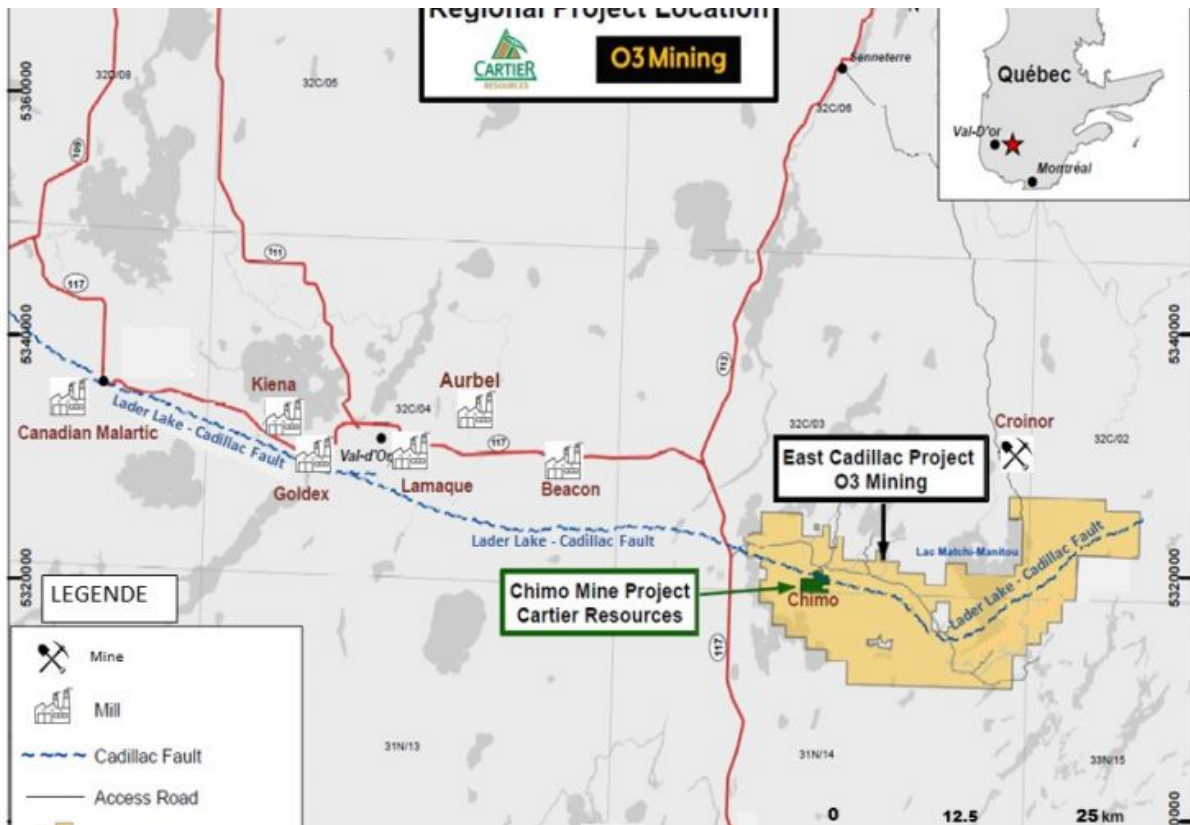


Cartier Resources and 03 Mining sign LOI for Chalice

[Cartier Resources \(TSX.V: ECR\)](#) [03 Mining \(TSX: OIII\)](#)

Announced the execution of a non-binding letter of intent for the acquisition by Cartier of all of the issued and outstanding shares of Chalice Gold Mines (Québec) Inc., a wholly-owned subsidiary of 03 Mining which owns a 100% interest in the East Cadillac property, contiguous with Cartier's Chimo Mine property in the Val-d'Or Gold Camp, Quebec, Canada. [...]

Cartier Resources	TSX.v : ECR
Stage	Exploration
Metals	Gold
Market cap	C\$37 m @ 17 cents
Location	Quebec, Canada



Comment

This looks like a very sensible transaction and a potential win win for both companies.

Cartier can benefit by adding more resources in close proximity to Chimo, and O3 Mining benefit by maintaining an interest in a non core asset.

A tidy deal all round in my view.

CARTIER SIGNS NON-BINDING LOI

WITH 03 MINING TO ACQUIRE 100% OF CHALICE GOLD MINES (QUEBEC) INC.

Val-d'Or, February 28, 2022— **Cartier Resources Inc. (TSX-V: ECR)** ("Cartier") is pleased to announce the execution of a non-binding letter of intent (the "LOI") for the acquisition by Cartier of all of the issued and outstanding shares of Chalice Gold Mines (Québec) Inc., a wholly-owned subsidiary of **03 Mining (TSX: OIII)**, which owns a 100% interest in the East Cadillac property contiguous with Cartier's Chimo Mine property in the Val-d'Or Gold Camp, Quebec, Canada (the "Transaction").

The Transaction is subject to due diligence, corporate and regulatory approvals, completion of the review of definitive documentation and other customary closing conditions.

Cartier will now work to complete its due diligence review, negotiate and enter into definitive agreements and obtain all required stock exchange approvals. For the time being, the LOI remains non-binding and may or may not result in definitive agreements being executed or regulatory approvals being obtained.

The purchase price payable by Cartier to 03 Mining is approximately 46.2 million common shares of Cartier ("Cartier Shares"). Upon completion of the Transaction, 03 Mining is expected to own approximately 17.5% of the issued and outstanding Cartier Shares.

Transaction Highlights: Consolidation of Cartier's Chimo Mine property with 03 Mining's East Cadillac property for a total land position of 29,754 hectares of highly prospective ground in the eastern part of the prolific Val-d'Or gold camp (the "Project"), refer to **Figures 1 and 2**.

Advantages: Eliminates boundaries, increases resource and potential for additional ounces, Increased flexibility to strengthen project economics and favor project development and its construction:

- Cartier will hold 100% interest in largest land position east of Val-d'Or:
 - Immediate increase of the resource base to 714,400 oz in the indicated category and 1,527,400 oz of gold in the inferred category (refer to **note 1**);
 - Initial budget designed to increase resources and explore additional potential;
 - Significantly increases exploration territory and potential for new discoveries
- Enhanced capital markets profile and exposure;
- Platform for further district consolidation;
- New partnership formed with 03 Mining

note 1: *The Resources are presented as described in the technical report titled "NI 43-101 Technical Report and Mineral Resource Estimate for the Chimo Mine Project, Quebec, Canada, Christine Beausoleil, P. Geo. and Claude Savard, P. Geo., InnovExplo Inc., March 2021" as well as in the Technical Report titled: "2019 Technical Report & Mineral Resources Estimate : East Cadillac Gold Project, Val-d'Or, Québec, John Langton, P. Geo., Vincent Jourdain, P. Eng., MRB & Associates, April 30th 2019".*

The LOI provides that in connection with the Cartier Shares being issued to 03 under the Transaction, Cartier and 03 Mining will enter into an investor rights agreement (the "Investor Rights Agreement") pursuant to which 03 Mining will be entitled to designate one director for appointment to the board of directors of Cartier. The Investor Rights Agreement will also include, among other things, pre-emptive and top-up rights in favour of 03 Mining, a standstill provision for a period of 2 years and a share transfer restriction provision effective for a period of 3 years.

Promptly following closing of the Transaction, a technical committee will be formed and comprised of one (1) nominee of Cartier and one (1) nominee of 03 Mining with a purpose to provide strategic advice and guidance to Cartier on exploration and development activities for the Project, and provide a forum for Cartier and 03 Mining to share their views on the exploration, development and advancement of the Project.

Cartier Resources and 03 Mining management comments

"The acquisition provides Cartier with largest land holding along the prolific Larder Lake – Cadillac Fault east of Val-d'Or as well as a solid resource base with significant growth potential.

"The Simon West, Nordeau West and Nordeau deposits, immediately adjacent to the gold resources of the Chimo Mine property, provide short term targets to significantly increase our gold resources."

Philippe Cloutier, CEO of Cartier Resources

“03 Mining is pleased to have entered into this agreement with Cartier Resources, which furthers our strategy of deriving value from certain of our exploration assets while retaining exposure to the upside as significant shareholder.

“This divestment is part of our go-forward strategy of finding strategic buyers for certain of our assets, who have strong management teams and are well-capitalized and technically strong operationally.

“We look forward to partnering with Cartier’s management team, through our board representation, and being part of Cartier’s growth story through our participation on the Technical Committee”.

José Vizquerra, President and CEO of 03 Mining

For brevity, this summary has been redacted, to read the full news release, please click [HERE](#)

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Disclosure

At the time of writing the author holds shares in **03 Mining**, bought in the market at the prevailing price on the day of purchase.

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