



UNIGOLD INC.
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PR No. 2023-14

TSX-V approves Warrant Extension, Unigold grants Performance Options

Toronto, Ontario, Dec 12, 2023 – Unigold Inc. (“Unigold” or the “Company”) (TSX-V:UGD; OTCQB: UGDIF; FSE:UGB1) announces that the TSX-V has approved the expiry date extension of a total of 46,000,342 share purchase warrants (the “Warrants”) to June 28, 2024 (the “Warrant Extensions”). Each Warrant entitles the holder thereof to acquire one common share of the Company at a price of \$0.30 per common share and all other terms of the Warrants, including exercise price, will remain the same. The Warrants were issued pursuant to the following private placements, and all are set to expire on December 29, 2023:

- 16,629,167 warrants, including 193,060 warrants issued to insiders, were issued pursuant to a private placement which closed on June 24, 2020
- 12,596,175 warrants, including 375,850 warrants issued to insiders, were issued pursuant to a private placement which closed on August 10, 2021
- 8,750,000 warrants, including 1,850,000 warrants issued to insiders, were issued pursuant to a private placement which closed on September 7, 2022
- 1,150,000 warrants were issued pursuant to a private placement which closed on September 12, 2022
- 6,875,000 warrants were issued pursuant to a private placement which closed on November 1, 2022

A total of 2,418,910 Warrants are held by parties who are considered to be “related parties” of the Company. Therefore, the amendment of Warrants constitutes a “related party transaction” as contemplated by Multilateral Instrument 61-101 *Protection of Minority Shareholders in Special Transactions*, and TSXV Policy 5.9 - *Protection of Minority Shareholders in Special Transactions*. However, the exemptions from formal valuation and minority approval requirements provided for by these guidelines can be relied upon as the fair market value of the Warrants held by insiders does not exceed 25% of the market capitalization of the Company. Upon receipt of the approval of the TSXV of the Warrant Extensions, a material change report in respect of the Warrant Extension will be filed by the Company.

Unigold also announces that the Board of Directors has approved the grant of incentive stock options (“Options”) to directors, officers, employees and consultants of the Company allowing for the acquisition of an aggregate of up to 5,700,000 common shares of the Company (“Shares”) with an exercise price of \$0.15 per Share and an expiry date of

December 11, 2028. The grants of Options were issued pursuant and subject to the terms and conditions of the Company's stock incentive plan and TSX Venture Exchange policies.

For further information please visit <http://www.unigoldinc.com> or contact:

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Forward-looking Statements

Certain statements contained in this document, including statements regarding events and financial trends that may affect our future operating results, financial position and cash flows, may constitute forward-looking statements within the meaning of the federal securities laws. The forward-looking statements contained in this document are made as of the date hereof and we assume no obligation to update the forward-looking statements. Where applicable, we claim the protection of the safe harbour for forward-looking statements provided by the (United States) Private Securities Litigation Reform Act of 1995. For more information, please visit <https://www.unigoldinc.com/profile/forward-looking-statement>.