



StrikePoint Announces Upsize of Bought Deal Private Placement to C\$160 Million

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Vancouver, British Columbia – August 20, 2026, (SKP: TSX.V) (STKXF: OTCQB) StrikePoint Gold Inc. (“StrikePoint” or the “Company”) is pleased to announce that as a result of strong investor demand, the Company has amended its agreement with Canaccord Genuity Corp. (the “Underwriter”), to increase the size of its previously announced “bought deal” private placement to 80,000,000 subscription receipts of 1599042 B.C. Ltd. (“FinCo”) at a price of C\$2.00 per subscription receipt (the “Offering Price”) for gross proceeds of \$160,000,000 (the “Brokered Offering”).

The Company shall grant the Underwriter an option to purchase up to an additional 15,000,000 subscription receipts at the Offering Price for additional gross proceeds of up to C\$30,000,000 exercisable at any time up to 48 hours prior to the closing of the Brokered Offering. Each Subscription Receipt will entitle the holder thereof to receive one post-Consolidation common share in the capital of the Company (each, a “Share”) without any additional consideration or further action upon satisfaction of the Escrow Release Conditions (as defined below).

The net proceeds from the Brokered Offering will be used to satisfy the cash component of the Transaction, as such term is defined in the Company’s press release dated August 19, 2026, to advance exploration and development activities at the Northumberland project, and for general corporate purposes (less than 10%).

The gross proceeds from the Brokered Offering, less certain expenses of the Underwriter (the “Escrowed Proceeds”) will be placed into escrow, subject to the completion or satisfaction of all escrow release conditions, including, among other things, the completion or satisfaction of all conditions precedent included in the Agreement and the receipt of all required corporate and regulatory approvals in connection with the Transaction (collectively, the “Escrow Release Conditions”) to be set out in a subscription receipt agreement to be entered into on or about the closing date of the Brokered Offering between the Company, FinCo, the Underwriter, and an escrow agent (the “Escrow Agent”). Provided that the Escrow Release Conditions are satisfied or waived (where permitted) prior to 5:00 p.m. (Toronto time) on the date that is 45 days following closing of the Brokered Offering (the “Escrow Release Deadline”), the Underwriter’s fees will be released to the Underwriter from the Escrowed Proceeds, and the balance of the Escrowed Proceeds (less certain expenses of the Escrow Agent) will be released to the Company, and each Subscription Receipt shall be automatically converted into one Share of the Company upon the amalgamation of FinCo and HoldCo, pursuant to an amalgamation agreement to be entered into among the Company, FinCo, and HoldCo. In the event that the Escrow Release Conditions are not satisfied by the Escrow Release Deadline, the Escrow Agent shall return to the holders of the Subscription Receipts an amount equal to the aggregate offering price of the Subscription Receipts held by each such holder and their pro-rata portion of any interest or other income earned on the Escrowed Proceeds and the Subscription Receipts will be cancelled.

All securities issued pursuant to the Brokered Offering will be subject to the private company “indefinite” hold period set out in National Instrument 45-102 – Resale of Securities (“NI 45-102”). Upon satisfaction of the Escrow Release Conditions and the exchange of Subscription Receipts, the underlying Shares shall not be subject to any hold period set out in NI 45-102.

Certain directors, officers, and other insiders of the Company (collectively, the “Participating Insiders”) are expected to participate in the Brokered Offering. Each issuance by the Company of securities to a Participating Insider in connection with the issuance of Subscription Receipts of FinCo to the Participating Insiders under the Brokered Offering is considered a “related party transaction” within the meaning of Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions (“MI 61-101”). The Company is exempt from the formal valuation and minority shareholder approval requirements under MI 61-101 in reliance on the exemptions set out in sections 5.5(a) and 5.7(1)(a), respectively, of MI 61-101 as the fair market value of such transactions, insofar as they involve related parties, is not more than 25% of the Company's market capitalization. The Company will not be in a position to file a material change report 21 days prior to the expected closing of the Brokered Offering because the terms of the Brokered Offering and insider participation will not yet have been established by that time, and the Company is electing to proceed with the Brokered Offering as expeditiously as possible.

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 United States Securities Act of 1933, as amended (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.

The Brokered Offering is being conducted in all provinces of Canada pursuant to private placement exemptions and in such other jurisdictions as agreed to by the Company, FinCo and the Underwriter. Closing of the Brokered Offering and the Transaction are subject to certain customary conditions, including but not limited to, the receipt of all necessary approvals including the conditional approval of the TSXV.

The Transaction constitutes a “Fundamental Acquisition” pursuant to TSXV Policy 5.3. Trading in the Company’s common shares is expected to remain halted pending completion of the Transaction. No finder’s fees are payable in connection with the Transaction or the Brokered Offering.

About StrikePoint

StrikePoint is a Vancouver based multi-asset gold exploration company focused on building precious metals resources in the Western United States. StrikePoint’s flagship project will be the 100% owned Northumberland Gold Project located in Nevada’s Walker Lane. In addition to Northumberland, StrikePoint owns a portfolio of exploration properties in Nevada, including the Hercules and Cuprite Gold Projects.

About Nevada

Nevada is one of the most globally recognized mining jurisdictions in the world, with over 218 Moz Au produced to date. Multiple large mining companies operate mines in the state, including Nevada Gold Mines (Barrick/Newmont), Kinross, SSR Mining, McEwan Mining, and Integra Resources.

ON BEHALF OF THE BOARD OF DIRECTORS OF STRIKEPOINT GOLD INC.

“Michael G. Allen”

Michael G. Allen
President, Chief Executive Officer & Director

For more information, please contact:

StrikePoint Gold Inc.
Michael G. Allen, President, CEO & Director
T: (604) 374-8381

Knox Henderson, Head of Investor Relations
T: (604) 551-2360

Cautionary Statement on Forward Looking Information

Certain statements made and information contained herein may constitute "forward-looking information" and "forward-looking statements" within the meaning of applicable Canadian and United States securities legislation. These statements and information are based on facts currently available to the Company and there is no assurance that actual results will meet management's expectations. Forward-looking statements and information are characterized by such terms as "anticipate", "target", "estimate", "plan", "expect", "potential", "speculate", variants of these words and other similar words, phrases, or statements that certain events or conditions "could", "may", "will", or "would" occur. These forward-looking statements or information relate to, among other things: the completion of the Transaction and the Brokered Offering and the anticipated timing thereof; the intended use of proceeds from the Brokered Offering;; the completion of the amalgamation of FinCo and HoldCo; the satisfaction of the Escrow Release Conditions by the Escrow Release Deadline; and the receipt of all necessary corporate and regulatory approvals for completion of the Transaction and the Brokered Offering, including the conditional approval of the TSXV.

Such forward-looking information and statements are based on numerous assumptions, including, among others, that the Company will complete the Transaction and the Brokered Offering on the terms and within the timeframe anticipated by management, and that the Company will receive all necessary corporate and regulatory approvals for completion of the Transaction and the Brokered Offering, including the approval of the TSXV. 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 and actual results and future events could differ materially from those anticipated in such statements.

All of the forward-looking statements made in this document are qualified by these cautionary statements. Important factors that could cause actual results to differ materially from the Company's plans or expectations include risks relating to: the failure to complete the Transaction or the Brokered Offering in the timeframe and on the terms anticipated by management; the Company not receiving all necessary corporate and regulatory approvals for completion of the Transaction and the Brokered Offering, including the approval of the TSXV; the failure to satisfy the Escrow Release Conditions by the Escrow Release Deadline;; and other risks associated with the mining industry, including permitting, environmental, title and regulatory risks. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated, forecast or intended and readers are cautioned that the foregoing list is not exhaustive of all factors and assumptions which may have been used. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking information. Accordingly, there can be no assurance that forward-looking information will prove to be accurate and forward-looking information is not a guarantee of future performance. Readers are advised not to place undue reliance on forward-looking information. The forward-looking information contained herein speaks only as of the date of this document. The Company disclaims any intention or obligation to update or revise forward-looking information or to explain any material difference between such and subsequent actual events, except as required by applicable law.

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.