



ADAMERA

MINERALS

TSX V: ADZ; OTC: DDNFF

News Release: 25-15

Adamera Closes \$253,500 Flow-Through Private Placement

(Not for Distribution in the USA)

Vancouver, British Columbia – December 30, 2025 – Adamera Minerals Corp. (TSX-V: ADZ; OTC: DDNFF) ("Adamera" or the "Company") announces today it has closed the flow-through portion of the private placement as announced on October 9 and December 16, 2025.

The Company raised \$253,500 from the sale of 3,900,001 Flow-Through Units ("FT Units") at \$0.065 per FT Unit. Each FT Unit consists of one common share and one-half common share purchase warrant. Each full warrant is exercisable at a price of \$0.12 for a period of two years from the date of issuance to purchase a non-flow-through share. If the closing market price of the Company's common shares on the TSX Venture Exchange (the "Exchange") is \$0.16 or more over a period of 10 consecutive trading days at any time after the date that is four months and one day after the respective closing, the warrants will expire on the 30th day (the "Accelerated Expiry Date") after the 10 consecutive trading days at or above \$0.16 unless exercised by the holder on or before the Accelerated Expiry Date (the "Accelerated Provision").

All securities are subject to a four-month hold expiring on May 1, 2026. The financing is subject to a cash finder's fee of \$7,312.50.

Flow-through funds will be used for qualifying Canadian exploration expenditures on the Company's newly identified gold, copper and zinc prospects on the South Hedley Project in southern British Columbia and may be eligible for the 30% Critical Mineral Exploration Tax Credit.

A director and an officer of the Company purchased or acquired direction and control over a total of 507,693 FT Units under the private placement. The placement to these people constitutes a "related party transaction" within the meaning of TSX Venture Exchange Policy 5.9 and Multilateral Instrument 61-101 -*Protection of Minority Security Holders in Special Transactions* ("MI 61-101") adopted in the Policy. The Company has relied on exemptions from the formal valuation and minority shareholder approval requirements of MI 61-101 contained in sections 5.5(a) and 5.7(1)(a) of MI 61-101 in respect of related party participation in the placement as neither the fair market value (as determined under MI 61-101) of the subject matter of, nor the fair market value of the consideration for, the transaction, insofar as it involved the related parties, exceeded 25% of the Company's market capitalization (as determined under MI 61-101).

The Company will close the non-flow-through units of the private placement announced earlier in early 2026.

About Adamera

Adamera Minerals Corp. is focused on exploring for high-grade gold deposits in Washington State and British Columbia. The Company holds numerous drill ready gold silver and copper targets in areas with past producing mines.

On behalf of the Board of Directors,
Mark Kolebaba
President & CEO

For additional information please contact:

Email: info@Adamera.com
Website: www.Adamera.com
Phone: (604) 689-2010

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