

CANADIAN SPIRIT RESOURCES INC. ANNOUNCES PRIVATE PLACEMENT

NEWS PROVIDED BY

Canadian Spirit Resources Inc. →

Mar 02, 2022, 17:50 ET

/NOT FOR DISTRIBUTION TO U.S. NEWS WIRE SERVICES OR DISSEMINATION IN THE U.S./

CALGARY, AB, March 2, 2022 /CNW/ - **Canadian Spirit Resources Inc. ("CSRI" or the "Corporation")** (TSXV: SPI) (OTCBB: CSPUF) is pleased to announce that it is proposing to undertake a non-brokered private placement offering for aggregate gross proceeds of up to \$1,050,000 (the "**Offering**"). The Offering will be comprised of up to 20,000,000 units of the Corporation ("**Units**") at a price of \$0.0525 per Unit. The Offering is expected to close by the end of March 2022.

Each Unit will consist of one common share in the capital of the Corporation (a "**Common Share**") and one Common Share purchase warrant (a "**Warrant**"). Each Warrant will entitle the holder to purchase one Common Share at a price of \$0.08 for a period of two years after closing of the Offering.

All the securities issued pursuant to the Offering will be subject to a four-month restricted resale period under Canadian securities laws.

The net proceeds of the Offering will be used for various field activities and initiatives, and for general corporate purposes.

It is anticipated that the Offering will be a related party transaction under *Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**") as Elmag Investments Inc., an insider and control person of the Corporation, has notified the Corporation that it intends to participate in the Offering. It is anticipated that the Offering will be exempt from the formal valuation requirements of MI 61-101 pursuant to Sections 5.5(a), 5.5(b) and 5.5(c) and will be exempt from the minority shareholder approval requirements of MI 61-101 pursuant to Sections 5.7(a) and 5.7(b). The Offering has been unanimously approved by the members of the Board of Directors of the Corporation (with Luigi Liberatore abstaining).

The Offering is subject to all necessary regulatory and stock exchange approvals, including but not limited to approval of the TSX Venture Exchange (the "**TSXV**").

CSRI is a natural resource company focusing on the identification and development of opportunities in the unconventional natural gas sector of the energy industry.

Information regarding CSRI is available on SEDAR at www.sedar.com or the Corporation's website at www.csri.ca.



On behalf of the Board of Directors
CANADIAN SPIRIT RESOURCES INC.

"Louisa DeCarlo"

President and Chief Executive Officer

Forward-looking Information Cautionary Statement

This press release contains forward-looking statements. More particularly, this press release contains statements concerning the terms of the Offering. The forward-looking statements in this press release are based on certain expectations and assumptions made by the Corporation. Although the Corporation believes that the expectations and assumptions on which the forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements because the Corporation can give no assurance that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks. These include, but are not limited to, risks associated with adverse market conditions, the TSX not approving the Offering. Forward-looking statements are based on estimates and opinions of management of the Corporation at the time the statements are presented. The Corporation may, as considered necessary in the circumstances, update or revise such forward-looking statements, whether as a result of new information, future events or otherwise, but the Corporation undertakes no obligation to update or revise any forward-looking statements, except as required by applicable securities laws.

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 NEWS RELEASE

SOURCE Canadian Spirit Resources Inc.

For further information: For further information, please contact: Canadian Spirit Resources Inc., Telephone (403) 618-2113,
Louisa DeCarlo (louisa@danrichresources.com)