

A.I.S. Resources Ltd. Announces Debt Settlement

25.02.2026 | [GlobeNewswire](#)

[A.I.S. Resources Ltd.](#) (TSXV: AIS, OTC-Pink: AISSF) ("AIS" or the "Company") announces the Company has entered into debt settlement agreements with various arm's length creditors to settle an aggregate amount of \$111,510 in outstanding debt through the issuance of an aggregate of 2,124,000 common shares at a deemed price of \$0.0525 per Common Share (the "Shares for Debt Transactions").

The Company has also entered into debt settlement agreements with directors and officers of the Company to settle an aggregate amount of \$503,026.40 in outstanding fees through the issuance of an aggregate of 7,186,091 common shares at a deemed price of \$0.07 per Common Share. The transaction is subject to disinterested shareholder approval as more particularly described in the Company's Information Circular dated February 3, 2026 (the "Directors and Officers Shares for Debt Transactions").

The Company has entered into the debt settlement agreements to improve its financial position by reducing its existing liabilities. The Shares for Debt Transactions and Directors and Officers Shares for Debt Transactions are subject to acceptance by the TSX Venture Exchange. All securities issued in connection with the debt settlement agreements will be subject to a four-month hold period from the closing date under applicable Canadian securities laws.

Under the debt settlement 7,186,091 shares will be issued to non-arm's length parties in settlement of \$503,026.40. The participation of certain insiders, being "related parties" of AIS means that the Directors and Officers Shares for Debt Transaction are considered a related party transaction within the meaning of Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* ("MI 61-101"). The related party transactions will be exempt from minority approval, information circular and formal valuation requirements of MI 61-101 pursuant to the exemptions contained in Sections 5.5(b) as AIS is not listed on a specified market within the meaning of MI 61-101 and 5.7(1)(b) of MI 61-101, as neither the fair market value of the gross securities to be issued under the related party transactions nor the consideration to be paid by the insiders will exceed \$2,500,000.

About [A.I.S. Resources Limited](#)

A.I.S. Resources Limited is a publicly traded company listed on the TSX Venture Exchange. The company focuses on natural resource opportunities, aiming to unlock value by acquiring early-stage projects and providing the necessary technical and financial support to develop them. AIS is guided by a seasoned team of engineers, geologists and finance professionals with a proven record of success in capital markets.

*On Behalf of the Board of Directors,
A.I.S. Resources Limited
Marc Enright-Morin, CEO*

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ADVISORY: This press release contains forward-looking statements. Although the Company believes that the expectations reflected in these forward-looking statements are reasonable, undue reliance should not be placed on them because the Company can give no assurance that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent

risks and uncertainties. The forward-looking statements contained in this press release are made as of the date hereof and the Company undertakes no obligations to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws. Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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