



Ares Strategic Mining Closes First Tranche of Non-Brokered Private Placement Offering

Vancouver, B.C. May 31, 2024 — Ares Strategic Mining Inc. (CNSX: ARS) (“Ares” or the “Company”) is pleased to announce that, further to its news release dated May 10, 2024 which announced a non-brokered private placement offering of a minimum of 5,555,555 units of the Company (each, a “Unit”) and a maximum of 22,222,222 Units at a price of \$0.18 per Unit pursuant to the listed issuer financing exemption (the “LIFE Exemption”) for gross proceeds of a minimum of \$1,000,000 and a maximum of \$4,000,000 (the “LIFE Offering”), it has closed the first tranche of the LIFE Offering by issuing 5,984,986 Units at a price of \$0.18 per Unit, for aggregate gross proceeds of \$1,077,297.28.

James Walker, CEO of Ares, said, “We have already exceeded the minimum we were seeking from this offering in this first tranche, and we continue to receive more orders for our next tranches. There is clearly great support and enthusiasm for our project, which is encouraging for everyone that has worked hard to build this project. The Company is close to launching the only fluorspar mine in the United States and bringing an exported industry back to U.S. shores. We are making tremendous progress towards commissioning our operation and are looking forward to sharing all our progress occurring at both our mine and processing sites. The Company has expedited the installation of new mineworks to ensure feed for our new plant, which is currently under construction, and our new acidspar manufacturing facility which will be delivered next quarter. The proceeds of our raise will contribute towards our ramp installation, which is now over halfway to reaching the body of the fluorspar mineralization on our permitted mine site. Once processed the Company will see its first revenue and shift from being a mining company to a manufacturing company. It’s great to see progress in all areas of the Company and watching it get continuously closer to its goals.”

Each Unit shall consist of one (1) common share in the capital of the Company (each, a “Common Share”) and one non-transferable Common Share purchase warrant (each, a “Warrant”). Each Warrant will be exercisable into one (1) Common Share (each, a “Warrant Share”) at a price of \$0.26 per Common Share for a period of two (2) years following the closing date of the Life Offering, provided that, if the 10-day volume-weighted average trading price of the Common Shares as quoted on the Canadian Securities Exchange (the “CSE”) (or such other securities exchange on which the Common Shares may be traded at such time) is equal to or greater than \$0.40 at the close of any trading day, then the Company may, at its discretion, accelerate the expiry date of the Warrants by issuing a news release (a “Warrant Acceleration News Release”) announcing that the expiry date of the Warrants shall be deemed to be on the 30th day following the date of the Warrant Acceleration News Release (the “Accelerated Expiry Date”) (the “Acceleration Clause”). All Warrants that remain unexercised following the Accelerated Expiry Date shall immediately expire and all rights of holders of such Warrant shall be terminated without any compensation to such holder. Units offered under the Life Exemption will not be subject to resale restrictions for Canadian resident investors pursuant to applicable Canadian securities laws.

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In connection with the closing of the first tranche, an aggregate of \$86,183.80 was paid in cash and a total of 478,798 finder's warrants (each, a "**Finder's Warrant**") were issued to Canaccord Genuity Corp. as finder's fees. Each Finder's Warrant entitles the holder thereof to acquire one (1) common share in the capital of the Company (a "**Finder's Warrant Share**") at a price of \$0.26 per Finder's Warrant Share for a period of two (2) years following the closing date of the first tranche. The Finder's Warrants are subject to the Acceleration Clause. Any securities issued as Finder's Fees are subject to a 4-month hold period from the date of issuance.

The balance of the LIFE Offering is expected to close on or before June 24, 2024, and is subject to certain conditions, including, but not limited to, the receipt of all necessary regulatory and other approvals. The Company intends to use the proceeds of the LIFE Offering as disclosed in the Life Offering Document dated May 9, 2024, which is available under the Company's profile on www.sedarplus.com and on the Company's website (www.aresmining.com), for completing the ramp installation to intersect fluorspar mineralization at depth at its Lost Sheep fluorspar property located in Delta, Utah, to provide feed for the manufacturing facility which is currently under construction and for general and corporate working capital purposes. None of the securities issued in connection with the Life Offering will be registered under the United States Securities Act of 1933, as amended (the "**1933 Act**"), and none of them may be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the 1933 Act. This news release shall not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of the securities in any state where such offer, solicitation, or sale would be unlawful.

ON BEHALF OF THE BOARD OF DIRECTORS OF
ARES STRATEGIC MINING INC.

James Walker

Chief Executive Officer and President

For further information, please contact James Walker by email at jwalker@aresmining.com

DISCLOSURE AND FORWARD-LOOKING STATEMENTS:

Certain statements contained in this news release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words "could", "intend", "expect", "believe", "will", "projected", "estimated" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company's current belief or assumptions as to the outcome and timing of such future events.

In particular, this news release contains forward-looking information relating to, among other things, the Life Offering, including the total anticipated proceeds, the expected use of proceeds and the closing (including the proposed closing date) of the balance of the Life Offering. Various assumptions or factors are typically applied in drawing conclusions or making the forecasts or projections set out in forward-looking information, including the assumption that the Company will close the balance of Life Offering on the timeline anticipated, will raise the balance of the gross proceeds from the Life Offering and will use the proceeds of the Life Offering as anticipated. Those assumptions and factors are based on information currently available to the Company. Although such statements are based on reasonable assumptions of the Company's management, there can be no assurance that any conclusions or forecasts will prove to be accurate.

Forward-looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information. Such factors include: the risk that the Life Offering does not close on the timeline expected, or at all; the risk that the Company raises less than the anticipated amount of gross proceeds from the Life Offering; the risk that the Company does not use the proceeds from the Life Offering as currently expected; risks inherent in the exploration and development of mineral deposits, including risks

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relating to changes in project parameters as plans continue to be redefined and the risk that exploration and development activities will cost more than the amount budgeted for such activities by the Company; risks relating to changes in mineral prices and the worldwide demand for and supply of minerals; risks related to increased competition and current global financial conditions; access and supply risks; risks associated with the Company's reliance on key personnel; operational risks; regulatory risks, including risks relating to the acquisition of the necessary licenses and permits; financing, capitalization and liquidity risks; title and environmental risks; and risks relating to the failure to receive all requisite regulatory approvals. The forward-looking information contained in this news release is made as of the date hereof, and the Company is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein.

NEITHER THE CANADIAN SECURITIES EXCHANGE NOR ITS REGULATIONS SERVICES PROVIDER HAVE REVIEWED OR ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.