

Alma Gold Inc. Upsizes Previously Announced Private Placement and Closes First Tranche

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[Alma Gold Inc.](#) (CSE: ALMA) ("Alma Gold" or the "Company") is pleased to announce that, as a result of strong investor demand, it has increased the size of its previously announced non-brokered private placement (the "Private Placement") from 15,000,000 units ("Units") for aggregate gross proceeds of \$1,200,000 to a total of 18,437,500 Units for aggregate gross proceeds of \$1,475,000.

The Company also announces that it has closed the first tranche of the Private Placement, raising gross proceeds of \$775,000 through the issuance of 9,687,500 Units (the "First Tranche Closing").

The Private Placement consists of Units issued at a price of \$0.08 per Unit. Each Unit is comprised of one common share of the Company (each, a "Share") and one transferable common share purchase warrant (each, a "Warrant"). Each Warrant entitles the holder to acquire one additional Share at a price of \$0.15 for a period of five (5) years from the date of issuance.

All securities issued in connection with the Private Placement are subject to a statutory hold period of four months and one day from the date of issuance. No finder's fees are payable in connection with the Private Placement.

The proceeds from the Private Placement will be used for general working capital purposes, including the evaluation of potential strategic initiatives currently under consideration.

Insider Participation: One insider of the Company participated in the First Tranche Closing of the Private Placement and subscribed for an aggregate of 1,250,000 Units. Such participation constitutes a "related party transaction" within the meaning of Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions ("MI 61-101"). The Company has relied on the exemptions from the formal valuation and minority shareholder approval requirements of MI 61-101 set out in sections 5.5(a) and 5.7(1)(a) of MI 61-101, on the basis that neither the fair market value of the securities issued to, nor the consideration paid by, the related party exceeded 25% of the Company's market capitalization, as determined in accordance with MI 61-101.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any securities in the United States. The securities 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 applicable state securities laws, and may not be offered or sold within the United States or to U.S. persons unless registered under the U.S. Securities Act and applicable state securities laws, or an exemption from such registration is available.

About Alma Gold Inc.

Alma Gold Inc. is a gold-focused exploration company based in Bedford, Nova Scotia. Alma Gold Inc. through its subsidiary Karita Gold Corp. is exploring the Karita West Project in northern Guinea, the Dialakoro project permits under application in the Siguiri Basin of Guinea and it owns the Clarence Stream North Gold Project in southwest New Brunswick, Canada.

For more information on Alma Gold Inc., please visit our website at: <https://www.almagoldinc.ca>.

On Behalf of the Board of Directors

"Gregory Isenor"

Gregory Isenor
President & Chief Executive Officer
Alma Gold Inc.
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The CSE has neither approved nor disapproved the contents of this news release. Neither the CSE nor its Market Regulator (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.

Forward-Looking Information

This news release contains "forward-looking information" within the meaning of applicable Canadian securities legislation. Forward-looking information includes, but is not limited to, statements regarding the Company's intention to complete the remaining tranches of its Private Placement; the expected size, pricing and structure of the Private Placement; the anticipated use of proceeds; the issuance and terms of Shares and Warrants; and the Company's exploration plans and objectives.

Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements to differ materially from those expressed or implied by such forward-looking information. These risks and uncertainties include, without limitation: the risk that the Private Placement may not be completed as currently proposed or at all; the availability of capital and investor interest; the failure to obtain required regulatory or stock exchange approvals in a timely manner, or at all; changes in economic, market and business conditions, including fluctuations in commodity prices and investor sentiment; unanticipated costs or liabilities; and those risks described in the Company's public disclosure documents available under the Company's profile on SEDAR+ at www.sedarplus.ca

Forward-looking information is based on management's assumptions, estimates, expectations and opinions as of the date of this news release, including assumptions that all required regulatory approvals will be obtained in a timely manner, sufficient investor interest will be secured, and the Company will be able to use the proceeds of the Private Placement as intended.

Although the Company believes that the expectations reflected in such forward-looking information are reasonable, there can be no assurance that such information will prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking information. The Company does not undertake any obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable law.

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