

# Riverside Resources Announces Closing of Non-Brokered Private Placement for \$3.7 Million

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Vancouver, December 1, 2025 - [Riverside Resources Inc.](#) (TSXV: RRI) (OTCQB: RVSDF) (FSE: 5YY0) ("Riverside" or the "Company"), is pleased to announce that it has completed the closing of a non-brokered private placement (the "Offering"). This investment was accomplished with strategic investors, many of whom have previously supported Riverside in the past and further strengthens the Company's shareholder base and positions it for continued growth and future transactions.

The Offering comprised of 18,460,000 hard-dollar units of the Company at a price of \$0.20 per unit for gross proceeds of \$3,692,000. Each unit consists of one common share and one half of one common share purchase warrant. Each whole warrant entitles the holder to acquire one additional common share of the Company at an exercise price of \$0.30 for a period of two years from the date of issuance, subject to customary acceleration provisions.

"Riverside is in a strong financial position and this strategic additional investment by key shareholders who have stayed with us over many cycles continues our growth," said John-Mark Staude, President & CEO of Riverside Resources. "Their continued support signals trust in our approach of finding and curating exploration business including spin outs to shareholders and retaining royalties."

The Company intends to use the net proceeds of the Offering for strategic initiatives, working capital and general corporate purposes, and the advancement of its projects.

Certain directors and officers participated in the Offering and acquired an aggregate of 225,000 units for total gross proceeds of \$45,000. Their participation constitutes a related party transaction under Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions ("MI 61-101"). The Company relied on exemptions from the formal valuation and minority shareholder approval requirements contained in sections 5.5(b) and 5.7(1)(a) of MI 61-101, as the fair market value of securities issued to insiders does not exceed 25 percent of the Company's market capitalization. The insider participation does not result in a material change in the percentage of outstanding shares of the Company held by each insider. The Offering was unanimously approved by the board of directors of the Company, with any participating directors declaring and abstaining from voting on the resolutions approving the Offering with respect to their participation in the Offering. No materially contrary view or abstention was expressed or made by any director of the Company in relation thereto. The Company did not file a material change report related to the Offering more than 21 days before the expected closing of the Offering, as the details of the insider participation were settled shortly prior to the closing of the Offering, and the Company wished to close the Offering on an expedited basis for sound business reasons.

No finder's fees were paid in connection with the Offering by the Company.

All securities issued under the Offering are subject to a statutory hold period of four months and one day, expiring on March 29, 2026, in accordance with applicable securities laws and the policies of the TSX Venture Exchange (the "TSXV"). The Offering is subject to the final approval of the TSXV.

The securities offered have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption. This news release does not constitute an offer to sell or a solicitation of an offer to buy securities in any jurisdiction where such offer or sale would be unlawful.

About Riverside Resources Inc.:

Riverside is a well-funded exploration company driven by value generation and discovery. The Company has a solid balance sheet with no debt and 93 million shares outstanding with a strong portfolio of gold-silver and copper assets and royalties in North America. Further information about Riverside is available on the Company's website at [www.rivres.com](http://www.rivres.com).

ON BEHALF OF THE BOARD OF RIVERSIDE RESOURCES INC.

"John-Mark Staude"

Dr. John-Mark Staude, President & CEO

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Certain statements in this press release contain forward-looking information. Forward-looking information involves risks, uncertainties and other factors that could cause actual results to differ materially from those expressed or implied by such forward-looking information. In addition, the forward-looking statements require management to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that the forward-looking statements will not prove to be accurate, that the management's assumptions may not be correct and that actual results may differ materially from such forward-looking statements. These statements can be identified by the use of forward-looking terminology (e.g., "expect", "estimates", "intends", "anticipates", "believes", "plans"). Forward-looking statements contained in this press release may include, but are not limited to, use of proceeds, obtaining regulatory approval for the Offering and future business plans of the Company. Such information involves known and unknown risks, including the receipt of regulatory approval, the results of future financing and exploration activities, the interpretation of exploration results and other geological data, or unanticipated costs and expenses and other risks identified by Riverside in its public securities filings that may cause actual events to differ materially from current expectations. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release. Except as required by applicable securities laws and regulation, Riverside disclaims any intention or obligation to update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

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.

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