

2 December 2025

Placement and Entitlement Offer to raise circa \$1.5M & Management Transition

Highlights

- Firm commitments received from sophisticated and professional investors to raise \$116,000 via a placement at an issue price of \$0.004 (0.4c) per share;
- Eligible shareholders to be offered the opportunity to participate in a renounceable pro rata entitlement offer to raise up to approximately an additional \$1,384,776 (before costs) at the same issue price as the placement.
- Yelverton Capital have been engaged as Lead Manager of the placement and entitlement offer. In addition, the entitlement offer is intended to be underwritten by Yelverton Capital.
- Current Managing Director and Chief Executive Officer Matthew Shackleton to depart the Company.

APC Minerals Limited (ASX: APC) (APC or the Company) is pleased to announce an equity capital raising to raise up to \$1,500,776 comprising a placement of \$116,000 (Placement) and a renounceable pro rata entitlement offer to raise up to an additional \$1,384,776 (Entitlement Offer) (together, the Offer).

Funds raised from the Offer are to be used to advance the Company's existing projects, to identify potential new opportunities and for working capital.

The Company's **Laverton Down Project (LDP)** is located 15kms north of Laverton, in Western Australia's Eastern Goldfields, and straddles the highly mineralised Lancefield and Rosemont-Barnicoat trends. The Lancefield structure hosts multiple gold deposits, including Lancefield, Mt Morgan (Genesis Resources), Sunrise Dam (AngloGold Ashanti), Wallaby/Granny Smith (Goldfields), Moolart Well, Rosemount and Garden Well (Regis Resources) and Cork Tree Well (Brightstar Resources). Drilling completed in April 2025 at LDP returned gold mineralisation associated with the sheared mafic basalts and at the sheared ultramafic hanging wall transition zones along the trend, across a strike of approximately 1 kilometre, and remains untested at depth.

The Company's **West Arunta Nexus Project (Nexus)** is located approximately 1,000kms east-southeast of Port Hedland in Western Australia. Comprising of three exploration licences across an area of 636km² Nexus is an early-stage exploration opportunity surrounded by globally significant and emerging rare earth and critical mineral element deposits. The West Arunta is WA's most exciting exploration frontier with strong potential to hold sedimentary, IOCG, SEDEX & carbonatite hosted mineral deposits.

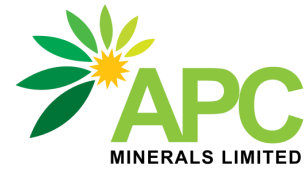
Placement

APC has received firm commitments from sophisticated and professional investors to raise \$116,000 via a share placement of 29,000,000 shares at \$0.004 (0.4 cents) per share (New Shares).

The issue price of \$0.004 per New Share represents a discount of:

- 59.4% to the 5-day volume weighted average price of \$0.0099 per share; and
- 59.3% to the 15-day volume weighted average price of \$0.0098 per share.

The New Shares to be issued under the Placement will be issued under the Company's Listing Rule 7.1 placement capacity.



Yelverton Capital Pty Ltd (Yelverton Capital) have been engaged as Lead Manager of the Placement and are entitled to receive a fee of 6% of the total funds raised under the Placement, comprising a Management Fee of 2% plus a Selling Fee of 4%.

An Appendix 3B in relation to the New Shares to be issued as part of the Placement follows by separate announcement.

Placement Indicative Timetable

Event	Date
Announcement of Placement	Pre-market open Tuesday, 2 December 2025
Settlement of Placement	Wednesday, 10 December 2025
Expected date of ASX Quotation of Placement Shares	Thursday, 11 December 2025

Entitlement Offer

In addition to the Placement, APC plans to undertake a renounceable rights issue to raise a further \$1,384,776 pursuant to the terms of an Offer Document where Eligible Shareholders will have the right to subscribe for thirteen (13) New Shares for every eleven (11) shares held at the record date at a price of \$0.004 per New Share (Entitlement Offer).

Shareholders with a registered address in Australia and New Zealand will be eligible to participate in the Entitlement Offer. Further details of the Entitlement Offer will be provided in the Offer Document and accompanying personalised entitlement and acceptance form.

Further information on the Entitlement Offer will be contained in an offer booklet, scheduled to be issued by the Company on or around Thursday, 4 December 2025. Eligible Shareholders should consider the offer booklet carefully before deciding whether to participate in the Entitlement Offer and consult with their professional advisors if they have any queries.

The Entitlement Offer is intended to be underwritten by Yelverton Capital subject to execution of an Underwriting Agreement. Pursuant to the proposed terms of the Underwriting Agreement, Yelverton Capital will be entitled to receive a fee of 6% of the total funds raised under the Entitlement Offer. In addition, Yelverton Capital (or its nominees) are to receive 40 million unlisted options exercisable at \$0.009 (0.9 cents) and having an expiry of 31 December 2026, subject to Shareholder approval.

Exit of Managing Director and Chief Executive Officer

Matthew Shackleton, the current Managing Director and Chief Executive Officer will exit employment with APC pursuant to the terms of his employment arrangement.

The Board wishes to thank Matt for his efforts over the duration of his term, in particular over the past two years, a highly challenging period for the Company. The Board wishes Matt every success in his future endeavours.

Matt's final date with the Company will be determined upon completion and handover of key responsibilities and tasks.

In due course, APC will start the process of recruitment of a replacement.

This release was authorised by the Board of APC.

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