

ROCK EDGE ARRANGES NON-BROKERED PRIVATE PLACEMENT

Vancouver, British Columbia, January 29, 2024: Rock Edge Resources Ltd. (the "Company" or "Rock Edge") (CSE: **REDG**) is pleased to announce that the Company has arranged a non-brokered private placement of up to 15,000,000 units (the "Units") of the Company at a price of **CDN\$0.03 per Unit** to raise gross proceeds of up to **CDN\$450,000** (the "Offering"). Each Unit consists of one common share of the Company and one share purchase warrant, entitling the holder to acquire an additional common share of the Company at a price of **\$0.06** for a period of **24 months** from the date of issuance.

Proceeds from the Offering will be used for exploration of the Company's mineral properties as well as for general administrative expenses.

The common shares, share purchase warrants and shares underlying the share purchase warrants will be subject to a four-month-and-one-day statutory hold period from the date of issuance. Closing of the Offering remains subject to the receipt of all regulatory approvals, including the approval of the Canadian Securities Exchange (CSE).

The Company has set 200,000 options to directors of the company at an exercise price of 5 cents for a period of two years in accordance with the company's stock option plan.

About Rock Edge Resources Ltd.

Rock Edge Resources Ltd. is engaged in the business of mineral exploration and the acquisition of mineral property assets in Canada. Its objective is to locate and develop properties of merit and to conduct its exploration on the Company's exploration properties.

For more information, please refer to the Company's information available on SEDAR (www.sedar.com).

On Behalf of the Board of Directors

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FORWARD LOOKING STATEMENTS:

This news release contains forward-looking statements, which relate to future events or future performance and reflect management's current expectations and assumptions, including with respect to the Company's ability or intention to exercise its option to acquire an interest in the Property, as described above. Such forward-looking statements reflect management's current beliefs and are based on assumptions made by and information currently available to the Company. Investors are cautioned that these forward looking statements are neither promises nor

guarantees, and are subject to risks and uncertainties that may cause future results to differ materially from those expected. These forward -looking statements are made as of the date hereof and, except as required under applicable securities legislation, the Company does not assume any obligation to update or revise them to reflect new events or circumstances. All of the forward-looking statements made in this press release are qualified by these cautionary statements and by those made in our filings with SEDAR in Canada (available at WWW.SEDAR.COM).

Neither the Canadian Stock Exchange nor its Regulation Services Provider accepts responsibility for the adequacy or accuracy of this news release