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## **ACG VCP-EIP ISSUANCE**

### **ACG METALS LIMITED**

Released 07:00:01 27 January 2026

RNS Number : 4524Q  
ACG Metals Limited  
27 January 2026

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### **ACG METALS LIMITED**

**("ACG" or the "Company")**

#### **Awards under Value Creation and Employee Incentive Plans**

ACG Metals Limited announces that its Remuneration Committee ("**RemCo**") approved the issuance and/certain awards under its value creation plan ("**VCP**") and employee incentive plan ("**EIP**") on 23 January 2026. The VCP and EIP were established on the readmission of the Company's shares to trading on the London Stock Exchange ("**RNS**") following completion of the acquisition of the Gediktepe mine in September 2024 and are designed to incentivise the Company's management team and other senior employees to deliver exceptional returns for shareholders.

In deciding to grant its approval, RemCo took into account a number of important factors, including the following:

- The VCP and EIP were approved by the Company's board of directors at Readmission and fully disclosed in the Prospectus published by the Company on 7 August 2024 (the "**Prospectus**").
- The Company's share price increased from US\$6 at the commencement of the first measurement period to US\$15.06 at the end of this period.
- As a result, the Company's overall market capitalisation increased from US\$104,939,478 to US\$343,283,661 during the same period.

### ***Amendments to certain terms of the VCP and EIP***

Prior to granting this approval, RemCo approved certain adjustments to the measurement periods for the VCI dates for the EIP Awards (as defined below) to align them with the Company's financial year. In consequence:

- The first measurement date in respect of the VCP has been brought forward from 16 October 2026 to 16 October 2025, with subsequent measurement dates now scheduled to fall on 31 December 2026 (the "**Second Measurement Date**"), 31 December 2027 (the "**Third Measurement Date**") and 31 December 2028 (the "**Fourth Measurement Date**").
- The first vesting date in respect of the EIP Awards has been postponed from 16 October 2025 to 31 December 2025, with subsequent vesting dates now scheduled to fall on 31 December 2026 and 31 December 2027.

All other terms of the VCP and EIP (as further detailed in the Prospectus) remain unchanged.

### ***Awards under the VCP and EIP***

Pursuant to the VCP, the recipients may elect to receive these awards either in class A ordinary shares in 1 pence ("Shares") or options over Shares ("**Options**"). The following awards ("**Initial VCP Awards**") have been approved for the first measurement period under the VCP:

- Mr Artem Volynets (CEO) 756,246 Shares
- Mr Patrick Henze (CFO) 604,997 Options
- Mr. Peter Carter (COO) 75,625 Shares
- Mr. Damien Coles (CLO) 75,625 Options

Only one third of the Initial VCP Awards will vest immediately, with the remainder vesting (along with the EIP awards (together with the Initial VCP Awards, the "**VCP Awards**") over a four-year period as follows:

- 50% of the unvested VCP Awards are scheduled to vest on the Second Measurement Date.
- 50% of the unvested VCP Awards are scheduled to vest on the Third Measurement Date.
- The remaining unvested VCP Awards are scheduled to vest on the Fourth Measurement Date.

Vesting of all unvested VCP Awards is subject to *malus* and clawback.

RemCo also approved the issuance of an aggregate of 12,665 Shares to other key employees under the EIP in accordance with the terms of their employment contracts. Once again, recipients may elect to receive these in either Shares or Options.

### ***Vesting of Shares and Options***

In addition, RemCo approved the vesting of the first tranches of Shares or Options previously issued pursuant to one-off performance awards (the "**EIP Awards**") under the EIP, which are scheduled to vest in equal portions over a three-year period.

<b>Name</b>	<b>Total Number of Shares or Options Granted</b>	<b>Date of Grant</b>	<b>Number of Share Options to Vest First Vesting D:</b>
Mr. Peter Carter	66,666 Shares	16 July 2025	22,222 Shares
Mr. Damien Coles	58,332 Options	19 December 2024	19,444 Options
Impact Investments LLC <sup>1</sup>	216,592 Options	13 February 2025	72,197 Options

Following the Initial VCP Awards and vesting of the first tranches of Shares under the EIP Awards, the int the directors in the share capital of the Company will remain unchanged, save that the number of Shares hel Artem Volynets (through his personal services company, ACG Advisory Limited) will (assuming all Ini Award Shares vest) increase to 1,307,567.

Application will be made for the new Shares to be listed on the equity shares (transition category) of the List of the Financial Conduct Authority and to trading on the London Stock Exchange and a further annou confirming such admission will be made in due course.

<sup>1</sup> Note: Michael Pompeo is the executive chairman of Investments LLC.

- ENDS -

### **Inside information**

The information contained within this announcement is considered by the Company to constitute inside info as stipulated under the Market Abuse Regulation (EU) No.596/2014 (as it forms part of UK domestic law l of the European Union (Withdrawal) Act 2018). On the publication of this announcement via a Re Information Service, such information is now considered to be in the public domain.

The person responsible for the release of this information on behalf of the Company is Artem Volynets, Chic Executive Officer.

For further information please contact:

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## **About the Company**

ACG Metals is a company with a vision to consolidate the copper industry through a series of roll-up acquisitions with best-in-class ESG and carbon footprint characteristics.

In September 2024, ACG successfully completed the acquisition of the Gediktepe Mine which is expected to transition to primary copper and zinc production from 2026 and will target annual steady-state copper production of 20-25 kt. Gediktepe sold 57koz of AuEq in 2024.

ACG's team has extensive M&A experience built through decades spent at blue-chip multinationals in the metals industry. The team brings a significant network as well as a commitment to ESG principles and strong corporate governance.

LON: ACG | OTCQX: ACGAF | LON:ACGW | Xetra: ACG | Bond ISIN: NO0013414565

For more information about ACG, please visit: [www.acgmetals.com](http://www.acgmetals.com)

A copy of the FCA notification form in respect of the issuance and/or vesting of the awards to each PDMM is set out below. Notification is required under the EU Market Abuse Regulation and in the prescribed format, is set out below. Notification is required pursuant to Article 19(3) of the EU Market Abuse Regulation No 596/2014.



**PDMM Notification reference  
00473362**

## 1 - Details of the person discharging managerial responsibilities / person closely associated

*Must complete either for a natural person or a legal person. If completing for a legal person, please include the legal form as provided for in the register where it is incorporated, if applicable.*

<b>Is this a PDMR or PCA Submission</b>	Submission for PDMR
<b>Name of natural person</b>	Artem Volynets
<b>Legal person</b>	

## 2 - Reason for the notification

***For persons discharging managerial responsibilities:***

*- The position occupied within the issuer or emission allowance market participant should be included, e.g. CEO, CFO.*

***For persons closely associated with:***

*- An indication that the notification concerns a person closely associated with a person discharging managerial responsibilities;  
- Name and position of the relevant person discharging managerial responsibilities*

<b>Position/status</b>	CEO
<b>Initial notification/amendment</b>	Initial Notification

## 3 - Details of the issuer or emission allowance market participant

<b>Full name of the entity</b>	ACG Metals Limited
<b>Legal Entity Identifier code</b>	549300NXL2KSHKJXTU29

*In accordance with ISO 17442 LEI code.*

## 4 - Details of the transaction(s)

**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**

**Transaction(s) summary table**

Date Of Transaction	Description of Instrument	Description of Other Instrument	Identification Code	Place Of Transaction	Currency	
2026-01-23	Share		VGG0056A1030	Outside a trading venue	GBP - £	
<b>Nature Of Transaction:</b>						
vesting of certain shares from VCP award granted pursuant to the Company's value creation plan					<b>Price</b>	<b>Volume</b>
					0.00	252082
				<b>Aggregated</b>	<b>0.00</b>	<b>252082</b>

**Additional Information**



**PDMR**  
**00473365**

**Notification**

**reference**

**1 - Details of the person discharging managerial responsibilities / person closely associated**

*Must complete either for a natural person or a legal person. If completing for a legal person, please include the legal form as provided for in the register where it is incorporated, if applicable.*

**Is this a PDMR or PCA Submission**

Submission for PDMR

**Name of natural person**

Patrick Henze

**Legal person**

**2 - Reason for the notification**

**For persons discharging managerial responsibilities:**

*- The position occupied within the issuer or emission allowance market participant should be included e.g. CEO, CFO.*

**For persons closely associated with:**

- An indication that the notification concerns a person closely associated with a person discharging managerial responsibilities;
- Name and position of the relevant person discharging managerial responsibilities

**Position/status**

CFO

**Initial notification/amendment**

Initial Notification

**3 - Details of the issuer or emission allowance market participant****Full name of the entity**

ACG Metals Limited

**Legal Entity Identifier code**

549300NXL2KSHKJXTU29

*In accordance with ISO 17442 LEI code.***4 - Details of the transaction(s)**

**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

**Transaction(s) summary table**

Date Of Transaction	Description of Instrument	Description of Other Instrument	Identification Code	Place Of Transaction	Currency	
2026-01-23	Other	Options of Class A ordinary shares	VGG0056A1030	outside a trading venue	GBP -	
<b>Nature Of Transaction:</b>						
vesting of certain options over shares from VCP award granted pursuant to the Company's value creation plan					<b>Price</b>	<b>Volum</b>
					<b>0.00</b>	<b>20166</b>
				<b>Aggregated</b>	<b>0.00</b>	<b>20166</b>

**Additional Information**



**PDMR Notification reference  
00473366**

**1 - Details of the person discharging managerial responsibilities / person closely associated**

*Must complete either for a natural person or a legal person. If completing for a legal person, please include the legal form as provided for in the register where it is incorporated, if applicable.*

**Is this a PDMR or PCA Submission**

Submission for PDMR

**Name of natural person**

Damien Coles

**Legal person**

**2 - Reason for the notification**

***For persons discharging managerial responsibilities:***

*- The position occupied within the issuer or emission allowance market participant should be included, e.g. CEO, CFO.*

***For persons closely associated with:***

*- An indication that the notification concerns a person closely associated with a person discharging managerial responsibilities;*

*- Name and position of the relevant person discharging managerial responsibilities*

**Position/status**

Chief Legal Officer

**Initial notification/amendment**

Amendment to prior notifications

**Previous notification reference number**

00473364

**Explain the error that this notification is amending**

Amendment to volume figure

### 3 - Details of the issuer or emission allowance market participant

**Full name of the entity**

ACG Metals Limited

**Legal Entity Identifier code**

*In accordance with ISO 17442 LEI code.*

### 4 - Details of the transaction(s)

**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

#### **Transaction(s) summary table**

Date Of Transaction	Description of Instrument	Description of Other Instrument	Identification Code	Place Of Transaction	Currency	
2026-01-23	Other	Options over Class A ordinary shares	VGG0056A1030	outside a venue	GBP - [	
<b>Nature Of Transaction:</b>						
vesting of certain options over shares from VCP award granted pursuant to the Company's value creation plan					Price	Volume
					0.00	25208.00
				<b>Aggregated</b>	<b>0.00</b>	<b>25208.0</b>

#### **Additional Information**



**PDMR Notification reference  
00473367**

## 1 - Details of the person discharging managerial responsibilities / person closely associated

*Must complete either for a natural person or a legal person. If completing for a legal person, please include the legal form as provided for in the register where it is incorporated, if applicable.*

**Is this a PDMR or PCA Submission** Submission for PDMR

**Name of natural person** Peter Carter

**Legal person**

## 2 - Reason for the notification

***For persons discharging managerial responsibilities:***

*- The position occupied within the issuer or emission allowance market participant should be included, e.g. CEO, CFO.*

***For persons closely associated with:***

*- An indication that the notification concerns a person closely associated with a person discharging managerial responsibilities;  
- Name and position of the relevant person discharging managerial responsibilities*

**Position/status** COO

**Initial notification/amendment** Amendment to prior notifications

**Previous notification reference number** 00473363

**Explain the error that this notification is amending** Amendment to volume figure

## 3 - Details of the issuer or emission allowance market participant

**Full name of the entity** ACG Metals Limited

**Legal Entity Identifier code** 549300NXL2KSHKJXTU29

*In accordance with ISO 17442 LEI code.*

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

#### Transaction(s) summary table

Date Of Transaction	Description of Instrument	Description of Other Instrument	Identification Code	Place Of Transaction	Currency	
2026-01-23	Share		VGG0056A1030	outside a venue	GBP - £	
<b>Nature Of Transaction:</b>						
vesting of certain shares from VCP award granted pursuant to the Company's value creation plan					<b>Price</b>	<b>Volume</b>
					0.00	25208.00
				<b>Aggregated</b>	<b>0.00</b>	<b>25208.00</b>

#### Additional Information



**PDMR Notification reference  
00473368**

Name of natural person

Peter Carter

Legal person

**2 - Reason for the notification*****For persons discharging managerial responsibilities:***

- *The position occupied within the issuer or emission allowance market participant should be indicated, e.g. CEO, CFO.*

***For persons closely associated with:***

- *An indication that the notification concerns a person closely associated with a person discharging managerial responsibilities;*  
 - *Name and position of the relevant person discharging managerial responsibilities*

Position/status

COO

Initial notification/amendment

Initial Notification

**3 - Details of the issuer or emission allowance market participant**

Full name of the entity

ACG Metals Limited

Legal Entity Identifier code

549300NXL2KSHKJXTU29

*In accordance with ISO 17442 LEI code.*

**4 - Details of the transaction(s)**

**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**

**Transaction(s) summary table**

Date Of Transaction	Description of Instrument	Description of Other Instrument	Identification Code	Place Of Transaction	Currency
2026-01-23	Share		VGG0056A1030	outside a trading venue	GBP -

Nature Of Transaction:	Price	Volum
		0.00
vesting of certain shares from EIP award granted pursuant to the Company's employee incentive plan	<b>Aggregated</b>	<b>0.00</b>
		<b>2222:</b>

### **Additional Information**

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