LONDON STOCK EXCHANGE
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RNS Director/PDMR Shareholding

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. EIP were established on the readmission of the Company's shares to trading on the London Stock Exchange ("**R** following completion of the acquisition of the Gediktepe mine in September 2024 and are designed to in 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 follow

- The VCP and EIP were approved by the Company's board of directors at Readmission and fully disclose 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 i the VCP 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 : 2025, with subsequent measurement dates now scheduled to fall on 31 December 2026 (the "**Second M Date**"), 31 December 2027 (the "**Third Measurement Date**") and 31 December 2028 (the "**Fourth M Date**").
- The first vesting date in respect of the EIP Awards has been postponed from 16 October 2025 to 31 De 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 t ("**Shares**") or options over Shares ("**Options**"). The following awards ("**Initial VCP Awards**") have been appro of 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 ai VCP 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 EI accordance with the terms of their employment contracts. Once again, recipients may elect to receive thes 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 pu one-off performance awards (the "**EIP Awards**") under the EIP, which are scheduled to vest in equal portio three-year period.

Name	Total Number of Shares or Options Granted	Date of Grant	Number of Shar Options to Vest First Vesting D
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[1]	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.

[1] 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 inf 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, Chie 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 acqu with best-in-class ESG and carbon footprint characteristics.

In September 2024, ACG successfully completed the acquisition of the Gediktepe Mine which is exp transition to primary copper and zinc production from 2026 and will target annual steady-state copper ec 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 th The team brings a significant network as well as a commitment to ESG principles and strong corporate gove

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

For more information about ACG, please visit: www.acgmetals.com

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

FINANCIAL CONDUCT AUTHORITY

PDMR Notification reference 00473362

1 - Details of the person discharging managerial responsibilities / person closely associat

Must complete either for a natural person or a legal person. If completing for a legal person, ple 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	Artem Volynets
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 inc 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	CEO
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	Curre
2026-01-23	Share		VGG0056A1030	Outside a trading venue	GBP -

Nature Of Transaction:		Price	Volum
vesting of certain shares from VCP award granted pursuant to the Company's value creation plan		0.00	252082
	Aggregated	**0.00**	**25208**

Additional Information

PDMR Notification refe 00473365

1 - Details of the person discharging managerial responsibilities / person closely associat

Must complete either for a natural person or a legal person. If completing for a legal person, ple 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 in 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	Curre
2026-01-23	Other	Options of Class A ordinary shares	VGG0056A1030	outside a trading venue	GBP -

Nature Of Transaction:

vesting of certain options over shares from VCP award granted pursuant to the Company's value creation plan

	Price	Volum
	0.00	20166
Aggregated	0.00	20166

Additional Information

PDMR Notification reference 00473366

1 - Details of the person discharging managerial responsibilities / person closely associat

Must complete either for a natural person or a legal person. If completing for a legal person, ple 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 inc 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 figu

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	Curre
2026-01-23	Other	Options over Class A ordinary shares	VGG0056A1030	outside a venue	GBP -

Nature Of Transaction:

vesting of certain options over shares from VCP award granted pursuant to the Company's value creation plan

	Price	Volume
	0.00	25208.0
Aggregated	**0.00**	**25208.0**

Additional Information

PDMR Notification reference 00473367

1 - Details of the person discharging managerial responsibilities / person closely associat

Must complete either for a natural person or a legal person. If completing for a legal person, ple 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 inc 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 figu

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	Currer
2026-01-23	Share		VGG0056A1030	outside a venue	GBP -

Nature Of Transaction:		Price	Volume
vesting of certain shares from VCP award granted pursuant to the Company's value creation plan		0.00	25208.0
	Aggregated	**0.00**	**25208.0**

Additional Information

FINANCIAL CONDUCT AUTHORITY

PDMR Notification reference 00473368

1 - Details of the person discharging managerial responsibilities / person closely associat

Must complete either for a natural person or a legal person. If completing for a legal person, ple 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 in[c]
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	Curre[ncy]
2026-01-23	Share		VGG0056A1030	outside a trading venue	GBP -

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

Additional Information

END

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