



EMERITA PROVIDES UPDATE REGARDING UNSOLICITED OFFER FROM DENARIUS METALS

Toronto, Ontario – May 7, 2026 – Emerita Resources Corp. (“**Emerita**” or the “**Company**”) (**TSXV: EMO**) (**OTCQX: EMOTF**) (**FSE: LLJA**) confirms that on May 6, 2026 it received a letter from Denarius Metals Corp. (“**Denarius**”) rescinding its unsolicited offer to acquire all of the issued and outstanding common shares of Emerita (the “**Shares**”) at \$0.45 per Share, with consideration structured entirely in common shares of Denarius (the “**Denarius Offer**”). Please see Emerita’s press releases dated April 13, 2026, April 21, 2026 and April 24, 2026 for further details regarding previous offer letters received by the Company from Denarius and steps taken by the Board of Directors of Emerita (the “**Board**”) in response.

The Board and its M&A Committee reviewed the Denarius Offer, and after consultation with Canaccord Genuity and its legal advisors, determined that the Denarius Offer, given the proposed offer price and lack of substantive details regarding a potential transaction, did not merit pursuing further discussion or negotiations with Denarius.

The Company remains focused on advancing its portfolio of projects in Spain, in particular its cornerstone asset, the Iberian Belt West Project (“**IBW**” or the “**Project**”). Emerita continues to execute on its business plan with key upcoming deliverables of an updated NI 43-101 Mineral Resource Estimate, public hearings as part of the approval process for the exploitation license and completion of a Pre-Feasibility Study for the IBW Project.

About Emerita Resources Corp.

Emerita is a natural resource company engaged in the acquisition, exploration, and development of mineral properties in Europe, with a primary focus on exploring in Spain. The Company’s corporate office and technical team are based in Sevilla, Spain with its registered office in Toronto, Canada.

For further information, contact:

Ian Parkinson
+1 647 910-2500 (Toronto)
info@emeritaresources.com
www.emeritaresources.com

Cautionary Note Regarding Forward-looking Information

This press release contains “forward-looking information” within the meaning of applicable Canadian securities legislation. Forward-looking information includes, without limitation, the Denarius Offer, any other offer from Denarius, and any review and response thereto, the IBW Project, the prospectivity and economic viability of the IBW Project, the completion of an NI 43-101 Mineral Resource Estimate for the Project, the completion of a Pre-Feasibility Study for the Project and the Company’s future plans. Generally, forward-looking information can be identified by the use of forward-looking terminology such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases or state that certain actions,



events or results “may”, “could”, “would”, “might” or “will be taken”, “occur” or “be achieved”. Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of Emerita, as the case may be, to be materially different from those expressed or implied by such forward-looking information, including but not limited to: general business, economic, competitive, geopolitical and social uncertainties; the actual results of current exploration activities; risks associated with operating in foreign jurisdictions; ability to successfully integrate the purchased properties; foreign operations risks; and other risks inherent in the mining industry. Although Emerita has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking information. Emerita does not undertake to update any forward-looking information, except in accordance with applicable securities laws.

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