("VIF") available on the Company's website and sending the completed VIF to Computershare by email at [service@computershare.com](mailto:service@computershare.com). NOBOs can also contact Computershare at 1-800- 564-6253 to request their voting control numbers and instructions.

OBOs should contact their brokerage house or other intermediary and ask to obtain their voting control number and instructions to be able to vote on the Broadridge voting site [www.proxyvote.com](http://www.proxyvote.com).

#### About Heliostar Metals Ltd.

Heliostar is a gold mining company with production from operating mines in Mexico. This includes the La Colorada Mine in Sonora and the San Agustin Mine in Durango. The Company also has a strong portfolio of development and exploration stage projects in Mexico and the USA. These include the Ana Paula project in Guerrero, the Cerro del Gallo project in Guanajuato, the San Antonio project in Baja Sur, all in Mexico and the Unga project in Alaska, USA.

#### For Additional Information, Please Contact:

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#### Cautionary Statement Regarding Forward-Looking Information

This news release includes certain "Forward-Looking Statements" within the meaning of the United States Private Securities Litigation Reform Act of 1995 and "forward-looking information" under applicable Canadian securities laws. When used in this news release, the words "anticipate", "believe", "estimate", "expect", "target", "plan", "forecast", "may", "would", "could", "schedule" and similar words or expressions, identify forward-looking statements or information. These forward-looking statements or information relate to, among other things, the Company's annual production goals.

Forward-looking statements and forward-looking information relating to the terms and completion of the Facility, any future mineral production, liquidity, and future exploration plans are based on management's reasonable assumptions, estimates, expectations, analyses and opinions, which are based on management's experience and perception of trends, current conditions and expected developments, and other factors that management believes are relevant and reasonable in the circumstances, but which may prove to be incorrect. Assumptions have been made regarding, among other things, the receipt of necessary approvals, price of metals; no escalation in the severity of public health crises or ongoing military conflicts; costs of exploration and development; the estimated costs of development of exploration projects; and the Company's ability to operate in a safe and effective manner and its ability to obtain financing on reasonable terms.

These statements reflect the Company's respective current views with respect to future events and are necessarily based upon a number of other assumptions and estimates that, while considered reasonable by management, 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 or forward-looking information and the Company has made assumptions and estimates based on or related to many of these factors. Such factors include, without limitation: precious metals price volatility; risks associated with the conduct of the Company's mining activities in foreign jurisdictions; regulatory, consent or permitting delays; risks relating to reliance on the Company's management team and outside contractors; risks regarding exploration and mining activities; the Company's inability to obtain insurance to cover all risks, on a commercially reasonable basis or at all; currency fluctuations; risks regarding the failure to generate sufficient cash flow from

operations; risks relating to project financing and equity issuances; risks and unknowns inherent in all mining projects, including the inaccuracy of reserves and resources, metallurgical recoveries and capital and operating costs of such projects; contests over title to properties, particularly title to undeveloped properties; laws and regulations governing the environment, health and safety; the ability of the communities in which the Company operates to manage and cope with the implications of public health crises; the economic and financial implications of public health crises, ongoing military conflicts and general economic factors to the Company; operating or technical difficulties in connection with mining or development activities; employee relations, labour unrest or unavailability; the Company's interactions with surrounding communities; the Company's ability to successfully integrate acquired assets; the speculative nature of exploration and development, including the risks of diminishing quantities or grades of reserves; stock market volatility; conflicts of interest among certain directors and officers; lack of liquidity for shareholders of the Company; litigation risk; and the factors identified under the caption "Risk Factors" in the Company's public disclosure documents. Readers are cautioned against attributing undue certainty to forward-looking statements or forward-looking information. Although the Company has attempted to identify important factors that could cause actual results to differ materially, there may be other factors that cause results not to be anticipated, estimated or intended. The Company does not intend, and does not assume any obligation, to update these forward-looking statements or forward-looking information to reflect changes in assumptions or changes in circumstances or any other events affecting such statements or information, other than as required by applicable law.

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