

Rio2 Announces Closing of Brokered Private Placement for Gross Proceeds of C\$14 Million

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VANCOUVER, Dec. 17, 2025 - [Rio2 Ltd.](#) ("Rio2" or the "Company") (TSX: RIO; OTCQX: RIOFF; BVL: RIO) is pleased to announce the closing of its previously announced brokered private placement (the "Private Placement"). A total of 6,306,300 common shares of the Company (the "Shares") were sold to investors resident in Peru and Chile at a price per Share of C\$2.22 (approximately US\$1.585) for aggregate gross proceeds to the Company of C\$14 million (approximately US\$10 million).

KALLPA Securities Sociedad Agente de Bolsa S.A. acted as the Company's agent for the Private Placement. ?

The Company plans to use the net proceeds from the Private Placement for working capital and general corporate purposes. Final acceptance by the Toronto Stock Exchange of the Private Placement is subject to the completion of ?customary post-closing filings.?

This news release shall not constitute an offer to sell or the solicitation of an offer to buy securities in the United States, nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful. The securities being offered have not been, nor will they be, registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or under any U.S. state securities laws, and may not be offered or sold in the United States or to "U.S. Persons" (as that term is defined in Rule 902(k) of Regulation S under the U.S. Securities Act) absent registration or an applicable exemption from the registration requirements of the U.S. Securities Act, as amended, and applicable state securities laws.

About [Rio2 Limited](#)

Rio2 is a mining company with a focus on development and mining operations with a team that ?has proven technical skills as well as successful capital markets track record. Rio2 is focused on ?taking its Fenix Gold Project in Chile to production in the shortest possible timeframe based on a ?staged development strategy. Rio2 and its wholly owned subsidiary, Fenix Gold Limitada, are ?companies with the highest environmental standards and responsibility with the firm conviction ?that it is possible to develop mining projects that respect the three axes (Social, Environment, ?Economics) of sustainable development. As related companies, we reaffirm our commitment to ?apply environmental standards beyond those that are mandated by regulators, seeking to ?protect and preserve the environment of the territories that we operate in.?

To learn more about Rio2 Limited, please visit: www.rio2.com or Rio2's SEDAR+ profile at www.sedarplus.ca.

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Forward-Looking Statements

This news release contains forward-looking statements and forward-looking information (collectively "forward-looking information") within the meaning of applicable securities laws relating to the Private Placement and other aspects of Rio2's anticipated future operations and plans. In addition, without limiting the generality of the foregoing, this news release contains forward-looking information pertaining to the following: the intended use of proceeds of the Private Placement; the receipt of TSX approval of the Private Placement; and other matters ancillary or incidental to the foregoing.

All statements included herein, other than statements of historical fact, may be forward-looking information and such information involves various risks and uncertainties. Forward-looking information is often, but not always, identified by the use of words such as "seek", "anticipate", "plan", "continue", "forecast", "estimate", "expect", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe", and similar expressions. The forward-looking information is based on certain key expectations and assumptions made by Rio2's management which may prove to be incorrect, including but not limited to: market conditions; expectations concerning prevailing commodity prices, exchange rates, interest rates, applicable royalty rates and tax laws; capital efficiencies; legislative and regulatory environment of Chile; future production rates and estimates of capital and operating costs; estimates of reserves and resources; anticipated results of capital expenditures; the sufficiency of capital expenditures in carrying out planned activities; performance; the availability and cost of financing, labor and services; and Rio2's ability to access capital on satisfactory terms.

Rio2 believes the expectations reflected in the forward-looking information in this news release are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking information in this news release should not be unduly relied upon. Actual results and outcomes may differ materially from what is expressed or forecasted in such forward-looking information. A description of assumptions used to develop such forward-looking information and a description of risk factors that may cause actual results to differ materially from forward-looking information can be found in Rio2's disclosure documents on the SEDAR+ website at www.sedarplus.ca. These risks and uncertainties include, but are not limited to: risks and uncertainties relating to market conditions, receipt of regulatory approvals and management's ability to anticipate and manage the factors and risks referred to herein.

Forward-looking information included in this news release are made as of the date of this news release and such information should not be relied upon as representing its views as of any date after the date of this news release. Rio2 has attempted to identify important factors that could cause actual results, performance or achievements to vary from those current expectations or estimates expressed or implied by the forward-looking information. However, there may be other factors that cause results, performance or achievements not to be as expected or estimated and that could cause actual results, performance or achievements to differ materially from current expectations. Rio2 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 as expressly required by applicable securities legislation.

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