



STOCKWORKS ANNOUNCES PRIVATE PLACEMENT AND DEBT SETTLEMENT

Vancouver, British Columbia – (May 15, 2026) – Stockworks Gold Inc. (TSXV: STW) (“**Stockworks**” or the “**Company**”) announces that it intends to complete a non-brokered private placement financing (the “**Private Placement**”) of up to 8,000,000 units (the “**Units**”) at a price of \$0.10 per Unit for gross proceeds of up to \$800,000.

Each Unit will consist of one common share in the capital of the Company and one-half common share purchase warrant (each whole warrant, a “**Warrant**”). Each whole Warrant will entitle the holder to acquire one additional common share of the Company at an exercise price of \$0.15 per share for the first year from the date of issuance and \$0.20 per share for the second year from the date of issuance.

The Company also announces that, subject to the approval of the TSX Venture Exchange (the “**Exchange**”), it intends to settle approximately \$300,000 in outstanding debt (the “**Debt Settlement**”) through the issuance of Units at a deemed price of \$0.10 per Unit on the same terms as the Private Placement.

The debt relates to outstanding obligations owing to certain creditors of the Company for services previously rendered and advances made to the Company. The Debt Settlement is intended to improve the Company’s financial position by reducing existing liabilities while preserving cash for working capital and exploration activities.

All securities issued pursuant to the Private Placement and Debt Settlement will be subject to a statutory hold period of four months and one day from the date of issuance in accordance with applicable securities laws and Exchange policies.

The proceeds of the Private Placement will be used for general working capital, exploration expenditures, and corporate purposes.

About Stockworks Gold

Stockworks is a publicly traded junior mining company that trades on the TSXV under the symbol STW. The Company is currently focused on its Pirenópolis gold project in Brazil.

You can follow Stockworks on:

X: <https://x.com/stockworksgold>

LinkedIn: <https://www.linkedin.com/company/stockworks-gold-inc/about/?viewAsMember=true>

ON BEHALF OF THE BOARD OF DIRECTORS

“Nasim Tyab”

Chief Executive Officer and Director

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Statement Regarding Forward-Looking Information

This news release contains certain forward-looking information and forward-looking statements within the meaning of applicable Canadian securities laws (collectively, “forward-looking information”). Forward-looking information is frequently identified by words such as “expects,” “anticipates,” “believes,” “intends,” “plans,” “estimates,” “potential,” “projects,” and similar expressions, or statements that events or conditions “will,” “would,” “may,” “could,” or “should” occur.

Forward-looking information in this news release includes, but is not limited to, statements regarding the interpretation of exploration results, the potential sources of gold mineralization, and the Company’s plans for future exploration and advancement of the Pirenópolis Gold Project. Forward-looking information is based on the opinions and estimates of management at the date the statements are made and is subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking information.

These risks and uncertainties include, but are not limited to, risks related to exploration activities, the interpretation of exploration results, commodity price fluctuations, regulatory approvals, and general economic and market conditions. Readers are cautioned that the foregoing list is not exhaustive. Although the Company believes that the assumptions and expectations reflected in such forward-looking information are reasonable, there can be no assurance that such information will prove to be accurate, and actual results and future events could differ materially from those anticipated. Accordingly, readers should not place undue reliance on forward-looking information. Forward-looking information contained in this news release is provided as of the date of this news release, and the Company undertakes no obligation to update such information except as required by applicable securities laws.

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