

Adamera Minerals Corp. Closes Non-Brokered Financing

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Vancouver, April 25, 2023 - [Adamera Minerals Corp.](#) (TSXV:ADZ) announces the closing of a non-brokered private placement for 6,700,000 units for \$335,000. Each unit is priced at \$0.05 and consists of one common share and one half of one common share non-transferable warrant, with each warrant entitling the holder to purchase one common share at a price of \$0.10 for a period of two years until April 25, 2025.

The warrants are subject to an accelerated expiry date, which comes into effect when the price of the Company's common shares on the TSX Venture Exchange closes at a price of \$0.20 or more per share during any ten consecutive trading day period, commencing four months plus one day after the date of issuance of the warrants. In such an event, the expiry date may be accelerated to a date that is 30 days after the Company's shares trade for ten consecutive days at or above \$0.20.

The securities issued pursuant to the private placement are subject to a four month hold period expiring on August 26, 2023. No finder's fee is paid for this financing. The Company intends to use the net proceeds from the private placement for exploration and corporate operations.

Certain insider of the Company purchased or acquired direction and control over a total of 200,000 Units under the private placement. The placement to this person constitutes a "related party transaction" within the meaning of TSX Venture Exchange Policy 5.9 and Multilateral Instrument 61-101 "Protection of Minority Security Holders in Special Transactions" ("MI 61-101") adopted in the Policy. The Company has relied on exemptions from the formal valuation and minority shareholder approval requirements of MI 61-101 contained in sections 5.5(a) and 5.7(1)(a) of MI 61-101 in respect of related party participation in the placement as neither the fair market value (as determined under MI 61-101) of the subject matter of, nor the fair market value of the consideration for, the transaction, insofar as it involved the related parties, exceeded 25% of the Company's market capitalization (as determined under MI 61-101).

About Adamera

[Adamera Minerals Corp.](#) is exploring for a high-grade gold deposit near Republic Washington. This area has reportedly produced 8 million ounces of gold. Adamera is the dominant regional explorer in the area.

On behalf of the Board of Directors,
Mark Kolebaba
President & CEO

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The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release. Statements in this press release, other than purely historical information, including statements relating to the Company's future plans and objectives or expected results, may include forward-looking statements. Forward-looking statements are based on numerous assumptions and are subject to all of the risks and uncertainties inherent in resource exploration and development. As a result, actual results may vary materially from those described in the forward-looking statements.

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