

PTX Metals Receives Conditional Approval to List on the TSX Venture Exchange and Announces Annual General and Special Meeting Results

Toronto, Ontario--(Newsfile Corp. - March 3, 2025) - **PTX Metals Inc. (CSE: PTX) (OTCQB: PANXF) (FSE: 9PX) ("PTX" or the "Company")** is pleased to announce that it has received conditional approval from the TSX Venture Exchange ("**TSXV**") for the listing of its common shares as a Tier 2 Mining Issuer (the "**Listing**"). The Listing remains subject to the Company meeting certain standard conditions required by the TSXV, which the Company is actively working to satisfy. A further press release will be issued upon receipt of final approval.

In connection with the Listing, the Company intends to voluntarily delist its common shares from the Canadian Securities Exchange (the "**CSE**") (the "**Delisting**"). The Delisting is subject to the applicable requirements of the CSE and is expected to take effect once trading of the Company's common shares begins on the TSXV.

The Company will provide an update confirming the expected Listing date on the TSXV and the Delisting date from the CSE, once determined.

"The CSE has been a great platform for the Company, and we appreciate the support we have received. However, we have listened to feedback from our stakeholders and believe that listing on the TSXV will better align with our long-term growth strategy while facilitating further investment and trading by our institutional, European, and US stakeholders," said Greg Ferron, President and CEO of PTX.

Additionally, the Company is pleased to provide an update on the results of its annual general and special meeting of shareholders held on February 25, 2025 (the "**Meeting**"). At the Meeting, the shareholders of the Company re-elected James R. Trusler, Frederico Marques, Christophe Vereecke, Greg Ferron, Sam Kiri, Rajesh Sharma, and Jean-David Moore to the Company's board of directors (the "**Board**"), and re-appointed Baker Tilly WM LLP, Chartered Professional Accountants, as the auditor of the Company.

Furthermore, shareholders of the Company also approved the adoption of an omnibus long-term incentive plan (the "**Omnibus Plan**"), effective as of February 25, 2025. The Omnibus Plan replaces the Company's "rolling" stock option plan (the "**Option Plan**"), which reserved a maximum of 10% of the issued and outstanding common shares of the Company from time to time for issuance upon the exercise of options. Under the Omnibus Plan, in addition to those awards and options granted under the former plan, restricted share units and performance share units will now also be granted, all governed by a single plan document. The Board is of the view that the Omnibus Plan will allow different types of incentives to be granted to certain officers, directors, employees and consultants of the Company.

Further information regarding the Omnibus Plan can be found in the Company's management information circular dated January 13, 2025, filed under its SEDAR+ profile at www.sedarplus.ca.

The voting results, as set out in the scrutineer's report for the Meeting, were as follows:

Motions	Votes For	% For	Votes Withheld	% Withheld
Appointment of Auditors	39,562,922	100%	1,250	0.00%
Greg Ferron	39,562,922	100%	1,250	0.00%
James R. Trusler	39,562,922	100%	1,250	0.00%

Frederico Marques	39,564,172	100%	0	0.00%
Christophe Vereecke	39,564,172	100%	0	0.00%
Sam Kiri	39,564,172	100%	0	0.00%
Rajesh Sharma	37,299,422	94.28%	2,264,750	0.00%
Jean David Moore	39,562,922	100%	1,250	0.00%
Approval of Omnibus Long-Term Incentive Plan	39,549,172	99.96%	0	0.04%

About PTX Metals Inc.:

PTX is a mineral exploration company focused on high-quality critical minerals projects, including two flagship projects situated in northern Ontario, renowned as a world-class mining jurisdiction for its abundance of mineral resources and investment opportunities. Our corporate objective is to advance the exploration programs towards proving the potential of each asset, which includes the W2 Cu-Ni-PGE and Gold Project and South Timmins Gold Joint Venture Project.

PTX's portfolio of assets offers investors exposure to some of the world's most valuable metals including gold, as well as essential critical minerals for the clean energy transition: copper, nickel, PGE, uranium and rare metals. PTX's portfolio of assets was strategically acquired for their geologically favorable attributes, and proximity to established mining companies. PTX's mineral exploration programs are designed by a team of expert geologists with extensive career knowledge gained from their tenure working for global mining companies in northern Ontario and around the world.

PTX is based in Toronto, Canada, with a primary listing on the CSE under the symbol PTX. The Company is also listed in Frankfurt under the symbol 9PF and on the OTCQB in the United States as PANXF.

For additional information on PTX, please visit the Company's website at <https://ptxmetals.com/>.

For further information, please contact:

Greg Ferron, President and Chief Executive Officer

Phone: +1 (416) 270-5042

Email: gferron@ptxmetals.com

Forward-Looking Information

This news release contains forward-looking information which is not comprised of historical facts. Forward-looking information is characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate" and other similar words, or statements that certain events or conditions "may" or "will" occur. Forward-looking information involves risks, uncertainties and other factors that could cause actual events, results, and opportunities to differ materially from those expressed or implied by such forward-looking information, including statements regarding the ability of the Company to satisfy regulatory, stock exchange and commercial closing conditions of Private Placement, and the potential development of mineral resources and mineral reserves which may or may not occur. Factors that could cause actual results to differ materially from such forward-looking information include, but are not limited to, changes in the state of equity and debt markets, fluctuations in commodity prices, delays in obtaining required regulatory or governmental approvals, and general economic and political conditions. Forward-looking information in this news release is based on the opinions and assumptions of management considered reasonable as of the date hereof, including that all necessary approvals, including governmental and regulatory approvals, will be received as and when expected. 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. The Company disclaims any intention or obligation to

update or revise any forward-looking information, whether because of new information, future events or otherwise, other than as required by applicable laws. For more information on the risks, uncertainties and assumptions that could cause our actual results to differ from current expectations, please refer to the Company's public filings available under the Company's profile at www.sedarplus.ca.

This news release does not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of any of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful, including any of the securities in the United States of America. The securities described herein have not been and will not be registered under the United States Securities Act of 1933, as amended (the "1933 Act") or any state securities laws and may not be offered or sold within the United States or to, or for account or benefit of, U.S. Persons (as defined in Regulation S under the 1933 Act) unless registered under the 1933 Act and applicable state securities laws, or an exemption from such registration requirements is available.



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