



Volta Metals Announces Unit Financing Offering of Gross Proceeds of up to \$1,000,000

Volta Metals Ltd. (August 11, 2025) (CSE: VLTA) (FSE: D0W) (“Volta” or the “Company”) is pleased to announce a non-brokered private placement to raise proceeds of up to \$1,000,000. The Offering will be comprised of: (i) the issuance of up to 12,500,000 units of the Company (each, a “Unit”), at a subscription price of \$0.08 per unit (“Unit”); up to 10,000,00 flow-through units of the Company (each, a “FT Unit”), at a subscription price of \$0.10 per FT Unit, that will qualify as “flow-through shares” (within the meaning of subsection 66(15) of the *Income Tax Act* (Canada) (the “Offering”). The Company reserves the right to increase the size of the Offering by up to 25%, such that up to an additional 3,215,000 Units may be issued to raise aggregate gross proceeds of up to \$1,250,000.

The Company will primarily use the net proceeds from the Offering to incur eligible “Canadian exploration expenses” that will qualify as “flow-through critical mineral mining expenditures” as such terms are defined in the *Income Tax Act* (Canada) (the “Qualifying Expenditures”) related to the Company’s recently acquired Springer Project in Ontario, on or before December 31, 2026. All Qualifying Expenditures will be renounced in favour of the subscribers of the Flow-Through Units with an effective date not later than December 31, 2025.

Each Unit and Flow-Through Unit will be comprised of one common share of the Company (each, a “Share”) and one of one common share purchase warrant of the Company (each whole warrant, a “Warrant”), with each Warrant entitling the holder thereof to purchase an additional Share of the Company (a “Warrant Share”) at an exercise price of \$0.15 per Warrant Share for 24 months from the closing of the Offering.

As in every financing the Company has completed to date, certain directors and officers of the Company (the “Insiders”) are expected to participate in the Offering, increasing insider holdings. The issuance of the Units or FT Units to the Insiders constitutes a “related party transaction” within the meaning of Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions (“MI 61-101”). The Company is relying on an exemption from the formal valuation and minority shareholder approval requirements provided under MI 61-101 pursuant to section 5.5(a) and section 5.7(1)(a) of MI 61-101, on the basis that the participation in the Offering by the Insiders does not exceed 25% of the fair market value of the Company’s market capitalization.

The securities issued under the Offering will be subject to a statutory hold period in Canada of four months and a day from the date of issuance in accordance with applicable securities laws. The closing of the Offering is subject to certain conditions, including, but not limited to, the receipt of all required regulatory approvals, including the approval of the Canadian Securities Exchange (the “CSE”).

There can be no assurances that the Offering will be completed on the terms set out herein, or at all, or that the proceeds of the Offering will be sufficient for the purposes of the Company set out herein.

ABOUT VOLTA METALS LTD.

Volta Metals Ltd. (CSE: VLTA) (FSE: DOW) is a mineral exploration company based in Toronto, Ontario, focused on rare earth elements, gallium, lithium, cesium, and tantalum. It owns, has optioned and is currently exploring a critical minerals portfolio of rare earths, gallium, lithium, cesium, and tantalum projects in Ontario, one of the world's most prolific mining and mineral exploration districts. To learn more about Volta, its Springer REE & Ga and Aki critical minerals projects, please visit www.voltametals.ca.

ON BEHALF OF THE BOARD

For further information, contact:

Kerem Usenmez, President & CEO

Tel: 416.919.9060

Email: info@voltametals.ca

Website: www.voltametals.ca

Neither the CSE nor the Investment Industry Regulatory Organization of Canada accepts responsibility for the adequacy or accuracy of this release.

This news release contains forward-looking statements relating to product development, plans, strategies, and other statements that are not historical facts. Forward-looking statements are often identified by terms such as "will", "may", "should", "anticipate", "expects" and similar expressions. All statements other than statements of historical fact included in this news release are forward-looking statements that involve risks and uncertainties. Forward-looking information in this news release includes, but is not limited to, the anticipated use of the net proceeds from the Offerings and the receipt of all necessary approvals for the Offering. There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from the Company's expectations include: the risks detailed from time to time in the filings made by the Company with securities regulators; the fact that Volta's interests in its mineral properties are options only and there are no guarantee that such interest, if earned, will be certain; the future prices and demand for lithium; and delays or the inability of the Company to obtain any necessary approvals, permits and authorizations required to carry out its business plans. The reader is cautioned that assumptions used in the preparation of any forward-looking statements may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of the Company. The reader is cautioned not to place undue reliance on any forward-looking statements. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement. The forward-looking statements contained in this news release are made as of the date of this news release, and the Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, other than as required by law.