



A.I.S. Resources Announces Private Placement Financing, Shares for Debt Transaction and Appoints Marc Enright-Morin as President and Chief Executive Officer

Vancouver, British Columbia, February 24, 2025 – A.I.S. Resources Limited ([TSXV: AIS](#), [OTC-PINK: AISSE](#)) (“AIS” or the “Company”) announces a non-brokered private placement of up to 2,857,143 Units at a price of \$0.035 per Unit for gross proceeds of \$100,000 (the “Private Placement”). The proceeds will be used for general working capital.

Each Private Placement Unit consists of one common share and one transferable share purchase warrant. Each warrant will entitle the holder thereof to purchase one additional common share for a period of 2 years from the closing date of the offering at a price of \$0.05 per common share. The Company may pay finders fees of up to 8% cash and 8% finders warrants on a portion of the placement.

Shares for Debt Transaction

The Company has also entered into debt settlement agreements with various creditors to settle an aggregate amount of \$625,443.62 in outstanding debt related to services provided to AIS through the issuance of an aggregate of 12,508,872 common at a deemed price of \$0.05 per Common Share (the “Shares for Debt Transaction”).

Closing of the Private Placement and Shares for Debt Transaction is subject to acceptance by the TSX Venture Exchange. All securities issued in connection with the Private Placement and Shares for Debt Transaction will be subject to a four-month hold period from the closing date under applicable Canadian securities laws.

The participation of certain insiders, being “related parties” of AIS means that the Private Placement and Shares for Debt Transaction are considered related party transactions within the meaning of Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* (“MI 61-101”). The related party transactions will be exempt from minority approval, information circular and formal valuation requirements of MI 61-101 pursuant to the exemptions contained in Sections 5.5(b) as AIS is not listed on a specified market within the meaning of MI 61-101 and 5.7(1)(b) of MI 61-101, as neither the fair market value of the gross securities to be issued under the related party transactions nor the consideration to be paid by the insiders will exceed \$2,500,000.

Appointment of Marc Enright-Morin, President and CEO

AIS is pleased to announce the appointment of Marc Enright-Morin as President and CEO of the Company. The Company also announces the resignation of Andrew Neale as CEO and director.

Martyn Element, Chairman said, “The Board of Directors is excited to have Marc Morin join the executive team. His expertise in capital markets, corporate leadership, and resource exploration



will drive value for shareholders and stakeholders alike. We sincerely thank Andrew for the tremendous experience and expertise he brought to the Company and we look forward to future collaborations.”

Marc Enright-Morin stated, "I am thrilled to take on this new role and work alongside trusted colleagues I have known for over 20 years. Reuniting with familiar faces in a collaborative environment is truly rewarding. I look forward to driving the company forward and creating long-term value for our shareholders alongside the rest of the team.”

Marc Enright-Morin

Marc Enright-Morin is a seasoned entrepreneur and capital markets professional based in Vancouver. He began his career with a boutique merchant bank, where he played a key role in raising over \$300 million for various public and private companies through global financial institutions, with a focus on Europe, Asia, and the United States.

With over 20 years of experience in both public and private markets, Mr. Enright-Morin has built an extensive network of investment banking contacts, which has been instrumental in the growth and development of start-ups and junior companies. He has served as CEO, president, and director of multiple publicly traded companies in the resource sector.

AIS' Key Gold Projects in Australia:

With the recent rise in gold prices, AIS has renewed its focus on advancing its exploration efforts.

1. Fosterville-Toolleen Gold Project

- o AIS holds a 100% interest in the 28 km² Fosterville-Toolleen Exploration License (EL6001), located just 10 km east of Agnico Eagle’s renowned Fosterville gold mine.
- o Promising drill targets have been identified at Toolleen, with geological characteristics similar to the high-grade Fosterville mine.

2. Bright Gold Project

- o AIS has a 60% stake in the 58 km² Bright Exploration License (EL6194), with the option to acquire full ownership.
- o The Company is currently reviewing results from its 2023 drill program and is preparing to define additional high-potential drill targets.

3. Kingston Gold Project



- o AIS holds a 100% interest in the 167 km² Kingston Exploration License (EL6318), which includes a small-scale mine with a 50-meter vertical shaft.
- o AIS will receive 15% of the revenue from gold sales generated from the Vendor's mining activities outside of their prospecting license.

These three properties, totaling over 250 km², are located in the highly prospective Lachlan Fold Belt in Central Victoria, often referred to as the “Golden Triangle.” According to the Geological Survey of Victoria, up to 75 million ounces of gold may still be undiscovered in the region.

About A.I.S. Resources Limited

A.I.S. Resources Limited is a publicly traded company listed on the TSX Venture Exchange. The Company focuses on natural resource opportunities, aiming to unlock value by acquiring early-stage projects and providing the necessary technical and financial support to develop them. AIS is guided by a seasoned team of engineers, geologists, and finance professionals with a proven track record of success in capital markets.

On Behalf of A.I.S. Resources Limited
Martyn Element
Chairman

Corporate Contact

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