

## NEWS RELEASE

### **Stamper Oil & Gas Corp. Announces a Letter of Intent with North American Strategic Minerals Inc. and Results of AGSM**

**October 20, 2022 – Vancouver, British Columbia.** Stamper Oil & Gas Corp. (“**Stamper**” or the “**Company**”) (TSX-V: STMP; FSE: TMP2) announces that its board of directors approved a letter of intent with North American Strategic Minerals Inc. (“**NASM**”) dated for reference September 23, 2022 (the “**LOI**”). NASM is a mineral exploration corporation based incorporated in the State of Delaware.

Pursuant to the LOI, the parties intent is to complete a transaction, which will result in NASM becoming a wholly owned subsidiary of Stamper (the “**Transaction**”).

Pursuant to the LOI, Stamper intends to acquire 100% of all of the issued and outstanding securities of NASM in exchange for:

- 1) cash payment of USD \$250,000;
- 2) issuance of a number of Stamper common shares to NASM shareholders on a pro-rata basis. The number of Stamper shares to be issued to NASM shareholders will be determined after completion of due diligence in a final agreement and will not exceed 50% of the outstanding common shares of Stamper upon closing of the Transaction; and
- 3) providing a USD \$75,000 loan by Stamper to NASM within 7 business days from the date of the LOI. If the Transaction is completed, this loan will be counted towards the payment of USD \$250,000.

The LOI provides that upon completion of the Transaction, one director and one officer of Stamper will be appointed from the nominees of NASM.

The LOI is not binding except for its section related to confidentiality, due diligence, expenses, exclusive dealings and termination.

Completion of the Transaction is subject to a number of conditions, which include:

- 1) preparing and entering into a final agreement;
- 2) completing due diligence;
- 3) providing an NI 43- 101 compliant technical report(s) with respect to the material property(ies) of NASM;
- 4) providing audited annual financial statements and management discussion and analysis of NASM for at least the last two completed fiscal years and interim financial statements reviewed by auditor and management discussion and analysis of NASM for all completed interim periods; and
- 5) acceptance of the Transaction by the TSX Venture Exchange (the “**TSXV**”).

The Transaction cannot close until all of the above conditions are fulfilled.

The proposed Transaction depending on its final terms may constitute a “Fundamental Acquisition” under the policies of the TSX-V.

Trading of Stamper’s common shares on the TSX-V is currently halted pending the review of the previously announced Copper Creek Mining Inc. Acquisition (news release dated September 2, 2022).

## **Results of Annual General and Special Meeting**

The Company is also pleased to announce that all matters submitted to shareholders for approval as set out in the Company's Notice of Meeting and Information Circular, both dated September 12, 2022, were approved by the required ordinary or special majority of votes cast at the Company's Annual General Special Meeting ("AGSM") held on October 18, 2022.

A total of 1,750,759 common shares representing 34.31% of the issued and outstanding common shares of the Company were voted at the AGSM. All matters presented at the AGSM received the approval of 99% or more of the shares that voted at the AGSM.

### **About Stamper Oil & Gas**

Stamper Oil & Gas Corp. (TSX-V: STMP) is a resource company, seeking to acquire interests in mineral and/or oil & gas resource properties. The Company is committed to creating sustainable shareholder value by evaluating and developing future prospects into commercially viable assets.

### **ON BEHALF OF THE BOARD OF DIRECTORS**

*"Bryson Goodwin"*

Bryson Goodwin, President & CEO, Chairman of Board of Directors

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*Neither the 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.*

### ***Forward-Looking Statements***

*This news release contains certain statements that may be deemed "forward-looking" statements. Forward looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "potential" and similar expressions, or that events or conditions "will", "would", "may", "could" or "should" occur. Although Stamper Oil & Gas Corp. believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in forward looking statements. Forward looking statements are based on the beliefs, estimates and opinions of Stamper Oil & Gas Corp. management on the date the statements are made. Except as required by law, Stamper Oil & Gas Corp. undertakes no obligation to update these forward looking statements in the event that management's beliefs, estimates or opinions, or other factors, should change.*