## Sokoman Minerals Corp. Closes \$26 Million "Bought Deal" Private Placement, including Full Exercise of Over-Allotment

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<u>Sokoman Minerals Corp.</u> (TSXV: SIC) (OTCQB: SICNF) ("Sokoman" or the "Company") is pleased to announce that it has closed its previously announced bought deal private placement offering (the "Offering") for aggregate gross proceeds to the Company of \$26,221,750. The Offering consisted of:

- 1. 53,000,000 common shares of the Company (the "Common Shares") at a price of \$0.19 per Common Share for aggregate gross proceeds of \$10,070,000; and
- 1. 60,950,000 common shares of the Company (the "FT Shares") that will qualify as "flow-through shares" (within the meaning of subsection 66(15) of the Income Tax Act (Canada) (the "Tax Act"), including 7,950,000 FT Shares issued pursuant to the full exercise of the over-allotment option, at a price of \$0.265 per FT Share for aggregate gross proceeds of \$16,151,750. The FT Shares were distributed on a charity flow through basis.

Mr. Eric Sprott, through 2176423 Ontario Ltd., a corporation beneficially owned by him, acquired 53,000,000 Common Shares in connection with the Offering.

The net proceeds from the sale of the Common Shares will be used by the Company for property acquisitions as well as working capital and general corporate purposes. The gross proceeds from the sale of the FT Shares will be used to incur "Canadian exploration expenses" (as defined in the Tax Act) that will qualify as "flow-through mining expenditures" within the meaning of the Tax Act (the "Qualifying Expenditures"). The Qualifying Expenditures will be incurred on or before December 31, 2026, and will be renounced by the Company to the initial purchasers of the FT Shares with an effective date no later than December 31, 2025.

The Offering was led by Canaccord Genuity Corp. ("Canaccord"), as lead underwriter and sole bookrunner, and BMO Capital Markets (together with Canaccord, the "Underwriters") pursuant to an underwriting agreement entered into among the Company and the Underwriters. In connection with the Offering, the Company paid the Underwriters a cash commission of \$1,073,305 and issued the Underwriters 3,679,105 broker warrants (the "Broker Warrants"). Each Broker Warrant entitles the holder thereof to purchase one common share of the Company (the "Broker Warrant Shares") at an exercise price of \$0.19 per Broker Warrant Share for a period of 24 months following the closing of the Offering.

The Offering included participation by a director of the Company for 130,000 Common Shares. Such participation constitutes a "related party transaction" pursuant to Multilateral Instrument 61-101 - Protection of Minority Securityholders in Special Transactions ("MI 61-101"). However, the insider participation is exempt from the formal valuation and minority shareholder approval requirements set forth in MI 61-101 on the basis that the fair market value of the consideration does not exceed 25% of the Company's market capitalization.

The Common Shares and FT Shares issued in the Offering are subject to a four-month hold period under applicable Canadian securities laws.

The Offering remains subject to the final approval of the TSX Venture Exchange (the "TSXV").

The Common Shares and FT Shares have not been registered and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This press release shall not constitute an offer

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to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any state in which such offer, solicitation or sale would be unlawful.

About Sokoman Minerals Corp.

Sokoman Minerals Corp. is led by an experienced management team and is the dominant explorer along the Valentine Lake Fault zone in Newfoundland, Canada's newest gold district. The Company's primary focus is its 100% owned district-scale Treasure Island Gold Project, along with a portfolio of gold projects, including the district-scale Fleur de Lys Project.

For more information, please contact:

Denis Laviolette, Executive Chairman, CEO & Director E: denis@sokomanmineralscorp.com

Cathy Hume, VP Corporate Development & Director T: 416-868-1079 x 251 E: cathy@chfir.com

Website: www.sokomanmineralscorp.com

Twitter: @SokomanMinerals Facebook: @SokomanMinerals LinkedIn: @SokomanMineralsCorp

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

Investors are cautioned that trading in the securities of the Company should be considered highly speculative. This news release contains "forward-looking statements" within the meaning of the applicable Canadian securities legislation that are based on expectations, estimates, assumptions, geological theories, and projections as at the date of this news release. The information in this news release about any information herein that is not a historical fact may be "forward-looking statements." Actual results may differ materially. Any statement that involves discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions, future events or performance (which may, but not always, include phrases such as "anticipates", "plans", "scheduled", "believed" 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) including statements regarding the Company's plans with respect to the Company's projects and the timing related thereto, the merits of the Company's projects, the Company's objectives, plans and strategies, the receipt of TSXV final approval for the Offering, the use of proceeds of the Offering, and other matters are not statements of historical fact and may be forward-looking statements and are intended to identify forward-looking statements. Factors that may cause results to vary include delays in obtaining necessary approvals, changes in the market for the Company's securities, results of exploration, loss of title to properties, delays in obtaining permits or access to mineral properties, including as a result of adverse weather, fire or flood, changes to the Tax Act, rejection of expenditures as Qualifying Expenditures, and factors included in the documents filed from time to time with the Canadian securities regulatory authorities by Sokoman Minerals Corp. Sokoman Minerals Corp. will not update these forward-looking statements to reflect events or circumstances after the date hereof, except as required by law.

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