

# **GARIBALDI RESOURCES CORP.**

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July 24, 2025

TSXV: GGI  
OTC: GGIFF  
Frankfurt: RQM

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## **GARIBALDI CLARIFIES AMOUNT RAISED IN PRIVATE PLACEMENT**

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### **NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES**

**Vancouver, British Columbia**, July 24, 2025 - Garibaldi Resources Corp. (TSXV: GGI) (the “**Company**” or “**Garibaldi**”) announces that, further to its News Releases of May 9, 2025, July 4, 2025 and July 18, 2025, the number of units (each, a “**Unit**”) sold and the dollar amount raised in the non-brokered private placement (the “**Offering**”) were incorrectly stated. The correct amount of Units sold is 14,537,702 Units at a price of \$0.07 per Unit for gross proceeds of \$1,017,639.16. The Offering was oversubscribed by \$17,639.16.

Each Unit consists of one common share (each, a “**Share**”) of the Company and one common share purchase warrant (each a “**Warrant**”), with each Warrant entitling the holder to purchase one Share (each, a “**Warrant Share**”) at a price of \$0.10 per Warrant Share for a period of three years following the closing of the Offering.

The Company paid an aggregate of \$1,260 to one eligible finder in connection with the Offering.

The proceeds from the Offering will be used for exploration and working capital purposes.

All Shares and Warrants issued in connection with the Offering and any Shares issuable on exercise of Warrants, are subject to a statutory hold period expiring four months and one day after closing of the Offering.

Each of Steve Regoci, the CEO and a director of the Company, Barrie Di Castri, the CFO, Corporate Secretary and a director of the Company and Greg Burnett, a director of the Company (each, an “**Insider**”) subscribed for an aggregate of 1,192,856 Units under the Offering, each of which are considered to be a “related party transaction” within the meaning of Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). Each issuance to each of the Insiders is exempt from the valuation requirement of MI 61-101 by virtue of the exemption contained in section 5.5(b) as the Shares are not listed on a specified market and from the minority shareholder approval requirements of MI 61-101 by virtue of the exemption contained in section 5.7(a) of MI 61-101 in that the fair market value of the consideration of the Shares and Warrants to be issued to each Insider does not exceed 25% of the Company’s market capitalization.

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 Garibaldi**

Garibaldi Resources Corp. is an active Canadian-based junior exploration company focused on creating shareholder value through discoveries and strategic development of its assets in some of the most prolific mining regions in British Columbia and Mexico.

### **GARIBALDI RESOURCES CORP.**

Per: "Steve Regoci"

Steve Regoci, President

*Neither the TSX Venture Exchange nor its Regulation Services Provider accepts responsibility for the adequacy or the accuracy of this release*