

Ready Set Gold Closes Private Placement Financing

Vancouver, British Columbia--(Newsfile Corp. - November 24, 2022) - Ready Set Gold Corp. (CSE: RDY) (FSE: 0MZ) (OTC Pink: RDYFF) ("Ready Set Gold" or the "Company") announces, further to its announcement on September 29, 2022, it has closed its private placement (the "Private Placement"). The Company issued 6,812,143 units (the "Units") at a price of \$0.07 per Unit for total gross proceeds of \$476,850.

Each Unit is comprised of one common share and one common share purchase warrant. Each warrant entitles the holder to acquire one common share of the Company for a period of five years from the closing of the Private Placement at an exercise price of \$0.09 per share.

In connection with the Private Placement, the Company agreed to pay finder's fees consisting of an aggregate of \$3,543 in cash, and a total of 50,614 finder's warrants. Each finder's warrant entitles the holder to acquire one common share at a price of \$0.27 per share for a period of three years from the closing of the Private Placement.

All securities issued pursuant to the Private Placement will be subject to a four-month hold period expiring on March 25, 2023, under applicable securities laws in Canada.

The proceeds raised from the Private Placement are expected to be used for the Company's repayment of debt and for general working capital.

Certain insiders of the Company subscribed for an aggregate total of 1,828,571 Units under the Private Placement. As such, this participation constitutes a "related party transaction" as defined under Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions* ("MI 61-101"). Such participation is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 contained in sections 5.5(b) and 5.7(1)(b) of MI 61-101, as the Company's securities are not listed on a specified market and the fair market value of the Units being issued to insiders in connection with the Private Placement does not exceed \$2,500,000, as determined in accordance with MI 61-101. . The Company did not file a material change report with respect to the participation of the insiders at least 21 days prior to the closing of the Private Placement as the insider participation was not determined at that time.

About Ready Set Gold Corp.

Ready Set Gold Corp. is a precious metals exploration company listed on the Canadian Securities Exchange under symbol RDY. The Company has consolidated and now owns a 100% interest of the Northshore Gold Property located in the prolific Schreiber-Hemlo Greenstone Belt near Thunder Bay, which is prospective for gold and silver mineralization.

On Behalf of the Board of Directors,

READY SET GOLD CORP.

"Alexander McAulay"

Chief Executive Officer

Email: amcaulay@readysetgoldcorp.com

CEO Direct Line: +1 (604) 365-0425

www.readysetgoldcorp.com

Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined

in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.

Cautionary Statement Regarding Forward-Looking Information

This news release may contain certain "forward-looking information". Forward-looking information included in this news release includes, but is not limited to, statements with respect to the use of proceeds. Forward-looking information is based upon the assumptions and estimates considered reasonable by management of the Company as of the date such statements are made. Forward-looking information involves known and unknown risks, uncertainties, assumptions, and other factors that may cause the actual results, performance, or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information. Risks that may cause the forward looking information contained herein to be materially different from the future results, performance or achievements expressed or implied by the forward-looking information contained herein include, but are not limited to, the receipt of all necessary regulatory approvals for the Private Placement, use of proceeds from the Private Placement, capital expenditures and other costs, repayment of debt, financing and additional capital requirements. As a result, readers are cautioned not to place undue reliance on any forward-looking information. Any statement containing forward looking information speaks only as of the date of this news release and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to update any forward-looking information, whether as a result of new information, future events or results or otherwise.

**THIS NEWS RELEASE IS NOT FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES FOR
DISSEMINATION IN THE UNITED STATES**



To view the source version of this press release, please visit

<https://www.newsfilecorp.com/release/145683>