

Newfoundland Discovery Enters into Letter of Intent to Acquire Orinox Holdings Corp.

Toronto, ON, June 25, 2026 – **NEWFOUNDLAND DISCOVERY CORP. (CSE: NEWD, OTC: NEWDF, FSE: M4K0)** (“Newfoundland Discovery” or the “Company”) is pleased to announce that it has entered into a non-binding letter of intent (the “LOI”) in respect of the proposed acquisition by the Company of all of the issued and outstanding securities of Orinox Holdings Corp. (“Orinox”) (the “Proposed Transaction”).

Orinox holds, indirectly, an interest in the Ganda gold concession, covering approximately 786 square kilometres across the provinces of Benguela, Huambo and Huíla, Republic of Angola (the “Property”).

The terms of the Proposed Transaction, including the consideration payable and the structure of the Proposed Transaction, remain subject to ongoing negotiation between the parties and have not been finalized. The parties intend to negotiate, in good faith, towards the execution of a definitive agreement (the “Definitive Agreement”) that will set out the full terms of the Proposed Transaction. There can be no assurance that the parties will enter into a Definitive Agreement, or that the Proposed Transaction will be completed on the terms currently contemplated or at all.

Pursuant to the LOI, the parties have agreed to negotiate exclusively and in good faith towards the Definitive Agreement for a period of thirty (30) days. The LOI also contains customary binding provisions relating to exclusivity and confidentiality.

Completion of the Proposed Transaction will be subject to a number of conditions, including, among others standard for a transaction of this nature:

- (a) the negotiation and execution of the Definitive Agreement;
- (b) the satisfactory completion by the Company of its due diligence investigations; and
- (c) the receipt of all necessary corporate, regulatory, stock exchange and third-party approvals, including the approval of the Canadian Securities Exchange.

Mr. Jeremy Prinsen, President & CEO of Newfoundland Discovery, commented: “We are pleased to have reached this milestone and to be working towards a definitive agreement. We look forward to updating shareholders as the Proposed Transaction progresses.”

About Newfoundland Discovery Corp.

Newfoundland Discovery Corp. (CSE: NEWD) (USA: NEWDF) (FSE: M4K0) is a Canadian-listed exploration company focused on the identification, evaluation, and development of high-potential mineral assets. The Company is actively reviewing opportunities across multiple jurisdictions with a focus on precious metals and critical minerals.

On Behalf of the Board of Directors,

NEWFOUNDLAND DISCOVERY CORP.

“Jeremy Prinsen”

Jeremy Prinsen
President, CEO & Director

Corporate Communications

Phone: +1 (604) 440-8474

Email: info@newfoundlanddiscovery.com

Website: www.newfoundlanddiscovery.ca

Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.

Forward-Looking Statements

This news release contains certain “forward-looking statements” within the meaning of applicable Canadian securities legislation, including statements regarding the LOI, the Proposed Transaction, the exclusive negotiation period, the negotiation and execution of a Definitive Agreement, the completion of due diligence, and the receipt of required approvals. Forward-looking statements involve known and unknown risks, uncertainties, assumptions and other factors that may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such statements, including the risk that a Definitive Agreement may not be entered into, that required approvals may not be obtained, or that the Proposed Transaction may not be completed on the terms contemplated or at all. Any forward-looking statement speaks only as of the date of this news release and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to update any forward-looking statement, whether as a result of new information, future events or results or otherwise.