

NEWS RELEASE**Roscan Gold Announces Results
of Annual General Meeting of Shareholders and Option Grant**

Toronto, Ontario. – July 3, 2024 – Roscan Gold Corporation (“Roscan” or the “Company”) (TSX-V: ROS; FSE:2OJ; OTCQB:RCGCF) announces the results of the Company’s Annual General Meeting of Shareholders held on June 28, 2024 (the “Meeting”). Shareholders holding 40.30% of the shares were represented in person or by proxy at the Meeting. All the matters submitted to the shareholders, as set out in the Notice of Meeting and Information Circular dated May 17, 2024, were voted in favour, including: (a) Election of Directors to the Board of the Company as listed below; (b) the approval of the omnibus long-term incentive plan; and (c) the appointment of RSM Canada LLP as the auditors of the Company for the ensuing year.

Sir Samuel E. Jonah, Nana B. Sangmuah, Greg Isenor and Michael Gentile were re-elected to serve as directors of the Company, with the percentage of votes cast for each director as follows:

Nominee	Votes For	% For	Votes Withheld	% Withheld
Sir Samuel E. Jonah	139,390,305	98.571%	2,020,484	1.429%
Nana B. Sangmuah	133,982,933	94.747%	7,427,856	5.253%
Greg Isenor	138,923,733	98.241%	2,487,056	1.759%
Michael Gentile	141,068,405	99.758%	342,384	0.242%

The Board of Directors approved on June 28, 2023, the granting of a total of 4,612,000 incentive stock options (the “Options”) to employees, officers, directors and consultants of the Company. The Options are exercisable at a price of \$0.10 per Common Share, have a term of five years, and will vest immediately. The Options were granted pursuant to the Company’s incentive stock option plan and are subject to regulatory approval. In addition, the Board of Directors also approved and granted 2,460,000 restricted share units, and 2,000,000 performance share units, to directors and officers, which will vest at least a year from the date of the RSU and PSU grants.

About Roscan

Roscan Gold Corporation is a Canadian gold exploration company focused on the exploration and acquisition of gold properties in West Africa. The Company has assembled a significant land position of 100%-owned permits in an area of producing gold mines (including B2 Gold’s Fekola Mine which lies in a contiguous property to the west of Kandiole), and major gold deposits, located both north and south of its Kandiole Project in West Mali.

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Forward Looking Statements

This news release contains forward-looking information which is not comprised of historical facts. Forward-looking information is characterized by words such as “plan”, “expect”, “project”, “intend”, “believe”, “anticipate”, “estimate” and other similar words, or statements that certain events or conditions “may” or “will” occur. Forward-looking information involves risks, uncertainties and other factors that could cause actual events, results, and opportunities to differ materially from those expressed or implied by such forward-looking information. Factors that could cause actual results to differ materially from such forward-looking information include, but are not limited to, changes in the state of equity and debt markets, fluctuations in commodity prices, delays in obtaining required regulatory or governmental approvals, and other risks involved in the mineral exploration and development industry, including those risks set out in the Company’s management’s discussion and analysis as filed under the Company’s profile at www.sedarplus.ca. Forward-looking information in this news release is based on the opinions and assumptions of management considered reasonable as of the date hereof, including that all necessary governmental and regulatory approvals will be received as and when expected. Although the Company believes that the assumptions and factors used in preparing the forward-looking information in this news release are reasonable, undue reliance should not be placed on such information. The Company disclaims any intention or obligation to update or revise any forward-looking information, other than as required by applicable securities laws.

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