

Arianne Phosphate Extends Its Credit Facilities

12.03.2026 | [CNW](#)

[Arianne Phosphate](#) (the "Company" or "Arianne") (TSXV: DAN) (OTCQB: DRRSF) (FRANKFURT: JE9N), a development-stage phosphate mining company, advancing the Lac à Paul project in Quebec's Saguenay-Lac-Saint-Jean region, is pleased to announce that it has entered into an agreement as at the date hereof (the "2026 Letter Agreement") with its senior secured lender Mercury Financing Corp. ("Mercury" or the "Lender") to extend until September 30, 2027 its three existing credit facilities respectively dated August 21, 2012, July 29, 2013 and October 20, 2015, as subsequently amended. The extended secured credit facilities are in the aggregate amount of \$26,328,001 (the "Loan") and were set to expire on March 31, 2026. The aggregate amount of the Loan includes an aggregate amount of \$1,850,873 in accrued interest payable in common shares of the Company as detailed below. These credit facilities will continue to bear interest at an annual rate of 8%, with all interest capitalized through maturity. The extension is subject to the parties executing definitive agreements in connection with the transactions contemplated under the 2026 Letter Agreement by no later than March 31, 2026 (the "Closing Date").

"Mercury's willingness to extend Arianne's credit facility should be taken as a very positive sign by investors," said Marco Gagnon, Executive Chairman of Arianne. "In particular, the fact that many of the terms of the facility are tied to the performance of the Company's equity by way of common shares and warrants, allows for the alignment of interests by all parties involved. It also validates the importance of recent corporate events over the last few months including the extension of Arianne's permit and production of a very high purity phosphate concentrate, allowing us to target specialty applications like the LFP battery."

Highlights of the Agreement with Mercury

- The Company has agreed to pay the accrued interest on the Loan from April 1, 2025 up to the 2026 Letter Agreement in common shares at a price of \$0.26, for a total of 7,118,742 common shares in full and final payment of such accrued interest. The Company has also agreed to pay the accrued interest on the Loan from the 2026 Letter Agreement to the Closing Date in common shares at a price per share equal to the closing market price of the common shares on the TSX Venture Exchange ("TSX-V") on the date immediately prior to the Closing Date (collectively, the "Interest Payment Shares");
- The Company will issue 10 million common shares (the "2026 Shares") to the Lender on the Closing Date. The Lender has agreed to the following voluntary hold periods: 5 million 2026 Shares subject to a voluntary hold period of 6 months from the Closing Date and 5 million 2026 Shares subject to a voluntary hold period of 9 months from the Closing Date (collectively, the "Voluntary Hold Period"). In the event the Company completes an equity financing following the Closing Date, the Voluntary Hold Period shall be reduced to the lesser of (a) the period of time remaining under the Voluntary Hold Period and (b) the regulatory hold period, if any, applicable to the securities issued by the Company under such equity financing. Furthermore, the Voluntary Hold Period shall automatically terminate in the event of a merger, amalgamation, acquisition, disposition, arrangement or other business combination transaction involving Arianne (a "Business Combination Transaction").
- The Company will issue 25 million non-transferable warrants (the "2026 Warrants") entitling the Lender to acquire the same number of common shares at a price of \$0.28 per share until September 30, 2027, subject the requirements under the policies of the TSX-V in the event of a total or partial voluntary repayment of the Loan by Arianne within the first year following the Closing Date. Furthermore, the Lender shall not be entitled to exercise such aggregate number of 2026 Warrants which would result in the Lender holding, following such exercise, on a partially diluted basis, more than 19.9% of the issued and outstanding common shares of the Company. The Lender shall nevertheless be entitled to exercise the 2026 Warrants without the limitations of these warrant exercise restrictions applying in the event of a Business Combination Transaction. In the event of a transaction of the Company resulting in the creation of a new Control Person (as defined in the policies of the TSX-V) and requiring the Company to obtain disinterested shareholder approval in connection with such transaction, the Company shall also request the approval of its disinterested shareholders in order to remove the warrant exercise restrictions from said 2026 Warrants, thereby entitling the Lender to become a Control Person of the Company;

- For as long as the Loan remains outstanding, the Lender shall have the right to designate a nominee for appointment to the board of directors of the Company and such nominee shall be appointed as a member of the Human Resources and Corporate Governance Committee;
- Arianne agrees to pay to the Lender an additional production fee of \$0.25 per metric ton of phosphate concentrate sales for the life of the project, including any non-arm's-length sales or in connection with any non-arm's-length transformation of such phosphate concentrate, which can be repurchased at any time for a lump sum payment of \$2.25 million. Should Arianne fail to reimburse the Loan in full on or before March 31, 2027, the Company agrees to pay to the Lender an additional production fee of \$0.25 per metric ton of phosphate concentrate sales, including any non-arm's-length sales or in connection with any non-arm's-length transformation of such phosphate concentrate, which additional production fee can be repurchased at any time for a lump sum payment of \$2.25 million.

The credit facility extension and other transactions contemplated under the 2026 Letter Agreement remain subject to TSX-V approval. Furthermore, the Interest Payment Shares, the 2026 Shares and the 2026 Warrants will be subject to a regulatory hold period of four months and one day from their date of issuance.

About Arianne Phosphate:

Arianne Phosphate ("[Arianne Phosphate Inc.](http://www.arianne-inc.com)") (www.arianne-inc.com) is developing the Lac à Paul phosphate deposits located approximately 200 km north of the Saguenay/Lac St. Jean area of Quebec, Canada. These deposits will produce a high-quality igneous apatite concentrate grading 39% P₂O₅ with little or no contaminants (Feasibility Study released in 2013). The Company has 213,714,811 shares outstanding.

Qualified Person

Raphael Gaudreault, eng., Qualified Person by Regulation 43-101, has approved the technical information in this release. Mr. Gaudreault is also the Company's Chief Operating Officer.

Neither 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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Cautionary Statements Regarding Forward Looking Information

This news release contains "forward-looking statements" and "forward-looking information" within the meaning of applicable securities regulations in Canada and the United States (collectively, "forward-looking information"). Forward-looking information includes, but is not limited to, the Company's ability to execute the definitive agreements in connection with the credit facility extension and to complete the other transactions under the 2026 Letter Agreement by March 31, 2026, anticipated quality and production of the apatite concentrate at the Lac à Paul project. Often, but not always, forward-looking information can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes", or the negatives thereof or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might", or "will" be taken, occur or be achieved.

Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking information, including but not limited to: unforeseen delays in the execution of the definitive agreements in connection with the credit facility extension or in obtaining regulatory approval; inability to complete the credit facilities extension by the Closing Date; volatile stock price; risks related to changes in commodity prices; sources and cost of power facilities; the estimation of initial and sustaining capital requirements; the estimation of labour and operating

costs; the general global markets and economic conditions; the risk associated with exploration, development and operations of mineral deposits; the estimation of mineral reserves and resources; the risks associated with uninsurable risks arising during the course of exploration, development and production; risks associated with currency fluctuations; environmental risks; competition faced in securing experienced personnel; access to adequate infrastructure to support mining, processing, development and exploration activities; the risks associated with changes in the mining regulatory regime governing the Company; completion of the environmental assessment process; risks related to regulatory and permitting delays; risks related to potential conflicts of interest; the reliance on key personnel; financing, capitalization and liquidity risks including the risk that the financing necessary to fund continued exploration and development activities at Lac à Paul project may not be available on satisfactory terms, or at all; the risk of potential dilution through the issue of common shares; the risk of litigation.

Forward-looking information is based on assumptions management believes to be reasonable at the time such statements are made, including but not limited to, the material terms of the credit facility extension having been agreed to by the parties, continued exploration activities, no material adverse change in commodity prices, exploration and development plans proceeding in accordance with plans and such plans achieving their stated expected outcomes, receipt of required regulatory approval, and such other assumptions and factors as set out herein. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in the forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such forward-looking information. Accordingly, readers should not place undue reliance on forward-looking information. Forward-looking information is made as of the date of this press release, and the Company does not undertake to update such forward-looking information except in accordance with applicable securities laws.

SOURCE Arianne Phosphate Inc.

Contact Information:

Technical, Raphael Gaudreault, Chief Operating Officer, Tel.: 418-590-1318, raphael.gaudreault@arianne-inc.com; Info, Brian Ostroff, Head of Strategic & Business Initiatives, Tel.: 514-928-9952, brian.ostroff@arianne-inc.com

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Die URL für diesen Artikel lautet:

<https://www.rohstoff-welt.de/news/725698--Arianne-Phosphate-Extends-Its-Credit-Facilities.html>

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