

Edison Cobalt and Sudbury Platinum Launch RTO Private Placement of \$3.5 Million Co-Led by Gravitas Securities and Red Cloud Securities

05.02.2020 | [Newsfile](#)

Vancouver, February 5, 2020 - [Edison Cobalt Corp.](#) (TSXV: EDDY) ("Edison" "EDDY" or the "Company") and [Sudbury Platinum Corporation](#) ("SPC") are pleased to announce in connection with the previously announced merger transaction between [Edison Cobalt Corp.](#) (EDDY), Sudbury Platinum Corporation (SPC) that will result in a reverse takeover of EDDY by SPC with the resulting issuer to be called SPC Metals, Gravitas Securities Inc., as co-lead agent with Red Cloud Securities Inc., have been engaged to complete a best efforts brokered private placement of up to 14 million subscription receipts, at a price of 25 cents per subscription receipt, for gross proceeds of up to \$3.5-million.

Edison President and CEO, Neil Pettigrew commented: "We are very excited to initiate the financing as a step toward completing the RTO transaction with SPC. By combining the two corporations we are launching Canada's next preeminent nickel & PGM company. SPC brings exceptional assets in the heart of the world class Sudbury Mining Camp and a team of proven mine finders to the deal at a time when both nickel and palladium have strong fundamental for growth now and for years to come."

The gross proceeds of the brokered financing less an amount equal to the agents' expenses and 50 per cent of the agents' fee will be delivered to and held by a licensed Canadian trust company or other escrow agent mutually acceptable to the agents, EDDY and SPC, in an interest-bearing account, pending the satisfaction of certain escrow release conditions (including among other things, the completion of all conditions precedent to the transaction to the satisfaction of the agents) prior to August 20, 2020.

The gross proceeds of the brokered financing (less an amount equal to the agent's expenses and the agent's fee) will be used for exploration and development of SPC Metals' asset portfolio and financing completion of the RTO transaction.

Upon the satisfaction of the escrow release conditions, each subscription receipt will be automatically converted, without payment of any additional consideration, into one unit of SPC Metals. Each unit will comprise one common share of SPC Metals and one-half of one SPC Metals common share purchase warrant with each whole warrant being exercisable, for a period of two years from the effective date of the transaction, to purchase one SPC Metals common share at a price of 40 cents per SPC Metals common share. The post-transaction capital structure for SPC Metals will reflect the issued share capital for EDDY after giving effect to a 3.55:1 share consolidation, and the issuance of SPC Metals common shares to current shareholders of SPC.

If: (i) the escrow release conditions are not satisfied or waived on or before the escrow release deadline, or (ii) prior to the escrow release deadline, the amalgamation agreement between EDDY and SPC is terminated or SPC or EDDY advises the escrow agent or publicly announces that it does not intend to satisfy the escrow release conditions, the subscription receipt holders will be entitled to a return of the total subscription price paid, the escrowed funds (plus accrued interest earned thereon) will be returned to the subscription receipt holders on a pro rata basis and the subscription receipts will be cancelled without any further action on the part of the holders. SPC and EDDY will be responsible for the payment of any shortfall between the escrowed funds and the subscription price paid by the holders of the subscription receipts.

The agents' compensation under the brokered private placement includes: (a) a fee payable in cash equal to 8 per cent of the gross proceeds from the sale of subscription receipts; and (b) such number of options of SPC Metals as is equal to 8 per cent of the aggregate number of subscription receipts issued under the brokered financing, with each agents' compensation option exercisable at an exercise price of 25 cents per agents' compensation option for a period of two years from the effective date of the transaction into one unit of SPC Metals (as defined above).

About Edison Cobalt Corp.

Edison Cobalt is a Canadian-based junior mining exploration company focused on the procurement, exploration and development of cobalt, lithium and other energy metals. Edison Cobalt's acquisition strategy

focuses on acquiring affordable, cost-effective and highly regarded mineral properties in areas with proven geological potential.

About Sudbury Platinum Corp.

[Sudbury Platinum Corporation](#), a company 30% owned by [Transition Metals Corp.](#) (TSXV:XTM), is a Canadian private corporation with a proven track record of success that is focused on exploring for nickel within well-established North American mining camps. It has spent approximately \$10M on exploration to date and is currently exploring its key 100% owned exploration projects Aer-Kidd and Lockerby East both located in the heart of the historic Sudbury Mining Camp.

Caution to Investors & Additional Information

Completion of the transaction is subject to a number of conditions, including but not limited to, Exchange acceptance and if applicable, disinterested shareholder approval. Where applicable, the transaction cannot close until the required shareholder approval is obtained. There can be no assurance that the transaction will be completed as proposed or at all.

Investors are cautioned that, except as disclosed in the management information circular or filing statement to be prepared in connection with the transaction, any information released or received with respect to the transaction may not be accurate or complete and should not be relied upon. Trading in the securities of EDDY should be considered highly speculative.

Additional information identifying risks and uncertainties is contained in filings by [Edison Cobalt Corp.](#) with the Canadian securities regulators, which filings are available on its SEDAR profile at www.sedar.com

The TSX Venture Exchange Inc. has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this news release.

This news release does not constitute an offer to sell or the solicitation of an offer to buy any securities in any jurisdiction.

On behalf of the Board of Directors

"Christopher Hobbs"
Christopher Hobbs, Chief Financial Officer, Director

For more information please contact:

Tel: (416) 276-6689
Email: info@edisoncobalt.com
Website: www.edisoncobalt.com

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

Dieser Artikel stammt von Rohstoff-Welt.de

Die URL für diesen Artikel lautet:

<https://www.rohstoff-welt.de/news/343904--Edison-Cobalt-and-Sudbury-Platinum-Launch-RTO-Private-Placement-of-3.5-Million-Co-Led-by-Gravitas-Securities>

Für den Inhalt des Beitrages ist allein der Autor verantwortlich bzw. die aufgeführte Quelle. Bild- oder Filmrechte liegen beim Autor/Quelle bzw. bei der vom ihm benannten Quelle. Bei Übersetzungen können Fehler nicht ausgeschlossen werden. Der vertretene Standpunkt eines Autors spiegelt generell nicht die Meinung des Webseiten-Betreibers wieder. Mittels der Veröffentlichung will dieser lediglich ein pluralistisches Meinungsbild darstellen. Direkte oder indirekte Aussagen in einem Beitrag stellen keinerlei Aufforderung zum Kauf-/Verkauf von Wertpapieren dar. Wir wehren uns gegen jede Form von Hass, Diskriminierung und Verletzung der Menschenwürde. Beachten Sie bitte auch unsere [AGB/Disclaimer!](#)

Die Reproduktion, Modifikation oder Verwendung der Inhalte ganz oder teilweise ohne schriftliche Genehmigung ist untersagt!
Alle Angaben ohne Gewähr! Copyright © by Rohstoff-Welt.de -1999-2025. Es gelten unsere [AGB](#) und [Datenschutzrichtlinien](#).