



Sparton Announces Private Placement Offering of up to C\$800,000 For its Critical Metals Exploration Programs

Not for distribution to United States Newswire Services or for dissemination in the United States

TORONTO, Dec. 08, 2023 -- **Sparton Resources Inc. (TSXV-SRI)** ("**Sparton**" or the "**Company**") is pleased to announce non-brokered private placements (the "**Offering**") for gross proceeds of up to C\$800,000.

Up to 13,000,000 Flow-Through Share ("**FTS**") units of the Company (each, a "**FTS Unit**") will be offered at a price of C\$0.05 per FTS Unit for proceeds of up to C\$650,000. Each **FTS Unit** will consist of one common share of the Company and a ½ (one half) non-flow through Share Purchase Warrant ("**SPW**"). Each full **SPW** will entitle the holder thereof to purchase one common share of the Company (each, a "**Warrant Share**") at a price of C\$0.08 for a period of 24 months following the issue date.

The Company will also offer up to 3,750,000 Non-Flow-Through ("**NFTS**") share Units at a price of \$0.04 per Non-Flow Through Share unit for proceeds of up to C\$150,000. Each **NFTS** will consist of one common share of the Company and a ½ (one-half) **SPW**. Each full **SPW** will entitle the holder thereof to purchase one common share of the Company (each, a "**Warrant Share**") at a price of C\$0.06 for a period of 24 months following the issue date.

Each **FTS** will consist of one common share of the Company to be issued as a Critical Metals "flow-through share" within the meaning of the *Income Tax Act* (Canada).

The Company intends to use the proceeds of the offering for the exploration of the Company's Critical Metals projects in Ontario and Quebec. These include the Pense -Montreuil polymetallic metals project east of Englehart Ontario and straddling the Ontario- Quebec border where historic work has identified zinc-copper-nickel mineralization with minor cobalt values, and little work has been done for over 20 years. The Oakes gold and related copper mineralization project near Matachewan Ontario has over 5 untested drill targets in close proximity to the former producing Ryan Lake copper and molybdenum mine, and the current Young Davidson gold producer.

Work will consist of airborne electromagnetic surveys, follow up ground truthing of anomalies and diamond core drilling. The Oakes project has a number of untested Induced Polarization zones outlined by the Company that have never been tested and some of these are related to rock units similar to those hosting the nearby copper and molybdenum mineralization.

The gross proceeds from the issuance of the **FTS** will be used to incur resource exploration expenses which will constitute "Canadian exploration expenses" as defined in subsection 66.1(6) of the *Income Tax Act* and "flow through mining expenditures" as defined in subsection 127(9) of the *Income Tax Act* (the "**Qualifying Expenditures**"), which will be renounced with an effective date no later than December 31, 2023 to the purchasers of the FTS Units in an aggregate amount not less than the gross proceeds raised from the issue of the FT Shares. If the Qualifying Expenditures are reduced by the Canada Revenue Agency, the Company will indemnify each subscriber of **FTS Units** for any additional taxes payable by such subscriber as a result of the Company's failure to renounce the Qualifying Expenditures.

The closing of the Offering is subject to receipt of all necessary regulatory approvals including the TSX Venture Exchange. Finder's fees or commissions will be payable in accordance with the market and policies of the TSX Venture Exchange. The **FTS, Warrant Shares** and any common shares of the Company that are issuable from any finder's warrants will be subject to a hold period ending on the date that is four months plus one day following the issue date in accordance with applicable securities laws.

The securities offered 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 U.S. state securities laws, and may not be offered or sold in the United States or to, or for the account or benefit of, United States persons absent registration or an applicable exemption from the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. This press release does not constitute an offer to sell or the solicitation of an offer to buy securities in the United States, nor in any other jurisdiction.

For more information, contact:

A. Lee Barker, M.A.Sc., P.Eng.
President & CEO
Tel./Fax: 647-344-7734 or Mobile: 416-716-5762
Email: info@spartonres.ca
Website: www.spartonres.ca

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.

Forward-Looking Statements

Information set forth in this news release involves forward-looking statements under applicable securities laws. The forward-looking statements contained herein include, but are not limited to, financings and transactions being pursued, and all such

forward-looking statements are expressly qualified in their entirety by this cautionary statement. The forward-looking statements included in this news release are made as of the date hereof and the Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable securities legislation. Although the Company believes that the expectations represented in such forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct and, accordingly, undue reliance should not be put on such forward-looking statements. This news release does not constitute an offer to sell or solicitation of an offer to buy any of the securities described herein.

We Seek Safe Harbour