

Reyna Silver Announces Closing Of Acquisition By Torex Gold

Aug 20, 2025

Reyna Silver Corp. ("**Reyna Silver**" or the "**Company**")(TSXV:RSLV)(OTCQB:RSNVF) (FRA:4ZC) is pleased to announce that it has completed the previously announced plan of arrangement with Torex Gold Resources Inc. ("**Torex**") (TSX:TXG), pursuant to which Torex acquired all of the issued and outstanding common shares ("**Shares**") of Reyna Silver by way of a court-approved plan of arrangement (the "**Transaction**").

The Transaction was approved at the special meeting of securityholders of Reyna on August 11, 2025 and by the Supreme Court of British Columbia on August 15, 2025.

Pursuant to the Transaction, the holders of Shares (other than Torex) received cash consideration of CDN\$0.13 per Share (the "**Consideration**"). Each option of the Company outstanding immediately prior to the effective time of the Transaction (the "**Effective Time**") automatically vested and was transferred to the Company and immediately cancelled in exchange for a cash payment equal to the amount, if any, by which the Consideration exceeds the exercise price of such option. In addition, each restricted share unit of the Company outstanding immediately prior to the Effective Time automatically vested and was transferred to the Company and immediately cancelled in exchange for a cash payment equal to the Consideration, and each warrant of the Company outstanding immediately prior to the Effective Time was transferred to the Company and immediately cancelled in exchange for a cash payment equal to the amount, if any, by which the Consideration exceeds the exercise price of such warrant.

The Shares are expected to be delisted from the TSX Venture Exchange and the OTCQB at the close of trading on August 21, 2025, and the Company intends to submit an application to the applicable securities regulators to cease to be a reporting issuer and to terminate its public reporting obligations.

Further details regarding the Transaction are set out in the management information circular of Reyna Silver dated July 9, 2025, which is available on SEDAR+ (www.sedarplus.ca) under Reyna Silver's issuer profile.

On Behalf of the Board of Directors of Reyna Silver Corp.

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

Cautionary Statements

This news release contains "forward-looking information" and "forward-looking statements" within the meaning of applicable securities legislation. The forward-looking statements herein are made as of the date of this news release only, and the Company does not assume any obligation to update or revise them to reflect new information, estimates or opinions, future events or results or otherwise, except as required by applicable law. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budgets", "scheduled", "estimates", "forecasts", "predicts", "projects", "intends", "targets", "aims", "anticipates" or "believes" or variations (including negative variations) of such words and phrases or may be identified by statements to the effect that certain actions "may", "could", "should", "would", "might" or "will" be taken, occur or be achieved. These forward-looking statements include, among other things, statements relating to the anticipated timing for delisting of the Shares from the TSX Venture Exchange and the OTCQB and submission of an application by the Company to cease to be a reporting issuer.



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