

Grizzly Discoveries Inc. Clarifies Terms of Private Placement

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[Grizzly Discoveries Inc.](#) (TSXV: GZD) (FSE: G6H) (OTCQB: GZDIF) ("Grizzly" or the "Company") announced, on September 11, 2025, a private placement offering for gross proceeds of up to \$1 Million. The initial announcement did not include the price per Unit and FT Unit (as defined in the original release and below), which is \$0.03 per Unit and per FT Unit.

The full terms of the Offering are restated below.

Private Placement Financing

Grizzly announces the initiation of a private placement (the "Offering") of Units and FT Units for aggregate gross proceeds of up to \$1,000,000 if fully subscribed.

Private Placement Offering

The Offering consists of up to 8,333,333 Units and up to 25,000,000 of any combination of Units and FT Units at a price of \$0.03 per Unit and per FT Unit. Each Unit shall consist of one common share of the Company ("Common Share") and one Common Share purchase warrant entitling the warrant holder to purchase an additional Common Share for \$0.05 and expiring on the earlier of a) 30 days following written notice by the Company to the warrant holder that the volume-weighted average trading price of the Common Shares on the TSX Venture Exchange is at or greater than CA\$0.10 per Common Share for 10 consecutive trading days; and (b) 24 months from the date of issuance ("Warrant"). Each FT Unit shall consist of one Common Share and one half of one Warrant, each of which shall be issued as a "flow through share" for the purposes of the Income Tax Act (Canada). The Offering is being offered to qualified subscribers in the Provinces of Alberta, British Columbia and Ontario and in other jurisdictions as the Company may in its discretion determine, in reliance upon exemptions from the registration and prospectus requirements of applicable securities legislation.

The Company intends to use the proceeds of the Offering, if fully subscribed with the maximum of 25,000,000 in FT Units and 8,333,333 Units, as follows:

Mineral Property Exploration		\$ 750,000
Mineral Rights and Exploration Permits		80,000
Working capital	Outstanding management fees to Officers	\$ 44,000
	Other accounts payable	56,000 \$ 100,000
Corporate Overhead	Management fees to Officers	\$ 18,000
(3 months)	Other Corporate Overhead	52,000 \$ 70,000
Maximum proceeds		\$ 1,000,000

There is no minimum to the Offering. If the Company closes on less than the maximum proceeds, or if the proportion of Units and FT Units differs from the above, the use of proceeds will be adjusted.

In connection with the Offering, the Company may pay finders fees payable in any combination of cash, Units, and Warrants to registered broker dealers, limited market dealers or arm's length persons in accordance with the policies of the TSX Venture Exchange (the "Exchange") and applicable securities legislation and regulations. The Common Shares and any Common Shares issued on exercise of the Warrants are subject to restrictions on trading until four months and one day from the date of issuance in

accordance with the policies of the Exchange.

The Offering is subject to acceptance of the TSX Venture Exchange.

ABOUT GRIZZLY DISCOVERIES INC.

Grizzly is a diversified Canadian mineral exploration company with its primary listing on the TSX Venture Exchange focused on developing its approximately 72,700 ha (approximately 180,000 acres) of precious and base metals properties in southeastern British Columbia. Grizzly is run by highly experienced junior resource sector management team, who have a track record of advancing exploration projects from early exploration stage through to feasibility stage.

On behalf of the Board,

GRIZZLY DISCOVERIES INC.

Brian Testo, CEO, President

Suite 363-9768 170 Street NW
Edmonton, Alberta T5T 5L4
Email : info@grizzlydiscoveries.com

For further information, please visit our website at www.grizzlydiscoveries.com or contact:

Nancy Massicotte
Corporate Development
Tel: 604-507-3377
Email: nancy@grizzlydiscoveries.com

Neither the 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.

Caution concerning forward-looking information

This press release contains "forward-looking information" and "forward-looking statements" within the meaning of applicable securities laws. This information and statements address future activities, events, plans, developments and projections. All statements, other than statements of historical fact, constitute forward-looking statements or forward-looking information. Such forward-looking information and statements are frequently identified by words such as "may," "will," "should," "anticipate," "plan," "expect," "believe," "estimate," "intend" and similar terminology, and reflect assumptions, estimates, opinions and analysis made by management of Grizzly in light of its experience, current conditions, expectations of future developments and other factors which it believes to be reasonable and relevant. Forward-looking information and statements involve known and unknown risks and uncertainties that may cause Grizzly's actual results, performance and achievements to differ materially from those expressed or implied by the forward-looking information and statements and accordingly, undue reliance should not be placed thereon.

Risks and uncertainties that may cause actual results to vary include but are not limited to the availability of financing; fluctuations in commodity prices; changes to and compliance with applicable laws and regulations, including environmental laws and obtaining requisite permits; political, economic and other risks; as well as other risks and uncertainties which are more fully described in our annual and quarterly Management's Discussion and Analysis and in other filings made by us with Canadian securities regulatory authorities and available at www.sedar.com. Grizzly disclaims any obligation to update or revise any forward-looking information or statements except as may be required by law.

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