

Karus Mining Announces \$6 Million Brokered Financing

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[Karus Mining Inc.](#) ("Karus" or the "Company") is pleased to announce that it has entered into an agreement with Stifel Canada (the "Agent") to act as sole agent and bookrunner in connection with a "best-efforts" marketed private placement offering of 7,060,000 units of the Company (the "Units") at a price of C\$0.85 per Unit (the "Offering Price") for gross proceeds to the Company of up to C\$6,001,000 (the Offering").

Each Unit will be comprised of one common share in the capital of the Company (a "Share") and one-half of one common share purchase warrant (each whole warrant, a "Warrant"). Each Warrant shall entitle the holder thereof to acquire one Share at an exercise price of \$1.15 for a period of 24 months following the Closing Date (as defined below).

The Company has granted to the Agent an option, exercisable up to 48 hours prior to the closing date, to purchase for resale up to an additional 15% of Units to be sold under the Offering at the Issue Price for additional gross proceeds of up to approximately C\$900,000.

The Company intends to use the net proceeds to conduct exploration work on its South Cariboo and Mineral Creek projects in British Columbia, as well as for general working capital purposes.

The Offering is expected to close on or about January 28, 2026 (the "Closing Date") and is subject to the Company receiving all necessary regulatory approvals.

The Units will be offered for sale to purchasers resident in Canada, pursuant to available prospectus exemptions under National Instrument 45-106 - Prospectus Exemptions or applicable law in Canada, and may be offered outside of Canada provided that no prospectus, registration statement or similar document is required to be filed in such jurisdiction and the Company does not thereafter become subject to continuous disclosure obligations in such jurisdictions. The Units issued pursuant to the Offering will be subject to a hold period of four months and a day under applicable Canadian securities laws.

No U.S. Offering or Registration

This news release does not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of any of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful, including any of the securities in the United States. The securities described herein have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "1933 Act") or any state securities laws and may not be offered or sold within the United States or to, or for account or benefit of, U.S. Persons (as defined in Regulation S under the 1933 Act) unless registered under the 1933 Act and applicable state securities laws, or an exemption from such registration requirements is available.

On behalf of the Board,

Jason Bahnsen
Chief Executive Officer

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About Karus

Karus is the 100% owner of the 1,000 km² South Cariboo Gold District of British Columbia that includes the drill-stage Fraser Gold and Gold Creek projects in British Columbia, and is also 100% owner of the high-grade Mineral Creek gold exploration project, which is centred 12 kilometers southeast of Port Alberni, on Vancouver Island, British Columbia.

Karus is the result of the merger of Karus and Theia with the latter having been founded by a number of mining and finance business persons and the former having been originally financed by Yamana some of whose executives before it was purchased in 2023 are the founders of Theia and were instrumental in the merger of Karus and Theia.

Cautionary Statement on Forward-Looking Information

Except for the statements of historical fact, this news release contains "forward-looking information" within the meaning of the applicable Canadian securities legislation that is based on expectations, estimates and projections as at the date of this news release. When used in this press release, the words "estimate", "project", "belief", "anticipate", "intend", "expect", "plan", "predict", "may" or "should" and the negative of these words or such variations thereon or comparable terminology are intended to identify forward-looking statements and information. The information in this news release about the future plans of Karus and other forward-looking information includes but is not limited to information concerning the intentions, plans and future actions of the parties to the transactions described herein and the terms of such transaction. Factors that could cause actual results to differ materially from those described in such forward-looking information include risks.

The forward-looking information in this news release reflects the current expectations, assumptions and/or beliefs of Karus based on information currently available to Karus. In connection with the forward-looking information contained in this news release, Karus has made assumptions about Karus' ability to complete the planned transaction and activities. Karus has also assumed that no significant events will occur outside of Karus' normal course of business. Although Karus believes that the assumptions inherent in the forward-looking information are reasonable, forward-looking information is not a guarantee of future performance and accordingly undue reliance should not be put on such information due to the inherent uncertainty therein. Specifically, there is no assurance that Karus will be able to recruit or retain a new exploration team, complete the development of an exploration plan, raise the necessary capital to fund these activities, or confirm any additional mineralization within any of the Corporation's mineral properties.

Any forward-looking information speaks only as of the date on which it is made and, except as may be required by applicable securities laws, Karus disclaims any intent or obligation to update any forward-looking information, whether in respect of new information, future events or otherwise, by contacting us at info@karusgold.com.

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