Vizsla Copper Corp. Announces Upsize Of Non-brokered Private Placement To Up To \$42 Million

14.11.2025 | CNW

<u>Vizsla Copper Corp.</u> (TSXV: VCU) (OTCQB: VCUFF) ("Vizsla Copper" or the "Company") is pleased to announce that, due to significant demand, the Company has increased the size of its non-brokered private placement (the "Offering") from up to \$25,000,000 to up to approximately \$42,000,000. The upsized Offering will now consist of:

- up to 23,148,148 post-consolidation common shares of the Company ("LIFE Shares") at price of \$1.08 per LIFE Share for gross proceeds of up to \$25,000,000; and
- up to 6,481,481 post-consolidation common shares of the Company ("Common Shares") at price of \$1.08 per Common Share for gross proceeds of up to \$7,000,000; and
- flow-through post-consolidation common shares of the Company ("FT Shares") at a price of \$1.24 per FT Share and charity flow-through post-consolidation common shares of the Company ("CFT Shares") at a price of \$1.72 per CFT Share for gross proceeds of up to approximately \$10,000,000.

The Common Shares, FT Shares and CFT Shares will be offered by way of the "accredited investor" and "minimum amount investment" exemptions under National Instrument 45-106 - Prospectus Exemptions ("NI 45-106") in all the provinces of Canada. The LIFE Shares will be offered pursuant to the exemption set out in Section Part 5A.2 of National Instrument 45-106, as amended by Coordinated Blanket Order 45-935 - Exemptions from Certain Conditions of the Listed Issuer Financing Exemption to purchasers in Canada (other than the province of Quebec). The Agents will also be entitled to offer the Common Shares for sale in the United States pursuant to available exemptions from the registration requirements of the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), and in certain other jurisdictions outside of Canada and the United States provided it is understood that no prospectus filing or comparable obligation, ongoing reporting requirement or requisite regulatory or governmental approval arises in such other jurisdictions.

In connection with the Offering, the Company may pay finders' fees in accordance with the policies of the TSX Venture Exchange (the "Exchange"). Eventus Capital Corp. has been appointed as a finder in connection with the Offering.

The Company plans to use the proceeds of the Offering as follows:

- an amount equal to the gross proceeds from the sale of the FT Shares and the CFT Shares will be used
 by the Company to incur "Canadian critical minerals exploration expenses" that qualify as "critical
 mineral flow-through mining expenditures" and/or Canadian exploration expenses" that qualify as
 "flow-through mining expenditures", as such terms are defined under the Income Tax Act (Canada)
 related to the Company's mineral properties in British Columbia; and
- the net proceeds from the sale of the Common Shares and the LIFE Shares will be used by the Company for: (i) exploration of the Palmer Project, (ii) continued exploration on Vizsla Copper's mineral properties in British Columbia, with a principal focus on the Poplar copper-gold project, (iii) costs of completing the acquisition of the Palmer Project, and (iv) general working capital.

The Offering is expected to close on or about December 4, 2025. The Offering remains subject to certain conditions including, but not limited to, the receipt of all necessary regulatory and other approvals including the approval of the Exchange. Further information regarding the Company's proposed consolidation is contained in the Company's press release dated November 13, 2025.

There is an offering document (the "Offering Document") related to the offering of LIFE Shares that can be accessed under the Company's profile on SEDAR+ at www.sedarplus.ca and the Company's website at www.vizslacopper.com. Prospective investors of LIFE Shares should read the Offering Document before making an investment decision.

20.12.2025 Seite 1/4

The LIFE Shares will not be subject to a hold period in Canada, subject to any hold periods required by the Exchange. All other securities distributed as part of the Offering will be subject to a four-month and one day hold period in Canada.

Caution to US Investors

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities have not been and will not be registered under the U.S. Securities Act or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

ABOUT VIZSLA COPPER

Vizsla Copper is a Cu-Au-Mo focused mineral exploration and development company headquartered in Vancouver, Canada. The Company is primarily focused on its Poplar and Woodjam projects, well situated amongst significant infrastructure in Central and Southern British Columbia. The Company's growth strategy is focused on the exploration and development of its copper properties within its portfolio in addition to value accretive acquisitions. Vizsla Copper's vision is to be a responsible copper explorer and developer in the stable mining jurisdiction of British Columbia, Canada and it is committed to socially responsible exploration and development, working safely, ethically and with integrity.

Vizsla Copper is a spin-out of Vizsla Silver and is backed by Inventa Capital Corp., a premier investment group founded in 2017 with the goal of discovering and funding opportunities in the resource sector. Additional information about the Company is available on SEDAR+ (www.sedarplus.ca) and the Company's website (www.vizslacopper.com).

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

FORWARD-LOOKING STATEMENTS

This news release includes certain statements and information that constitute forward-looking information within the meaning of applicable Canadian securities laws. All statements in this news release, other than statements of historical facts, are forward-looking statements. Such forward-looking statements and forward-looking information specifically include, but are not limited to, statements that relate to the completion of the Offering, the planned use of net proceeds of the Offering, the tax treatment of the FT and the CFT Shares, the renouncement of applicable expenditures and timely receipt of all necessary approvals, including any requisite approval of the Exchange, and exploration and development of the Company.

As well, forward-looking Information may relate to: future outlook and anticipated events, such as the consummation and timing of the Offering; the anticipated benefits and impacts of the Offering; use of proceeds from sale of the FT Shares and the CFT Shares, the renunciation of applicable expenditures; the proposed tax treatment of the FT Shares and the CFT Shares, the results from work performed to date; the estimation of mineral resources and reserves; the realization of mineral resource and reserve estimates; the development, operational and economic results of technical reports on mineral properties referenced herein; magnitude or quality of mineral deposits; the anticipated advancement of the Company's mineral properties and project portfolios; exploration expenditures, costs and timing of the development of new deposits; underground exploration potential; costs and timing of future exploration; the completion and timing of future development studies; estimates of metallurgical recovery rates; exploration prospects of mineral properties; requirements for additional capital; the future price of metals; government regulation of mining operations; environmental risks; the timing and possible outcome of pending regulatory matters; the realization of the expected economics of mineral properties; future growth potential of mineral properties; and future plans, projections, objectives, estimates and forecasts and the timing related thereto.

Statements contained in this release that are not historical facts, including all statements regarding the planned completion of the Offering, are forward-looking statements that involve various risks and uncertainty

20.12.2025 Seite 2/4

affecting the business of the Company. Such statements can generally, but not always, be identified by words such as "adjacent", "plans", "prolific", "focus", "extension", "intended", "advance", "potential", "opportunity," "impact", "establish", "propose", "strategic", "important", "plan", "milestone", "prime", "success", "undertake", "provide", "preeminent", "contemplate", "exposure", "strong", "transformation", "represent", "numerous", "accessible", "intension", "ability", "intend", "identify", "expand", variants of these words and similar expressions, or that events or conditions "will", "would", "may", "could" or "should" occur. All statements that describe the Company's plans relating to operations and potential strategic opportunities are forward-looking statements under applicable securities laws. These statements address future events and conditions and are reliant on assumptions made by the Company's management, and so involve inherent risks and uncertainties, including, the ability or inability to obtain all necessary regulatory approvals for the Offering, including Exchange approval; the realization of benefits from the Offering; permits, the inability to use the proceeds from sale of the FT Shares and the CFT Shares as intended, the inability to renounce applicable expenditures; the availability of the proposed tax treatment of the FT Shares and the CFT Shares; consents or authorizations required for mining activities, and material delays in obtaining them; the absence of adverse conditions at mineral properties; no unforeseen operational delays; the price of silver and other metals remaining at levels that render mineral properties economic; the Company's ability to continue raising necessary capital to finance operations; and the ability to realize on any mineral resource and reserve estimates; the Company's ability to complete its planned exploration programs; the absence of adverse conditions at properties; no unforeseen operational delays; the Company's ability to continue raising necessary capital to finance operations; environmental regulations or hazards and compliance with complex regulations associated with mining activities; climate change and climate change regulations; fluctuations in exchange rates; the business objectives of the Company; whether economic mineralization can be defined and, if it can be permitted for development; the uncertainty that any mineralization encountered on adjacent properties continues on to any of the Company's properties; the uncertainty that geological and/or geophysical and/or any trends, interpretations, or conclusions related to adjacent properties have relevance to any of the Company's properties; the uncertainty that the exploration season can be extended; changes in project parameters as plans to continue to be refined; the consequences and implications of the historical mining activities on the environment and whether such affects the potential exploration and/or development of any mining operation the Company's properties; the implications of claims from First Nations, Tribes, Tribal Councils, Tribal Governments, Alaska Native Corporations, Alaska Native Regional or Village Corporations and land claims settlements on the Company's projects; accidents, labour disputes and other risks of the mining industry, conclusions of economic evaluations; meeting various expected cost estimates; benefits of certain technology usage; future prices of metals; possible variations of mineral grade or recovery rates; geological, mining and exploration technical problems; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the mining industry; the speculative nature of mineral exploration and development; title to properties, such further risks as disclosed in the Company's filings with Canadian securities regulators and management's ability to anticipate and manage the foregoing risks and uncertainties. As a result of these risks and uncertainties, and the assumptions underlying the forward-looking information, actual results could materially differ from those currently projected, and there is no representation by the Company that the actual results realized in the future will be the same in whole or in part as those presented herein. Readers are referred to the additional information regarding the Company's business contained in the Company's filings with securities regulatory authorities in Canada on SEDAR+ (www.sedarplus.ca). Although the Company has attempted to identify important factors that could cause actual actions, events, or results to differ materially from those described in forward-looking statements, there may be other factors that could cause actions, events or results not to be as anticipated, estimated or intended. For more information on the Company and the risks and challenges of its business, investors should review the Company's filings that are available on SEDAR+ at www.sedarplus.ca.

The Company provides no assurance that forward-looking statements and information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements or information. Accordingly, readers should not place undue reliance on forward-looking statements or information. The Company does not undertake to update any forward-looking statements, other than as required by law.

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SOURCE Vizsla Copper Corp

CONTACT INFORMATION:

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20.12.2025 Seite 3/4

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20.12.2025 Seite 4/4