

Pinnacle Engages ITG as Market Maker and Closes Shares for Debt Settlement

VANCOUVER, BRITISH COLUMBIA, July 17, 2025 (TSXV: PINN, OTC: PSGCF, Frankfurt: P9J) – Pinnacle Silver and Gold Corp. ("Pinnacle" or the "Company") is pleased to announce that, subject to regulatory approval, it has engaged the services of Independent Trading Group ("ITG") to provide market-making services in accordance with TSXV policies. ITG will trade shares of the Company on the TSXV and all other trading venues with the objective of maintaining a reasonable market and improving the liquidity of the Company's common shares.

Under the agreement, ITG will receive compensation of CAD\$5,000 per month, payable monthly in advance. The agreement is for an initial term of one month and will renew for additional one-month terms unless terminated. The agreement may be terminated by either party with 30 days' notice. There are no performance factors contained in the agreement and ITG will not receive shares or options as compensation. ITG and the Company are unrelated and unaffiliated entities and at the time of the agreement, neither ITG nor its principals have an interest, directly or indirectly, in the securities of the Company.

Shares for Debt Settlement

Further to the Company's news release of June 16, 2025, it has received TSXV acceptance of the agreements with certain creditors to accept shares in the Company in settlement of their debt. The aggregate number of shares to be issued is 2,376,667 at a price of \$0.06 per share, for settlement of \$142,600.00. All securities issued will be subject to a four-month hold period which will expire on the date that is four months and one day from the date of issue.

The issuance of 2,376,667 common shares to directors and officers of the Company constitutes a "related party transaction" as this term is defined in Multilateral Instrument 61-101: Protection of Minority Securityholders in Special Transactions ("**MI 61-101**"). The directors and officers of the Company, acting in good faith, determined that the fair market value of the common shares being issued pursuant to the shares for debt transaction and the consideration being paid is reasonable. The Company intends to rely on the exemptions from the valuation and minority shareholder approval requirements of MI 61-101 contained in sections 5.5(a) and 5.7(1)(a) of MI 61-101 as neither the fair market value of the common shares nor the debt exceeds 25% of the Company's market capitalization.

About Independent Trading Group

Independent Trading Group (ITG) Inc. is a Toronto based CIBC dealer-member that specializes in market making, liquidity provision, agency execution, ultra-low latency connectivity, and bespoke algorithmic trading solutions. Established in 1992, with a focus on market structure, execution and trading, ITG has leveraged its own proprietary technology to deliver high quality liquidity provision and execution services to a broad array of public issuers and institutional investors.



TSXV: PINN

OTCQB: PSGCF

About Pinnacle Silver and Gold Corp.

Pinnacle is focused on district-scale exploration for precious metals in the Americas. The high-grade Potrero gold-silver project in Mexico's Sierra Madre Belt hosts an underexplored low-sulphidation epithermal vein system and provides the potential for near-term production. In the prolific Red Lake District of northwestern Ontario, the Company owns a 100% interest in the past-producing, high-grade Argosy Gold Mine and the adjacent North Birch Project with an eight-kilometre-long target horizon. With a seasoned, highly successful management team and quality projects, Pinnacle Silver and Gold is committed to building long-term, sustainable value for shareholders.

Signed: "Robert A. Archer"
President & CEO

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