

0001171843-25-0005176-K North American Construction Group Ltd. 2025012920250129180005180006180006 0
0001171843-25-000517 6-K 2 20250129 20250130 20250129 North American Construction Group Ltd. 0001368519
1389 000000000 A0 1231 6-K 34 001-33161 25570525 27287 100 AVENUE ACHESON A0 T7X 6H8 780-960-7171
27287 100 AVENUE ACHESON A0 T7X 6H8 North American Energy Partners Inc. 20061129 NORTH AMERICAN
ENERGY PARTNERS INC. 20061129 NACG Holdings Inc. 20060707 6-K 1 f6k 012925.htm FORM 6-K UNITED
STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Form 6-K REPORT OF FOREIGN
PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934 For
the month of January 2025 Commission File Number: 001-33161 North American Construction Group Ltd. (Translation of
registrant's name into English) North American Energy Partners Inc. (Former Name) 27287- 100 Avenue Acheson, Alberta
T7X 6H8 (Address of principal executive office) Indicate by check mark whether the registrant files or will file annual
reports under cover of Form 20-F or Form 40-F. Form 20-F [X] Form 40-F [] Documents Included as
Part of this Report Exhibit No. Description 99.1 North American Construction Group Ltd. Announces Early
Redemption of 5.5% Debentures Due June 30, 2028 SIGNATURES Pursuant to the requirements of the Securities
Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned,
thereunto duly authorized. North American Construction Group Ltd. Date: January 29, 2025 By: /s/
Joe Lambert Name: Joe Lambert Title: President and CEO EX-99.1 2
exh_991.htm PRESS RELEASE Edgar Filing EXHIBIT 99.1 North American Construction Group Ltd. Announces Early
Redemption of 5.5% Debentures Due June 30, 2028 ACHESON, Alberta, Jan. 29, 2025 (GLOBE NEWSWIRE) -- North
American Construction Group Ltd. (NACG or the Company) (TSX:NOA/NYSE:NOA) announced today that
it has delivered notice to the holders of the Company's outstanding 5.5% convertible unsecured subordinated
debentures due June 30, 2028 (the Debentures) that pursuant to Section 4.3 of the trust indenture governing the
Debentures dated June 1, 2021 (the Trust Indenture), the Company will, effective February 28, 2025 (the
Redemption Date), redeem all issued and outstanding Debentures, plus accrued interest thereon. In accordance
with the Trust Indenture, holders of these Debentures may convert the outstanding Debentures into common shares of
the Company at a price of \$24.23 per share, which is at a discount to the closing price of NACG's common shares of
\$28.45 per share on January 29, 2025, the date of this press release. The Company encourages individual holders of
Debentures (Debentureholders) to review redemption instructions from their financial institution to ensure a
request for conversion is submitted in advance of the cutoff time set by the Debentureholder's financial institution.
This can be several days in advance of the Redemption Date and is not controlled by the Company. As of the date
hereof, there was \$74,106,000 (\$1,000 per Debenture) aggregate principal amount of Debentures issued and
outstanding. Accordingly, on the Redemption Date, subject to compliance with the Trust Indenture, the holder of each
Debenture (unless converted prior to the Redemption Date in accordance with the terms of the Trust Indenture) will
receive a total payment of \$1,008.86111 (the Redemption Price), comprised of a principal repayment of
\$1,000.00 and all accrued and unpaid interest thereon from the interest payment date of December 31, 2024 of
\$8.86111 until the Redemption Date. All interest on the Debentures shall cease from and after the Redemption Date.
The Company intends to pay the Redemption Price in cash. Subject to regulatory approval, the Company intends to
have the Debentures de-listed from the Toronto Stock Exchange following their redemption. About the Company NACG
is one of Canada and Australia's largest providers of heavy construction and mining services. For more than 70
years, NACG has provided services to the mining, resource, and infrastructure construction markets. For more
information about North American Construction Group Ltd., visit www.nacg.ca. For further information contact: Jason
Veenstra, CPA, CA Chief Financial Officer North American Construction Group Ltd. (780) 948-2009 jveenstra@nacg.ca
www.nacg.ca Forward-Looking Information The information provided in this release contains forward-looking
statements. Forward-looking statements include statements preceded by, followed by or that include the words
"will", "intends", "may", "could" or similar expressions. In particular, this news release contains
forward-looking statements and information relating to the redemption of the Debentures, the issuance of Common
Shares as payment of the Redemption Price, the payment of cash in respect of interest and fractional shares and the
anticipated de-listing of the Debentures. These forward-looking statements are being made by NACG based on certain
assumptions that NACG has made in respect thereof as at the date of this news release, regarding, among other things
that all required regulatory approvals will be obtained on the necessary terms in a timely manner; and that NACG will,
on the Redemption Date, meet all of the required terms and conditions of the Debentures (including those set forth in
the applicable debenture indentures) in order to effect the redemption on the terms currently contemplated (which
includes assumptions respecting trading prices of the Common Shares). These forward-looking statements are not
guarantees of future performance and are subject to a number of known and unknown risks and uncertainties,
including, but not limited to: the risk that regulatory approvals will not be obtained in the timelines or on the terms
required thereby delaying the redemption or causing it to not occur at all; the risk that NACG will not be able to meet
the requirements for redemption on the Redemption Date, including with respect to the price of its Common Shares,
which ability may be impacted by a number of risk factors. The material factors or assumptions used to develop the
above forward-looking statements and the risks and uncertainties to which such forward-looking statements are subject
are highlighted in the Company's MD&A for the year ended December 31, 2023 and quarter ending September 30,
2024. Actual results could differ materially from those contemplated by such forward-looking statements because of any
number of factors and uncertainties, many of which are beyond NACG's control. For more complete information
about NACG, please read our disclosure documents filed with the SEC and the CSA. These free documents can be
obtained by visiting EDGAR on the SEC website at www.sec.gov or on the CSA website at www.sedarplus.com.