

# Copper North Announces Warrant Exercise Incentive Program

04.11.2014 | [Marketwired](#)

VANCOUVER, BRITISH COLUMBIA -- (Marketwired - Nov. 4, 2014) - [Copper North Mining Corp.](#) ("Copper North" or the "Company") (TSX VENTURE:COL) announces incentive program (the "Incentive Program") to encourage the early exercise of 13,180,000 warrants issued on April 24, 2014 as part of non-brokered private placement.

Under the Incentive Program, in order to encourage the early exercise of the Original Warrants, the Company proposes to amend the terms of the Original Warrants such that each holder who exercise an Original Warrant on or before the close of business on November 24, 2014 (the "Deadline") shall receive, in addition to the common share the holder would have received under the original terms of the Original Warrants, an additional 1/2 of a share purchase warrant of the Company (each whole such warrant, an "Additional Warrant"). Each Additional Warrant will entitle the holder to acquire one common share of the Company at an exercise price of Cdn\$0.06 for a period of two years following the date of issuance of the Additional Warrant.

The Additional Warrants and the common shares issuable upon the exercise thereof will be subject to a four month hold period from the date on which the Additional Warrants are issued. The proceeds from the early exercise of the Original Warrants will be used for general working capital purposes.

If a holder does not exercise Original Warrants on or before the Deadline, the Original Warrants shall continue to be exercisable for only common shares of the Company on their original terms. If a holder exercises only a portion of his or her Original Warrants before the Deadline, any unexercised Original Warrants shall continue to be exercisable for only common shares of the Company on their original terms.

The Company intends to send a notice to the holders of the Original Warrants outlining the details of the Incentive Program shortly. The Incentive Program is subject to approval by the TSX Venture Exchange.

Certain directors and officers of the Company own an aggregate 500,000 Original Warrants. Their participation in the Incentive Program and issuance of Additional Warrants constitutes a "related party transaction" as defined in Multilateral Instrument 61-101 ("MI 61-101"). This transaction is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101, as neither the fair market value of the Additional Warrants to be issued to, nor the consideration paid by, such directors and officers exceeds 25% of the Company's market capitalization.

On behalf of the Board of Directors:

Dr. Harlan Meade, President, CEO and Director

## About Copper North

Copper North is a Canadian mineral exploration and development company. Copper North's assets include the Carmacks Project located in the Yukon, the Redstone Property located in the Northwest Territories, and the Thor Property in British Columbia. Copper North trades on the TSX Venture Exchange under the symbol COL.

*This news release includes certain forward-looking information or forward-looking statements (collectively, the "Forward-Looking Information") for the purposes of applicable securities laws. Forward-Looking Information includes, but is not limited to, statements concerning the proposed Incentive Program, the Company's intention to send notice to holders of Original Warrants and the Company's intended use of the proceeds from the Incentive Program. In certain cases, Forward-Looking Information can be identified by the use of words and phrases such as "will be", "intends", "plans", "expects" or "does not expect", "scheduled", "estimates", "anticipates", "potential", "recommends" or variation of such words and phrases or statements that certain actions, events or results "may", "could", "would or "will be taken", "occur" or "be achieved".*

*These statements address future events and conditions and, as such, involve known and unknown risks, uncertainties and other factors, which may cause the actual results to differ materially from those anticipated in such statements. Important factors or risks that could cause actual results to differ materially from the Company's expectations include, among others, the timeliness and success of regulatory approvals of the Incentive Program, general economic, and market or business conditions. In making the Forward-Looking Information, the Company has applied several material assumptions including, but not limited to, the assumption that the Company will receive required regulatory approval for the Incentive Program and the issuance of the Additional Warrants. Although the Company has attempted to identify important factors that could affect the Company and may cause actual actions, events or results to differ materially from those described herein, there may be other factors that could cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that Forward-Looking 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. The Company expressly disclaims any intention or obligation to update or revise any Forward-Looking Information whether as a result of new information, future events or otherwise except as otherwise required by applicable securities legislation.*

*Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.*

## CONTACT INFORMATION

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Die URL für diesen Artikel lautet:

<https://www.rohstoff-welt.de/news/185536--Copper-North-Announces-Warrant-Exercise-Incentive-Program.html>

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