

ESGold Corp. Announces Upsize of Brokered LIFE Offering for Gross Proceeds of up to C\$6.5 Million

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[ESGold Corp.](#) (CSE: ESAU) (FSE: Z7D) ("ESGold" or the "Company") is pleased to announce that as a result of strong investor demand, the Company has increased the size of its previously announced "best efforts" private placement (the "Marketed Offering") for gross proceeds of up to C\$5,000,000 to gross proceeds of up to C\$6,500,000. The upsized Marketed Offering is comprised of the sale of up to 8,666,667 units of the Company (each, a "Unit") at a price of C\$0.75 per Unit (the "Offering Price"). Red Cloud Securities Inc. (the "Agent") is acting as sole agent and bookrunner in connection with the Offering (as herein defined).

Each Unit will consist of one common share of the Company (each, a "Common Share") and one common share purchase warrant (each, a "Warrant"). Each Warrant will entitle the holder thereof to purchase one Common Share (a "Warrant Share") at a price of C\$1.10 at any time on or before that date which is 36 months following the Closing Date (as herein defined).

The Company also grants the Agent an option, exercisable in full or in part up to 48 hours prior to the closing of the Marketed Offering, to sell up to an additional 2,000,000 Units at the Offering Price for additional gross proceeds of up to C\$1,500,000 (the "Agent's Option"). The Marketed Offering and the securities issuable upon exercise of the Agent's Option shall be collectively referred to as the "Offering".

The Company intends to use the net proceeds of the Offering for the advancement of the Company's flagship Montauban Project in Québec as well as for general working capital and corporate purposes, as is more fully described in the Amended Offering Document (as defined herein).

Subject to compliance with applicable regulatory requirements and in accordance with National Instrument 45-106 - Prospectus Exemptions ("NI 45-106"), the Units will be offered for sale to purchasers resident in the provinces of British Columbia, Alberta, Manitoba, Saskatchewan, Quebec and Ontario, in the United States and offshore jurisdictions pursuant to the listed issuer financing exemption under Part 5A of NI 45-106, as amended by Coordinated Blanket Order 45-935 - Exemptions from Certain Conditions of the Listed Issuer Financing Exemption (the "Listed Issuer Financing Exemption"). The Common Shares and the Warrants underlying the Units, and the Warrant Shares underlying the Warrants, if exercised, are expected to be immediately freely tradeable in accordance with applicable Canadian securities legislation if sold to purchasers resident in Canada.

There is an amended offering document (the "Amended Offering Document") related to the Offering that can be accessed under the Company's profile at www.sedarplus.ca and on the Company's website at: www.esgold.com. Prospective investors should read this Amended Offering Document before making an investment decision.

The Offering is scheduled to close on September 18, 2025, or such other date as the Company and the Agent may agree (the "Closing Date"). Completion of the Offering is subject to certain conditions including, but not limited to, the receipt of all necessary regulatory approvals, including the approval of the Canadian Securities Exchange (the "CSE").

The securities have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any U.S. state securities laws, and may not be offered or sold to, or for the account or benefit of, persons in the United States or U.S. persons, absent registration under the U.S. Securities Act and all applicable U.S. state securities laws or in compliance with an exemption therefrom. This news release does not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of any of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

About ESGold Corp.

ESGold Corp. (CSE: ESAU) (FSE: Z7D) is a fully permitted, pre-production resource company at the forefront of clean mining and exploration innovation. With proven expertise in Quebec, the Company is advancing its projects toward production and feasibility while delivering long-term value through sustainable resource recovery and exploration. ESGold's flagship Montauban property, located 80 kilometers west of Quebec City, serves as a model for responsible mining practices, combining near-term production with district-scale discovery potential.

For more information, please contact ESGold Corp. at +1-888-370-1059 or visit www.esgold.com for additional resources, including a French version of this press release, past news releases, a 3D model of the Montauban processing plant, media interviews, and opinion-editorial pieces.

For further information or to connect directly, please reach out to Gordon Robb, CEO of ESGold Corp. at gordon@esgold.com or call 250-217-2321.

On behalf of the Board of Directors
ESGold Corp.
"Paul Mastantuono"
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Forward-Looking Statements:

This release includes certain statements that may be deemed "forward-looking statements". All statements in this release, other than statements of historical facts, are forward-looking statements. In particular, this press release contains forward-looking information relating to, among other things, the Offering, the anticipated closing date of the Offering, the intended use of

proceeds of the Offering, approval of the CSE and the filing of the Amended Offering Document. 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 forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, development and exploration successes, and continued availability of capital and financing and general economic, market or business conditions. These statements are based on a number of assumptions including, among other things, assumptions regarding general business and economic conditions; that the Company and other parties will be able to satisfy stock exchange and other regulatory requirements in a timely manner; that CSE approval will be granted in a timely manner subject only to standard conditions; that all conditions precedent to the completion of the Offering will be satisfied in a timely manner; the availability of financing for the Company's proposed programs on reasonable terms, and the ability of third party service providers to deliver services in a timely manner. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. The Company does not assume any obligation to update or revise its forward-looking statements, whether because of new information, future events or otherwise, except as required by applicable law. All forward-looking information contained in this release is qualified by these cautionary statements.

Neither the Canadian Securities Exchange nor its Regulation Services Provider accepts responsibility for the adequacy or accuracy of this release.

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