

Aya Gold & Silver Inc. Files Final Base Shelf

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MONTREAL, Jan. 13, 2023 - [Aya Gold & Silver Inc.](#) (TSX: AYA) (OTCQX: AYASF) ("Aya" or the "Corporation") announces that it has obtained a receipt for a final short form base shelf prospectus further to its filing of a preliminary short form base shelf prospectus. Both documents have been filed with the securities regulators in each of the provinces of Canada (excluding the territories).

These filings will allow the Corporation, if it chooses, to make offerings of common shares, debt securities, warrants, subscription receipts, or any combination thereof (collectively, the "Securities"), of up to \$200 million during the next 25 months in Canada. The Corporation filed this base shelf prospectus to maintain financial flexibility. The net proceeds from any such offerings may be used by the Corporation to advance its business objectives and for general corporate purposes, including funding ongoing operations and/or working capital requirements including among other things, the Zgounder expansion project.

This news release shall not constitute an offer to sell or a solicitation of an offer to buy, nor shall there be any sale of these Securities in any jurisdiction in which an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. The Securities will not be offered, sold or delivered, directly or indirectly within the United States (as such term is defined in Regulation S under the U.S. Securities Act) except pursuant to transactions exempt from registration under the U.S. Securities Act and under the securities laws of any applicable state. There is no certainty that any Securities will be offered or sold under the prospectus within the 25-month period.

In connection with the filing of the aforementioned base shelf, the Corporation refiled its consolidated financial statements for the years ended December 31, 2021 and 2020 for the sole and only purpose of inclusion in the financial statements of the auditors' report of Raymond Chabot Grant Thornton LLP, the former auditors of the Corporation, for the year ended December 31, 2020, with a view to ensuring compliance with the regulatory requirements associated with the Corporation's filing of its final base shelf prospectus.

Copies of the preliminary short form base shelf prospectus and final short form base shelf prospectus can be found on the Corporation's profile on SEDAR at www.sedar.com.

No securities regulatory authority has either approved or disapproved the contents of this news release.

About Aya Gold & Silver Inc.

[Aya Gold & Silver Inc.](#) is a rapidly growing, Canada-based silver producer with operations in the Kingdom of Morocco.

The only TSX-listed pure silver mining company, Aya operates the high-grade Zgounder Silver Mine and is exploring its properties along the prospective South-Atlas Fault, several of which have hosted past-producing mines and historical resources. Aya's Moroccan mining assets are complemented by its Tijirit Gold Project in Mauritania, which is being advanced to feasibility.

Aya's management team is focused on maximizing shareholder value by anchoring sustainability at the heart of its production, resource, governance, and financial growth plans.

For additional information, please visit Aya's website at www.ayagoldsilver.com or contact:

Forward-Looking Statements

This press release includes certain statements that may be deemed "forward-looking information" within the meaning of Canadian securities legislation. All information contained herein that is not clearly historical in nature may constitute forward-looking information. Generally, such forward-looking information can be identified by the use of forward-looking terminology such as "will", "continue", "provide", "present", "reasonable", "established", "has", "demonstrate", "potential", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would" or "might". Forward-looking information includes statements regarding the Corporation's ability to complete the offering of securities pursuant to the Base Shelf Prospectus (the "Offering") on the terms announced and to fulfill all conditions precedent, including obtaining TSX approval, and the use of proceeds of the Offering. Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Corporation to be materially different from those expressed or implied by such forward-looking information, including but not limited to: (i) volatile stock price; (ii) the general global markets and economic conditions; (iii) the possibility of write-downs and impairments; (iv) the risk associated with exploration, development and operations of mineral deposits including the accuracy of the current mineral reserve and mineral resource estimates of the Corporation (including, but not limited to, ore tonnage and ore grade estimates) and mine plans for the Corporation's mining operations (including, but not limited to, throughput and recoveries being affected by metallurgical characteristics); (v) the risk associated with establishing title to mineral properties and assets including permitting, development, operations and production from the Corporation's operations being consistent with expectations and projections; (vi) fluctuations in commodity prices and other risks and factors described or referred to in the section entitled "Risk Factors" in the MD&A of the Corporation and which is available at www.sedar.com, all of which should be reviewed in conjunction with the information found in this news release

Although the Corporation has attempted to identify important factors that could cause actual results to differ materially from those contained in the 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 forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such forward-looking information. Such forward-looking information has been provided for the purpose of assisting investors in understanding the Corporation's business, operations and exploration plans and may not be appropriate for other purposes. Accordingly, readers should not place undue reliance on forward-looking information. Forward-looking information is given as of the date of this press release, and the Corporation does not undertake to update such forward-looking information except in accordance with applicable securities laws.

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