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LOGICA VENTURES CORP. PROVIDES UPDATE ON QUALIFYING TRANSACTION WITH BBG METALS CORP.

News Release - Vancouver, British Columbia – September 19, 2025: Logica Ventures Corp. (TSX-V: LOG.P) (“**Logica**” or the “**Company**”) is pleased to provide an update on its proposed acquisition (the “**Transaction**”) of all of the issued and outstanding securities of BBG Metals Corp. (“**BBG Metals**”) previously announced in the Company’s press release dated June 5, 2025. Upon completion of the Transaction, the combined entity (the “**Resulting Issuer**”) will continue the business of BBG Metals and intends to list under the name “Galactic Gold Corp.” as a Tier 2 mining issuer on the TSX Venture Exchange (the “**Exchange**”). The Transaction will constitute the “**Qualifying Transaction**” of Logica, as such a term is defined in Policy 2.4 – “*Capital Pool Companies*” of the Exchange (“**Policy 2.4**”). The Transaction is at arm’s length.

Highlights of Announcement

- **Meghan Brown to be Appointed to the Board of Directors**
- **James McDonald to be Appointed as Technical Advisor**
- **Concurrent Financing Increased from \$1.4M to \$1.8M**
- **Resulting Issuer Shares Issued in Concurrent Financing will be Free Trading Upon Completion of Transaction**

Concurrent Financing

The Company is pleased to announce that the terms of the non-brokered private placement equity financing (the “**Concurrent Financing**”) to be completed by BBG Metals prior to or concurrently with the completion of the Transaction has been amended and upsized due to investor demand. BBG Metals will now issue up to 18,000,000 subscription receipts (“**Subscription Receipts**”), from 14,000,000, at a price of \$0.10 per Subscription Receipt for aggregate gross proceeds of up to \$1,800,000, upsized from \$1,400,000.

Each Subscription Receipt will entitle the holder, without payment of any additional consideration and upon satisfaction of Escrow Release Conditions (defined below), to receive one common share of BBG Metals (a “**Financing Share**”), and each such Financing Share will exchange for a post-consolidation common share of Logica (a “**Resulting Issuer Share**”) pursuant to the terms of the amalgamation agreement between Logica, BBG Metals, and 1359646 B.C. Ltd. (“**Subco**”), a wholly-owned subsidiary of Logica, dated June 4, 2025 (the “**Amalgamation Agreement**”). For more information regarding the Amalgamation Agreement, please see the Company’s press release dated June 5, 2025.

The aggregate gross proceeds from the sale of the Subscription Receipts, less any proceeds which have been used by BBG Metals to pay cash finder’s fees, shall be deposited into escrow on the closing of the Concurrent Financing, and shall be released upon satisfaction of certain conditions (the “**Escrow Release Conditions**”) including the completion, satisfaction or waiver of all conditions precedent necessary for the completion of the Transaction. If the Escrow Release Conditions are not satisfied prior to November 14, 2025, the escrow agent will return to the holders of Subscription Receipts an amount equal to the aggregate purchase price for the Subscription Receipts held by them and the Subscription Receipts will be cancelled and be of no further force or effect.

Upon completion of the Transaction, up to 49,382,778 Resulting Issuer Shares (including up to 18,000,000 Resulting Issuer Shares to be issued to the purchasers of the Subscription Receipts in the Concurrent Financing) are expected to be outstanding. Upon completion of the Transaction, the Resulting Issuer Shares issued in connection with the Concurrent Financing will be free trading, as such Resulting Issuer Shares will be issued in reliance on the “business combination and reorganization” exemption from prospectus requirements under National Instrument 45-106 – *Prospectus Exemptions*.

Additional Director

The Company is also pleased to announce that Meghan Brown will be joining the board of directors (the “**Board**”) of the Resulting Issuer as an additional independent director upon the closing of the Transaction.

The Board and management of the Resulting Issuer will consist of the following individuals:

Kenneth Berry

Director, President & CEO

Mr. Berry is the former President & CEO of Northern Vertex Mining Corp., which brought into production the Moss Gold Mine in Arizona, and is the current Chairman of Kootenay Silver Inc. He is a proven exploration expert and mine builder, with extensive knowledge in project finance, business development and strategic planning.

Tiziano Romagnoli

Director, VP Corporate Development

Mr. Romagnoli is a fund manager and financial advisor to a number of companies in the mining sector. He was the former head of BMO Nesbitt Burns in Geneva and has been instrumental in arranging financing for exploration and development companies.

Rajwant Kang

Director, CFO & Corporate Secretary

Mr. Kang is the founder & president of RSK Management Consulting Inc., a private company that provides management services, and has over 25 years of accounting and finance experience. He has proficient knowledge of capital markets, raising capital, M&A and corporate regulation of publicly listed companies.

Meghan Brown

Director

Ms. Brown is VP of Investor Relations for Artimis Gold. Her experience spans 25 years with small to large-cap mining companies across the Americas, Australia, and Africa. Her expertise includes retail and institutional investor relations, marketing, M&A, media relations, sustainability reporting, and corporate communications. In 2019, Ms. Brown was awarded the Investor Relations Award of Excellence from the Canadian Investor Relations Institute (CIRI), the highest honour for investor relations professionals in Canada. Ms. Brown holds a Bachelor of Arts degree from UBC, an MBA from Queen's University, and is a graduate of the ICD-Rotman Directors Education Program with the designation of ICD.D.

Tom Martin

Director

Mr. Martin has 15 years of experience in capital markets and corporate communications. He is currently an advisor with Prospector Metals and has worked with other Discovery Group Companies. Mr. Martin has been instrumental in assembling top quality projects & management teams within the mining sector.

Appointment of James McDonald as Technical Advisor

The Resulting Issuer will also be appointing James McDonald as technical advisor. Mr. McDonald, P.Geo, is a qualified person for the purpose of National Instrument 43-101 – *Standards of Disclosure for Mineral Projects*. He is also the CEO and a director of Kootenay Silver Inc. Mr. McDonald has more than 30 years of combined technical and financial experience in mining sector. He co-founded and successfully developed National Gold (which merged with Alamos Minerals) to form Alamos Gold for which he was a Director and served on numerous committees until June 2012. Mr. McDonald also served as President of Genco Resources which operated the La Guitarra Silver Mine located in Mexico. Mr. McDonald is a founder of Kootenay Silver Inc.

Contact Information

For further information concerning this press release, please contact the respective representatives of Logica and BBG Metals as follows:

Logica Ventures Corp.

Clayton Fisher

Tel: 236-547-7375

clayton@logicaventures.com

BBG Metals Corp.

Kenneth Berry, President & CEO

Tel: 604-220-6890

ken@touchstonecapital.ca

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Neither 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.

Completion of the Transaction is subject to a number of conditions, including but not limited to, Exchange acceptance and if applicable pursuant to Exchange requirements, majority of the minority shareholder approval. Where applicable, the Transaction cannot close until the required shareholder approval is obtained. There can be no assurance that the Transaction will be completed as proposed or at all.

Investors are cautioned that, except as disclosed in the management information circular or filing statement to be prepared in connection with the transaction, any information released or received with respect to the Transaction may not be accurate or complete and should not be relied upon. Trading in the securities of a capital pool company should be considered highly speculative.

The Exchange has in no way passed upon the merits of the Transaction and has neither approved nor disapproved the contents of this press release.

All information contained in this news release with respect to BBG Metals was supplied by BBG Metals for inclusion herein, and Logica has relied on BBG Metals for any information concerning BBG Metals.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION

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 Transaction and the timing in respect thereof, and timely receipt of all necessary approvals, including any requisite approval of the Exchange.

Statements contained in this release that are not historical facts are forward-looking statements that involve various risks and uncertainty affecting the business of the Company or the Resulting Issuer. Such statements can generally, but not always, be identified by words such as “expects”, “plans”, “anticipates”, “intends”, “estimates”, “forecasts”, “schedules”, “prepares”, “potential” and similar expressions, or that events or conditions “will”, “would”, “may”, “could” or “should” occur. All statements that describe the Company or of the Resulting Issuer'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, as disclosed in the Company's filing statement, or the Company's periodic filings with Canadian securities regulators. 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. The Company disclaims any intent or obligation to update forward-looking statements or information except as required by law. Readers are referred to the additional information regarding the Company's business contained in the Company's filing statement, or the Company's reports filed with the securities regulatory authorities in Canada. 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 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.