

Brazil Potash Signs Memorandum of Understanding for ~\$200m Power Line Construction and \$20m Investment With Fictor Energia

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- *Construction of ~102 mile long power line is the only major offsite infrastructure required by the Autazes potash project*
- *Fictor Energia will fund ~\$200M power line construction cost removing this from the Autazes Potash project total construction cost*
- *Fictor Energia also plans to invest \$20 million of equity in two tranches*

MANAUS, Brazil, July 14, 2025 -- [Brazil Potash Corp.](#) ("Brazil Potash" or the "Company") (NYSE-American: GRO), a mineral exploration and development company with a critical mineral potash mining project, the Autazes Project (the "Project"), today announced the signing of a non-binding Memorandum of Understanding (MOU) with Fictor & WTT S.A. ("Fictor Energia"), part of the infrastructure division of Fictor Group, a leading Brazilian private equity firm. The MOU outlines terms for Fictor Energia to fund ~\$200 million in power transmission construction costs for the Autazes Project while securing long-term energy supply and a \$20 million strategic equity investment.

Partnership Highlights

Under the terms of the MOU, Fictor Energia would undertake complete development, permitting, construction, and operation of the power transmission infrastructure to supply 300MW per year of ~80% renewable sourced Brazil grid electricity for the Autazes Project through a Build, Own, Transfer model. After 25 years of operation, ownership of the electrical power line and associated substation to be transferred to Brazil Potash.

Fictor Energia assumes full responsibility for the ~\$200 million power transmission capital expenditure, removing this major infrastructure investment from Brazil Potash's construction budget. Additionally, Fictor Energia plans to invest \$20 million equity into Brazil Potash in two tranches: 1) \$2 million upon signing of the definitive partnership agreement; and 2) \$18 million upon receipt of the power line installation license.

Next Steps

The parties will work toward execution of definitive agreements, with Fictor Energia immediately beginning preliminary engineering and regulatory processes. There can be no assurance that the definitive documentation related to the transactions set forth in the MOU will be agreed upon or signed, or that, if signed, such transactions will be consummated, or of the final terms and conditions related to such transactions. The power transmission infrastructure would be expected to be completed and operational by July 2029, aligning with the Autazes Project's planned production timeline.

Corporate Update

The Company also announces that Raphael Bloise has been appointed as the Interim President of Potassio do Brasil Ltda, the Company's wholly owned Brazilian subsidiary.

About FICTOR GROUP

Fictor is a holding company with 18 years of private equity experience. Operating in strategic sectors for Brazil, the company has three main divisions: food industry, financial services, and infrastructure. Headquartered in the Berrini area of São Paulo, Fictor's purpose is to generate sustainable value for businesses shaping Brazil's vital sectors.

About Brazil Potash

Brazil Potash (NYSE-American: GRO) (www.brazilpotash.com) is developing the Autazes Project to supply

sustainable fertilizers to one of the world's largest agricultural exporters. Brazil is critical for global food security as the country has amongst the highest amounts of fresh water, arable land, and an ideal climate for year-round crop growth, but it is vulnerable as it imported over 95% of its potash fertilizer in 2021, despite having what is anticipated to be one of the world's largest undeveloped potash basins in its own backyard. The potash produced will be transported primarily using low-cost river barges on an inland river system in partnership with Amaggi (www.amaggi.com.br), one of Brazil's largest farmers and logistical operators of agricultural products. With an initial planned annual potash production of up to 2.4 million tons per year, Brazil Potash's management believes it could potentially supply approximately 20% of the current potash demand in Brazil. Management anticipates 100% of Brazil Potash's production will be sold domestically to reduce Brazil's reliance on potash imports while concurrently mitigating approximately 1.4 million tons per year of GHG emissions.

Cautionary Note Regarding Forward-Looking Statements

All statements, other than statements of historical fact, contained in this press release constitute "forward-looking statements" and are based on the reasonable expectations, estimates and projections of the Company as of the date of this press release. The words "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 statements that certain actions, events or results "may," "could," "would," "might," or "will be taken," "occur" or "be achieved" and similar expressions identify forward-looking statements. Forward-looking statements include, without limitation, statements regarding the MOU; advancement of the Autazes Project including specifically the powerline construction; the impact of the potential transaction with FICTOR and the benefits and structure of such transaction; and the status of the Company's project. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Company as of the date of such statements, are inherently subject to significant business, economic and competitive uncertainties and contingencies. The Company disclaims any intention or obligation to update or revise any forward-looking statements, except to the extent required by applicable law. The reader is cautioned not to place undue reliance on forward-looking statements.

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