

Rusoro Mining Ltd. Announces Closing Of Promissory Note Private Placement

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VANCOUVER, April 4, 2023 - [Rusoro Mining Ltd.](#) (TSXV: RML) (the "Company") announces it has closed a non-brokered private placement of unsecured, non-interest bearing, promissory notes (the "Notes"). In consideration for the Notes, the subscribers paid the Company an aggregate of US\$2,055,000.

The Notes do not have any fixed maturity date. The principal amount payable to the subscribers under the Notes is US\$8,220,000 and will only become due and payable from proceeds received by the Company pursuant to any successful enforcement of its arbitral award against the Bolivarian Republic of Venezuela for its unlawful expropriation of the Company's Venezuelan investments.

The subscribers were issued non-transferable common share purchase warrants (the "Warrants") entitling them to purchase an aggregate of 1,027,500 common shares (each a "Share") at a price of US\$0.10 per Share on or before April 4, 2028. Shares acquired on exercise of the Warrants will be subject to a four month and a day hold period expiring on August 5, 2023.

Proceeds from the private placement will be applied to payment of legal expenses relating to the Company's ongoing activities to enforce its arbitral award against the Bolivarian Republic of Venezuela.

ON BEHALF OF THE BOARD

"Andre Agapov"
Andre Agapov, President & CEO

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Risks and uncertainties that may cause actual results to vary include but are not limited to the availability of financing; fluctuations in commodity prices; changes to and compliance with applicable laws and regulations, including environmental laws and obtaining requisite permits; political, economic and other risks; as well as other risks and uncertainties which are more fully described in our annual and quarterly Management's Discussion and Analysis and in other filings made by us with Canadian securities regulatory authorities and available at www.sedar.com. Rusoro disclaims any obligation to update or revise any forward-looking information or statements except as may be required."

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