

SHERPA II HOLDINGS CORP.

NEWS RELEASE

GRANT OF OPTIONS

FOR IMMEDIATE RELEASE

DECEMBER 10, 2021

December 10, 2021 - VANCOUVER, BC, CANADA – Sherpa II Holdings Corp. (the “Company” or “Sherpa”) (TSXV: SHRP) announces the following corporate update.

Grant of Stock Options

The Company has granted options to acquire a total of 499,600 Common Shares which are exercisable for a period of five years at a price of \$0.15 per share to various officers, directors, and consultants. The options fully vest on the day of grant.

About the Company

Sherpa II Holdings Corp. is a Canadian junior mineral exploration company with an 80% undivided interest in the Bakar Claims located in northwestern Vancouver Island, British Columbia and a 100% undivided interest in all technical data relating to the Bakar Claims.

For further information please contact:

Thomas O’Neill
Chief Executive Officer
Tel. (604) 484-4170

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CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This news release contains certain forward-looking statements, including statements about the Company’s future plans and intentions. Wherever possible, words such as “may”, “will”, “should”, “could”, “expect”, “plan”, “intend”, “anticipate”, “believe”, “estimate”, “predict” or “potential” or the negative or other variations of these words, or similar words or phrases, have been used to identify these forward-looking statements. These statements reflect management’s current beliefs and are based on information currently available to management as at the date hereof.

Forward-looking statements involve significant risk, uncertainties and assumptions. Many factors could cause actual results, performance or achievements to differ materially from the results discussed or implied in the forward-looking statements. Such factors include, among other things: risks and uncertainties relating to risks and uncertainties, including those described in the Filing Statement. These factors should be considered carefully and readers should not place undue reliance on the forward-looking statements. Although the forward-looking statements contained in this news release are based upon what management believes to be reasonable assumptions, the Company cannot assure readers that actual results will be consistent with these forward-looking statements. These forward-looking statements are made as of the date of this news release, and the Company assumes no obligation to update or revise them to reflect new events or circumstances, except as required by law.