Searchlight Announces Private Placement Financing

written by Raj Shah | August 8, 2019

August 8, 2019 (Source) – **Searchlight Resources Inc. ("Searchlight" or the "Company") (TSXV:SCLT)** is pleased to announce that it intends to complete a private placement of flow-through and non-flow-through units (the "Private Placement").

The Company intends to issue up to 5,000,000 units at a price of $0.05 per unit (the "Unit") for aggregate proceeds of up to $250,000. Each Unit will consist of one common share and one common share purchase warrant (the "Warrant"). Each Warrant will entitle the holder to purchase one additional common share of the Company at an exercise price of $0.05 per common share for a period of 2 years from the date of issue.

The Company also intends to issue up to 5,000,000 flow-through units at a price of $0.05 per unit (the "FT Units") for aggregate proceeds of up to $250,000. Each FT Unit will consist of one flow-through common share and one-half of one non-flow-through common share purchase warrant (the "NFT Warrants"). Each full NFT Warrant will entitle the holder to purchase one additional non-flow-through common share of the Company at an exercise price of $0.05 per common share for a period of 2 years from the date of issue.

The FT Shares will entitle the holder to receive the tax benefits applicable to flow-through shares, in accordance with provisions of the Income Tax Act (Canada).

Searchlight intends to use the proceeds of up to $500,000 of the Offering to fund exploration expenditures on its portfolio of mineral properties and for general working capital.

Closing of the proposed Offering is subject to a number of conditions, including receipt of all necessary corporate and regulatory approvals, including approval from the TSX Venture Exchange. Finders fees may be payable in connection with this private placement. All the securities issuable will be subject to a four-month hold period from the date of closing.

Searchlight will rely upon such prospectus exemptions as are available, including access to existing shareholders through the Existing Shareholder Exemption. This ensures all shareholders are treated equally and fairly.

Searchlight Resources Exploration for Gold in Saskatchewan

Planned exploration expenditures include Searchlight's two high grade gold projects in Saskatchewan Canada.

1) The Company's flagship project is the Bootleg Lake Gold project hosting 3 past producing gold mines, located 5 kilometres from Flin Flon, a major mining district on the Saskatchewan Manitoba border in Canada.

The present focus is on reopening of the underground working of the Rio Gold mine which was closed in 1990. Vista Gold which then operated the project estimated a reserve of approximately 184,000 tons at 0.35 oz/ton gold for an estimated total of 64,350 ounces of gold. This estimate was to a shallow depth and the Searchlight's exploration plans are to increase this resource along strike and to depth. See below for table of Bootleg Lake Gold deposits.

The Company plans on reopening the underground workings for

exploration and the development of a full resource for future mining. Re-establishing the entrance portal is part of the current planned expenditures with private placement funds.

2) In Early 2019, Searchlight acquired the high-grade English Bay gold target on highway 102, 10 km north of La Ronge, Saskatchewan. A total of 37 drill holes were completed by previous owner with over half intersecting gold mineralization. The best intersections being 2.10 oz/t gold over 4 ft (65.63 g/t Au over 1.2m) and 1.08 oz/t gold over 8.5 ft (33.75 g/t Au over 2.6m). Plans are to relog and assay existing drill core and carry out UAV geophysics, in preparation for drilling.

Historical Estimates of Bootleg Lake Gold Deposits						
Deposit	Category	Tons	Tonnes	Oz/ton	Grams/tonne	Au Ounces
		reported	calculated	reported	calculated	calculated
Bootleg (Rio)	Reserves	183,871	166,800	0.35	12.0	64,355
Newcor	Proven	42,500	38,600	0.31	10.6	13,175
	Probable	156,000	141,500	0.31	10.6	48,360
Henning Maloney	Proven	15,000	13,600	0.45	15.4	6,750
	Possible	43,000	39,000	0.16 to 0.32	5.5 to 11.0	6,880
						to 13,760
1) All historical estimates above were prepared by Vista Mines Inc, in 1983 through 1987.						

2) Note the historical estimate used the terms historical reserves, historical proven and possible reserves and historical proven and probable reserves were prepared before the introduction of National Instrument 43-101-Standards of Disclosure for Mineral Projects. These historical estimates are considered relevant as the Company uses historical reports to evaluate historic mines as a guide to plan future exploration programs. The assumption, parameters and methods used to calculate these historical resource estimates are not known to the Company. The qualified person has not made any attempt to re-classify the estimates according to current NI 43-101 standards and CIM definitions. In order for these resources to be current, the Company will be required to conduct additional drilling on the Bootleg Property. The Company is not treating this estimate as current mineral resources or mineral reserves as defined in NI 43-101. Although the historical resource estimate was designated as “reserves”, it cannot be compared to current mineral reserves as it is not supported by at least a current pre-feasibility study.
3) Data source – ASSESSMENT REPORT ON THE 2014 DIAMOND DRILLING PROGRAM, CREIGHTON PROPERTY DOUGLAS, BOOTLEG, PHANTOM AND WEKACH LAKE AREAS LARONGE MINING DISTRICT CREIGHTON, SASKATCHEWAN, by NEW MOON MINERALS CORPORATION by Anthony Spooner, P. Geo., Flin Flon, MB, August 31, 2016.

Qualified Person

Stephen Wallace, P.Geo., is Searchlight’s Qualified Person within the meaning of National Instrument 43-101 and has reviewed and approved the technical information contained in this news release.

About Searchlight Resources Inc.

Searchlight Resources Inc. is a Canadian mineral exploration and development company listed on the Toronto Venture Exchange (TSX-V: SCLT). The corporate strategy of the company is:

- to explore and develop opportunities in safe, low risk jurisdictions. The Company holds claims in Saskatchewan

and Ontario, Canada. These are two of the top seven jurisdictions in the world for mining investment, as ranked by the Fraser Institute.
- to target known highly productive geological belts, including the Flin Flon – Snow Lake Greenstone Belt and the Abitibi Greenstone Belt.
- to acquire high quality projects, close to infrastructure, focusing on road access
- to work closely with stakeholders, including First Nations, Metis, local and provincial governments and local contractors to advance mineral exploration and development in a safe and environmentally sound manner.

Searchlight holds a portfolio of gold, cobalt, copper, vanadium and specialty metal projects from grassroots stage to advanced exploration and NI43-101 resource development.

On behalf of the Board of Directors,

"Stephen Wallace"

SEARCHLIGHT RESOURCES INC.

Stephen Wallace, President, CEO and Director

Forward-Looking Statements

Information set forth in this news release contains forward-looking statements that are based on assumptions as of the date of this news release. These statements reflect management's current estimates, beliefs, intentions and expectations. They are not guarantees of future performance. The Company cautions that all forward looking statements are inherently uncertain and that actual performance may be affected by a number of material factors, many of which are beyond the Company's control. Such factors include, among other things: risks and uncertainties relating to the Company's limited operating history and the need

to comply with environmental and governmental regulations. Accordingly, actual and future events, conditions and results may differ materially from the estimates, beliefs, intentions and expectations expressed or implied in the forward-looking information. Except as required under applicable securities legislation, the Company undertakes no obligation to publicly update or revise forward-looking information.

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