

# StrikePoint Gold Inc. Announces Closing of LIFE Offering for Gross Proceeds of C\$3.1 Million

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[StrikePoint Gold Inc.](#) (TSXV: SKP) (OTCQB: STKXF) ("StrikePoint" or the "Company") is pleased to announce that it has closed its non-brokered private placement offered under the Listed Issuer Financing Exemption (the "LIFE Offering"). The Company issued 20,797,460 units (the "Units") of the Company at a price of CAD \$0.15 per Unit (the "Issue Price") for gross proceeds of \$3,119,619.

Each Unit consists of one Common Share (a "Common Share") and one Common Share purchase warrant (each a "Warrant") of the Company. Each Warrant entitles the holder to purchase one Common Share in the capital of the Company at an exercise price of CAD \$0.30 at any time on or before November 18, 2027.

The Units were sold pursuant to the listed issuer financing exemption under Part 5A of National Instrument 45-106 - Prospectus Exemptions (the "Listed Issuer Financing Exemption"). The securities offered under the LIFE Offering will not be subject to a hold period in accordance with applicable Canadian securities laws, provided that the Warrants issued under this LIFE Offering shall not be exercisable for a period of 60 days after the date of issue.

In connection with the LIFE Offering, the Company paid finder's fees in the total amount of C\$161,416.50 and issued 1,076,110 non-transferable warrants (the "Finder Warrants"). Each Finder Warrant entitles the holder thereof to purchase one common share in the capital of the Company at a price of C\$0.30 at any time on or before November 18, 2027, which will be subject to a statutory hold period expiring four months and one day from the date of closing.

The Company intends to use the net proceeds raised from the LIFE Offering for exploration activities at its two Nevada-based projects, the Hercules Gold Project and the Cuprite Gold Project as well as general working capital purposes. The LIFE Offering closing remains subject to several prescribed conditions, including, without limitation, approval of the TSX-V.

Insiders of the Company subscribed for a total of 199,460 Units for aggregate gross proceeds of \$29,919. The issuance of Units to insiders is considered a related party transaction subject to Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions. The Company intends to rely on exemptions from the formal valuation and minority shareholder approval requirements provided under sections 5.5(a) and 5.7(a) of Multilateral Instrument 61-101 on the basis that the participation in the LIFE Offering by the insiders will not exceed 25 per cent of the fair market value of the Company's market capitalization. No new insiders were created, nor any change of control occurred, as a result of the LIFE Offering closing.

This news release does not constitute an offer to sell or a solicitation of an offer to sell 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.

## About StrikePoint

Headed by CEO Michael G. Allen, StrikePoint is a multi-asset gold exploration company focused on building precious metals resources in the Western United States and in Canada.

StrikePoint is rapidly becoming one of its largest holders of mineral claims with approximately 145 square

kilometers of prospective geology under claim, encompassing two district scale projects, the Hercules Gold Project and the Cuprite Gold Project.

Mr. Allen has been working in the Walker Lane for the last 15 years, with multiple transactions completed in that timeframe including the acquisition of the Sterling Gold Project, located near Beatty, Nevada, and the sale of [Northern Empire Resources Corp.](#) to Coeur Mining, Inc. for approximately C\$120 million. The Sterling Gold Project is now part of [AngloGold Ashanti plc](#)'s Arthur Gold project.

The Management and Board of StrikePoint has strong expertise in exploration, finance and engineering.

ON BEHALF OF THE BOARD OF DIRECTORS OF STRIKEPOINT GOLD INC.

"Michael G. Allen"

Michael G. Allen  
President, Chief Executive Officer & Director

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#### Cautionary Statement on Forward-Looking Information

Certain statements made and information contained herein may constitute "forward-looking information" and "forward-looking statements" within the meaning of applicable Canadian and United States securities legislation. These statements and information are based on facts currently available to the Company and there is no assurance that actual results will meet management's expectations. Forward-looking statements and information may be identified by such terms as "anticipates", "believes", "targets", "estimates", "plans", "expects", "may", "will", "speculates", "could" or "would". These forward-looking statements or information relate to, among other things: the intended use of proceeds from the LIFE Offering; and the receipt of all necessary approvals for the completion of the LIFE Offering, including the approval of the TSX-V.

Such forward-looking information and statements are based on numerous assumptions, including among others, that the Company will receive all necessary approvals for the completion of the LIFE Offering, including the approval of the TSX-V. Although the assumptions made by the Company in providing forward-looking information or making forward-looking statements are considered reasonable by management at the time, there can be no assurance that such assumptions will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements.

All of the forward-looking statements made in this document are qualified by these cautionary statements. Important factors that could cause actual results to differ materially from the Company's plans or expectations include risks relating to market conditions, metal prices, and risks relating to the Company not receiving all necessary approvals for the completion of the LIFE Offering, including the approval of the TSX-V. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated, forecast or intended and readers are cautioned that the foregoing list is not exhaustive of all factors and assumptions which may have been used. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking information. Accordingly, there can be no assurance that forward-looking information will prove to be accurate and forward-looking information is not a guarantee of future performance. Readers are advised not to place undue reliance on forward-looking information. The forward-looking information contained herein speaks only as of the date of this document. The Company disclaims any intention or obligation to update or revise forward-looking information or to explain any material difference between such and subsequent actual events, except as required by applicable law.

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.

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