



NORTHCLIFF ANNOUNCES AMENDMENT TO LOAN FINANCING

May 8, 2026, Vancouver, BC - Northcliff Resources Ltd. ("**Northcliff**" or the "**Company**") (TSX: NCF) announces that it has entered into an amendment agreement with Todd Sisson (NZ) Limited ("**Todd**"), a subsidiary of the Todd Corporation, the Company's largest shareholder, to amend its secured loan facility (the "**Loan Facility**") such that the maturity date shall be extended to June 17, 2026 (the "**Extended Term**") and that an additional \$3,450,000 shall be made available by Todd thereunder (the "**Amended Amount**", and collectively, the "**Amendments**"), which has been received. All other material terms and conditions of the Extended Loan remain unchanged (see news releases dated September 12, 2025 and March 13, 2026).

The Loan is exempt from the formal valuation and disinterested shareholder approval requirements of MI 61-101 *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**") pursuant to the *de minimis* exemption contained therein.

Todd currently holds 81.24% of the issued and outstanding shares of Northcliff and an 11.5% interest in the Sisson Partnership. Northcliff owns an 88.5% interest in the Sisson Partnership, which owns the Sisson Project.

About Northcliff Resources Ltd.

Northcliff is a mineral resource company focused on advancing the feasibility-stage Sisson Tungsten-Molybdenum Project located in New Brunswick, Canada, to production.

Additional information on Northcliff is available on the website at www.northcliffresources.com. Investor services can be reached at (604) 684-6365 or within North America at 1-800-667-2114.

On behalf of the Board of Directors

Andrew Ing
President & Chief Executive Officer

This release includes certain statements that may be deemed "forward-looking statements". All statements in this release, other than statements of historical facts, that address the in-progress financing, or other events that the Company expects, are forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Forward-looking information is subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking information. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. The Company reviews its forward-looking statements on an ongoing basis and updates this information when circumstances require it. For more information on the Company, investors should review the Company's annual information form that is available on its profile at www.sedarplus.ca.

