

Roxgold Inc. Announces Changes to the Board of Directors

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[Roxgold Inc.](#) ("Roxgold" or "the Company") (TSX:ROXG) (OTCQX:ROGFF) announced today the appointment of Ms. Dawn Moss to the Board of Directors as a Non-Executive Director effective February 22, 2021.

Ms. Moss is a senior mining executive with more than 25 years of leadership experience with junior and senior publicly traded companies on the TSX and the NYSE, most recently as Executive Vice President, Administration, at [Eldorado Gold Corp.](#) Ms. Moss has a robust understanding of corporate governance from both the management and Boardroom perspectives. Ms. Moss has served as a director and committee member on private corporate boards of domestic and international companies, as well as not for profit boards and committees, and is a Fellow of the ICSA (The Chartered Governance Institute) and an Accredited Director.

Oliver Lennox-King, Chairman of the Board of Directors of Roxgold, commented, "As Roxgold moves toward its goal of becoming West Africa's next multi-asset gold producer, the company is committed to adding experience and expertise at all levels of the organization. Today, we are pleased to introduce Ms. Dawn Moss as our newest board member. Dawn brings over 25 years of mining leadership experience with a sound foundational understanding of all aspects of modern mining company practices, including Environmental, Social, and Governance matters, corporate compliance and compensation. Ms. Moss will initially serve on the Corporate Governance and Compensation Committees. We welcome Dawn to the Board and look forward to working with her as Roxgold moves into its next stage of growth."

Jonathan Rubenstein, who has served as a director and as Chair of the Corporate Governance and Nominating Committee of Roxgold since 2012, has elected not to stand for re-election at the upcoming AGM of the Company in order to provide for board renewal. Mr. Rubenstein was instrumental in identifying Ms. Moss for recruitment and knows her to be a capable and experienced corporate professional.

Mr. Lennox-King continued, "Ms. Moss is an ideal new director for Roxgold and her appointment will ensure the continuity of the board's tradition and record of leadership excellence, while reducing the average tenure of the board to 6.3 years post AGM."

About Roxgold

Roxgold is a Canadian-based gold mining company with assets located in West Africa. The Company owns and operates the high-grade Yaramoko Gold Mine located on the Houndé greenstone belt in western Burkina Faso and is advancing the development and exploration of the Séguéla Gold Project located in Côte d'Ivoire. Roxgold trades on the TSX under the symbol ROXG and as ROGFF on OTCQX.

Cautionary Note Regarding Forward-Looking Statements

This news release contains "forward-looking information" within the meaning of applicable Canadian securities laws ("forward-looking statements"). Such forward-looking statements include, without limitation: economic statements related to the PEA, such as future projected production, capital costs and operating costs, statements with respect to Mineral Reserves and Mineral Resource estimates, recovery rates, timing of future studies including the feasibility study, environmental assessments and development plans. These statements are based on information currently available to the Company and the Company provides no assurance that actual results will meet management's expectations. In certain cases, forward-looking information may be identified by such terms as "anticipates", "believes", "could", "estimates", "expects", "may", "shall", "will", or "would". Forward-looking information contained in this news release is based on certain factors and assumptions regarding, among other things, the PEA, the estimation of Mineral

Resources and Mineral Reserves, the realization of resource estimates and reserve estimates, any potential upgrades of existing resource estimates, gold metal prices, the timing and amount of future exploration and development expenditures, the estimation of initial and sustaining capital requirements, the estimation of labour and operating costs, the availability of necessary financing and materials to continue to explore and develop the Company's properties in the short and long-term, the progress of exploration and development activities, the receipt of necessary regulatory approvals, and assumptions with respect to currency fluctuations, environmental risks, title disputes or claims, and other similar matters. While the Company considers these assumptions to be reasonable based on information currently available to it, they may prove to be incorrect.

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. Factors that could cause actual results to differ materially from those in forward-looking statements include: delays resulting from the COVID-19 pandemic, changes in market conditions, unsuccessful exploration results, possibility of project cost overruns or unanticipated costs and expenses, changes in the costs and timing of the development of new deposits, inaccurate reserve and resource estimates, changes in the price of gold, unanticipated changes in key management personnel and general economic conditions. Mining exploration and development is an inherently risky business. Accordingly, actual events may differ materially from those projected in the forward-looking statements. This list is not exhaustive of the factors that may affect any of the Company's forward-looking statements, including the factors included in the Company's annual information form for the year ended December 31, 2019. These and other factors should be considered carefully and readers should not place undue reliance on the Company's forward-looking statements. The Company does not undertake to update any forward-looking statement that may be made from time to time by the Company or on its behalf, except in accordance with applicable securities laws.

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