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## **SONORO GOLD ANNOUNCES FULLY-COMMITTED \$700,000 PRIVATE PLACEMENT**

**VANCOUVER, Canada, September 10, 2024 – Sonoro Gold Corp.** (TSXV: SGO | OTCQB: SMOFF | FRA: 23SP) ("Sonoro" or the "Company") announces a fully committed, non-brokered private placement offering (the "Offering") consisting of 14,000,000 units (the "Units") at a price of C\$0.05 per Unit, for gross proceeds of C\$700,000.

Each Unit will be composed of one Sonoro common share and one common share purchase warrant. Each warrant will entitle the holder thereof to purchase one additional Sonoro common share for a period of three years from the closing of the private placement at an exercise price of C\$0.07 per share.

The Offering is subject to TSX Venture Exchange acceptance. All securities issued and issuable in connection with the Offering will be subject to a 4-month plus one-day hold period in Canada from the closing date. No finder's fees are expected to be paid from this Offering, and no new control person will be created. The Offering is fully committed to and is expected to be fully subscribed.

The Company also anticipates that certain directors and officers of the Company will participate in the Offering. The participation will constitute a related party transaction pursuant to TSX Venture Exchange Policy 5.9 and Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions ("MI 61-101"). The Company will rely on Section 5.5(a) of MI 61-101 for an exemption from the formal valuation requirement and Section 5.7(1)(a) of MI 61-101 for an exemption from the minority shareholder approval requirement of MI 61-101, as the fair market value of the transaction will not exceed 25% of the Company's market capitalization.

The net proceeds from the Offering will be used to fund the ongoing development of the Company's Cerro Caliche gold project in Sonora, Mexico as well as working capital.

### **About Sonoro Gold Corp.**

Sonoro Gold Corp. is a publicly listed exploration and development Company holding the development-stage Cerro Caliche project and the exploration-stage San Marcial project in Sonora State, Mexico. The Company has highly experienced operational and management teams with proven track records for the discovery and development of natural resource deposits.

Keep up-to-date on Sonoro developments and join our online communities on [X](#), [Facebook](#), [LinkedIn](#), [Instagram](#) and [YouTube](#).

On behalf of the Board of SONORO GOLD CORP.

Per: "Kenneth MacLeod"  
Kenneth MacLeod  
President & CEO

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### **Forward-Looking Statement Cautions:**

*This press release may contain "forward-looking information" as defined in applicable Canadian securities legislation. All statements other than statements of historical fact, included in this release, including, without limitation, statements regarding the Cerro Caliche project, and future plans and objectives of the Company, constitute forward looking information*

that involve various risks and uncertainties, including statements regarding the amount of financing proposed to be raised, intended use of the financing proceeds, sufficiency of fund to complete certain project development steps, and outlook for the results of the contemplated drilling program. Although the Company believes that such statements are reasonable based on current circumstances, it can give no assurance that such expectations will prove to be correct. Forward-looking statements are statements that are not historical facts; they are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "aims", "potential", "goal", "objective", "prospective" and similar expressions, or that events or conditions "will", "would", "may", "can", "could" or "should" occur, or are those statements, which, by their nature, refer to future events. The Company cautions that forward-looking statements are based on the beliefs, estimates and opinions of the Company's management on the date the statements are made and they involve a number of risks and uncertainties, including the possibility of unfavorable exploration and test results, the lack of sufficient future financing to carry out exploration and development plans and unanticipated changes in the legal, regulatory and permitting requirements for the Company's exploration programs. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. 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, except as required by law or the policies of the TSX Venture Exchange. Readers are encouraged to review the Company's complete public disclosure record on SEDAR at [www.sedar.com](http://www.sedar.com).

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