

# Orca Gold Announces Non-Brokered Private Placement to Raise \$10,000,000

17.03.2021 | [CNW](#)

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VANCOUVER, March 17, 2021 - [Orca Gold Inc.](#) (TSXV: ORG) ("Orca" or the "Company") announces the intention to raise \$10 million by way of a non-brokered private placement of 18,181,819 shares at a price of \$0.55 per share (the "Private Placement").

All common shares issued under the Private Placement will be subject to a four-month plus one day hold period in accordance with applicable Canadian securities laws. Closing of the Private Placement is subject to receipt of all necessary regulatory approvals, including those of the TSX Venture Exchange, and certain other customary closing conditions, including, but not limited to, execution of subscription agreements between the Company and the subscribers.

Subject to review by the TSX Venture Exchange, a 5% finder's fee may be payable on a portion of the subscriptions accepted by Orca, other than in connection with any subscriptions from the existing principal shareholders.

"We are pleased and appreciative of the ongoing support from our principal shareholders who have all expressed their intention to participate for their pro-rate share in this financing," Richard Clark, CEO and Director of [Orca Gold Inc.](#) commented. "Sudan is officially open for business and is being recognised as an emerging market for investment opportunities at all levels. Orca has been very active over the past few months. My meetings with the new Government officials have been extremely positive and we are encouraged by the new Cabinet's enthusiasm to move the Block 14 Gold Project forward to production. We are working closely with the Government to achieve this mutual objective. We intend to use the proceeds of this financing to continue to advance development of the project. We have commenced construction of an air strip at site and are active on a number of development initiatives including setting up an operations office in Dubai, UAE to provide support to the project from a closer proximity."

On behalf of the Board of Directors,

"Richard P. Clark"

Richard P. Clark | CEO & Director | [Orca Gold Inc.](#) | 604.689.7842

About Orca Gold Inc.

[Orca Gold Inc.](#) (TSX-V: ORG) is a Canadian resource company focused on exploration and development opportunities in Africa. Led by a board of directors made up of industry experts and a management team with a track record of discovering and building significant mines globally, Orca is developing one of the leading gold projects in Africa. The Company is currently focused on its 70%-owned Block 14 Gold Project in the Republic of the Sudan on which a Feasibility Study was completed in November 2018 and revised in September 2020.

Cautionary Statement Regarding Forward-Looking Information

Certain information contained in this press release constitutes "forward-looking information", within the

meaning of applicable Canadian and U.S. securities laws. Generally, these forward-looking statements 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", "be achieved" or "has the potential to". The forward-looking information contained herein is provided for the purpose of assisting readers in understanding management's current expectations and plans relating to the future. Readers are cautioned that such information may not be appropriate for other purposes.

Forward-looking statements contained in this press release may include statements regarding the use of proceeds, the closing of the Private Placement, the future operating or financial performance of the Company and the financial metrics reported in our feasibility study, which involve known and unknown risks and uncertainties which may not prove to be accurate. Actual results and outcomes may differ materially from what is expressed or forecasted in these forward-looking statements. Such statements are qualified in their entirety by the inherent risks and uncertainties surrounding future expectations. Among those factors which could cause actual results to differ materially are the following: the requirement for regulatory approvals; enhanced uncertainty in global financial markets as a result of the current COVID-19 pandemic; unquantifiable risks related to government actions and interventions; stock market volatility; regulatory restrictions; that the Feasibility Study may not represent a viable development option for Block 14 and that the assumptions set out therein (particularly with respect to the economics of Block 14) may prove to be untrue or inaccurate; that actual Mineral Reserves and Resources at Block 14 and the grades thereof may be less or different in nature than those contained in the Feasibility Study; that the Company may not meet the production estimates set out in the Feasibility Study; that the life of mine at Block 14 may be shorter than anticipated; that the Company may not receive the necessary permits on time, or at all; risks related to cost overruns and the changes of the cost of inputs; that the development and mining of Block 14 may experience delays and may not proceed on the expected timeline, or at all; that the Company may develop Block 14 in a different manner than is set forth in the Feasibility Study and other risk factors listed from time to time in our reports filed with Canadian securities regulators on SEDAR at [www.sedar.com](http://www.sedar.com). The forward-looking statements included in this press release are made as of the date of this press release and the Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable securities legislation.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the  
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policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.  
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Dieser Artikel stammt von [Rohstoff-Welt.de](#)

Die URL für diesen Artikel lautet:

<https://www.rohstoff-welt.de/news/377957--Orca-Gold-Announces-Non-Brokered-Private-Placement-to-Raise-10000000.html>

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