

Pure Energy Minerals Announces Private Placement

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Vancouver, May 22, 2026 - [Pure Energy Minerals Ltd.](#) (TSXV: PE) (OTCQB: PEMIF) ("Pure Energy" or "the Company") is pleased to announce that it will be proceeding with a non-brokered private placement of up to 2,000,000 units (the "Units") at a price of \$0.25 per Unit for gross proceeds of \$500,000 (the "Offering").

Each Unit will consist of one common share of the Company and one common share purchase warrant (a "Warrant"), with each Warrant entitling the holder to purchase one additional common share (a "Warrant Share") at a price of \$0.37 for a period of 36 months following the closing of the Offering (the "Expiry Date").

Certain insiders of the Company may acquire Units in the Offering. Any participation by insiders in the Private Placement would constitute a "related party transaction" as defined under Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions ("MI 61-101"). However, the Company expects such participation would be exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as neither the fair market value of the Units subscribed for by the insiders, nor the consideration for the Units paid by such insiders, would exceed 25% of the Company's market capitalization.

The Company intends to use the net proceeds of the Offering for general working capital purposes, including the evaluation of prospective transactions, settlement of current liabilities, ongoing exploration expenditures, option payments in respect of mineral properties, and other corporate and administrative expenses.

The securities issued under the Offering, and any shares that may be issuable on exercise of any such securities, will be subject to a statutory hold period expiring four months and one day from the date of issuance of such securities.

The Company may pay finder's fees on a portion of the Offering, subject to applicable securities legislation. Closing of the Offering is subject to approval of the TSX Venture Exchange.

None of the securities sold in connection with the Offering will be registered under the United States Securities Act of 1933, as amended, and no such securities may be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This news release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

About Pure Energy

Pure Energy is a TSX Venture Exchange-listed mineral exploration company transitioning toward a new phase of corporate growth. Following the successful option-out of its Clayton Valley Project, the Company is actively evaluating transformative transactions. The Company is committed to a disciplined M&A strategy aimed at creating long-term shareholder value.

On behalf of the Board of Directors,

"William Morton"
President and CEO, Pure Energy Minerals Limited

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Cautionary Statements and Forward-Looking Information

This release includes certain statements and information that may constitute forward-looking information within the meaning of applicable Canadian securities laws. Forward-looking statements relate to future events or future performance and reflect the expectations or beliefs of management of the Company regarding future events. Generally, forward-looking statements and information can be identified by the use of forward-looking terminology such as "intends" or "anticipates", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "should", "would" or "occur". This information and these statements, referred to herein as "forward-looking statements", are not historical facts, are made as of the date of this news release and include without limitation, statements regarding the closing of the Offering, the receipt of TSX Venture Exchange approval, the expected participation of insiders in the Offering, the potential payment of finder's fees, the intended use of proceeds from the Offering, and the Company's plans to grow and create shareholder value.

In making the forward-looking statements in this news release, the Company has applied certain material assumptions, including without limitation, that the Company will receive all necessary regulatory approvals including the approval of the TSX Venture Exchange, that the conditions to closing the Offering will be satisfied, that the proceeds of the Offering will be used as currently anticipated.

These forward-looking statements involve numerous risks and uncertainties, and actual results might differ materially from results suggested in any forward-looking statements. These risks and uncertainties include, among other things, that the Offering may not close as anticipated or at all, that the Company may not receive the required regulatory approvals, that unforeseen events may cause the Company to reallocate the proceeds of the Offering, that the Company will not grow the Company, advance the development of resources and that the Company will not create shareholder value.

Although management of the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements or forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements and forward-looking information. Readers are cautioned that reliance on such information may not be appropriate for other purposes. The Company does not undertake to update any forward-looking statement, forward-looking information or financial out-look that are incorporated by reference herein, except in accordance with applicable securities laws. We seek safe harbor.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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