

Omai Gold Mines Corp. Announces \$15 Million Bought Deal Private Placement of Common Shares

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Toronto, January 27, 2025 - [Omai Gold Mines Corp.](#) (TSXV: OMG) ("Omai" or the "Company") has entered into an agreement with Paradigm Capital Inc., as co-lead Underwriter and sole bookrunner, on behalf of Haywood Securities Inc., as co-lead Underwriter, and a syndicate of underwriters to be formed (the "Underwriters"), in connection with a "bought deal" private placement offering (the "Offering") of 50,000,000 common shares (each, a "Share") of the Company to be issued at \$0.30 per Share (the "Issue Price") for gross proceeds of \$15,000,000.

In addition, the Underwriters have been granted an option to purchase up to 7,500,000 additional Shares for additional gross proceeds of up to \$2,250,000.

The net proceeds from the Offering will be used for exploration and development, and general working capital purposes.

The Offering is expected to close on or about February 13, 2025, and is subject to certain closing conditions including, but not limited to, the receipt of all necessary approvals including the conditional listing approval of the TSX Venture Exchange and the applicable securities regulatory authorities. The Offering is being made by way of private placement in Canada, in the United States pursuant to an exemption from the registration requirements of the United States Securities Act of 1933, as amended, and in such other jurisdictions as may be mutually agreed upon by the Underwriters and the Company. The securities issued under the Offering will be subject to a hold period in Canada expiring four months and one day from the closing date of the offering.

This news release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful. The Shares have not been, nor will they be, registered under the United States Securities Act of 1933, as amended, (the "1933 Act") and may not be offered, sold or delivered, directly or indirectly, in the United States, or to, or for the account or benefit of, "U.S. persons" (as defined in Regulation S under the 1933 Act), except pursuant to an exemption from the registration requirements of the 1933 Act.

About OMAI GOLD MINES CORP.

Omai Gold Mines Corp. holds a 100% interest in the Omai Prospecting License that includes the past producing Omai Gold Mine in Guyana, and a 100% interest in the adjoining Eastern Flats Mining Permits. The Company announced a Preliminary Economic Assessment ("PEA") on its Wenot deposit at Omai on April 4, 2024, supporting an open pit operation to produce 1.84 million ounces of gold over a 13-year period, with an NPV5% of US\$556 million at a US\$1950/oz gold price¹. An updated NI 43-101 Mineral Resource Estimate ("MRE") announced February 8, 2024 includes 2.0 million ounces of gold (Indicated) and 2.3 million ounces (Inferred)¹. Once South America's largest producing gold mine, Omai produced over 3.7 million ounces of gold between 1993 and 2005. Mining ceased at a time when the average gold price was less than US\$400 per ounce. As a brownfields project, Omai benefits from good road access and a wealth of historical data that provides knowledge of the geology and gold mineralization on the Property, as well as metallurgy, historical process recoveries and many other relevant mining parameters.

¹ The NI43-101 Technical Report dated May 21, 2024, titled "UPDATED MINERAL RESOURCE ESTIMATE AND PRELIMINARY ECONOMIC ASSESSMENT OF THE OMAI GOLD PROPERTY, POTARO MINING DISTRICT NO. 2, GUYANA", prepared under the supervision of Eugene Puritch, P.Eng., FEC, CET, President of P&E Mining Consultants Inc., who is a Qualified Person (QP) and is independent of Omai Gold for the purposes of NI 43-101. The report is available on SEDAR+ and on the Company's website at

https://omaigoldmines.com/site/assets/files/5486/omg_wenot_pea_final_may_21_2024.pdf.

Elaine Ellingham P.Geo. is a Qualified Person (QP) under NI 43-101 "Standards of Disclosure for Mineral Projects" and has reviewed the technical information contained in this news release. Ms. Ellingham is not considered to be independent for the purposes of NI 43-101.

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Cautionary Note Regarding Forward-Looking Information

This press release contains forward-looking statements or information (collectively, "FLI") within the meaning of applicable Canadian securities legislation.

Generally, FLI can be identified by the use of statements that include words such as "seeks", "believes", "anticipates", "plans", "continues", "budget", "scheduled", "estimates", "expects", "forecasts", "intends", "projects", "predicts", "proposes", "potential", "targets" and variations of such words and phrases, or by statements that certain actions, events or results "may", "will", "could", "would", "should" or "might", "be taken", "occur" or "be achieved." FLI herein includes, but is not limited to, the terms and conditions of the Offering, anticipated regulatory approvals in connection with the Offering, timing of closing of the Offering, stated use of proceeds of the Offering, statements regarding the results of the Omai PEA, including the production, operating cost, capital cost and cash cost estimates, the projected valuation metrics and rates of return, and the cash flow projections, as well as mineral resource estimates for the Omai Gold Mine.

All statements, other than statements of historical fact, included herein are FLI that involve various risks, assumptions, estimates and uncertainties. For additional information with respect to these and risks, assumptions, and other factors that may affect the FLI made in this press release concerning the Company, please refer to the sections entitled "Cautionary Note Regarding Forward-Looking Information" and "Risk Factors" in the most recent management discussion and analysis of the Company, which is available electronically on SEDAR+ (www.sedarplus.ca) under the Company's issuer profile. FLI is not, and cannot be, a guarantee of future results or events. Investors are cautioned not to put undue reliance on forward-looking statements.

The FLI contained in this press release are made as of the date hereof or as at the date of the applicable document only and, accordingly, are subject to change after such dates. The Company disclaims any intent or obligation to update publicly or otherwise revise any FLI or the foregoing list of risks, assumptions or other factors, whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws.

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