

VR Resources Ltd. Announces Closing of Oversubscribed \$3.15M Brokered Private Placement Led by Centurion One Capital

21.01.2026 | [GlobeNewswire](#)

[VR Resources Ltd.](#) ("VR" or the "Company", TSXV: VRR) is pleased to announce the successful closing of its previously announced upsized private placement (the "Offering") of units of the Company (the "Units"). A total of 19,687,500 Units, including pursuant to an exercise of the over-allotment option, were sold under the Offering at a price of \$0.16 per Unit (the "Issue Price") for aggregate gross proceeds of \$3,150,000.

The Offering was led by Centurion One Capital Corp. as lead agent and sole bookrunner (the "Lead Agent"). Gowling WLG (Canada) LLP acted as counsel to the Company, and Cozen O'Connor LLP acted as counsel to the Lead Agent in connection with the Offering.

Dr. Michael Gunning, Chief Executive Officer of the Company commented: "We are delighted to successfully close this oversubscribed financing, thankful for the hard work by Centurion as Lead, and appreciative of their role as an anchor investor and core shareholder going forward. This capital enables VR to advance exploration planning at the New Boston tungsten-moly-copper-silver porphyry project, Bonita copper-gold porphyry project and Amsel epithermal gold-silver project all in Nevada with a focus on unlocking value for shareholders."

Each Unit consists of one common share of the Company (each a "Common Share") and one Common Share purchase warrant (each, a "Warrant"). Each Warrant entitles the holder thereof to purchase one Common Share (a "Warrant Share") at a price of \$0.20 (the "Exercise Price") for a period of 36 months from the date of closing of the Offering (the "Closing Date").

In connection with the Offering, on January 19, 2026, the Company completed a consolidation of its issued and outstanding Common Shares on the basis of ten (10) pre-consolidation common shares for one (1) post-consolidation common share (the "Consolidation"). As such, the Issue Price, Exercise Price and securities issuable pursuant the Offering reflect the implementation of the Consolidation.

The net proceeds of the Offering will be used for exploration planning at the Company's New Boston tungsten-moly-copper-silver porphyry project, Bonita copper-gold porphyry project and Amsel epithermal gold-silver project all in Nevada, marketing, and general working capital purposes. Near-term exploration plans in Nevada include:

- Submission of drill permit for New Boston property, focused on W-Mo-Cu-Ag target at Jeep Mine;
- Scoping for drill contract and program at New Boston property; and
- Execution of contract for completion of 3D-array DCIP geophysical survey at Bonita project, focused on copper-gold porphyry stock target at Copper Queen.

In connection with the Offering, the Company paid a cash commission of \$241,760, issued 1,605,437 Units as a corporate finance fee (the "Corporate Finance Fee Units") and issued to the Agent and other brokers 1,511,000 non-transferable broker warrants (the "Broker Warrants"). Each Broker Warrant entitles the holder to acquire a Unit at the Issue Price for a period of 36 months from the Closing Date (such Units to be on identical terms as the Units issued pursuant to the Offering). Each Corporate Finance Fee Unit is comprised of one Common Share and one non-transferable Warrant entitling the holder to thereof to one Warrant Share at the Exercise Price for a period of 36 months from the Closing Date.

The Units issued under the Offering were offered by way of brokered private placement in each of the provinces of British Columbia, Alberta, and Québec, and Ontario and in jurisdictions outside of Canada and the United States mutually agreed by the Company and the Agent provided it was understood that no prospectus filing, registration or comparable obligation arose in such other jurisdiction. 800,000 Units were

issued the United States on a non-brokered basis pursuant to an exemption from the registration requirements of the United States Securities Act of 1933, as amended (the "U.S. Securities Act"). The Common Shares and Warrants issued pursuant to the Offering, and any Common Shares issued upon the exercise of Warrants, are subject to a hold period of four months plus one day from the Closing Date.

VR has entered into an agreement with ARES Capital Markets Group, LLC. ("ARES"), effective January 20, 2026 for a two-month term at the rate of USD\$90,000 per month (the "Agreement"). ARES is a US-based investor relations and corporate communications firm helping public companies communicate their story clearly to investors, analysts, and the financial media and will provide market support services (the "Services") to the Company in accordance with Policy 3.4 of the TSX Venture Exchange. The Services will include providing assistance with shareholder communications and market awareness initiatives. Ares will assist the Company in coordinating a series of announcements over the coming months, including updates related to corporate developments, investment opportunities and issuer growth. ARES and the Company are unrelated and unaffiliated entities. ARES does not have any interest, directly or indirectly in the Company or its securities or any right or intent to acquire such an interest.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities have not been and will not be registered under 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.

ON BEHALF OF THE BOARD OF DIRECTORS

Dr. Michael H. Gunning
CEO

For general information please use the following:

Website: www.vrr.ca

Email: info@vrr.ca

Phone: 778-731-9292

ABOUT VR RESOURCES LTD.

VR is an established junior exploration company based in Vancouver. VR evaluates, explores and advances opportunities in copper, gold and critical metals in Nevada, USA, and Ontario, Canada. VR applies modern exploration technologies, in-house experience, and expertise in greenfields exploration to large-footprint systems in underexplored areas/districts. The foundation of VR is the proven track record of its Board in early-stage exploration, discovery and M&A. VR owns its projects outright and evaluates new opportunities on an ongoing basis, whether by staking or acquisition.

ABOUT CENTURION ONE CAPITAL

Centurion One Capital's mission is to ignite the world's most visionary entrepreneurs to conquer the greatest challenges of tomorrow, fueling their ambitions with transformative capital, unparalleled expertise, and a global network of influential connections. Every interaction is guided by our core values of respect, integrity, commitment, excellence in execution, and uncompromising performance. We make principal investments, drawing on the time-honored principles of merchant banking, where aligned incentives forge enduring partnerships. Centurion One Capital: A superior approach to investment banking.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS:

This news release contains statements that constitute "forward-looking statements". Such forward looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance or achievements, or developments in the industry to differ materially from the anticipated results, performance or achievements expressed or implied by such forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always,

identified by the words "expects," "plans," "anticipates," "believes," "intends," "estimates," "projects," "potential" and similar expressions, or that events or conditions "will," "would," "may," "could" or "should" occur. Forward-looking statements in this document include statements concerning the use of proceeds from the Offering, the advancement of exploration planning at the Company's projects, unlocking value for shareholders and all other statements that are not statements of historical fact.

Although the Company believes the forward-looking information contained in this news release is reasonable based on information available on the date hereof, by their nature, forward-looking statements involve assumptions, known and unknown risks, uncertainties and other factors which may cause our actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Examples of such assumptions, risks and uncertainties include, without limitation, assumptions, risks and uncertainties associated with: general economic conditions; adverse industry events; future legislative and regulatory developments in the mining sector; the Company's ability to access sufficient capital from internal and external sources, and/or inability to access sufficient capital on favorable terms; mining industry and markets in Canada; the ability of the Company to implement its business strategies; competition; and other assumptions, risks and uncertainties.

The forward-looking information contained in this news release represents the expectations of the Company as of the date of this news release and, accordingly, is subject to change after such date. Readers should not place undue importance on forward-looking information and should not rely upon this information as of any other date. While the company may elect to, it does not undertake to update this information at any particular time except as required in accordance with applicable laws.

Trading in the securities of the Company should be considered highly speculative. All of the Company's public disclosure filings may be accessed via www.sedarplus.ca and readers are urged to review them.

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

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<https://www.rohstoff-welt.de/news/719291--VR-Resources-Ltd.-Announces-Closing-of-Oversubscribed-3.15M-Brokered-Private-Placement-Led-by-Centurion-C>

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