

Superior Gold Welcomes The Endorsement From Three Highly Experienced Institutional Mining Investors For The Arrangement With Catalyst

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Reaffirming The Logic Of Superior Gold's Directors Unanimously Supporting The Arrangement

TORONTO, May 31, 2023 - [Superior Gold Inc.](#) ("Superior" or the "Company") (TSXV: SGI) (OTCQX: SUPGF) welcomes the endorsement of three experienced institutional shareholders that have previously entered into binding voting and support agreements in connection with the proposed arrangement (the "Arrangement") with [Catalyst Metals Ltd.](#) ("Catalyst") (ASX:CYL). Superior also provides an update on the approval process for the Arrangement.

The endorsement for the Arrangement comes from three of Superior's largest shareholders: Franklin Templeton, Aegis Financial Corporation and Donald Smith Value Fund L.P. These three, and one other institution, collectively own approximately 22% of Superior's issued and outstanding common shares as of the date hereof.

The directors and officers of Superior unanimously support the Arrangement and strongly recommend that Superior's shareholders ("Shareholders") vote in favour of the Arrangement at the special meeting to be held on June 26, 2023 (the "Meeting"). The Arrangement will provide Shareholders with ownership in a well-funded, diversified gold producer with proven exploration capabilities. Shareholders will retain exposure to the Plutonic gold mine as well as benefit from the future development of high grade deposits at Catalyst's neighbouring Marymia tenements.

"The support from three of Superior's largest Shareholders, who are very sophisticated mining investors, validates the industrial logic of the Plutonic gold belt consolidation. The reason for their support is that it gives Superior Shareholders very real opportunity for growth much earlier than would have otherwise been possible should Superior and Catalyst remain separate. Superior's directors and officers have already unanimously recommended, and intend to vote in favour of the transaction. We strongly encourage all other Shareholders to do the same. Catalyst and Superior's management continue to work closely to plan the integration of the two companies, in anticipation of a favourable Shareholder vote at the Meeting and we encourage shareholders consider reviewing information regarding Catalyst as it becomes available." said Chris Jordaan, Superior's President and Chief Executive Officer.

With regards to the approval process, Superior announces that it successfully obtained an interim order for the Arrangement on Tuesday, May 23, 2023, from the Ontario Superior Court of Justice (Commercial List).

Superior will publish a management information circular (the "Circular") in advance of the Meeting, which among other things will outline the benefits of the Arrangement. The Circular will be mailed to Shareholders and will be filed on Superior's website at <https://superior-gold.com> and under Superior's SEDAR profile at www.sedar.com.

About Superior

Superior is a Canadian-based gold producer that owns 100% of the Plutonic Gold Operations located in Western Australia. The Plutonic Gold Operations include the Plutonic underground gold mine and central mill, numerous open-pit projects, and an interest in the Bryah Basin joint venture.

For more information on Superior please visit www.superior-gold.com

Forward Looking Information

This news release contains "forward-looking information" within the meaning of applicable securities laws that are intended to be covered by the safe harbours created by those laws. "Forward-looking information" includes statements that use forward-looking terminology such as "may", "will", "expect", "anticipate", "believe", "continue", "potential" or the negative thereof or other variations thereof or comparable terminology. Forward-looking information includes, but is not limited to, statements and information relating to: (i) the anticipated benefits of the Arrangement for Superior and Shareholders; and (ii) the anticipated timing of the filing and mailing of the Circular. By identifying such information in this manner, the Company is alerting the reader that such 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 Company to be materially different from those expressed or implied by such forward-looking information.

Forward-looking information is not a guarantee of future performance and is based upon a number of estimates and assumptions of management at the date the statements are made, including but not limited to, assumptions about the Company's future business objectives, goals, and capabilities, the regulatory framework applicable to the Company and its operations, and the Company's financial resources. Furthermore, such forward-looking information involves a variety of known and unknown risks and uncertainties, including, but not limited to, risks and uncertainties related to (i) the available funds of the Company and the anticipated use of such funds, (ii) the availability of financing opportunities, (iii) legal and regulatory risks, (iv) risks associated with economic conditions, (v) risks related to the Company's underground mining operations, (vi) risk of litigation, (vii) risks related to the ongoing COVID-19 pandemic, and its impact on the Company's operations (viii) risks related to the resumption of operations at the Main Pit Deeps project, (ix) reliance on the expertise and judgment of senior management, and ability to retain such senior management, * risks relating to the management of growth and other factors which may cause the actual plans, intentions, activities, results, performance, or achievements of the Company to be materially different from any future plans, intentions, activities, results, performance or achievements expressed or implied by such forward-looking information. Readers are encouraged to refer to the annual information form of the Company dated October 16, 2020, for a discussion of other risks including outbreaks or threats of outbreaks of viruses, other infectious diseases, or other similar health threats, such as the novel coronavirus outbreak, which could have a material adverse effect on the Company by causing operational and supply chain delays and disruptions, labour shortages, shutdowns, inflationary pressures on operating or capital costs, the inability to sell gold, capital markets volatility or other unknown but potentially significant impacts. The Company cannot accurately predict what effects these conditions will have on the Plutonic Gold Operations or the financial results of the Company, including uncertainties relating to travel restrictions to the Plutonic Gold Operations or otherwise and business closures that have been or may be imposed by governments. If an outbreak or threat of an outbreak of a virus or other infectious disease or other public health emergency occurs, it could have a material adverse effect on the Company's business, financial condition, and results of operations.

The Company cautions that there can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, investors should not place undue reliance on forward-looking information as no assurance can be given that any of the events anticipated by the forward-looking information will transpire or occur, and if any of them do so, what benefits the Company will derive therefrom. Except as required by law, the Company does not assume any obligation to release publicly any revisions to forward-looking information contained in this news release to reflect events or circumstances after the date hereof.

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

SOURCE [Superior Gold Inc.](#)

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