



AURANIA CLOSES OVERSUBSCRIBED PRIVATE PLACEMENT

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Toronto, Ontario, August 21, 2025 – Aurania Resources Ltd. (TSXV: ARU; OTCQB: AUIAF; Frankfurt: 20Q) (“Aurania” or the “Company”) announces that further to its news releases dated [August 1, 2025](#) and [August 5, 2025](#), the Company has closed an oversubscribed non-brokered private placement financing (the “**Offering**”). Total gross proceeds of C\$1,906,355.76 were raised through the issuance of 15,886,298 units of the Company (the “**Units**”) at a price of C\$0.12 per Unit.

Each Unit is composed of one common share of the Company (a “**Common Share**”) and one Common Share purchase warrant (a “**Warrant**”). Each Warrant entitles the holder to purchase one Common Share (a “**Warrant Share**”) at an exercise price of C\$0.25 for a period of 24 months following the closing of the date of issuance.

In connection with the Offering, the Company paid aggregate finder’s fees consisting of (i) C\$5118.40 in cash (the “**Cash Consideration**”) and (ii) 42,653 compensation warrants (the “**Compensation Warrants**”) to eligible finders. Each Compensation Warrant entitles the holder to acquire one additional Unit at a price of C\$0.12 per Unit for a period of 24 months from the date of issuance. Each Unit issuable upon exercise of a Compensation Warrant is comprised of one Common Share and one Warrant. Each such Warrant entitles the holder to acquire one Warrant Share at a price of C\$0.25 per Warrant Share for a period of 24 months from the date of issuance of the Compensation Warrant.

The Company intends to use the net proceeds from the Offering primarily for exploration programs, general working capital purposes, and a portion of the proceeds will be allocated for the first payment of 2025 mineral concession fees in Ecuador.

The closing of the Offering is subject to the receipt of all necessary regulatory approvals, including the final approval of the TSX Venture Exchange. All securities issued and issuable pursuant to the Offering are subject to a four-month plus one day hold period commencing on the date of issuance.

Related Party Transactions

Dr. Keith Barron, CEO and a director of the Company, acquired 5,741,666 Units under the Offering (the “**Acquisition**”). The Acquisition constitutes a “related party transaction” as defined under the policies of the TSXV and Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). The Company is relying on exemptions from the minority shareholder approval and formal valuation requirements applicable to the related party transactions under sections 5.5(a) and 5.7(1)(a), respectively, of MI 61-101, as the fair market value of the Acquisition does not exceed 25 percent of the Company's market capitalization.

The securities described herein have not been, and will not be, registered under the United States Securities Act, or any state securities laws, and accordingly may not be offered or sold within the United States except in compliance with the registration requirements of the U.S. Securities Act and applicable state securities requirements or pursuant to exemptions therefrom. This press release does not constitute an offer to sell or a solicitation to buy any securities in any jurisdiction.

About Aurania

Aurania is a mineral exploration company engaged in the identification, evaluation, acquisition, and exploration of mineral property interests, with a focus on precious metals and copper in South America. Its flagship asset, The Lost Cities – Cutucu Project, is located in the Jurassic Metallogenic Belt in the eastern foothills of the Andes mountain range of southeastern Ecuador.

Information on Aurania and technical reports are available at www.aurania.com and www.sedarplus.ca, as well as on Facebook at <https://www.facebook.com/auranialtd/>, Twitter at <https://twitter.com/auranialtd>, and LinkedIn at <https://www.linkedin.com/company/aurania-resources-ltd->.

For further information, please contact:

Carolyn Muir VP Corporate Development & Investor Relations Aurania Resources Ltd. (416) 367-3200 carolyn.muir@aurania.com

Neither the TSXV nor its Regulation Services Provider (as that term is defined in the policies of the TSXV) accepts responsibility for the adequacy or accuracy of this release.

Forward-Looking Statements

This news release contains forward-looking information as such term is defined in applicable securities laws, which relate to future events or future performance and reflect management's current expectations and assumptions. The forward-looking information includes statements regarding the anticipated Offering, including the maximum size thereof, the expected timing to complete the Offering, the ability to complete the Offering on the terms provided herein or at all, the anticipated use of the net proceeds from the Offering, the receipt of all necessary approvals, including the approval of the TSXV of the listing of the Common Shares and the Warrant Shares (and the timing thereof), Aurania's objectives, goals or future plans, statements, exploration results, potential mineralization, the corporation's portfolio, treasury, management team and enhanced capital markets profile, the estimation of mineral resources, exploration, timing of the commencement of operations, and estimates of market conditions. Such forward-looking statements reflect management's current beliefs and are based on assumptions made by and information currently available to Aurania, including the assumption that there will be no material adverse change in metal prices, all necessary consents, licenses, permits and approvals will be obtained, including various local government licenses and the market. Investors are cautioned that these forward-looking statements are neither promises nor guarantees and are subject to risks and uncertainties that may cause future results to differ materially from those expected. Risk factors that could cause actual results to differ materially from the results expressed or implied by the forward-looking information include, among other things: a failure to obtain or delays in obtaining the required regulatory licenses, permits, approvals and consents; an inability to access financing as needed; an inability to fund or extend the payment of Ecuador mineral concession fees which are due and payable and could result in the forfeiture of such mineral concessions; an inability to fund the administrative fees imposed by the Ecuadorian Control and Regulation Agency (ARCOM for its Spanish acronym) on the mining sector which could render the Company insolvent; a general economic downturn, a volatile stock price, labour strikes, political unrest, changes in the mining regulatory regime governing Aurania; a failure to comply with environmental regulations; a weakening of market and industry

reliance on precious metals and base metals; and those risks set out in the Company's public documents filed on SEDAR+. Aurania cautions the reader that the above list of risk factors is not exhaustive. Although the Company 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. The Company 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.