

Torr Metals Announces Closing of Oversubscribed \$5.34 Million Private Placement and Expands Inaugural Drill Program

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Vancouver, October 31, 2025 - [Torr Metals Inc.](#) (TSXV: TMET) ("Torr" or the "Company"), is pleased to announce that it has closed its previously announced non-brokered private placement (the "Offering"), raising gross proceeds of \$5,341,058 through the sale of:

- 6,439,706 flow-through units (the "FT Unit") at a price of \$0.17 per FT Unit. Each FT Unit consists of one (1) flow-through common share of the Company (a "FT Share") and one-half (1/2) of a common share purchase warrant (each whole warrant, a "FT Unit Warrant"). Each FT Unit Warrant entitles the holder to acquire one (1) additional non flow-through common share of the Company (a "Warrant Share") at a price of \$0.25 per share until October 30, 2027.
- 12,568,345 non flow-through units (the "Units") at a price of \$0.13 per Unit. Each Unit consists of one (1) non flow-through common share of the Company (a "Share") and one-half (1/2) of a common share purchase warrant (each whole warrant, a "Unit Warrant"). Each Unit Warrant entitles the holder to acquire one (1) additional Warrant Share at a price of \$0.21 per share until October 30, 2027.
- 12,559,729 charity flow-through units (the "Charity FT Units") at a price of \$0.208 per Charity FT Unit. Each Charity FT Unit consists of one (1) FT Share and one-half (1/2) of a common share purchase warrant (each whole warrant, a "Charity FT Unit Warrant"). Each Charity FT Unit Warrant entitles the holder to acquire one (1) Warrant Share at a price of \$0.21 per share until October 30, 2027.

(collectively, the FT Units, Units and the Charity FT Units are the "Offered Securities")

Malcolm Dorsey, President and CEO of Torr, commented, "This financing places Torr in a very strong position, with approximately 70% of the flow-through portion backed by committed long-term supporters through the charity component, with the remainder taken by substantial participation from key high-net-worth investors. These funds provide full financing for our comprehensive drill program of up to 9,000 metres at our highway-accessible 332 km² Kolos Copper-Gold Project in southern British Columbia. This includes an expansion of our inaugural drilling from 1,500 to 2,500 metres, currently underway at the high-potential Bertha Target, followed by a Phase II program of approximately 6,500 metres in Spring 2026; targeting either Bertha or one of our three additional undrilled porphyry systems, two of which are already drill permitted, with one further permit pending at the Sonic Zone. With 1,400 metres of drilling already completed in Fall 2025, we look forward to reporting assay results and sharing updates on our recently completed surface geochemical work at Sonic and Bertha South in the coming months."

All warrants issued in connection with this Offering will be subject to earlier expiry in the event that the closing price of the common shares of the Company exceeds \$0.35 for 10 consecutive trading days.

In connection with the sale of the Offered Securities, Torr paid a total of \$217,513 in cash to arm's length finders (each, a "Finder"). The Company also issued a total of 1,159,297 non-transferable share purchase warrants to eligible Finders, on the same terms as the Unit Warrants, all in accordance with the policies of the TSX Venture Exchange.

All securities issued are subject to a four-month and one day hold period expiring on March 1, 2026.

All FT Shares and Charity FT Unit Warrants issued in connection with the Offering qualify as a "flow-through share" within the meaning of the Income Tax Act (Canada) (the "Tax Act"). The Charity FT Units Offering was facilitated by PearTree Securities Inc. ("PearTree"). PearTree did not receive any fees or commissions

from the Company for its role in the Offering.

The gross proceeds from the issuance and sale of the FT Units and Charity FT Units will be used to incur eligible "Canadian exploration expenses" that qualify as "flow-through critical mineral mining expenditures", as such terms are defined in the Tax Act, and for subscribers who are qualifying individuals under the Income Tax Act (British Columbia) (the "BC Tax Act"), these expenditures will also qualify as "BC flow-through mining expenditures", as defined in section 4.721(1) of the BC Tax Act (collectively, the "Qualifying Expenditures"). These expenditures will be incurred on Torr's British Columbia assets, specifically its 100% owned 275 km² Kolos Copper-Gold Project and the adjacent 57 km² Bertha Property, which was optioned in March 2025 with the right to earn 100% ownership. The Qualifying Expenditures will be incurred on or before December 31, 2026, and will be renounced in favour of the subscribers with an effective date no later than December 31, 2025, in an aggregate amount not less than the total gross proceeds raised from the issuance of the FT Units and Charity FT Units. The net proceeds from the sale of the Units will be utilized for general working capital.

One insider of Torr participated in the Offering and such subscription is a related party transaction for the purposes of Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions ("MI 61-101"), but Torr is relying on exemptions from the formal valuation and minority shareholder approval requirements provided under sections 5.5(a) and 5.7(1)(a) of MI 61-101 on the basis that the fair market value of the subscription, insofar as it involves the insider of Torr, does not exceed 25% of the market capitalization of the Issuer, as determined in accordance with MI 61-101.

For additional information with regards to the Offering, please refer to Torr's news release dated September 25, 2025, and October 14, 2025, available for viewing on Torr's SEDAR+ profile (www.sedarplus.ca).

This news release does not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of any of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful, including any of the securities in the United States of America. The securities issuable pursuant to the Offering have not been, and will not be, registered under the U.S. Securities Act or any U.S. state securities laws, 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 any applicable exemption from the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws.

About Torr Metals

Torr Metals, headquartered in Edmonton, Alberta, is focused on unlocking new copper and gold discovery potential within proven, highly accessible mining districts across Canada, areas with both established infrastructure and a growing need for near-term feed. Torr's 100%-owned, district-scale assets are strategically located for cost-effective, year-round exploration and development. The 275 km² Kolos Copper-Gold Project and strategically optioned 57 km² Bertha Property, situated directly along Highway 5 in southern British Columbia's prolific Quesnel Terrane, lie just 30 km southeast of Canada's largest open-pit copper operation at the Highland Valley Copper Mine, and 40 km south of the city of Kamloops. In northern Ontario, the 261 km² Fillion Gold Project covers a virtually unexplored greenstone belt with high-grade orogenic gold potential. It sits just off the Trans-Canada Highway 11, approximately 42 km from Kapuskasing and 202 km by road from the Timmins mining camp, home to world-class operations like Hollinger, McIntyre, and Dome. To learn more, visit Torr Metals online or view company documents via SEDAR+ at www.sedarplus.ca.

On behalf of the Board of Directors
Torr Metals Inc.

"Malcolm Dorsey"

Malcolm Dorsey
President, CEO and Director

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This press release contains certain information that may constitute "forward-looking information" under applicable Canadian securities legislation. Generally, forward-looking information 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", or "be achieved". Forward-looking information in this news release includes, but is not limited to: structure and terms of the Offering, the anticipated closing date of the Offering, the intended use of proceeds of the Offering, and approval of the Offering by the TSX-V. Forward-looking information is necessarily based upon a number of assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors which may cause the actual results and future events to differ materially from those expressed or implied by such forward-looking information. Factors that could affect the outcome include, among others: future prices and the supply of metals, the future demand for metals, the results of drilling, inability to raise the money necessary to incur the expenditures required to retain and advance the Company's properties, environmental liabilities (known and unknown), general business, economic, competitive, political and social uncertainties, results of exploration programs, risks of the mining industry, delays in obtaining governmental approvals, and failure to obtain regulatory or shareholder approvals. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information. All forward-looking information contained in this press release is given as of the date hereof and is based upon the opinions and estimates of management and information available to management as at the date hereof. Other factors which could materially affect such forward-looking information are described in the risk factors in the Company's most recent annual management's discussion and analysis which is available on the Company's profile on SEDAR+ at www.sedarplus.ca. Torr disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by law.

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