

G2 Goldfields Shareholders Approve Transaction With G Mining and G3 Goldfields Spin-Out

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TORONTO, June 16, 2026 - [G2 Goldfields Inc.](#) ("G2" or the "Company") (TSX:GTWO; OTCQX:GUYGF) is pleased to announce that the Company's shareholders approved the plan of arrangement (the "Arrangement") involving G2, [G Mining Ventures Corp.](#) ("GMIN") and [G3 Goldfields Inc.](#) ("G3"), pursuant to which, among other things, GMIN will acquire all of the issued and outstanding common shares of G2 (the "G2 Shares") and G2 will complete a spin-out transaction with G3 (the "Spin-Out"). The vote was passed at G2's special meeting of shareholders (the "Meeting") held earlier today.

Voting Results

A total of 208,496,197 G2 Shares were voted in person or represented by proxy at the Meeting, representing approximately 80.61% of the votes attached to all the outstanding G2 Shares as at the record date of the Meeting.

Resolution	Number of G2 Shares Voted	
	For	Against
Approval of the Arrangement	208,445,379	19,150,818
Approval of J. Patrick Sheridan as a new control person of G3 (excluding shares held by Mr. Sheridan)	151,685,893	15,804,004
Approval of G3 stock option plan	191,098,940	17,397,257
Approval of G3 restricted share unit plan	204,059,660	4,436,537

The report of voting results will be made available under the Company's profile on SEDAR+ (www.sedarplus.ca).

The closing of the Arrangement is expected to occur in July 2026 (such date to be announced by the Company and referred to herein as the "Effective Date"), subject to the satisfaction or waiver of the remaining customary closing conditions, including receipt of the approval of the Ontario Superior Court of Justice (Commercial List). G2 shareholders will be entitled to receive 0.212 of a GMIN common share and 0.5 of a G3 common share for each G2 Share held as of the close of business on the business day immediately prior to the Effective Date (the "Consideration").

Additional details of the Arrangement are more fully described in the management information circular of the Company dated May 12, 2026 (the "Circular"), which is available under G2's profile on SEDAR+ at www.sedarplus.ca. Shareholders are reminded to review the Circular in respect of the procedure for receiving the Consideration for their G2 Shares following the Effective Date. Registered shareholders (your G2 Shares are held in physical form or you have a direct registration system (DRS) advice) must complete, sign and return the letter of transmittal, along with their share certificate(s) or DRS advice(s), to TSX Trust Company, the depository for the Arrangement. Non-registered shareholders (your G2 Shares are held with a broker, bank or other intermediary) should contact their intermediaries for instructions and assistance in receiving the Consideration for such G2 Shares, which are expected to be distributed to the applicable intermediaries through CDS Clearing and Depository Services Inc. within approximately three business days following the Effective Date.

G3 has applied to list the G3 shares for trading on the Canadian Securities Exchange ("CSE") following completion of the Arrangement, and listing is subject to G3 meeting the listing requirements of the CSE.

About G2 Goldfields Inc.

G2 Goldfields finds and develops gold deposits in Guyana. The founders and principals of the Company have been directly responsible for the discovery of more than 11 million ounces of gold in the prolific and underexplored Guiana Shield. G2 continues this legacy of exploration excellence and success. Total combined open pit and underground resources across all 5 discoveries to date include:

- 1,910,300 oz. Au - Inferred contained within 17,970,000 tonnes @ 3.31 g/t Au
- 1,620,600 oz. Au - Indicated contained within 15,571,000 tonnes @ 3.24 g/t Au

The mineral resource was prepared by Micon International Limited with an effective date of November 20, 2025. The Oko district has been a prolific alluvial goldfield since its initial discovery in the 1870s, and modern exploration techniques continue to reveal the considerable potential of the district.

All scientific and technical information in this news release has been reviewed and approved by Dan Noone (CEO of G2 Goldfields Inc.), a "qualified person" within the meaning of National Instrument 43-101. Mr. Noone (B.Sc. Geology, MBA) is a Fellow of the Australian Institute of Geoscientists.

Additional information about the Company is available on SEDAR+ (www.sedarplus.ca) and the Company's website (www.g2goldfields.com).

On behalf of the Board of G2 Goldfields Inc.

"Daniel Noone"
CEO & Director

For Further Information

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Forward-Looking Statements

All statements, other than statements of historical fact, contained in this press release constitute "forward-looking information" and "forward-looking statements" within the meaning of certain securities laws and are based on expectations and projections as of the date of this press release. Forward-looking information and forward-looking statements may relate to G2, G3 and GMIN and their future outlook and that of their affiliates when applicable; and to anticipated events or results, notably the completion of the Arrangement, as contemplated; and may include statements regarding the financial position, budgets, operations, financial results, plans and objectives of G2, G3, GMIN or of their affiliates when applicable. Statements regarding future results, performance, achievements, prospects or opportunities of G2, G3, GMIN or of their affiliates, when applicable, and similar statements concerning anticipated future events, results, circumstances, performance or expectations, notably the Arrangement completion, as contemplated, are also forward-looking statements. Forward-looking statements contained in this press release include, without limitation, those related to: the Arrangement, including the completion of the Arrangement on the proposed terms or at all, the timing of completion of the Arrangement, the receipt of required approvals and the listing of the G3 shares on the CSE.

Forward-looking statements are based on expectations, estimates and projections as of the time of this press release. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by G2, as of the time of such statements, are inherently subject to significant business, economic and competitive uncertainties and contingencies. These estimates and assumptions may prove to be incorrect. Such assumptions include, without limitation, the receipt of required court and regulatory approvals in connection with the Arrangement in a timely manner. Many of these uncertainties and contingencies can directly or indirectly affect, and could cause, actual results to differ materially from those expressed or implied in any forward-looking statements.

By their very nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and risks exist that estimates, forecasts, projections and other forward-looking statements will not be achieved or that assumptions do not reflect future experience. Forward-looking statements are provided for the purpose of providing information about management's expectations and plans relating to the future. Readers are cautioned not to place undue reliance on these forward-looking statements as a number of important risk factors and future events could cause the actual outcomes to differ materially from the beliefs, plans, objectives, expectations, anticipations, estimates, assumptions and intentions expressed in such forward-looking statements. All of the forward-looking statements made in this press release are qualified by these cautionary statements and those made in GMIN's and G2's other filings with the securities regulators of Canada including, but not limited to, the Circular, the Company's annual information form for the year ended May 31, 2025, the Company's management's discussion and analysis for the financial year ended May 31, 2025 and for the three and nine months ended February 28, 2026. G2 cautions that the foregoing list of factors that may affect future results is not exhaustive, and new, unforeseeable risks may arise from time to time. G2 disclaims any intention or obligation to update or revise any forward-looking statements or to explain any material difference between subsequent actual events and such forward-looking statements, except to the extent required by applicable law.

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