



RIO SILVER ANNOUNCES CLOSING OF CONVERTIBLE NOTE FINANCING

Vancouver, British Columbia – December 5, 2022 – Rio Silver Inc. (“Rio Silver” or the “Company”) (TSX.V: RYO) is pleased to announce that it has completed its previously announced private placement (the “Offering”), which was slightly oversubscribed by \$25,250, by issuing convertible notes (the “Notes”) in the aggregate principal amount of \$225,250.

Each Note will be convertible at the option of the holder into one common share (a “Share”) of the Company at a conversion price of \$0.05 per Share during the first year of the Notes and \$0.10 per Share during the second year of the Notes. The Notes will mature on December 1, 2024 and bear interest at the rate of 18% per annum, payable quarterly, until the Notes are converted or repaid in accordance with the terms thereof. The Company will be entitled to repay, without any penalty, any portion of the principal amount of the Notes, together with accrued and unpaid interest (the “Prepayment Amount”), at any time commencing on April 2, 2023, subject to giving the holders prior notice of 7 days (the “Notice Period”) thereof to permit holders to convert the Prepayment Amount during the Notice Period. The Notes will be unsecured and transferable, subject to resale restrictions under applicable securities laws and TSX Venture Exchange requirements.

The Company plans to use the funds from the financing to fund ongoing operations and for general working capital purposes. No finders’ fee or similar payments were made in connection with the financing. All securities issued in connection with the financing will be subject to a statutory hold until April 2, 2023.

About Rio Silver

Rio Silver is a Canadian exploration and mine development company. Our business is to develop our 100%-owned Ninobamba project in Peru and to unlock the tremendous potential for shareholder value identified from the previous \$10 million spent by Newmont and others at both Ninobamba Main and Jorimina zones. Our own recently commissioned and independently constructed “exploration potential” model for Ninobamba Main has identified more development potential. Benefits are also expected to soon materialize from the carried development of the new Palta Dorada Au Ag project, focusing on a near-term revenue stream. For more information, please visit: <https://www.riosilverinc.com/>

For more information contact:

Christopher Verrico, President, CEO
Tel: (604) 762-4448
Email: chris.verrico@riosilverinc.com

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This news release includes forward-looking statements that are subject to risks and uncertainties. All statements within, other than statements of historical fact, are to be considered forward looking. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not a guarantee of future performance and actual results or developments may differ materially from those in forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continued availability of capital and financing, and general economic, market or business conditions. There can be no assurances that such statements will prove accurate and, therefore, readers are advised to rely on their own evaluation of such uncertainties. We do not assume any obligation to update any forward-looking statements except as required by applicable laws.