Notice of C$5 Million Non-Brokered Private Placement

February 25, 2026

Dear Sun Valley Shareholder,

Sun Valley Minerals Inc. ("**Sun Valley**" or the "**Company**") wishes to inform its shareholders and other interested parties that the Company is initiating a non-brokered private placement of up to 6,666,667 special warrants (the "**Special Warrants**") at a price of C$0.75 per Special Warrant for aggregate gross proceeds of up to C$5,000,000, subject to changes in the Offering size as the Corporation may determine in its sole discretion and without notice (the "**Offering**"). The Offering is being conducted pursuant to applicable prospectus exemptions.

Each Special Warrant shall automatically convert, for no additional consideration, into one common share (a "**Share**") of the Company upon the earlier of: (i) the completion of a transaction pursuant to which the Company becomes a reporting issuer and its Shares are listed and posted for trading on a stock exchange in Canada, the United States, or another jurisdiction (a "**Liquidity Event**"); and (ii) the date that is eighteen (18) months following the closing of the Offering. For further details, please refer to the term sheet attached hereto as *Schedule "A"*.

Christo Stemmet, President and CEO, commented: *"In preparation for a going-public event, this financing is intended to support the Company's capital structure and position the Company to satisfy applicable public market requirements. While the Company remains fully funded for its maiden drill program at Tarumán Main, which is expected to commence immediately following a going-public event subject to the completion of a listing transaction, the strengthened balance sheet resulting from this financing will enable the Company to accelerate the development of its numerous surface gold targets across the broader ~30-kilometer Tarumán Group of Projects."*

Interested parties are invited to express their interest in participating in the Offering by 8:00 a.m. (EST) on Monday, March 9th, 2026.

The securities offered 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 or to, or for the account or benefit of, U.S. persons absent registration or an applicable exemption from registration requirements. This release does not constitute an offer for sale of securities in the United States.

Qualified Person and Disclaimer

Mr. Laubser Pepler, M.Sc. is Vice President Exploration of Sun Valley and has reviewed and approved the scientific and technical information in this shareholder update. He is a registered Professional Natural Scientist with the South African Council for Natural Scientific Professions (Pr. Sci. Nat. No.125018) and a Qualified Person for the purposes of National Instrument 43-101-Standards of Disclosure for Mineral Projects.

About Sun Valley Minerals Inc.

Sun Valley Minerals is a Canadian exploration company engaged in responsible, systematic early-stage gold exploration and project generation in Uruguay. The Company holds a 100% interest in the Tarumán Group of Projects, which comprise multiple visible surface gold occurrences along approximately 25 kilometers of the highly prospective and underexplored Dom Feliciano Fold and Thrust Belt. The Company has not yet completed sufficient work to define a mineral resource on the properties.

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For any further details, please do not hesitate to contact Christo Stemmet, President & CEO.

On Behalf of The Board of Directors & The Sun Valley Team

Christo Stemmet - *President & CEO*
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Cautionary Statement Regarding Forward-Looking Information

This shareholder letter has been issued as a matter of interest to investors and other followers of the Company. This shareholder update contains certain statements that constitute "forward-looking statements" and "forward-looking information" within the meaning of applicable securities laws (collectively, "forward-looking statements"). Forward-looking statements include, but are not limited to, the expectation that the Company will successfully list on a publicly traded stock exchange in Canada or the United States, statements about the future financial or operating performance of Sun Valley Minerals Inc., the anticipated mineralization of its properties, its planned exploration programs, the use of proceeds from the Offering and the anticipated nature of the Company's projects. Generally, forward-looking statements can be identified by terminology such as "plan", "expect", "believe", "project", "estimate", "forecast", "intend" and other similar terminology, or statements that certain actions, events or results "will", "may" or "would" or "will be achieved".

Forward-looking statements are based on the expectations and reasonable assumptions of the Company's management team at the time such statements are made. Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause the Company's actual results, level of productivity, performance or achievements to differ materially from those expressed or implied by such forward-looking statements, including, but not limited to, general business, economic, competitive factors, dependence on third parties, actual results of operations and other commodity industry risks. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in the forward-looking statements, other factors may cause results not to be as anticipated, estimated or intended.

Neither Sun Valley nor any of its representatives have any obligations whatsoever to update or keep current any information contained herein at any time, and the Company hereby disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law. Investment in the common shares of the Company is highly speculative given its present stage of development.

All references to dollar amounts in this shareholder update are to Canadian dollars unless otherwise specified.

SCHEDULE A

TERM SHEET

SUN VALLEY MINERALS INC.
OFFERING OF SPECIAL WARRANTS

Issuer:	SUN VALLEY MINERALS INC. (the "**Corporation**" or "**Company**").
Offering:	Up to 6,666,667 special warrants (the "**Special Warrants**") of the Corporation, or such other amount as the Company may determine in its sole discretion. Each Special Warrant is exercisable into one (1) common share in the capital of the Company (each a "**Common Share**") for no further consideration at any time at the option of the holder thereof (the "**Special Warrantholder**") and will be deemed to be exercised (without any further action on the part of the Special Warrantholders) at 5:00 p.m. (Toronto time) on the earlier of the date of a Liquidity Event (as hereinafter defined) or the date that is 18 months following the Closing Date (as hereinafter defined). A "**Liquidity Event**" means a transaction pursuant to which the Company will become a reporting issuer and its Common Shares would be listed and posted for trading on a stock exchange in Canada or the United States of America, or in a jurisdiction outside of Canada or the United States of America (an "Exchange"), which may include, without limitation, an initial public offering, filing of a non-offering prospectus or a reverse take-over, strategic merger or similar transaction (including, without limitation, a merger, amalgamation, arrangement or business combination) with an existing reporting issuer pursuant to which holders of Common Shares will receive securities of another issuer already listed or conditionally approved for listing on an Exchange. Subscribers participating in the Offering will hold approximately 8.9% of the Corporation's total issued and outstanding shares on closing of the Offering, based on the Corporation's total issued and outstanding shares of 68,002,319 common shares as of February 24, 2026, and assuming 6,666,667 Special Warrants are subscribed for under the Offering.
Exercise of Special Warrants:	The Special Warrants shall automatically exercise for no additional consideration at the earlier of the Liquidity Event or the date that is 18 months following the Closing Date.
Amount:	Up to CDN$5,000,000.25 subject to changes in the Offering size as the Corporation may determine in its sole discretion.
Offering Price:	CDN$0.75 per Special Warrant.
Use of Proceeds:	The net proceeds from this Offering will be used to advance the Corporation's mineral exploration projects, expand its project portfolio, and for general corporate purposes.
Resale Restrictions:	The Special Warrants and the Common Shares underlying the Special Warrants are subject to a four month hold period from the later of the Closing Date and the date on which the Company becomes a reporting issuer, unless there is a Liquidity Event, whereupon the Common Shares will not be subject to resale restrictions in Canada. Special Warrants sold in the United States and the securities issuable thereunder will be subject to resale and transfer restrictions under United States federal and state securities laws.
Form of Offering:	A non-brokered private placement pursuant to "accredited investor" exemptions and/or other available exemptions under applicable securities laws in all of the Selling Jurisdictions (as hereinafter defined).

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Selling Jurisdictions:	All provinces and territories of Canada, the United States of America and other international jurisdictions as agreed upon pursuant to applicable private placement exemption regulations (collectively, the "**Selling Jurisdictions**").
Finder Fee:	The Corporation may pay a cash finder fee to eligible finders equal to 6% of the gross proceeds subscribed for by investors introduced by such finder. Finder fees will be paid where circumstances permit, and in accordance with applicable registration requirements.
Closing Date:	The Closing shall occur in one or more closings and shall be on or around March 16, 2026 or such other date or dates as the Company may determine in its sole discretion.