

# Aurion Obtains Interim Order For Plan Of Arrangement And Provides Details Of Special Meeting

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[Aurion Resources Ltd.](#) (TSXV: AU) (OTCQX: AIRRF) ("Aurion") announces that, further to its news release disseminated on April 20, 2026 (the "Prior Release"), it has obtained an interim order (the "Interim Order") of the Supreme Court of British Columbia in connection with the proposed arrangement (the "Arrangement") involving Aurion and [Agnico Eagle Mines Ltd.](#) ("Agnico") to be implemented pursuant to a statutory plan of arrangement under the Business Corporations Act (British Columbia).

The Interim Order provides for the holding of a special meeting (the "Special Meeting") of the holders (the "Shareholders") of common shares of Aurion (the "Aurion Shares") and holders (the "Warrantheolders") of warrants of Aurion (the "Aurion Warrants") to consider and vote on a special resolution approving the Arrangement (the "Arrangement Resolution"). The Special Meeting will be held in a virtual-only format on Friday, June 5, 2026 at 12:30 p.m. (Toronto time) via live audio webcast online at <https://meetnow.global/MXR56MR>. The board of directors of Aurion (the "Board") has fixed the close of business on May 6, 2026 as the record date for determining Shareholders and Warrantheolders entitled to receive notice of and vote at the Special Meeting.

## Meeting Materials

In connection with the Special Meeting, Aurion will be mailing a notice of meeting, a management information circular (the "Circular"), forms of proxy, letters of transmittal and related meeting materials (collectively, the "Meeting Materials") to Shareholders and Warrantheolders. Shareholders and Warrantheolders are urged to carefully review all Meeting Materials as they contain important information concerning the Arrangement and the rights and entitlements of the Shareholders and Warrantheolders in relation thereto. The Meeting Materials will also be available on SEDAR+ under Aurion's issuer profile at [www.sedarplus.ca](http://www.sedarplus.ca) and on Aurion's website at [www.aurionresources.com](http://www.aurionresources.com).

## Final Order and Completion Date

The terms of the Arrangement are summarized in the Prior Release and full details of the Arrangement will be set out in the Circular. The application for the final order of the Court (the "Final Order") approving the Arrangement is currently expected to take place on or about June 10, 2026. Subject to receipt of the Final Order, the required approvals from the Shareholders and Warrantheolders at the Special Meeting, the final approval from the TSX Venture Exchange ("TSXV") and the satisfaction or waiver of certain other conditions to closing of the Arrangement as set out in the arrangement agreement dated April 17, 2026 between Aurion and Agnico (the "Arrangement Agreement"), the Arrangement is anticipated to be completed in the third quarter of 2026.

## Voting Requirements

In order to become effective, the Arrangement Resolution must be approved by an affirmative vote of at least: (i) two-thirds ( $\frac{2}{3}$ ) of the votes cast on the Arrangement Resolution by Shareholders, voting as a single class with one vote for each Aurion Share held; (ii) at least two-thirds ( $\frac{2}{3}$ ) of the votes cast on the Arrangement Resolution by Shareholders and Warrantheolders, voting as a single class with one vote for each Aurion Share and Aurion Warrant held; and (iii) a simple majority of the votes cast on the Arrangement Resolution by the Shareholders, excluding any votes cast in respect of any Aurion Shares by any person required to be excluded in accordance with Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions, as will be further described in the Circular.

To be valid, proxies must be received by Computershare Trust Company of Canada no later than 12:30 p.m. (Toronto time) on Wednesday, June 3, 2026. Non-registered Shareholders that hold Aurion Shares through a broker, bank, custodian or other intermediary should carefully follow the instructions provided by their intermediary to ensure that their Aurion Shares are voted at the Special Meeting in accordance with their voting instructions. A non-registered Shareholder's voting instructions must be received in sufficient time to allow them to be forwarded by the non-registered Shareholder's intermediary to Computershare before 12:30 p.m. (Toronto time) on Wednesday, June 3, 2026.

The Board (with an interested director having recused himself due to his interest in the Arrangement) has unanimously determined that the Arrangement is fair and reasonable to the Shareholders and Warrantheolders and in the best interests of Aurion. The Board recommends that the Shareholders and Warrantheolders vote FOR the Arrangement Resolution.

#### Shareholder Questions and Assistance

If you have any questions or require more information with regard to the procedures for voting or completing your transmittal documentation, please contact Aurion's proxy solicitation agent and securityholder communications advisor, Laurel Hill Advisory Group, by calling toll free in North America at 1-877-452-7184, or outside of North America or by text message at 416-304-0211, or by email at [assistance@laurelhill.com](mailto:assistance@laurelhill.com).

#### About Aurion

Aurion is a Canadian exploration company listed on the TSXV and the OTCQX Best Market. Aurion's strategy is to generate or acquire early-stage precious metals exploration opportunities and advance them through direct exploration by our experienced team or by business partnerships and joint venture arrangements. Aurion's current focus is exploring on its Risti project, as well as advancing its joint venture properties with B2Gold Corp., [Kinross Gold Corp.](#) and KoBold Metals Company in Finland.

On behalf of Aurion Resources Ltd.

Matti Talikka, Chief Executive Officer, Director

Website: [www.aurionresources.com](http://www.aurionresources.com)

#### Cautionary Statement Regarding Forward-Looking Statements

Certain of the statements and information in this news release constitute "forward-looking statements" within the meaning of the United States Private Securities Litigation Reform Act of 1995 and "forward-looking information" within the meaning of applicable Canadian provincial securities laws. Forward-looking statements and information can be identified by statements that certain actions, events or results "could", "may", "should", "will" or "would" be taken, occur or achieved. All statements, other than statements of historical fact, are forward-looking statements or information. Forward-looking statements or information in this news release relate to, among other things: the timing for mailing of the Meeting Materials; anticipated timing of Aurion's application for the Final Order; receipt of the Final Order; receipt of Shareholder and Warrantheolder approval in respect of the Arrangement Resolution; receipt of TSXV approval and the satisfaction or waiver of certain other conditions to closing of the Arrangement as set out in the Arrangement Agreement; and the anticipated timing of the closing of the Arrangement.

The forward-looking statements and information contained in this news release reflect Aurion's current views with respect to future events and are necessarily based upon a number of assumptions that, while considered reasonable by Aurion, are inherently subject to significant operational, business, economic and regulatory uncertainties and contingencies.

Aurion cautions the reader that forward-looking statements and information involve known and unknown risks, uncertainties and other factors that may cause actual results and developments to differ materially from those expressed or implied by such forward-looking statements or information contained in this news release

and Aurion has made assumptions and estimates based on or related to many of these factors. In addition, in connection with the forward-looking statements contained in this press release, Aurion has made certain assumptions, including the ability of the parties to receive, in a timely manner and on satisfactory terms, the necessary regulatory, court and shareholder approvals; the ability of the parties to satisfy, in a timely manner, the other conditions for the completion of the Arrangement, and other expectations and assumptions concerning the proposed Arrangement. The anticipated dates indicated may change for a number of reasons, including the necessary regulatory, shareholder and court approvals, the necessity to extend the time limits for satisfying the other conditions for the completion of the proposed Arrangement or the ability of the Board to consider and approve, subject to compliance by Aurion of its obligations under the Arrangement Agreement, a superior proposal for Aurion. Among the key factors that could cause actual results to differ materially from those projected in the forward-looking financial information and statements are the following: the failure of the parties to obtain the necessary shareholder, regulatory and court approvals or to otherwise satisfy the conditions for the completion of the Arrangement; failure of the parties to obtain such approvals or satisfy such conditions in a timely manner; significant transaction costs or unknown liabilities; the ability of the Board to consider and approve, subject to compliance by Aurion with its obligations under the Arrangement Agreement, a superior proposal for Aurion; the failure to realize the expected benefits of the Arrangement; the effect of the announcement of the Arrangement on the ability of Aurion to retain and hire key personnel and maintain business relationships; the market price of the Aurion Shares and business generally; potential legal proceedings relating to the Arrangement and the outcome of any such legal proceeding; the inherent risks, costs and uncertainties associated with transitioning the business successfully and risks of not achieving all or any of the anticipated benefits of the Arrangement, or the risk that the anticipated benefits of the Arrangement may not be fully realized or take longer to realize than expected; the occurrence of any event, change or other circumstances that could give rise to the termination of the Arrangement Agreement and general economic conditions. Failure to obtain the necessary shareholder, regulatory and court approvals, or the failure of the parties to otherwise satisfy the conditions for the completion of the Arrangement, may result in the Arrangement not being completed on the proposed terms or at all. In addition, if the Arrangement is not completed, and Aurion continues as an independent entity, there are risks that the announcement of the Arrangement and the dedication of substantial resources by Aurion to the completion of the Arrangement could have an impact on its business and strategic relationships, including with future and prospective employees, customers, suppliers and partners, operating results and activities in general, and could have a material adverse effect on its current and future operations, financial condition and prospects. Additional risks, uncertainties and other factors are identified in Aurion's most recent management's discussion and analysis, which has been filed with the Canadian provincial securities regulatory authorities, as applicable.

Although Aurion has attempted to identify important factors that could cause actual results to differ materially from those set out or implied by the forward-looking statements and information, this list is not exhaustive and there may be other factors that cause results not to be as anticipated, estimated, described or intended. Investors should use caution when considering, and should not place undue reliance on any, forward-looking statements and information. Forward-looking statements and information are designed to help readers understand Aurion's current views in respect of the Arrangement and related matters and may not be appropriate for other purposes. Aurion does not intend, nor does it assume any obligation to update or revise forward-looking statements or information, whether as a result of new information, changes in assumptions, future events or otherwise, except to the extent required by law.

This news release does not constitute (and may not be construed to be) a solicitation or offer by Aurion or any of its respective directors, officers, employees, representatives or agents to buy or sell any securities of Aurion or any person in any jurisdiction, or a solicitation of a proxy of any securityholder of any person in any jurisdiction, in each case, within the meaning of applicable laws.

Contact:

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