

G2 Goldfields Announces Filing and Mailing of Meeting Materials

G2 Goldfields (TSX: GTW0)

Announced that it has filed the management information circular and related meeting materials for the special meeting of the holders of common shares of G2 to be held on June 16, 2026.

At the Meeting, the G2 Shareholders will be asked to consider and, if deemed advisable, pass a special resolution approving the Arrangement and resolutions approving matters relating to the Spin-Out.



	G2 Goldfields	TSX: GTW0
	Stage	Development + Exploration
	Metals	Gold
	Market cap	C\$2.54b @ C\$9.82
	Location	Guyana
	Website	www.g2goldfields.com

G2 Goldfields Announces Filing and Mailing of Meeting Materials in Connection With the Acquisition by G Mining Ventures and Spin-Out With G3 Goldfields

TORONTO, May 25, 2026 – G2 Goldfields Inc. (“G2” or the “Company”) (**TSX:GTWO**; OTCQX:GUYGF) is pleased to announce that it has filed the management information circular (the “**Circular**”) and related meeting materials (collectively, the “**Meeting Materials**”) for the special meeting of the holders of common shares of G2 (the “**G2 Shareholders**”) to be held on June 16, 2026 (the “**Meeting**”).

The mailing of the Meeting Materials to G2 Shareholders has commenced, and the Meeting Materials are also available on the Company’s website at www.g2goldfields.com and under the Company’s profile on SEDAR+ at www.sedarplus.ca.

The Arrangement

On April 9, 2026, G2 entered into a definitive agreement with G Mining Ventures Corp. (“**GMIN**”) and G3 Goldfields Inc. (“**G3**”) pursuant to which GMIN will acquire all of the common shares of G2 (the “**G2 Shares**”) and G2 will complete a spin-out transaction with G3 (the “**Spin-Out**”) pursuant to a plan of arrangement under the *Canada Business Corporations Act* (the “**Arrangement**”). At the Meeting, the G2 Shareholders will be asked to consider and, if deemed advisable, pass a special resolution (the “**Arrangement Resolution**”) approving the Arrangement and resolutions approving matters relating to the Spin-Out.

If the Arrangement becomes effective, G2 Shareholders will be entitled to receive (i) 0.212 (the “**Exchange Ratio**”) of a common share of GMIN (each whole share, a “**GMIN Share**”) and (ii) 0.5 of a common share of G3 (each whole share, a “**G3 Share**”), resulting in approximately 19.9% of the issued and outstanding GMIN Shares and 100% of the issued and outstanding G3 Shares being owned by G2 securityholders upon completion of the Arrangement.

Subject to the receipt of shareholder and court approvals, the Arrangement is anticipated to be completed in early July 2026.

Benefits to G2 Shareholders

- Immediate and significant premium of 72% based on the 30-day volume-weighted average prices of the GMIN Shares and G2 Shares on the Toronto Stock Exchange as of April 8, 2026 (prior to any incremental value from G3).
- Creation of a Tier-1 Gold District in Guyana through the combination of G2’s Oko-Ghanie Project with GMIN’s adjacent Oko West Project, with self-funded, meaningful long-term exploration upside.
- Enhanced value through more than \$1 billion¹ in expected synergies related to throughput, operating costs, capital costs due to shared infrastructure, mine sequencing, and permitting.
- Accelerated and simplified permitting timeline expected for the Oko-Ghanie Project by combining with the fully permitted Oko West Project.
- Meaningful participation in an emerging intermediate gold producer with a diverse asset portfolio and strong track record of value creation, including continued exposure to the high-grade Oko-Ghanie Project’s future operational profile and exploration upside.
- Enhanced financial strength and access to capital through GMIN’s strong balance sheet, access to an undrawn US\$350 million revolving credit facility and significant operating cash flow from the Tocantinzinho mine, which are expected to self-fund development of the combined Oko project.
- Continued exposure to exploration upside through G3, which will be funded with C\$45 million in cash and a contingent value right which could potentially deliver payments of up to US\$200M, providing continued exposure to G2 management’s substantial exploration pedigree and the potential for future discoveries in Guyana.
- Access to GMIN’s proven management team with a strong execution track record.
- Improved trading liquidity and enhanced capital markets profile.

[To read the full news release please click HERE](#)

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[To view the latest share price and chart, please click HERE](#)

[To View G2 Goldfield's historical news, please click here](#)

[The live Spot gold price can be found HERE](#)

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Disclosure

At the time of writing the author is invested in G2 Goldfields

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