

AFR NuVenture Resources Inc. Announces Trading Reinstatement and Non-Brokered \$125,000 Private Placement

TORONTO, Ontario, January 26, 2026 – TheNewswire - AFR NuVenture Resources Inc. (“AFR” or the “Company”) (TSXV: AFR), is pleased to announce that effective at the opening Tuesday, January 27, 2026, trading will be reinstated in the securities of the Company.

Further to the Company’s press release dated January 23, 2026, the Company also announces that, as part of the reinstatement process, it is initially intending to offer for sale, on a non-brokered private placement basis, initially 8,333,334 common shares of the Company (the “Offering”) consisting of shares of the Company at a price of \$0.015 per Unit for aggregate gross proceeds of \$125,000. Each Unit will consist of one common share (each, a “**Share**”) and one share purchase warrant (each, a “**Warrant**”). Each Warrant will entitle the holder to acquire one additional common share (each, a “**Warrant Share**”) in the capital of the Company at an exercise price of \$0.05 per Warrant Share for a period of five (5) years after the closing of the Offering.

The Offering is subject to the receipt of all necessary approvals, including approval of the Toronto Venture Exchange (the “TSXV”), as well as the satisfaction of other customary closing conditions. The proceeds derived from the sale of the shares will be expended to pay the costs of a preliminary exploration programs on one or both of the Company’s projects as follows:

Mary Ann’s Lake Copper/Silver Project - \$70,000.

Massey Nickel/Copper Project - \$25,000.

Working Capital: General Administrative Expenses and Working Capital - \$30,000.

A portion of the Offering may be allocated to investors relying on the “existing security holder”, “accredited investor” or other exemptions available to AFR under National Instrument 45-106 – Prospectus Exemptions.

If a new Control Person’s is created as a result of this Offering, shareholder approval may be required, however, no new control person is expected to be created.

Certain Insiders (as such term is defined under the policies of the TSX Venture Exchange (the “**Exchange**”)) of the Company may participate in the Offering. Any participation of Insiders in the Offering will constitute a “related party transaction” within the meaning of Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). The Company intends to rely on exemptions from the formal valuation and minority shareholder approval requirements provided under subsections 5.5(a) and 5.7(a) of MI 61-101 on the basis that participation in the Offering by Insiders will not exceed 25% of the fair market value of the Company’s market capitalization.

All securities issued in connection with the Offering will be subject to a hold period which expires four months and one day after the date the securities are issued.

The securities offered have not been 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 registration requirements. This release does not constitute an offer for sale of securities in the United States.

On behalf of the Board of Directors,

John F. O'Donnell, Chairman and CEO

john@odonnell-law.ca

Telephone: 1 (647) 966-3100

For more information on the Company, investors should review the Company's filings on SEDAR+ at www.sedarplus.ca and our website at www.afnuventure.com.

Neither 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 release.

This news release contains "forward-looking information" (within the meaning of applicable Canadian securities laws) and "forward-looking statements" (within the meaning of the U.S. Private Securities Litigation Reform Act of 1995). Such statements or information are identified with words such as "anticipate", "believe", "expect", "plan", "intend", "potential", "estimate", "propose", "project", "outlook", "foresee" or similar words suggesting future outcomes or statements regarding an outlook. Such statements include, among others, the Company's proposed private payment. Such forward-looking information or statements are based on a number of risks, uncertainties and assumptions which may cause actual results or other expectations to differ materially from those anticipated and which may prove to be incorrect. Assumptions have been made regarding, among other things, management's expectations regarding its ability to raise financing. Actual results could differ materially due to a number of factors, including, without limitation, regulatory issues, and market conditions. Although the Company believes that the expectations reflected in the forward-looking information or statements are reasonable, prospective investors in the Company's securities should not place undue reliance on forward-looking statements because the Company can provide no assurance that such expectations will prove to be correct. Forward-looking information and statements contained in this news release are as of the date of this news release and the Company assumes no obligation to update or revise this forward-looking information and statements except as required by law.

Not for distribution to the United States