

Sanatana Resources Inc. Announces TSX-V Conditional Approval of Transaction to Acquire Gold Strike One Project and Abitibi Property

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[Sanatana Resources Inc.](#) (TSXV: STA) ("Sanatana" or the "Company") is pleased to announce that the Company has received conditional approval from the TSX Venture Exchange ("TSX-V") in respect of the previously announced transaction to acquire the Gold Strike One Project (Yukon) and the Abitibi Property (Quebec) (collectively, the "Target Assets") from LIRECA Resources Inc. ("LIRECA") and LIRECA's affiliate, Florin Resources Inc., as initially announced on July 3, 2025 (the "Proposed Acquisition"). The Proposed Acquisition is a non-arm's length "Reverse Takeover" for Sanatana, as such term is defined in TSX-V Policy 5.2 - Change of Business and Reverse Takeovers ("Policy 5.2").

The Company resulting from the Proposed Acquisition (the "Resulting Issuer") will continue the business of Sanatana as a Tier 2 mining issuer on the TSX-V, operating under the name "Gold Strike Resources Corp." and with the ticker symbol "GSR".

Update on Concurrent Financing

In connection with the Proposed Acquisition, Sanatana previously announced a non-brokered private placement of up to 8,800,000 units of the Company (each, a "Unit") at a price of \$0.60 per Unit for gross proceeds of up to \$5,280,000 (the "Concurrent Financing"), subject to an over-allotment right pursuant to which the Company can increase the size of the Concurrent Financing (the "Over-allotment") by 15% (i.e. up to an additional \$792,000 through the sale of up to 1,320,000 Units, for aggregate gross proceeds of \$6,072,000).

The Company confirms that it must raise a minimum of \$4,300,000 in gross proceeds through the Concurrent Financing to satisfy TSX-V listing requirements for the Proposed Acquisition.

Further details on the Concurrent Financing, including the terms of the securities offered thereunder, can be found in the Company's news releases dated July 3, 2025 and July 22, 2025.

The securities being offered have not been, nor will they be, registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons absent registration or an applicable exemption from the registration requirements. This news release will not constitute an offer to sell or the solicitation of an offer to buy nor will there be any sale of the securities in any State in which such offer, solicitation or sale would be unlawful.

Update on Disclosure Document and Closing

In connection with the Proposed Acquisition and as required by TSX-V Policy 5.2, the Company has filed a TSX-V filing statement dated September 23, 2025 (the "Filing Statement"), which provides further information concerning the Company, the Target Assets and the Proposed Acquisition, a copy of which is available on the Company's SEDAR+ profile at www.sedarplus.ca.

The Company believes it can obtain minority shareholder approval for the Proposed Acquisition through written consent, as permitted under TSX-V Policy 5.2.

The Company has applied to the Ontario Securities Commission (the "OSC") for an exemption from the shareholder meeting requirement in Multilateral Instrument 61-101 - Protection of Minority Security Holders

in Special Transactions ("MI 61-101"), as the Company believes it can obtain minority shareholder approval for the Proposed Acquisition through written consent, which would allow the Company to close the Proposed Acquisition on an accelerated basis. On July 31, 2025, the Company filed a disclosure document, the contents of which comply with the disclosure requirements set out in subsection 5.3(3) of MI 61-101. If the OSC does not grant the exemptive relief, the Company will call a meeting of shareholders to seek minority shareholder approval and send an information circular to shareholders in accordance with MI 61-101, which would result in a delay in timing of the completion of the Proposed Acquisition.

Closing of the Proposed Acquisition remains subject to a number of conditions, including, but not limited to: (i) customary closing conditions, including receipt of required shareholder approvals, and (ii) the final acceptable from the TSX-V. The Company currently expects closing of the Proposed Acquisition to occur in September 2025.

About the Company

Sanatana Resources Inc. is a mineral exploration and development company focused on high-impact properties in Canada. With an award-winning technical team and experienced management and board of directors, Sanatana is based in Vancouver and is listed on the TSX Venture Exchange (TSXV: STA).

(signed) "Peter Miles"

Peter Miles
Chief Executive Officer

For additional information on the Company, please contact Mr. Peter Miles, Chief Executive Officer at (604) 408-6680 or email investor@sanatanaresources.com.

To be added to the email distribution list, please email ir@sanatanaresources.com with "Sanatana" in the subject line.

Completion of the Proposed Acquisition is subject to a number of conditions, including but not limited to, TSX-V acceptance and, if applicable, pursuant to the requirements of the TSX-V and disinterested shareholder approval. Where applicable, the Proposed Acquisition cannot close until any required shareholder approvals are obtained. There can be no assurance that the Proposed Acquisition 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 Proposed Acquisition, any information released or received with respect to the Proposed Acquisition may not be accurate or complete and should not be relied upon. Trading in the securities of Sanatana Resources Inc. should be considered highly speculative.

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

Cautionary Statements and "Forward-Looking" Information

This news release contains forward-looking statements within the meaning of applicable securities laws. The use of any of the words "anticipate", "plan", "continue", "expect", "estimate", "objective", "may", "will", "project", "should", "predict", "potential" and similar expressions are intended to identify forward-looking statements. In particular, this news release contains forward-looking statements concerning the Proposed Acquisition and the Concurrent Financing, including the proposed name change, the granting of the requested exemptive relief, the receipt of necessary regulatory and shareholder approvals, and the closing of each of the Proposed Acquisition and the Concurrent Financing.

Although the Company believes that the expectations and assumptions on which the forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking

statements because the Company cannot give any assurance that they will prove correct. Since forward-looking statements address future events and conditions, they involve inherent assumptions, risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of assumptions, factors and risks. These assumptions and risks include, but are not limited to, assumptions and risks associated with mineral exploration generally and results from anticipated and proposed exploration programs, conditions in the equity financing markets, and assumptions and risks regarding receipt of regulatory and shareholder approvals.

Management has provided the above summary of risks and assumptions related to forward-looking statements in this press release in order to provide readers with a more comprehensive perspective on the Company's future operations. The Company's actual results, performance or achievement could differ materially from those expressed in, or implied by, these forward-looking statements and, accordingly, no assurance can be given that any of the events anticipated by the forward-looking statements will transpire or occur, or if any of them do so, what benefits the Company will derive from them. These forward-looking statements are made as of the date of this press release, and, other than as required by applicable securities laws, the Company disclaims any intent or obligation to update publicly any forward-looking statements, whether as a result of new information, future events or results or otherwise.

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

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