



Issuance of LTIPs

2025-04-07

RNS Number : 8052D

Arc Minerals Limited

07 April 2025

7 April 2025, 07:30 UTC

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Arc Minerals Ltd

('Arc' or the 'Company')

Issuance of LTIPs

Arc Minerals (LSE: ARCM), announces the award of long term incentives to the board and senior management.

Long Term Incentives

Following a 5-year period during which the Company did not issue any options or share awards to management, the Board has deemed it appropriate to approve equity incentives to ensure that management is aligned with shareholders' long-term interests. The Board has approved the issuance of a combination of restricted stock units and share options, equating to 5.5% of the issued share capital (being 3% of the issued share capital in respect of LTIPs issued to directors).

The Restricted Stock Units ("RSUs") granted to the executive director and senior management are performance-based, will have a five-year term, and will vest in three equal tranches subject to the achievement of share price targets of 2.5p, 4p, and 6p over a three-year period, with the following additional performance-based acceleration milestones:

- in relation to the Anglo JV, Anglo exercising their option to accelerate Phase 1; or
- a Zambia Discovery, defined as a new resource where at least three holes drilled each assayed more than 50m% CuEq. (100m @ 0.5% Cu; 25m @ 2% Cu); or
- a Botswana Discovery, defined as a new resource where at least three holes drilled each assayed more than 25m% CuEq. (10m @ 2.5% Cu).

In addition, share options over ordinary shares in the Company ("Options") will be issued to directors and senior management as set out below. The Options will have an exercise price of 2.5p, will vest equally over three years and will be exercisable at any time after vesting and during the term of five years.

The RSUs and Options have been awarded as follows:

		Restricted Stock Units	Share Options
Nicholas von Schirnding	Executive Chairman	21,856,494	14,570,996
Vassilios Carellas	Chief Operating Officer	10,928,247	7,285,498
Ian Lynch	Chief Financial Officer	10,928,247	7,285,498
Rémy Welschinger	Non-Executive Director	n/a	3,642,748
Valentine Chitalu	Non-Executive Director	n/a	3,642,748

For further information contact:

Arc Minerals Ltd Nick von Schirnding (Executive Chairman)	info@arcminerals.com
Zeus (Nominated Adviser & Joint Broker) Katy Mitchell/Harry Ansell	Tel: +44 (0) 20 3829 5000
Shard Capital Partners LLP (Joint Broker) Damon Heath	Tel: +44 (0) 20 7186 9952

For more information, visit www.arcminerals.com.

1	Details of the person discharging managerial responsibilities / person closely associated					
a)	Name	1. Nicholas von Schirnding 2. Vassilios Carellas 3. Ian Lynch 4. Rémy Welschinger 5. Valentine Chitalu				
2	Reason for the notification					
a)	Position/status	Director/PDMR				
b)	Initial notification /Amendment	Initial Notification				
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor					
a)	Name	Arc Minerals Limited				
b)	LEI	213800XHFJVCC9GP2G75				
4	Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; and (iv) each place where transactions have been conducted					
a)	Description of the financial instrument, type of instrument Identification code	Ordinary shares of 0.1p each VGG045791016				
b)	Nature of the transaction	Issue of RSUs and Share Options				
c)	Price(s) and volume(s)	<table border="1"> <thead> <tr> <th>Price</th> <th>Volume</th> </tr> </thead> <tbody> <tr> <td>(a) Nicholas von Schirnding RSU 1. 2.5p</td> <td>1. 7,285,498</td> </tr> </tbody> </table>	Price	Volume	(a) Nicholas von Schirnding RSU 1. 2.5p	1. 7,285,498
Price	Volume					
(a) Nicholas von Schirnding RSU 1. 2.5p	1. 7,285,498					

	2. 7,285,498
2. 4p	3. 7,285,498
3. 6p	
Share Options	
2.5p	14,570,996
<hr/>	
(b) Vassilios Carellas	
RSU	
1. 2.5p	1. 3,642,749
2. 4p	2. 3,642,749
3. 6p	3. 3,642,749
Share Options	
2.5p	7,285,498
<hr/>	
(c) Ian Lynch	
RSU	
1. 2.5p	1. 3,642,749
2. 4p	2. 3,642,749
3. 6p	3. 3,642,749
Share Options	
2.5p	7,285,498
<hr/>	
(d) Rémy Welschinger	
2.5p	3,642,748
<hr/>	
(e) Valentine Chitalu	
Share Options	3,642,748

		2.5p															
d)	Aggregated information	<table border="1"> <thead> <tr> <th>Price</th> <th>Volume</th> </tr> </thead> <tbody> <tr> <td>(a) 3.5p</td> <td>36,427,490</td> </tr> <tr> <td>(b) 3.5p</td> <td>18,213,745</td> </tr> <tr> <td>(c) 3.5p</td> <td>18,213,745</td> </tr> <tr> <td>(d) 2.5p</td> <td>3,642,748</td> </tr> <tr> <td>(e) 2.5p</td> <td>3,642,748</td> </tr> <tr> <td></td> <td></td> </tr> </tbody> </table>		Price	Volume	(a) 3.5p	36,427,490	(b) 3.5p	18,213,745	(c) 3.5p	18,213,745	(d) 2.5p	3,642,748	(e) 2.5p	3,642,748		
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(e) 2.5p	3,642,748																
e)	Date of the transaction	7 April 2025															
f)	Place of the transaction	Off market															

Forward-looking Statements

This news release contains forward-looking statements that are based on the Company's current expectations and estimates. Forward-looking statements are frequently characterised by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate", "suggest", "indicate" and other similar words or statements that certain events or conditions "may" or "will" occur. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that could cause actual events or results to differ materially from estimated or anticipated events or results implied or expressed in such forward-looking statements. Such factors include, among others: the actual results of current exploration activities; conclusions of economic evaluations; changes in project parameters as plans continue to be refined; possible variations in ore grade or recovery rates; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing; and fluctuations in metal prices. There may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. Any forward-looking statement speaks only as of the date on which it is made and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to

update any forward-looking statement, whether as a result of new information, future events or results or otherwise. Forward-looking statements are not guarantees of future performance and accordingly undue reliance should not be put on such statements due to the inherent uncertainty therein.

Background on the Joint Venture with a subsidiary of Anglo American

Arc Minerals has entered into a Joint Venture Agreement with a subsidiary of Anglo American on its Zambian Copper Project (ZCP) comprising a number of licenses covering circa 870km² ha in the North Western Province, in the Domes region of the Zambian Copperbelt near world-class mines such as First Quantum Minerals' Sentinel and Kansanshi copper mines and Barrick's Lumwana mine.

The license areas are located approximately 900 km from Lusaka, in Mwinilunga, North Western Province, and is well within the trending arm of the major geological structure known as the Lufilian Arc (Copperbelt), on the western flank of the Kabompo Dome.

The Copperbelt is home to all the major copper mines in Zambia and these licenses represent one of the last dome-related areas in Zambia yet to be explored in any detail.

Under the agreement, Anglo American can earn-in on the ZCP by making a number of project expenditures and assume operator ship of the project. The details of the agreement are set out below:

- Phase 1 - Anglo will pay \$14.5M in staged cash payments to Unico Minerals Ltd (67% owned by Arc) and invest up to \$24m in exploration expenditures (total \$38.5M) within three years and 180 days of the signing of the Agreement (RNS 20.04.23) to secure a 51% interest in ZCP.
- Phase 2 - Anglo may elect to increase its interest in the ZCP to 60% by investing a further \$20M (total \$58.5M) within two years of the completion of Phase 1.
- Phase 3 - Anglo may elect to increase its interest in the ZCP to 70% by investing a further \$30M (total \$88.5M) within two years of the completion of Phase 2.

****ENDS****

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