



Green River Gold Corp.

News Release

(CSE: CCR) (OTC Pink: CCRRF)

February 1, 2024

GREEN RIVER GOLD CORP. ANNOUNCES NON-BROKERED PRIVATE PLACEMENT OFFERING OF UNITS

EDMONTON, ALBERTA – Green River Gold Corp. (the “**Company**” or “**Green River**”) is pleased to announce that it plans to undertake a non-brokered private placement of up to 10,000,000 units (“**Units**”) to raise gross proceeds of up to \$500,000.00 (the “**Offering**”). The Units will be offered at a price of \$0.05 per Unit, with each Unit consisting of one common share (“**Share**”) and one common share purchase warrant (“**Warrant**”). Each Warrant will be exercisable to acquire one Share (a “**Warrant Share**”) for a period of 5 years following the closing of the Offering at an exercise price of \$0.06 per Warrant Share, subject to acceleration provisions (as set out below). The Offering is expected to close on or about February 29, 2024.

If the closing price of the Company’s Shares on the Canadian Securities Exchange (the “**CSE**”) (or such other principal exchange on which the Shares may be traded at such time) is equal to or greater than \$0.15 for a period of ten (10) consecutive trading days, the Company may, at its sole option, accelerate the expiry date of Warrants to the date which is thirty (30) days following the date upon which notice of the accelerated expiry date is provided by the Company (given by way of news release).

The Company intends to use the proceeds of the Offering for the exploration of the Company’s mining properties, working capital and general corporate purposes.

The Offering is subject to certain conditions including, but not limited to, the receipt of all necessary approvals, including the approval of the CSE.

No commissions will be paid with respect to Offering. However, the Company may pay a finder’s fee to certain finders of up to 8% of the aggregate gross proceeds of subscriptions facilitated by such finders (the “**Finder’s Fees**”). The Finder’s Fees may be paid in cash and/or Units at the option of the finder.

About Green River Gold Corp.

Green River Gold Corp. is a Canadian mineral exploration company focused on its wholly owned Fontaine Gold Project, Quesnel Nickel/Magnesium/Talc Project, and Kymar Silver Project which are located in renowned mining districts in British Columbia.

The Fontaine Gold and Quesnel Nickel properties cover an area exceeding 200 square kilometers and straddle a 32-kilometre length of the Barkerville and Quesnel Terranes. They are contiguous to Osisko Development Corp.'s mineral claim group containing a proposed mine location at its Cariboo Gold Project.

The Kymar Silver Project is located in southeast BC, approximately 28 kilometers west of the town of Invermere in the Golden Mining Division. The Property is made up of two mineral tenures, totaling 1,625 hectares, along the southeast flank of Mount Catherine.

For more information contact:

Green River Gold Corp.

Mr. Perry Little - President and Chief Executive Officer

perry.little@greenrivergold.ca

780-993-2193

Additional information about Green River Gold Corp. can be found by reviewing its profile on SEDAR at www.sedarplus.ca.

Forward Looking Information: This release contains forward-looking information within the meaning of applicable Canadian securities legislation. Expressions such as “anticipates”, “expects”, “believes”, “estimates”, “could”, “intends”, “may”, “plans”, “predicts”, “projects”, “will”, “would” and other similar expressions, or the negative of these terms, are generally indicative of forward-looking information. Forward-looking information involves known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those expressed or implied by such forward-looking information. In addition, the forward-looking information contained in this release is based upon what management believes to be reasonable assumption. Readers are cautioned not to place undue reliance on forward-looking information as it is inherently uncertain, and no assurance can be given that the expectations reflected in such information will prove to be correct. The forward-looking information in this release is made as of the date hereof and, except as required under applicable securities legislation, the Company assumes no obligation to update or revise such information to reflect new events or circumstances.

The securities of the Company have not been registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This release is issued for informational purposes only and does not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of any securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

The Canadian Securities Exchange (operated by CNSX Markets Inc.) has neither approved nor disapproved of the contents of this press release.