

Golden Share Resources Announces Annual and Special Meeting Results and Extension of Share Exchange Agreement

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Toronto, June 28, 2024 - [Golden Share Resources Corp.](#) (TSXV: GSH) ("Golden Share" or the "Company") is pleased to announce the results of its annual and special meeting of shareholders held on June 28, 2024 (the "Meeting"). Golden Share's shareholders voted overwhelmingly in favour of each of the matters considered at the Meeting, including the election of management's nominees both before and after the completion of the proposed reverse takeover transaction with [Lipari Diamond Mines Ltd.](#) (see press release dated March 20, 2023), appointing Kreston GTA LLP as the Company's auditors for the ensuing year and authorizing the board of directors to set their remuneration, reapproving the Company's omnibus incentive plan, all as described in the Company's management information circular posted under its profile at www.sedarplus.ca.

As announced in the news release dated March 20, 2023, Golden Share signed a share exchange agreement (the "Definitive Agreement") with Lipari Diamond Mines Ltd. ("Lipari") on March 15, 2023 and has since amended its agreement with Lipari to extend the outside date of the Transaction to July 31, 2024.

About Golden Share

Golden Share is listed on the TSX Venture Exchange under the trading symbol "GSH". Golden Share is a natural resource exploration company focused on Northern Ontario, Canada. The Company's primary assets are the Ogoki Project (diamonds), Band Ore (Gold) and the Kagiami Project (base metals).

Cautionary Note on Forward-Looking Statements

This press release may contain "forward-looking statements" regarding Golden Share. These forward-looking statements are made as of the date of this press release and, the Company does not intend, and does not assume any obligation, to update these forward-looking statements, except as required by law. These forward-looking statements include, among others, statements with respect to the proposed reverse takeover transaction. All forward-looking statements and information are based on Golden Share's current beliefs as well as assumptions made by, and information currently available to, it concerning anticipated financial performance, business prospects, strategies, regulatory developments, development plans, exploration, development and mining activities and commitments. Although management considers these assumptions to be reasonable based on information currently available to it, they may prove to be incorrect. Forward-looking statements relate to future events or future performance and reflect current expectations or beliefs regarding future events. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, using words or phrases such as "expects", "anticipates", "plans", "projects", "estimates", "assumes", "intends", "strategy", "goals", "objectives" or variations thereof or stating that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved, or the negative of any of these terms and similar expressions) are not statements of historical fact and may be forward-looking statements. Certain important factors that could cause actual results, performances or achievements to differ materially from those in the forward-looking statements include, but are not limited to: (i) ability to satisfy the closing conditions for the proposed transaction; and (ii) receipt of regulatory approvals on acceptable terms within commonly experienced time frames. By their very nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and risks exist that estimates, forecasts, projections and other forward-looking statements will not be achieved or that assumptions do not reflect future experience.

Completion of the proposed transaction is subject to a number of conditions, including but not limited to, TSXV acceptance and if applicable, disinterested shareholder approval. Where applicable, the proposed transaction cannot close until the required shareholder approval is obtained. There can be no assurance that the proposed transaction will be completed as proposed or at all.

Investors are cautioned that, except as disclosed in the management information circular or filing statement

to be prepared in connection with the proposed transaction, any information released or received with respect to the proposed transaction may not be accurate or complete and should not be relied upon. Trading in the securities of the Company should be considered highly speculative.

The TSX Venture Exchange Inc. has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this news release.

For more information, please visit www.goldenshare.ca or contact:

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