

Bolt Metals Corp. Announces Private Placement

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[Bolt Metals Corp.](#) ("Bolt" or the "Company") (TSXV: BOLT) (OTC: PCRCF) (FSE: A3D8AK), a North American mineral acquisition and exploration company, is pleased to announce a non-brokered private placement of up to 12,903,225 special warrants of the Company (each, a "Special Warrant") at a price of \$0.31 per Special Warrant, for aggregate gross proceeds of up to \$4,000,000 the "Offering").

Each Special Warrant will automatically convert, for no additional consideration, into one unit of the Company (each a "Unit") on the date that is the earlier of: (i) the date that is three business days following the date on which the Company files a prospectus supplement to a short form base shelf prospectus with the securities commissions qualifying distribution of the Units underlying the Special Warrants (the "Prospectus Supplement"), and (ii) the date that is four months and one day after the closing of the Offering.

Each Unit will be comprised of one common share of the Company (each, a "Share") and one share purchase warrant (each, a "Warrant") of the Company, with each Warrant exercisable into one additional Share at an exercise price of \$0.41 for two (2) years from the date of closing.

The Warrants will be subject to ten percent blocker provision that restrict the exercise of any Warrants, in the event that such exercise would result in the applicable securityholder holding ten percent or more of the issued and outstanding Shares at such time.

The Company will use the net proceeds from the Offering for operations and administrative costs. The Company intends to use the proceeds raised from the Offering for ongoing exploration activities and general working capital. The Offering is subject to certain conditions including, but not limited to, receipt of all necessary approvals including the approval of the Canadian Securities Exchange (the "CSE").

The Special Warrants are expected to be issued pursuant to exemptions from the prospectus requirements under Canadian securities laws, such as the accredited investor, \$150,000 minimum investment, or other relevant exemptions under National Instrument 45-106 - Prospectus Exemptions. Prior to the filing of the Prospectus Supplement and the automatic conversion of the Special Warrants, the securities issued under the Offering will be subject to a four-month hold period from the date of closing of the Offering in addition to any other restrictions under applicable law.

The Company may pay finder's fees on the Offering within the amount permitted by the policies of the CSE.

About Bolt Metals Corp.

Bolt Metals Corp. is a North American mineral acquisition and exploration company focused on the development of quality precious and base metal properties that are drill-ready with high-upside and expansion potential. Bolt trades on the CSE under the symbol BOLT, the OTC under the symbol PCRFC and in Germany under the WKN A3D8AK.

BOLT METALS CORP.

Zachary Kotowych, CEO and Director

For more information, please email info@boltmetals.com or visit www.boltmetals.com.

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

Forward-looking statements:

This news release includes "forward-looking statements" under applicable Canadian securities legislation. Such forward-looking information reflects management's current beliefs and is based on a number of estimates and/or assumptions made by and information currently available to the Company that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors that may cause the actual results and future events to differ materially from those expressed or implied by such forward-looking statements. Forward-looking statements relate to future events or the Company's future performance and include, but are not limited to, statements with respect to: the closing of subsequent tranches of the Offering, the expected use of proceeds from the Offering, the terms and conditions of the Units, Warrants, the filing of the Prospectus Supplement, and the Company's exploration and corporate plans and objectives. Readers are cautioned that such forward-looking statements are neither promises nor guarantees and are subject to known and unknown risks and uncertainties. These risks include, but are not limited to: uncertain and volatile equity and capital markets; the Company's ability to complete additional tranches of the Offering; the use of proceeds differing from management's current expectations; actual results of exploration and development activities; environmental risks; future prices of metals; operating risks; accidents; labour issues; delays in receiving required approvals and permits; changes in government regulations; and risks associated with early-stage mineral exploration.

The Company is presently an exploration stage company. Exploration is highly speculative in nature, involves many risks, requires substantial expenditures, and may not result in the discovery of mineral deposits that can be mined profitably. Furthermore, the Company currently has no reserves on any of its properties. As a result, there can be no assurance that such forward-looking statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements.

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