

# Farstarcap Investment Corp. Receives Conditional Approval for Qualifying Transaction

21.08.2025 | [Newsfile](#)

[Farstarcap Investment Corp.](#) (TSXV: FRS.P) ("Farstarcap" or the "Company") announces that the TSX Venture Exchange ("TSXV") has granted conditional approval for the Company's proposed Qualifying Transaction (the "Transaction") in accordance with TSXV Policy 2.4 – Capital Pool Companies.

The Transaction involves the acquisition by Farstarcap of all of the issued and outstanding securities of BP Exploration Corp. ("BPEx") (the "Acquisition"), as outlined in the Company's news release dated May 5, 2025. The conditional approval is subject to the Company fulfilling all requirements of the TSXV, including but not limited to:

- Submission of final documentation
- Compliance with escrow requirements
- BPEx completing a concurrent financing of at least \$1,350,000

Upon closing of the Transaction, Farstarcap will cease to be a Capital Pool Company and will continue the business of BPEx as a Tier 2 "mining" issuer on the TSXV under the name "BP Silver Corp." and the ticker symbol "BPAG".

In connection with receiving the TSXV's conditional approval for the Transaction, the Company has filed a Filing Statement containing detailed information about the Transaction, the target business, and the resulting issuer on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

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*This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities described herein in the United States. The securities described herein have not been registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities law and may not be offered or sold in the "United States", as such term is defined in Regulation S promulgated under the U.S. Securities Act, unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration requirements is available.*

*Completion of the Acquisition is subject to a number of conditions, including but not limited to, Exchange acceptance and if applicable pursuant to Exchange Requirements, majority of the minority shareholder approval. Where applicable, the Acquisition cannot close until the required shareholder approval is obtained. There can be no assurance that the Acquisition will be completed as proposed or at all. Investors are cautioned that, except as disclosed in the management information circular or filing statement to be prepared in connection with the Acquisition, any information released or received with respect to the Acquisition may not be accurate or complete and should not be relied upon. Trading in the securities of a capital pool company should be considered highly speculative. The TSX Venture Exchange Inc. has in no way passed upon the merits of the proposed Acquisition and has neither approved nor disapproved the contents of this press release. Neither the TSX Venture Exchange nor its Regulation Service Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.*

## **Forward-Looking Statements**

*Certain statements in this news release are forward-looking statements or information, which include completion of the Acquisition and related concurrent financing, regulatory approvals and other matters. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Such information can generally be identified by the use of forwarding-looking wording such as "may", "expect", "estimate", "anticipate", "intend", "believe" and "continue" or the negative thereof or similar variations. The reader is cautioned that assumptions used in the preparation of any forward-looking information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of the Company, including but not limited to, business, economic and capital market conditions, the ability to manage operating expenses, security threats, and dependence on key personnel. Such statements and information are based on numerous assumptions regarding present and future business strategies and the environment in which the Company will operate in the future, including the demand for its products, anticipated costs, and the ability to achieve goals. Factors that could cause the actual results to differ materially from those in forward-looking statements include, failure to obtain regulatory approval, the continued availability of capital and financing, litigation, increase in operating costs, the impact of Covid-19 or other viruses and diseases on the Company's ability to operate, failure of counterparties to perform their contractual obligations, government regulations, loss of key employees and consultants, and general economic, market or business conditions. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement. The reader is cautioned not to place undue reliance on any forward-looking information.*

*There can be no assurance that the Acquisition or concurrent financing will be completed or, if completed, will be successful.*

*The forward-looking statements contained in this news release are made as of the date of this news release. Except as required by law, the Company disclaims any intention and assumes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Additionally, the Company undertakes no obligation to comment on the expectations of, or statements made by, third parties in respect of the matters discussed above.*

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**SOURCE: Farstarcap Investment Corp**

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