

Graphite One Announces Final Terms of Previously Announced Marketed Equity Offering

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VANCOUVER, Feb. 10, 2026 - [Graphite One Inc.](#) (TSX?V: GPH; OTCQX: GPHOF) ("Graphite One", "G1" or the "Company") is pleased to announce final terms of its best-efforts public offering of 17,142,000 units (a "Unit") at a price of C\$1.75 per Unit (the "Issue Price") for gross proceeds of C\$30 million (the "Offering"). Each Unit consists of one common share and one common share purchase warrant (a "Warrant") of the Company. The Company previously entered into an agreement with a syndicate of agents led by BMO Capital Markets (the "Agents") in connection with the Offering.

Each Warrant will entitle the holder to acquire one common share from the Company at a price of C\$2.25 per share for a period of 36 months following the Closing Date (as defined below).

The Company has granted the Agents an option to increase the size of the Offering by up to an additional number of Units, and/or the components thereof, that in the aggregate would be equal to C\$5 million (2,860,000 Units) (the "Additional Units"), to cover over-allotments, if any, and for market stabilization purposes, exercisable at any time and from time to time up to 30 days following the closing of the Offering.

The Company intends to use the net proceeds of the Offering for AAM plant related expenditures including the design and engineering, permitting and equipment purchases, and for general working capital purposes.

The Offering is expected to close February 18, 2026 ("Closing Date") and is subject to Graphite One receiving all necessary regulatory approvals, including the approval of the TSX Venture Exchange.

The Units will be offered by way of a prospectus supplement to the Company's existing base shelf prospectus filed on January 20, 2026 in all of the provinces and territories of Canada, except Quebec, and may also be offered by way of private placement in the United States.

The securities offered have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any State in which such offer, solicitation or sale would be unlawful.

About Graphite One Inc.

GRAPHITE ONE INC. continues to develop its Graphite One Project (the "Project"), with the goal of becoming an American producer of high grade anode materials that is integrated with a domestic graphite resource. The Project is proposed as a vertically integrated enterprise to mine and process natural graphite and to manufacture artificial and natural graphite anode active materials primarily for the lithium-ion electric vehicle battery and energy storage markets.

On Behalf of the Board of Directors

"Anthony Huston" (signed)

For more information on Graphite One Inc., please visit the Company's website, www.GraphiteOneInc.com

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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 press release shall not constitute an offer to sell or the solicitation of an offer to buy securities in the United States, nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful. The securities being offered have not been, nor will they be, registered under the 1933 Act or under any U.S. state securities laws, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the 1933 Act, as amended, and applicable state securities laws.

All statements in this release, other than statements of historical facts, including, but not limited to, statements regarding the total proceeds of the Offering, the expected use of proceeds of the Offering, the closing of the Offering and timing thereof, the receipt of all necessary regulatory approvals and any events or developments that the Company intends, expects, plans, or proposes are forward-looking statements. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "proposes", "expects", "is expected", "scheduled", "estimates", "projects", "plans", "is planning", "intends", "assumes", "believes", "indicates", "to be" or variations of such words and phrases that state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". The Company cautions that there is no certainty of the anticipated timeline of the Offering, that the Company will raise the anticipated amount of gross proceeds of the Offering, that the Company will use the proceeds of the Offering as anticipated or that the Offering will close. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continuity of mineralization, uncertainties related to the ability to obtain necessary permits, licenses and title and delays due to third party opposition, changes in government policies regarding mining and natural resource exploration and exploitation, and continued availability of capital and financing, and general economic, market or business conditions. Readers are cautioned not to place undue reliance on this forward-looking information, which is given as of the date it is expressed in this press release, and the Company undertakes no obligation to update publicly or revise any forward-looking information, except as required by applicable securities laws. For more information on the Company, investors should review the Company's continuous disclosure filings that are available at www.sedarplus.ca.

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