Graycliff Exploration Announces New CEO and Proposed Private Placement

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Toronto, December 29, 2025 - Graycliff Exploration Ltd. (CSE: GRAY) and (OTC Pink: GRYCF) (the "Company" or "Graycliff") announces the Company's board of directors has approved the appointment of Arndt Roehlig as its new President, Chief Executive Officer and a director effective immediately. Mr. Roehlig has served on numerous Canadian public company boards operating in the resource and technology sectors. As president and chief executive officer of various companies, Mr. Roehlig has raised millions of dollars for TSX Venture Exchange and CSE listed companies. Mr. Roehlig has decades of corporate experience in the management and development of publicly traded companies.

James Macintosh will continue to serve the board and is appointed Chairman of the Company.

Concurrently, the Company has arranged a non-brokered private placement through the issuance of up to 4,400,000 (four million, four hundred thousand) common shares at a price of $0.10 (ten cents) per share for aggregate gross proceeds of up to $440,000 (the "Offering"). All securities issued pursuant to the Offering will be subject to a hold period of four months plus a day from the date of issuance and the resale rules of applicable securities legislation. The gross proceeds of the Offering shall be used for general corporate and working capital purposes. The closing of the Offering is subject to certain conditions including, but not limited to, the receipt of all necessary regulatory and other approvals, including the approval of the Canadian Securities Exchange. The Company may pay Finders fees and Commissions of up to 10% of all funds raised in shares or in cash.

About Graycliff Exploration Limited

Graycliff Exploration is a mineral exploration company focused on its 1,468 hectares of prospective ground, located roughly 80 kilometres west of Sudbury on the prolific Canadian Shield. The Company's Shakespeare Project consists of one crown patented lease, two crown leases and 40 claims on a property associated with the historic Shakespeare Gold Mine. Graycliff to date has drilled over 12,500 metres at Shakespeare, with visible gold identified in multiple holes.

Learn more on the website: https://graycliffexploration.com/

On Behalf of the Board of Directors,
James Macintosh
Chairman

For more information, please contact the Company at:

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Neither the Canadian Securities Exchange nor its regulation services provider has reviewed or accepted responsibility for the adequacy or accuracy of this press release

This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of the Company. Forward-looking information is based on certain key expectations and assumptions made by the management of the Company. Although the Company believes that the expectations and assumptions on which such forward-looking information is based on are reasonable, undue reliance should not be placed on the forward-looking information because the Company can give no assurance that they will prove to be correct. Forward-looking statements contained in this press release are made as of the date of this press release. The Company disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.

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