

Hanstone Gold Corp. Closes Loan Transaction

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[Hanstone Gold Corp.](#) (TSX.V:HANS) (FRA:HGO) (the "Company" or "Hanstone") is pleased to announce that it has completed a loan transaction (the "Loan") under which it has borrowed \$800,000 (the "Principal") from an affiliate (the "Lender") of Mr. Gurbakhshish "Bob" Hans, a director of Hanstone. The Lender previously loaned an aggregate of \$1,225,000 to Hanstone in 2023 and 2024 (the "Past Loan Amounts"). The new Loan was conducted under an amended and restated loan agreement (the "Amended Loan Agreement") dated as of the date hereof which contemplates total loaned funds of \$2,025,000, being the Past Loan Amounts and the Principal.

The Principal and the Past Loan Amounts are repayable on August 1, 2027, and accrue interest at 15% per annum, such interest calculated and payable annually in arrears. The Principal, the Past Loan Amounts, and interest thereon are secured by a perfected first priority security interest in all present and after-acquired property of the Company. Hanstone will use the Loan for the final property option payments respecting Hanstone's Doc Project, for annual maintenance payments on Hanstone's Snip North Project, and for general corporate purposes approved by Hanstone's board of directors.

In connection with the Loan, Hanstone issued an aggregate of 16,000,000 common share purchase warrants (each, a "Loan Warrant") to the Lender, with each Loan Warrant exercisable to acquire a common share (a "Loan Warrant Share") at a price of \$0.05 per Loan Warrant Share expiring August 1, 2027. The securities issued in connection with the Loan are subject to a four month hold period expiring October 24, 2025. There is no material fact or material change about the Company that has not been generally disclosed.

As Mr. Hans is an insider of the Company, the Loan is a "related party transaction" as defined under Multilateral Instrument 61-101 ("MI 61-101"). The Loan is exempt from the formal valuation requirement under MI 61-101 because Hanstone's securities are not listed on any of the markets specified in MI 61-101, and the Loan is exempt from the minority shareholder approval requirement under MI 61-101 because the Loan is not convertible into or repayable in, directly or indirectly, equity or voting securities of the Company and is made on reasonable commercial terms that are no less advantageous to the Company than if the Loan was made by an arm's length party. A material change report respecting the Loan was not filed at least 21 days before closing, which is reasonable given the exemptions from MI 61-101 described above. Hanstone's independent directors have approved the Loan.

This news release is not an offer to sell or the solicitation of an offer to buy the securities in the United States or in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to qualification or registration under the securities laws of such jurisdiction. The securities being offered have not been, nor will they be, registered under the United States Securities Act of 1933, as amended, and such securities may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons absent registration or an applicable exemption from U.S. registration requirements and applicable U.S. state securities laws.

About Hanstone Gold Corp

Hanstone is a precious and base metals explorer with its current focus on the Doc and Snip North Projects optimally located in the heart of the prolific mineralized area of British Columbia known as the Golden Triangle. The Golden Triangle is an area which hosts numerous producing and past-producing mines and several large deposits that are approaching potential development. The Company holds a 100% earn-in option on the 1,704-hectare Doc Project and owns a 100% interest in the 3,336-hectare Snip North Project. Hanstone has a highly experienced team of industry professionals with a successful track record in the discovery of gold deposits and in developing mineral exploration projects through discovery to production.

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Forward Looking Statements Disclaimer

The information contained herein contains "forward-looking statements" within the meaning of the United States Private Securities Litigation Reform Act of 1995 and "forward-looking information" within the meaning of applicable Canadian securities legislation. "Forward-looking information" includes, but is not limited to, statements with respect to the activities, events, or developments that the Company expects or anticipates will or may occur in the future. Generally, but not always, forward-looking information and statements can be identified using words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes" or the negative connotation thereof or variations of such words and phrases or state that certain actions, events, or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved" or the negative connotation thereof.

Forward-looking information and statements are based on the then current expectations, beliefs, assumptions, estimates and forecasts about Hanstone's business and the industry and markets in which it operates and will operate. Forward-looking information and statements are made based upon numerous assumptions, including among others, the results of planned exploration activities are as anticipated, the price of gold, the cost of planned exploration activities, that financing will be available if needed and on reasonable terms, that third party contractors, equipment, supplies and governmental and other approvals required to conduct Hanstone's planned exploration activities will be available on reasonable terms and in a timely manner and that general business and economic conditions will not change in a material adverse manner. Although the assumptions made by the Company in providing forward-looking information or making forward-looking statements are considered reasonable by management at the time, there can be no assurance that such assumptions will prove to be accurate.

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