



Fidelity Minerals Announces Closing of Flow-Through Private Placement Financing

Vancouver, BC, December 20th, 2024 – Fidelity Minerals Corp. (TSX-V: FMN | FSE: S5GM | SSE: MNYC) (“**Fidelity Minerals**” or the “**Company**”) is pleased to announce that it has closed the non-brokered private placement financing (the “**Financing**”) previously announced in its News Release dated December 11, 2024. For the Financing, the Company issued a total of 1,670,000 flow-through units (each, a “**FT Unit**”) at a price of C\$0.06 per FT Unit for aggregate gross proceeds of C\$100,200. Each FT Unit consists of one flow-through common share (each, a “**FT Share**”) in the capital of the Company and one non-flow-through warrant (each, a “**Warrant**”), with each Warrant exercisable into one additional non-flow-through common share (each, a “**Warrant Share**”) at a price of C\$0.09 until December 20, 2026. The proceeds from the Financing will be used by the Company for eligible exploration expenditures.

Closing of the Financing is subject to certain conditions including, but not limited to, the receipt of all necessary regulatory and other approvals, including the approval of the TSX Venture Exchange. The securities issued pursuant to the Financing are subject to a four month hold period that expires on April 21, 2025. There were no finders’ fees paid in connection with the Financing.

The FT Shares will qualify as “flow-through shares” (within the meaning of subsection 66(15) of the *Income Tax Act* (Canada) (the “**Tax Act**”).

The securities described herein 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 accordingly, may not be offered or sold within the United States except in compliance with the registration requirements of the U.S. Securities Act and applicable state securities requirements or pursuant to exemptions therefrom. This press release does not constitute an offer to sell or a solicitation to buy any securities in any jurisdiction.

About Fidelity Minerals Corp.

Fidelity Minerals Corp. is assembling a portfolio of high-quality mining assets in Peru and Canada, and aims to delineate major deposits on these properties that could attract the interest of mid-tier and major mining companies. The flow-through financing announced herein will assist to advance the Sunsets Project presently being acquired by the Company in British Columbia. Fidelity is also focused on progressing its most advanced project – Las Huaquillas, which is a gold, copper and silver in Northern Peru. Fidelity also owns the Florina Greensands project, low chloride glauconite resource, a potential feedstock resource into the low-Chloride organic and strategic regional and global potassium fertilizer market in collaboration with Lions Bay. Fidelity is also looking to opportunistically expand its project portfolio with accretive acquisitions. The Company is backed by an experienced management team with diverse technical, market, and commercial expertise and is supported by committed, and sophisticated investors focused on building long-term value.

On behalf of the Board of Fidelity Minerals.

Ian Graham

Interim CEO and Director

Phone: 1-604-671-1353

Email: igraham@fidelityminerals.com

For more information, please visit the corporate website at <http://www.fidelityminerals.com> or contact:

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 NEWS RELEASE.

Forward-Looking Statement Cautions

This press release contains certain “forward-looking statements” within the meaning of Canadian securities legislation, including, but not limited to, statements regarding the Financing, the number of FT Units to be issued and the expected use of proceeds derived therefrom; that the Financing is subject to regulatory approval, including approval of the TSX Venture Exchange; the Company’s plans with respect to its resource projects and the timing related thereto, the merits of the Company’s projects, and the Company’s objectives, plans and strategies. Although the Company believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Forward-looking statements are statements that are not historical facts; they are generally, but not always, identified by the words “expects,” “plans,” “anticipates,” “believes,” “intends,” “estimates,” “projects,” “aims,” “potential,” “goal,” “objective,” “strategy,” “prospective,” and similar expressions, or that events or conditions “will,” “would,” “may,” “can,” “could” or “should” occur, or are those statements, which, by their nature, refer to future events. The Company cautions that forward-looking statements are based on the beliefs, estimates and opinions of the Company’s management on the date the statements are made and they involve a number of risks and uncertainties. Consequently, there can be no assurances that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Except to the extent required by applicable securities laws and the policies of the TSX Venture Exchange, the Company undertakes no obligation to update these forward-looking statements if management’s beliefs, estimates or opinions, or other factors, should change. Factors that could cause future results to differ materially from those anticipated in these forward-looking statements include the risk of accidents and other risks associated with mineral exploration operations, the risk that the Company will encounter unanticipated geological factors, or the possibility that the Company may not be able to secure permitting and other agency or governmental clearances, necessary to carry out the Company’s exploration plans, risks of political uncertainties and regulatory or legal changes in the jurisdictions where the Company carries on its business that might interfere with the Company’s business and prospects. The reader is urged to refer to the Company’s reports, publicly available through the Canadian Securities Administrators’ System for Electronic Document Analysis and Retrieval (SEDAR+) at www.sedarplus.ca for a more complete discussion of such risk factors and their potential effects.