

Resouro Strategic Metals Inc. Announces Private Placement Financing

14.03.2024 | [The Newswire](#)

[Resouro Strategic Metals Inc.](#) (TSXV: RSM) (FSE: BU9) ("Resouro" or the "Company") is pleased to announce that it intends to issue, by way of a partially-brokered private placement, common shares of the Company ("Common Shares") at a purchase price of \$0.42 per Common Share (the "Offering Price") for gross proceeds of up to \$1,500,000 (the "Offering"). Resouro expects the Offering to close on or about March 21, 2024 (the "Closing Date").

The net proceeds of the Offering will be for general corporate purposes.

The Offering Price and the Completion of the Offering is subject to certain conditions including, but not limited to, the receipt of all necessary regulatory approvals including the approval of the TSX Venture Exchange (the "TSXV"). The Common Shares will be subject to a statutory hold period of four months plus one day from the Closing Date, in accordance with applicable securities legislation.

The Company intends to rely upon exemptions from the formal valuation and minority approval requirements of MI 61-101.

Secondary listing on the Australian Securities Exchange ("ASX")

The Company is also continuing to pursue a secondary listing on ASX which, subject to satisfying all ASX requirements and market conditions, is targeted for Q2 2024. Shareholders are advised that there is no certainty, or guarantee, that the ASX listing will occur and there is a risk that the Company may not be able to comply with the requirements and/or satisfy the conditions imposed by the ASX.

About Resouro Strategic Metals Inc.

Resouro is a Canadian-based mineral exploration and development company focused on the discovery and advancement of economic mineral projects in Brazil, including the Tiros Project in Minas Gerais and the Novo Mundo and Santa Angela gold projects in Mato Grosso State.

The Tiros Municipality is located approximately 317 km West-North-West of Belo Horizonte, sixth largest city in Brazil and the capital of Minas Gerais state. The Tiros Project is targeting commodities of interest being Titanium and Rare Earth Elements (REE's). The Tiros Project comprises 25 mineral titles in total, being 16 granted exploration licenses, which have a total area of approximately 27,325 hectares. The Tiros Project also includes 8 applications for exploration license and one tenement able for mining permit request.

Learn more about the Company on its website: <https://resouro.com>

On behalf of the Board of Directors,
Chris Eager, President & CEO
[Resouro Strategic Metals Inc.](#)

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Forward-Looking Information

This news release contains "forward-looking information" and "forward-looking statements" (collectively, "forward-looking statements") within the meaning of the applicable Canadian securities legislation. All statements, other than statements of historical fact, are forward-looking statements and are based on expectations, estimates and projections as at the date of this news release. Any statement that involves discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions, future events or performance (often but not always using phrases such as "expects", or "does not expect", "is expected", "anticipates" or "does not anticipate", "plans", "budget", "scheduled", "forecasts", "estimates", "believes" or "intends" or variations of such words and phrases or stating that certain actions, events or results "may" or "could", "would", "might" or "will" be taken to occur or be achieved) are not statements of historical fact and may be forward-looking statements.

In this news release, forward-looking statements relate to, among other things, statements relating to the receipt of regulatory approvals (including TSXV approvals) and the timing thereof, statutory hold periods, the terms and conditions of the Offering, the closing date for the Offering, the anticipated use of the net proceeds from the Offering and the participation of Insiders in the Offering. Various assumptions or factors are typically applied in drawing conclusions or making the forecasts or projections set out in forward-looking information. Those assumptions and factors are based on information currently available to the Company. The material facts and assumptions include obtaining approval of the TSXV of the proposed Offering; the availability of certain prospectus exemptions in respect of the Offering; and the intended use of proceeds remaining in the best interests of the Company. The Company cautions the reader that the above list of risk factors is not exhaustive. The forward-looking information contained in this release is made as of the date hereof and the Company is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Due to the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information.

The forward-looking information contained in this news release is expressly qualified by this cautionary statement. We undertake no duty to update any of the forward-looking information to conform such information to actual results or to changes in our expectations except as otherwise required by applicable securities legislation. Readers are cautioned not to place undue reliance on forward-looking information.

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

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This press release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to U.S. persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

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<https://www.rohstoff-welt.de/news/466073--Resouro-Strategic-Metals-Inc.-Announces-Private-Placement-Financing.html>

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