

# Sterling Metals Announces Closing of Private Placement to Accelerate Advancement of the Soo Copper Project

26.11.2025 | [ACCESS Newswire](#)

TORONTO, November 26, 2025 - [Sterling Metals Corp.](#) (TSXV:SAG)(OTCQB:SAGGF) ("Sterling" or the "Company") is pleased to announce that, further to its press releases of November 5, 2025 and November 10, 2025, the Company has closed its non-brokered private placement through the issuance of 5,244,517 units (each, a "Unit") at a price of \$1.50 per Unit and 2,666,662 charity flow-through units (each, a "Charity FT Unit") at a price \$2.30 per Charity FT Unit for aggregate gross proceeds of \$14,000,098.10 (the "Offering").

Mathew Wilson, CEO and Director of Sterling, commented, "On behalf of Sterling, I would like to thank all participants for their support in this financing. The quality of new shareholders who have joined our register is a testament to both the quality of the project and the team charged with advancing it. With approximately \$15 million in the treasury, we are in a strong position to rapidly advance the Soo Copper Project. The \$6.2 million raised through charity flow-through represents the minimum we anticipate spending on the project next year, the majority of which will be directed toward drilling.

We continue to benefit from first-in-class cost advantages due to exceptional access and infrastructure which has allowed us to rapidly advance this project. This year's summer-fall program, which was significantly expanded following the discovery, included 29 holes totaling approximately 11,000 metres which brings our total drilling for the year to over 13,000 metres. All holes are currently in the lab or being prepped, and we expect to begin receiving and releasing assays in the coming weeks. We anticipate a short break in drilling until early February while we incorporate this incoming data and develop a winter program. We are eager to see the results of this program and begin piecing together what we believe is one of the most significant new copper discoveries in Canada."

Each Unit shall be comprised of one common share (each, a "Common Share") in the capital of the Company and one-half of one Common Share purchase warrant (each whole warrant, a "Warrant") of the Company. Each Warrant shall entitle the holder thereof to acquire one Common Share at a price of \$3.00 per Common Share for a period of two (2) years from the closing of the Offering. Each Charity FT Unit shall be comprised of one Common Share issued on a flow-through basis (each, a "Charity FT Share") and one-half of one Warrant, having the same terms as the Warrants comprising the Units.

In connection with the closing of the Offering, the Company paid certain eligible persons a cash commission in the amount of \$58,199.88.

The Offering constituted a related party transaction within the meaning of TSX Venture Exchange Policy 5.9 and Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions ("MI 61-101") as insiders of the Company subscribed for an aggregate of 186,667 Units pursuant to the Offering. The Company is relying on the exemptions from the valuation and minority shareholder approval requirements of MI 61-101 contained in sections 5.5(b) and 5.7(1)(a) of MI 61-101, as the Company is not listed on a specified market and the fair market value of the participation in the Offering by insiders does not exceed 25% of the market capitalization of the Company in accordance with MI 61-101. The Company did not file a material change report in respect of the related party transaction at least 21 days before the closing of the Offering, which the Company deems reasonable in the circumstances in order to complete the Offering in an expeditious manner.

All securities issued pursuant to the Offering will be subject to a hold period of four months plus a day from the date of issuance and the resale rules of applicable securities legislation. The net proceeds from the sale of the Units will be used for general working capital purposes. The gross proceeds from the sale of the Charity FT Units will be used by the Company to incur eligible "Canadian exploration expenses" that will

qualify as "flow-through critical mineral mining expenditures" as such terms are defined in the Income Tax Act (Canada). The closing of the Offering is subject to certain conditions including, but not limited to, the receipt of all necessary regulatory and other approvals, including the approval of the TSX Venture Exchange.

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 Sterling Metals

Sterling Metals is a mineral exploration company focused on large scale and high-grade Canadian exploration opportunities. The Company is advancing the 25,000-hectare Soo Copper Project in Ontario which has past production, and multiple breccia and porphyry targets strategically located near robust infrastructure and the 29,000-hectare Adeline Project in Labrador which covers an entire sediment-hosted copper belt with significant silver credits. Both opportunities have demonstrated potential for important new copper discoveries, underscoring Sterling's commitment to pioneering exploration in mineral rich Canada.

Sterling Metals acknowledges that its exploration activities within the Soo Copper project are conducted on the traditional lands of the Batchewana, Garden River, and Michipicoten First Nations of the North Shore of Lake Superior. We recognize and respect the longstanding and diverse relationships Indigenous Peoples have with the land and are committed to engaging in a manner that is respectful, transparent, and inclusive.

For more information, please contact:

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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.

This news release contains certain "forward-looking information" within the meaning of applicable securities laws. Forward looking information is frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate", "may", "will", "would", "potential", "proposed" and other similar words, or statements that certain events or conditions "may" or "will" occur. These statements are only predictions. Forward-looking information is based on the opinions and estimates of management at the date the information is provided, and is subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking information. For a description of the risks and uncertainties facing the Company and its business and affairs, readers should refer to the Company's Management's Discussion and Analysis. The Company undertakes no obligation to update forward-looking information if circumstances or management's estimates or opinions should change, unless required by law. The reader is cautioned not to place undue reliance on forward-looking information.

SOURCE: Sterling Metals Corp.

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Die URL für diesen Artikel lautet:

<https://www.rohstoff-welt.de/news/713585--Sterling-Metals-Announces-Closing-of-Private-Placement-to-Accelerate-Advancement-of-the-Soo-Copper-Project.h>

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