

Stone Gold Inc. Adopts By-law Amending Shareholder Meeting Quorum Requirement

TORONTO, June 01, 2022 -- Stone Gold Inc. (TSX-V: STG) ("**Stone Gold**" or the "**Company**") announces that its board of directors (the "Board") approved the adoption of by-law No. 2-A ("By-Law 2-A") which amends and replaces the Company's current by-law No.2. By-Law 2-A amends the quorum requirement at meeting of shareholders of the Company ("Shareholders") to holders of not less than 5% of the shares entitled to vote at the meeting being present in person or represented by proxy, from the previous quorum requirement of holders of not less than 20% of the shares entitled to vote at the meeting being present in person or represented by proxy.

The Board believes that By-Law 2-A will align the Company with similar publicly listed companies regarding the quorum requirements at meetings of shareholders and gave careful consideration to the cost and difficulty of holding meetings of Shareholders with such high quorum thresholds. The Board concluded that By-Law No. 2-A will allow the Corporation to more efficiently and effectively transact business.

By-Law No. 2-A is effective immediately and will be placed before Shareholders for approval, confirmation and ratification at the next annual and special meeting of Shareholders to be held on June 27, 2022 (the "Meeting"). Pursuant to the provisions of the Business Corporations Act (Ontario), By-Law No. 2 will cease to be effective unless approved, ratified and confirmed by a resolution adopted by a majority of the votes cast by Shareholders at the Meeting.

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Stone Gold Inc. is engaged in the acquisition, exploration and evaluation of properties for the mining of precious and base metals.

Caution Regarding Forward-Looking Information

This news release contains forward-looking information that involves substantial known and unknown risks and uncertainties, most of which are beyond the control of Stone Gold. Forward-looking statements include estimates and statements that describe Stone Gold's future plans, objectives or goals, including words to the effect that Stone Gold or its management expects a stated condition or result to occur. Forward-looking statements may be identified by such terms as "believes", "anticipates", "expects", "estimates", "may", "could", "would", "will", or "plan". Since forward-looking statements are based on assumptions and address future events and conditions, by their very nature they involve inherent risks and uncertainties. Although these statements are based on information currently available to Stone Gold, Stone Gold provides no assurance that actual results will meet management's expectations. Risks, uncertainties and other factors involved with forward-looking information could cause actual events, results, performance, prospects and opportunities to differ materially from those expressed or implied by such forward-looking information. Forward looking information in this news release includes, but is not limited to, Stone Gold's objectives, goals or future plans, statements, details of the exploration results, potential mineralization, Stone Gold's portfolio, treasury, management team and enhanced capital markets profile, the timing of the Offering, the estimation of mineral resources, exploration and mine development plans, timing of the commencement of operations and estimates of market conditions.

Factors that could cause actual results to differ materially from such forward-looking information include, but are not limited to, regulatory approval processes, failure to identify mineral resources, delays in obtaining or failures to obtain required governmental, regulatory, environmental or other project approvals, political risks, inability to fulfill the duty to accommodate First Nations and other indigenous peoples, uncertainties relating to the availability and costs of financing needed in the future, changes in equity markets, inflation, changes in exchange rates, fluctuations in commodity prices, delays in the development of projects, capital and operating costs varying significantly from estimates and the other risks involved in the mineral exploration and development industry, and those risks set out in Stone Gold's public documents filed on SEDAR. Although Stone Gold believes that the assumptions and factors used in preparing the forward-looking information in this news release are reasonable, undue reliance should not be placed on such information, which only applies as of the date of this news release, and no assurance can be given that such events will occur in the disclosed time frames or at all. Stone Gold disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, other than as required by law.

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