

# Cairo Resources Files Filing Statement and Technical Report for Qualifying Transaction with Bangles Gold

Vancouver, British Columbia--(Newsfile Corp. - August 31, 2021) - **Cairo Resources Inc.** (TSXV: QAI.H) ("**Cairo**" or the "**Company**"), a capital pool company listed on the TSX Venture Exchange (the "**Exchange**"), is pleased to announce that, further to its news releases dated January 26, 2021 and June 21, 2021, it has filed its Filing Statement dated as of August 30, 2021 and a technical report for the Koonenberry North Project located in New South Wales, Australia (the "**Technical Report**").

The Filing Statement describes the Company's proposed qualifying transaction (the "**Qualifying Transaction**") with Bangles Gold Pty. Ltd. ("**Bangles**"). The Company has received conditional approval from the Exchange to complete the Qualifying Transaction, subject to closing of the Qualifying Transaction by no later than November 14, 2021 and completion of certain other filings. Completion of the Qualifying Transaction remains subject to a number of conditions, including final approval of the Exchange.

The Technical Report, entitled "Independent Technical Report, Koonenberry North Project, NSW, Bangles Gold Pty Ltd" and dated effective May 3, 2021, was prepared by Geos Mining Mineral Consultants and authored by Murray Hutton, BA (Hons) Geology, MAIG, a "qualified person" (as such term is defined in National Instrument 43-101 - Standards of Disclosure for Mineral Projects ("**NI 43-101**")) and independent of both Cairo and Bangles for the purposes of NI 43-101.

Copies of the Filing Statement and the Technical Report are available under Cairo's SEDAR profile at [www.sedar.com](http://www.sedar.com) (<https://www.newsfilecorp.com/redirect/q3j10CoyJo>).

The common shares of the Company were halted from trading effective January 26, 2021 and will remain halted until the completion of the Qualifying Transaction. On closing of the Qualifying Transaction, the Company will change its name to "Gladiator Metals Corp." and is expected to commence trading on the Exchange as a Tier 2 mining issuer, at which time the Company will no longer be considered a capital pool company.

Additional information concerning the Qualifying Transaction, the Company, and Bangles is provided in the Company's Filing Statement. For further information please contact Darryl Cardey, President and Chief Executive Officer, at (604) 638-8063.

## ON BEHALF OF THE BOARD

"Darryl Cardey"

Darryl Cardey

President and Chief Executive Officer

***Neither 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.***

*Completion of the Qualifying Transaction is subject to a number of conditions, including but not limited to, Exchange acceptance and if applicable pursuant to Exchange Requirements, majority of the minority shareholder approval. Where applicable, the Qualifying Transaction cannot close until the required shareholder approval is obtained. There can be no assurance that the Qualifying Transaction will be completed as proposed or at all.*

*Investors are cautioned that, except as disclosed in the filing statement prepared in connection with the Qualifying Transaction, any information released or received with respect to the Qualifying Transaction may not be accurate or complete and should not be relied upon. Trading in the securities of a capital pool company should be considered highly*

*speculative.*

*The TSX Venture Exchange Inc. has in no way passed upon the merits of the Qualifying Transaction and has neither approved nor disapproved the contents of this press release.*

*All information contained in this news release with respect to Cairo and Bangles was supplied by the parties, respectively, for inclusion herein, and Cairo and its respective directors and officers have relied on Bangles for any information concerning such party.*

*This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.*

*The information in this news release includes certain information and statements about management's view of future events, expectations, plans and prospects that constitute forward-looking statements, including statements relating to the completion of the Qualifying Transaction. Because of these risks and uncertainties and as a result of a variety of factors, the actual results, expectations, achievements or performance of each of Cairo and Bangles may differ materially from those anticipated and indicated by these forward-looking statements. Any number of factors could cause actual results to differ materially from these forward-looking statements as well as future results. Although each of Cairo and Bangles believes that the expectations reflected in forward-looking statements are reasonable, they can give no assurances that the expectations of any forward-looking statements will prove to be correct. Except as required by law, each of Cairo and Bangles disclaims any intention and assume no obligation to update or revise any forward-looking statements to reflect actual results, whether as a result of new information, future events, changes in assumptions, changes in factors affecting such forward-looking statements or otherwise.*

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