

# Rokmaster Resources Private Placement

Rokmaster Resources (TSX.V: RKR)

Announced a non-brokered private placement financing for a total of up to \$1,250,000 involving the sale of flow-through units and non-flow-through units.

Rokmaster Resources	TSX.V: RKR
Stage	Exploration
Metals	Polymetallic
Market cap	C\$16 m @ 12.5c
location	British Columbia, Canada



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# Rokmaster Resources Announce a Non brokered Private Placement

VANCOUVER, BC, Aug. 12, 2022 /CNW/ – **Rokmaster Resources Corp.** (TSX: **RKR**) (OTCQB: RKMSF) (FSE: 1RR1) ("**Rokmaster**" or the "**Company**") is pleased to announce a non-brokered private placement financing for a total of up to \$1,250,000 (the "**Private Placement**") involving the sale of flow-through units (the "**FT Units**") and non-flow-through units (the "**NFT Units**").

The flow-through funding will consist of up to 3,076,924 FT Units, priced at \$0.13 each for gross proceeds of up to \$400,000. Each FT Unit will consist of one flow-through common share (the "FT Share") plus one-half (1/2) non-transferable share purchase warrant (the "FT Warrant") to purchase one non-flow-through common share of the Company (a "Warrant Share") at \$0.25 per Warrant Share for a period of one year. The FT Warrants are subject to an accelerated expiry date, at the Company's option, which comes into effect when the trading price on the TSX Venture Exchange (the "Exchange") of the Company's common shares closes at or above \$0.30 per share during any 10 consecutive trading day period commencing four months plus one day after the date of issuance.

Additionally, the **non-flow-through funding** will consist of up to 7,083,334 NFT Units, priced at \$0.12 each for gross proceeds of up to \$850,000. Each NFT Unit will consist of one common share plus one non-transferable share purchase warrant (the "NFT Warrant") to purchase a Warrant Share at \$0.20 for a period of one year. The NFT Warrants are subject to an accelerated expiry date, at the Company's option, which comes

into effect when the trading price on the TSX Venture Exchange (the “Exchange”) of the Company’s common shares closes at or above \$0.25 per share during any 10 consecutive trading day period commencing four months plus one day after the date of issuance.

If the Company decides to accelerate the expiry date of the FT Warrants and/or NFT Warrants, the Company will give an expiry acceleration notice by issuing a press release (the “**Notice**”) announcing the acceleration and in such case, the expiry date shall be deemed to be the 30th calendar day following the date of issuance of the press release.

The FT Shares will qualify as “flow-through shares” (within the meaning of subsection 66(15) of the *Income Tax Act* (Canada) (the “*Tax Act*”). The gross proceeds raised from the sale of the FT Share component of the FT Units will be used by Rokmaster to incur “Canadian exploration expenses” (within the meaning of the *Tax Act*). Rokmaster will use funds raised from the sale of the NFT Units on non-flow-through eligible project expenses as well as for working capital purposes.

Certain directors, officers, and insiders of the Company may acquire securities under the Private Placement, which participation would be considered to be a “related party transaction” as defined under Multilateral Instrument 61-101 (“MI 61-101”). Such participation is expected to be exempt from the formal valuation and minority shareholder approval requirements of MI 61-101.

**[To read the full news release, please click HERE](#)**

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If you need clarification of any information contained in this note, or have any questions, I will be delighted to assist – Please email [andrew@city-investors-circle.com](mailto:andrew@city-investors-circle.com)

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## **Disclosure**

At the time of writing the author holds no shares in ***Rokmaster Resources***.

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