Avenir Exercises Equity Option to Increase Shareholder Interest of Grid Metals to 19.99%

written by Raj Shah | November 16, 2026

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November 16, 2026 (Source) – **Grid Metals Corp. (TSXV:GRDM)(OTCQB:MSMGF) ("Grid"** or the **"Company")** is pleased to announce that Avenir Minerals Limited ("**Avenir**") has fully exercised its option (the "**Equity Option**")[1] to subscribe for up to 19.99% of Grid's issued and outstanding common shares. In connection with the exercise of the Equity Option, Avenir is expected to acquire up to 29,388,127 common shares through a direct subscription and the subsequent acquisition of charity flow-through shares pursuant to the private placement described below, which is expected to generate aggregate gross proceeds to the Company of up to approximately C$6,349,075, before any upsize. The Equity Option was triggered following the publication of Grid's mineral resource estimate ("**MRE**")[2] at the Company's Falcon West Cesium Property ("**Falcon West**" or the "**Property**") located in southeastern Manitoba, Canada. Avenir is an arms-length party to the Company, and currently holds approximately 9.9% of Grid's issued and outstanding common shares, which were issued in connection with Grid's October 2025 private placement. Avenir also has a 15% joint venture interest in Falcon West where Grid is the operator of the joint venture, and Avenir has the option to acquire an additional 15% interest (for a total of 30%) in the Property upon completion of a

preliminary economic assessment or adoption of a mine plan in respect of the Property.

The non-brokered private placement will consist of the following issuances for aggregate gross proceeds of up to approximately C$6,349,075 (the "**Base Offering**"): (i) up to 23,382,121 common shares of the Company (the "**Common Shares**") to be issued to Avenir at a price of C$0.186 per Common Share, for gross proceeds of up to approximately C$4,349,075; and (ii) up to 6,006,006 Common Shares, each of which will qualify as a "flow-through share" within the meaning of subsection 66(15) of the *Income Tax Act* (Canada) (the "**Tax Act**") (the "**CFT Shares**"), to be issued to purchasers at a price of C$0.333 per CFT Share, for gross proceeds of up to approximately C$2,000,000.

The Company has the option to increase the size of the Offering by up to an additional 9,408,575 Common Shares at a price of C$0.186 per Common Share, for additional gross proceeds of up to approximately C$1,749,995 (the "**Upsize Option**" and together with the Base Offering, the "**Offering**), to accommodate the exercise by an existing institutional shareholder of the Company of its pre-emptive right in connection with the Offering. If the Upsize Option is exercised in full, the aggregate gross proceeds of the Offering will be up to approximately C$8,099,070. The exercise of the Upsize Option is at the discretion of the institutional investor. No new control person is expected to be created following the completion of either the Base Offering or the Upsize Option, if exercised.

Avenir is expected to acquire all of the CFT Shares through the back end of the charity flow-through structure immediately following the closing of the Offering. If the Upsize Option is exercised, Avenir is expected to maintain its approximately 19.99% interest in the Company.

Robin Dunbar, CEO of Grid Metals, commented, “Grid Metals is very excited to welcome this follow-up equity investment by Avenir to progress our Falcon West Cesium Property. We believe that Falcon West is a globally important source of cesium and can help support a resilient North American market for cesium, a highly strategic metal with important advanced technology and defense applications.”

The gross proceeds from the issuance of the Common Shares (including any Common Shares issued under the Upsize Option) will be used predominantly to advance Falcon West to commercial production in southeastern Manitoba, and for general corporate purposes.

The gross proceeds from the sale of the CFT Shares will be used to incur eligible “Canadian exploration expenses” that will qualify as “flow-through critical mineral mining expenditures”, as those terms are defined in the Tax Act (the “**Qualifying Expenditures**“), on the Company’s property portfolio in Manitoba, primarily the Falcon West Property. The Qualifying Expenditures will be incurred on or before December 31, 2027 and will be renounced to the initial purchasers of the CFT Shares with an effective date no later than December 31, 2026. For purchasers resident in Manitoba, the Qualifying Expenditures are also expected to be eligible for the 30% Manitoba Mineral Exploration Tax Credit.

The Offering is expected to close on or about November 30, 2026. Closing of the Offering is subject to customary closing conditions, including the completion of definitive documentation and receipt of approval of the TSX Venture Exchange. There are no warrants or finder’s fees associated with the Offering. The Common Shares and CFT Shares will be subject to a hold period of four months and one day from issuance in accordance with applicable securities laws.

The securities being offered have not been, nor will they be, 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 the registration requirements. 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.

[1] See Grid Metals July 20, 2026 press release entitled “Grid Metals Enters Into Joint Venture Agreement with Avenir Minerals for Falcon West Cesium Project” for more information on the Equity Option.
[2] See Grid Metals September 30, 2026 press release entitled “Grid Metals Announces Maiden Cesium Resource at Falcon West; Establishes Lucy South Cesium Deposit as the World’s Second Largest Cesium Resource in Active Development” for more information on the MRE.

About Grid Metals Corp.

The Company is one of the largest mineral rights holders in the Province of Manitoba with over 250,000 hectares of mineral claims and exploration licenses registered to Grid. The current focus of Grid is its Falcon West Property which is advancing towards commercial production following the release of a maiden cesium resource at the Lucy South deposit. A summary of Grid’s mineral properties in Manitoba include:

1. The **Falcon West Property** (**Li-Cs**) is located 130 km east of Winnipeg along the Trans-Canada highway and contains an open pit measured mineral resource at the Lucy South deposit of 51,500 tonnes grading 2.58% Cs_2O and 1.47% Li_2O[1].

The property is subject to a **joint venture agreement with Avenir,** which has a 15% interest in the property.

2. The **Makwa Property** (**Ni-Cu-PGM-Co**), which is subject to an **Option and Joint Venture Agreement with Teck Resources Limited** ("**Teck**"). Teck can earn up to a 70% interest in Makwa by incurring a total of C$17.3 million, comprising project expenditures (C$15.7 million) and cash payments or equity participation (C$1.6 million) with Grid. Makwa is located on the south arm of the Bird River Greenstone Belt and contains an open pit indicated mineral resource of 14.2 million tonnes grading 0.48% nickel, 0.11% copper, and 0.37 g/t palladium[2].
3. The **Mayville Property** (**Cu-Ni**) is located on the north arm of the Bird River Greenstone Belt. Grid owns a cumulative 89% interest in the project. The project contains an open pit indicated mineral resource of 32.0 million tonnes grading 0.40% copper, 0.16% nickel, and 0.13 g/t palladium[2].
4. The **Donner Property** (**Li-Cs**) is adjacent to the Mayville Property, and Grid owns 75% of the project. The project contains an open pit inferred mineral resource of 2.1 million tonnes grading 1.42% Li_2O and an underground inferred mineral resource of 4.7 million tonnes grading 1.37% Li_2O[3].
5. The **Thompson East** (**Cu-Ni-PGM**) Property is located east of the city of Thompson in north-central Manitoba and captures a number of high tenor Cu- and PGE-rich magmatic sulphide occurrences that are interpreted to be related to the development of the adjacent Thompson Nickel Belt. The property is subject to an **Option and Joint Venture Agreement with Boliden Mineral Canada Ltd ("Boliden").** Boliden is currently sole-funding early-stage exploration on the property.

6. **The 100%-owned Fox River (Cu-Ni-PGM-Au)** Property located in the Gillam region of northeastern Manitoba and covering 90 km of strike of the highly prospective Fox River Belt – a direct analogue to the Raglan nickel district in northern Quebec.

All of the Company's southeastern Manitoba projects are located on the ancestral lands of the Sagkeeng First Nation with whom the Company maintains an Exploration Agreement.

References Cited:

1. *NI 43-101 report by SGS Canada dated September 25, 2026 and entitled 'Technical Report on the Mineral Resource Estimate for the Lucy South Cesium Deposit, Falcon West Project, Municipality of Reynolds, Manitoba, Canada.*
2. *NI 43-101 report by Micon International dated June 14, 2024 and entitled 'NI 43-101 Technical Report on the Updated Mineral Resources Estimate of the Makwa-Mayville (MM) Project, Manitoba, Canada.*
3. *NI 43-101 report by SGS Geological Services dated September 1, 2023 and entitled 'Technical Report on a Mineral Resource Estimate for the Donner Lake Lithium Property, Manitoba, Canada.*

Qualified Person Statement

Dr. Dave Peck, P.Geo., is a "Qualified Person" as defined in National Instrument 43-101 – Standards of Disclosure for Mineral Projects ("**NI 43-101**") and has reviewed and approved the scientific and technical information disclosed in this release. Dr. Peck is not independent of the Company within the meaning of NI 43-101 as he is an officer of Grid.

On Behalf of the Board of Grid Metals Corp.

For more information about the Company, please visit our website at www.gridmetalscorp.com or the Company's Curation Connect showcase here or contact:

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CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

We seek safe harbour. This news release contains forward-looking statements within the meaning of the United States Private Securities Litigation Reform Act of 1995 and forward-looking information within the meaning of applicable Canadian securities legislation, including the Securities Act (Ontario) (together, "forward-looking statements") as they relate to the Company and its management. Forward-looking statements are not historical facts but represent management's current expectation of future events and can be identified by words such as "believe", "expects", "will", "intends", "plans", "projects", "anticipates", "estimates", "should", "continues" and similar expressions. Although management believes that the expectations represented in such forward-looking statements are reasonable, there can be no assurance that they will prove to be correct or will come to pass. Forward-looking statements include statements and information regarding the Offering, including its size, terms, timing and completion; the exercise of the Upsize Option and of the pre-emptive right of the Company's institutional shareholder; receipt of TSX Venture Exchange approval; the use of proceeds of the Offering; the qualification of the CFT Shares as "flow-through shares"; the timing and amount of Qualifying

Expenditures to be incurred and their renunciation; the eligibility of the Qualifying Expenditures for the Manitoba Mineral Exploration Tax Credit; Avenir's purchase of the CFT Shares; Avenir's anticipated shareholding in the Company, the Company's exploration and development plans, including its exploration efforts at the Falcon West Property and the Lucy South pegmatite; the joint venture and option agreements concerning the Falcon West Property, Makwa Property and Thompson East Property, and in particular the potential for the counterparties to meet their obligations under such agreements and acquire a greater ownership stake in the properties of the Company; resource estimates; regulatory approvals; market conditions; the Company's future business objectives; and other forward-looking information.

By their nature, forward-looking statements include assumptions and are subject to inherent risks and uncertainties that could cause actual future results, conditions, actions, or events to differ materially from those in the forward-looking statements. Forward-looking statements are based on a number of assumptions that management believes to be reasonable at the time such statements are made, including, without limitation, assumptions that the Offering will be completed on the terms and within the timeframe described; that all required regulatory approvals, including TSX Venture Exchange approval, will be obtained; that Avenir will complete its subscription and its purchase of the CFT Shares as anticipated; that the Company will incur the Qualifying Expenditures within the required timeframe and that such expenditures will qualify as "Canadian exploration expenses" and "flow-through mining expenditures" under the Tax Act; assumptions regarding the availability of capital, the receipt of required regulatory approvals, the grant of pending exploration permit and licence applications, the continuation of favourable market conditions, the accuracy of historical and

technical data, the ability and interest of the Company and its joint venture and option partners to meet their respective obligations under the applicable agreements, and the Company's ability to execute its exploration and development plans as currently contemplated. The future outcomes that relate to forward-looking statements may be influenced by many factors, including but not limited to: the risk that the Offering is not completed on the terms or within the timeframe described, or at all; failure to obtain TSX Venture Exchange approval; the risk that Avenir does not complete its subscription or its purchase of the CFT Shares, or does not maintain its anticipated interest in the Company; the risk that the Upsize Option is not exercised or that the Company's institutional shareholder does not exercise its pre-emptive right; the risk that the Company is unable to incur the Qualifying Expenditures within the required timeframe, or that such expenditures do not qualify as "Canadian exploration expenses" or "flow-through mining expenditures" or for the Manitoba Mineral Exploration Tax Credit, or are reduced on review by the Canada Revenue Agency or other taxing authorities; changes in tax laws; risks and uncertainties relating to the Company and its joint venture and option partners' ability to meet their respective obligations under the applicable agreements; the results of exploration to be undertaken in future; whether either party's interest in any joint venture is diluted such that it is converted to a net smelter return royalty; the parties' ability to fund their respective pro rata share of joint venture costs; risks related to exploration and development activities; commodity price fluctuations, including fluctuations in the price of nickel, cobalt, copper and other metals; global demand for cesium and other critical minerals; the risk that historical estimates cannot be verified or upgraded to current mineral resource estimates; risks that pending exploration permits and licence applications are not granted or are granted on unfavourable

terms; risks related to mineral title and tenure; potential political risk; uncertainty of exploration results, production and capital cost estimates and the potential for unexpected costs and expenses; physical risks inherent in mining operations; metallurgical risk; currency fluctuations; completion of economic evaluations; changes in project parameters as plans continue to be refined; availability and terms of financing; failure to obtain required regulatory approvals; environmental and permitting risks; operational risks; the capital requirements of the Company and its ability to maintain adequate capital resources to carry out its business activities; the ability of the Company to continue as a going concern; dependence on key personnel; the Company's early stage of development; stock market, interest rate and debt market volatility; changing capital market valuations; risks related to potential dilution in the event of future financings; volatility of the market price for the Company's securities; litigation and regulatory risk; jurisdictional and regulatory risk; adverse general economic and market conditions; rising costs related to inflation; and those factors detailed in the Company's Management Discussion and Analysis for the most recent financial period and other public documents filed under the Company's profile at www.sedarplus.ca. The Company has also assumed that no significant events occur outside of the Company's normal course of business.

The Company cautions that the foregoing list of factors is not exhaustive. In addition, although the Company has attempted to identify important factors that could cause actual results to differ materially, there may be other factors that cause results not to be as anticipated, estimated, or intended. When relying on the Company's forward-looking statements and information to make decisions, investors and others should carefully consider the foregoing factors and other uncertainties and potential

events. The Company has assumed that the material factors referred to in the previous paragraph will not cause such forward-looking statements and information to differ materially from actual results or events. However, the list of these factors is not exhaustive and is subject to change, and no assurance can be given that such events will occur in the disclosed time frames or at all or that such assumptions will reflect the actual outcome of such items or factors. The forward-looking information contained in this press release represents the expectations of the Company as of the date of this press release and, accordingly, is subject to change after such date. Readers should not place undue importance on forward-looking information and should not rely upon this information as of any other date. The Company does not undertake to update this information at any particular time except as required in accordance with applicable laws.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this press release.