

TNR Gold Announces \$250,000 Non-Brokered Private Placement

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Vancouver, November 25, 2021 - [TNR Gold Corp.](#) (TSXV: TNR) ("TNR", "TNR Gold" or the "Company") is pleased to announce that it is arranging a non-brokered private placement (the "Private Placement") of up to 5,000,000 units (each a "Unit") at a price of \$0.05 per Unit to raise up to CAN \$250,000. Each Unit will consist of one common share of the Company and one half of a non-transferable common share purchase warrant (each a "Warrant"). Each whole Warrant will be exercisable into one common share in the capital of the Company at an exercise price of CAN \$0.075 per share for two years from the date of issue.

The proceeds of the Private Placement will be used for exploration, maintenance of the Shotgun Gold project and for general working capital purposes. All Private Placement securities will be restricted from trading for a period of four months plus one day from the date of closing.

Kirill Klip, Executive Chairman of the Company and a non-arms' length party, will participate in this Private Placement. The issuance of private placement securities to non-arms' length parties constitutes related-party transactions under Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions ("MI 61-101"). Because the Company's shares trade only on the TSX Venture Exchange, the issuance of securities is exempt from the formal valuation requirements of Section 5.4 of MI 61-101 pursuant to Subsection 5.5(b) of MI 61-101 and exempt from the minority approval requirements of Section 5.6 of MI 61-101 pursuant to Section 5.7(b).

ABOUT TNR GOLD CORP.

[TNR Gold Corp.](#) is working to become the green energy metals royalty and gold company.

Over the past twenty-five years, TNR, through its lead generator business model, has been successful in generating high-quality exploration projects around the globe. With the Company's expertise, resources and industry network, it identified the potential of the Los Azules Copper Project in Argentina and now holds a 0.4% NSR Royalty on the project, which is being developed by [McEwen Mining Inc.](#), (TNR holds a 0.04% NSR on behalf of a shareholder).

In 2009, TNR founded [International Lithium Corp.](#) ("ILC"), a green energy metals company that was made public through the spin-out of TNR's energy metals portfolio in 2011. ILC held interests in lithium projects in Argentina, Ireland and Canada.

TNR retains a 2.0% NSR Royalty on the Mariana Lithium Project in Argentina with Ganfeng Lithium, (TNR holds a 0.2% NSR on behalf of a shareholder). Ganfeng's subsidiary, Litio Minera Argentina, has a right to repurchase 1.0% of the NSR Royalty on the Mariana Project, of which 0.9% relates to the Company's NSR Royalty interest. The Company would receive \$900,000 on the completion of the repurchase. The project is currently being advanced by Ganfeng Lithium International Co. Ltd.

TNR provides significant exposure to gold through its 90% holding in the Shotgun Gold porphyry project in Alaska. The project is located in Southwestern Alaska near the Donlin Gold project, which is being developed by Barrick Gold and [NovaGold Resources Inc.](#)

The Company's strategy with Shotgun Gold Project is to attract a joint venture partnership with one of the gold major mining companies. The Company is actively introducing the project to interested parties.

At its core, TNR provides significant exposure to gold, copper, silver and lithium through its holdings in

Alaska (the Shotgun Gold porphyry project) and Argentina (the Los Azules Copper and the Mariana Lithium projects) and is committed to the continued generation of in-demand projects, while diversifying its markets and building shareholder value.

On behalf of the Board of Directors,

Kirill Klip
Executive Chairman

www.tnrgoldcorp.com

For further information concerning this news release please contact +1 604-229-8129

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

Cautionary Statement Regarding Forward-Looking Information

Except for statements of historical fact, this news release contains certain "forward-looking information" within the meaning of applicable securities law. Forward-looking information is frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate", "will", "could" and other similar words, or statements that certain events or conditions "may" or "could" occur, although not all forward-looking statements contain these identifying words. Specifically, forward-looking statements in this news release include, but are not limited to, statements made in relation to: TNR's corporate objectives, changes in share capital, market conditions for energy commodities, the results of McEwen Mining's and Ganfeng Lithium's PEAs, and improvements in the financial performance of the Company. Such forward-looking information is based on a number of assumptions and subject to a variety of risks and uncertainties, including but not limited to those discussed in the sections entitled "Risks" and "Forward-Looking Statements" in the Company's interim and annual Management's Discussion and Analysis which are available under the Company's profile on www.sedar.com. While management believes that the assumptions made and reflected in this news release are reasonable, should one or more of the risks, uncertainties or other factors materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking information. In particular, there can be no assurance that: TNR will be able to repay its loans or complete any further royalty acquisitions or sales; debt or other financing will be available to TNR; or that TNR will be able to achieve any of its corporate objectives. TNR relies on the confirmation of its ownership for mining claims from the appropriate government agencies when paying rental payments for such mining claims requested by these agencies. There could be a risk in the future of the changing internal policies of such government agencies or risk related to the third parties challenging in the future the ownership of such mining claims. Given these uncertainties, readers are cautioned that forward-looking statements included herein are not guarantees of future performance, and such forward-looking statements should not be unduly relied on.

In formulating the forward-looking statements contained herein, management has assumed that business and economic conditions affecting TNR and its royalty partners, [McEwen Mining Inc.](http://www.mcewenmining.com) and Ganfeng Lithium will continue substantially in the ordinary course, including without limitation with respect to general industry conditions, general levels of economic activity and regulations. These assumptions, although considered reasonable by management at the time of preparation, may prove to be incorrect.

Forward-looking information herein and all subsequent written and oral forward-looking information are based on estimates and opinions of management on the dates they are made and are expressly qualified in their entirety by this cautionary statement. Except as required by law, the Company assumes no obligation to update forward-looking information should circumstances or management's estimates or opinions change.

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