

# Alder Amends Terms of Private Placement Financing

21.02.2013 | [Marketwired](#)

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TORONTO, ONTARIO -- (Marketwire - Feb. 21, 2013) - [Alder Resources Ltd.](#) ("Alder" or the "Company") (TSX VENTURE:ALR) has amended the terms of the non-brokered private placement financing announced on January 14, 2013 to change the price of the units ("Units") to be issued by the Company to \$0.05 per Unit.

The private placement will now consist of up to 20,000,000 Units at a price of \$0.05 per Unit for gross proceeds of up to \$1,000,000 (the "Offering"). Each Unit will be comprised of one common share of the Company and one-half of one common share purchase warrant (each whole warrant, a "Warrant"). Each Warrant will entitle the holder thereof to acquire one common share of the Company at an exercise price of \$0.10 per common share for a period of 24 months following the closing date of the Offering.

The Company expects to close the Offering on or about March 31, 2013, and may close the Offering in one or more tranches. All securities issued will be subject to a hold period of four months and one day. The Offering is subject to a number of conditions, including, without limitation, receipt of all regulatory approvals.

The gross proceeds of the Offering will be used to fund exploration activities of the Company and for general corporate purposes.

Upon the closing of the Offering, Alder may pay to eligible finders in accordance with the policies of the TSX Venture Exchange finders' fees in cash, warrants or any combination thereof.

## **About Alder Resources Ltd.**

Alder is a resource company focused on the development of gold and base metal projects throughout the Americas. Alder's principal asset is its option to earn a 65% interest in the high priority Cu-Au-Ag porphyry/skarn system at Rosita in Nicaragua located 275 kilometres northeast of Managua. The company has a National Instrument 43-101 compliant Inferred mineral stock pile resource of 7.95 million tonnes grading 0.62% Cu, 0.46 g/t Au and 9.21 g/t Ag with numerous zones that have good near term potential to add to and enhance these resources. See the technical report entitled "Rosita Cu-Au-Ag Project, RAAN, Nicaragua, NI 43-101 Technical Report on Mineral Resource Estimate of Rosita Stockpiles" effective as of May 8, 2012, which is available under the Company's profile at [www.sedar.com](#).

Alder intends to continue to build its property position with strategic acquisitions.

For additional information, please visit our website at [www.alderresources.ca](#) and follow us on Facebook and Twitter: @AlderResources.

## **Qualified Person**

Joseph Arengi, M. Sc., P. Geo., President and Chief Executive Officer of Alder and a qualified person as defined by NI 43-101, has reviewed and approved the scientific and technical content of this news release.

Alder Resources Ltd.

Joseph Arengi  
President & CEO

## **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, statements regarding the terms and conditions of the Offering, the expected closing date and use of proceeds of the Offering and the Company's plans to build its property position with strategic acquisitions. 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 Alder, 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 operation in foreign jurisdictions; ability to successfully integrate the purchased properties; foreign operations risks; and other risks inherent in the mining industry. Although Alder 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. Alder does not undertake to update any forward-looking information, except in accordance with applicable securities laws.*

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Die URL für diesen Artikel lautet:

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