

Apex Announces Repricing of Financing

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Vancouver, July 25, 2025 - [Apex Resources Inc.](#) (TSXV: APX) ("Apex" or the "Company") announces that further to the Company's news release of June 18, 2025, the Company has re-priced its non-brokered financing (the "Financing") to raise a total of up to \$1,000,000 involving the sale of flow-through shares (the "FT Shares") and non-flow-through units (the "NFT Units").

The flow-through funding component will now consist of the sale of up to 6,250,000 FT Shares, priced at \$0.08 per FT Share to raise gross proceeds of up to \$500,000 and the non-flow-through funding component will now consist of the sale of up to 10,000,000 NFT Units, priced at \$0.05 per NFT Unit to raise gross proceeds of up to \$500,000. Each NFT Unit will consist of one common share of the Company plus one-half non-transferable share purchase warrant (each whole warrant, a "Warrant"). Each Warrant is exercisable to purchase one additional common share of the Company (a "Warrant Share") at a price of \$0.10 for a period of two years from the date of closing.

The Warrants are subject to an accelerated expiry date, which comes into effect when the trading price on the TSX Venture Exchange of the Company's common shares closes at or above \$0.20 per share for a period of 10 consecutive trading days commencing four months plus one day after the date of closing. In such event, the Company may, at its option, accelerate the expiry date of the Warrants by issuing a press release (the "Notice") to the Warrant holders and in such case, the expiry date of the Warrants will be 30 days from the date of the Notice.

The FT Shares will qualify as "flow-through shares" (within the meaning of subsection 66(15) of the Income Tax Act (Canada) (the "Tax Act"). The gross proceeds raised from the sale of the FT Shares will be used by the Company to incur "Canadian exploration expenses" (within the meaning of the Tax Act) on the Company's Jersey-Emerald property in southern British Columbia. The Company will use funds raised from the sale of the NFT Units on non-flow-through eligible project expenses as well as for general working capital purposes. The Company reserves the right to accept additional funds or increase the Financing, subject to regulatory approval, should the Financing be oversubscribed.

Directors and officers of the Company may acquire securities under the Financing, which participation would be considered to be a "related party transaction" as defined under Multilateral Instrument 61-101 ("MI 61-101"). Such participation is expected to be exempt from the formal valuation and minority shareholder approval requirements of MI 61-101.

The Financing is subject to TSX Venture Exchange approval and all securities issued pursuant to the Financing will be subject to a four-month and one day hold period from the closing date.

This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any U.S. state securities laws, and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the U.S. Securities Act) absent registration under the U.S. Securities Act and applicable state securities laws or an exemption from such registration requirements is available.

About Apex Resources Inc.

Apex is a Vancouver-based exploration company with a suite of precious and critical minerals projects and historic mines located in the United States and Canada.

The Jersey-Emerald Property is wholly-owned by Apex and encompasses the historic Jersey Lead-Zinc Mine

- British Columbia's second largest historic zinc mine, and the Emerald Tungsten Mine - Canada's second largest historic tungsten mine, both located in southern British Columbia.

The Lithium Creek Project is Apex's flagship project with placer claims covering hundreds of square miles within the aerially extensive Fernley, Humboldt, and Carson Sinks, and includes widespread naturally flowing lithium brine groundwater. The Lithium Creek Project is strategically located near the City of Reno and within 40 minutes of the principle North American battery hub, hosting the Tesla Gigafactory and other key industry players in the Lithium Ion battery supply chain.

On Behalf of the Board of Directors of

Apex Resources Inc.
Ron Lang,
President & CEO

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Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this press release.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS: This news release may contain forward-looking information within the meaning of applicable securities laws ("forward-looking statements"). Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects," "plans," "anticipates," "believes," "intends," "estimates," "projects," "potential" and similar expressions, or that events or conditions "will," "would," "may," "could" or "should" occur, including but not limited to, closing of the Financing. These forward-looking statements are subject to a variety of risks and uncertainties which could cause actual events or results to differ materially from those reflected in the forward-looking statements, including, without limitation: risks related to fluctuations in metal prices; uncertainties related to raising sufficient financing to fund exploration work in a timely manner and on acceptable terms; changes in planned work resulting from weather, logistical, technical or other factors; the possibility that results of work will not fulfill expectations and realize the perceived potential of the Company's properties; risk of accidents, equipment breakdowns and labour disputes or other unanticipated difficulties or interruptions; the possibility of cost overruns or unanticipated expenses in conducting work programs; the risk of environmental contamination or damage resulting from Apex's operations and other risks and uncertainties. Any forward-looking statement speaks only as of the date 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.

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