

# Canadian GoldCamps Corp. Closes Second Tranche of Private Placement

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[Canadian GoldCamps Corp.](#) (CSE: CAMP) (FSE: A68) (the "Company") is pleased to announce that it has closed the second and final tranche (the "Second Tranche") of its previously announced non-brokered private placement financing.

Pursuant to the Second Tranche, the Company issued 4,450,000 common shares of the Company (each, a "Share") at a price of \$0.10 per Share for gross proceeds of \$445,000 (the "Offering").

Together with the first tranche, which closed on December 31, 2025, the Company has raised aggregate gross proceeds of \$1,000,000. A portion of the proceeds has been used to make the initial \$100,000 cash payment to [Stelmine Canada Ltd.](#) in connection with the proposed option agreement, with the remaining proceeds to be used for general working capital purposes.

The Offering remains subject to the receipt of all required regulatory approvals, including acceptance of the Canadian Securities Exchange. All securities issued in connection with the Offering are subject to a hold period of four months and one day from the date of issuance, in accordance with applicable Canadian securities laws.

## MI 61-101 Disclosure

One officer of the Company participated in the Second Tranche of the Offering and subscribed for an aggregate of 50,000 Shares. Such participation constitutes a "related party transaction" within the meaning of Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions ("MI 61-101"). The Company relied on the exemptions from the formal valuation and minority shareholder approval requirements of MI 61-101 set out in sections 5.5(a) and 5.7(1)(a) of MI 61-101, on the basis that neither the fair market value of the securities issued to, nor the consideration paid by, the related party exceeded 25% of the Company's market capitalization, as determined in accordance with MI 61-101.

In connection with the Second Tranche, the Company paid finder's fees to eligible finders consisting of a cash fee of \$17,400 and the issuance of 174,000 finder's warrants (the "Finder's Warrants"). Each non-transferable Finder's Warrant entitles the holder to acquire one Share at an exercise price of \$0.12 per Share for a period of 24 months from the date of issuance.

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

ON BEHALF OF THE BOARD OF DIRECTORS

George Yordanov

George Yordanov, P.Geo.

President and CEO

Telephone: 604-687-2038

## About Canadian GoldCamps Corp.

Canadian GoldCamps Corp. is a project generator, explorer and developer focused on gold opportunities in Canada. The Company's strategy is to acquire and advance high-quality assets and progress them through disciplined, technically driven exploration.

The Canadian Securities Exchange (CSE) has not reviewed and does not accept responsibility for the adequacy or the accuracy of the contents of this release.

## Forward-Looking Statements

This news release contains certain "forward-looking statements" within the meaning of applicable Canadian securities legislation. Forward-looking statements include, but are not limited to, statements regarding: the receipt of all required regulatory approvals, including acceptance of the Canadian Securities Exchange; the Company's intended use of proceeds from the Offering, including the funding of payments in connection with the proposed option agreement with Stelmine; the completion and timing of the proposed option agreement with Stelmine, the earning of any interest in the Courcy and Mercator projects, and the satisfaction of conditions thereto; and the application, administration and timing of any escrow or contractual lock-up arrangements applicable to securities issued in connection with the transactions described herein.

Forward-looking statements are based on management's current expectations and assumptions, including, without limitation, that regulatory approvals will be obtained in a timely manner and that the Company will be able to deploy the proceeds of the Offering and complete the transactions contemplated by the proposed option agreement on the terms and within the timeframes currently expected. Forward-looking statements are subject to known and unknown risks and uncertainties that may cause actual results to differ materially, including risks related to market conditions, the availability of financing, the risk that required approvals (including CSE acceptance) are not obtained on a timely basis or at all, the risk that the Company does not earn any interest in the Courcy and Mercator projects, and the risk that the proposed option agreement with Stelmine and related transactions may not be completed as anticipated or at all.

Readers are cautioned not to place undue reliance on forward-looking statements. The Company undertakes no obligation to update or revise any forward-looking statements, except as required by applicable law.

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