

# Apex Announces Brokered LIFE Offering of up to \$10,001,600

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VANCOUVER, May 18, 2026 - [Apex Critical Metals Corp.](#) (CSE: APXC) (OTCQX: APXCF) (FWB: KL9) ("Apex" or the "Company"), a Canadian mineral exploration company focused on the identification and development of critical and strategic metals, announces that it has entered into an agreement with Canaccord Genuity Corp. to act as lead agent and sole bookrunner along with a syndicate of agents to be formed (the "Agents") in connection with a "best efforts" private placement of up to 5,264,000 units of the Company (each, a "Unit", and, collectively, the "Units") at a price of C\$1.90 per Unit (the "Offering Price") for aggregate gross proceeds of up to C\$10,001,600 (the "Offering") under the Listed Issuer Financing Exemption (as defined below).

Each Unit will consist of one common share of the Company (each, a "Common Share" and, collectively, the "Common Shares") and one Common Share purchase warrant of the Company (each, a "Warrant" and, collectively, the "Warrants"). Each Warrant will be exercisable to acquire one Common Share (each, a "Warrant Share", and, collectively, the "Warrant Shares") at a price of C\$2.60 per Warrant Share for a period of 24 months from the Closing Date (as defined below). The Warrants to be issued pursuant to the Offering will not be listed for trading on any stock exchange. The Offering is expected to close on or about June 2, 2026 (the "Closing Date"), or such other date as determined by the Company and the Agents, such date being no later than 45 days from the date hereof.

The Company will grant the Agents an option (the "Agents' Option") to sell up to 789,600 additional Units at the Offering Price for additional gross proceeds of up to \$1,500,240. The Agents' Option shall be exercisable at any time up to 48 hours prior to the Closing Date.

Subject to compliance with applicable regulatory requirements and in accordance with National Instrument 45-106 - *Prospectus Exemptions* ("NI 45-106"), the Offering is being made to purchasers resident in all provinces and territories of Canada, except Québec, pursuant to the listed issuer financing exemption under Part 5A of NI 45-106 (the "Listed Issuer Financing Exemption"). The Units to be offered under the Listed Issuer Financing Exemption will not be subject to a hold period in Canada in accordance with applicable Canadian securities laws.

The Units will also be offered to investors outside of Canada pursuant to BC Instrument 72-503 - *Distributions of Securities outside British Columbia*, provided it is understood that no prospectus filing or comparable obligation arises in such other jurisdiction. Any sale of Units to persons in the United States will be made to "Accredited Investors" pursuant to Rule 506(b) of Regulation D (including "Qualified Institutional Buyers" as defined in Rule 144A who are also "Accredited Investors") adopted by the United States Securities and Exchange Commission under the United States Securities Act of 1933, as amended (the "U.S. Securities Act").

As consideration for their services in connection with the Offering, the Agents will receive a cash commission equal to 6% of the gross proceeds of the Offering and compensation warrants equal to 3% of the aggregate number of Units sold under the Offering (the "Compensation Warrants"), with each Compensation Warrant exercisable to purchase one Common Share at C\$1.90 for a period of 24 months from the Closing Date. In each case, the consideration will be reduced to 3% in the case of President's List investors.

The gross proceeds of the Offering will be used to fund exploration of the Company's Rift Project, the CAP Project, and the Lac Le Moyne Project, and for general working capital purposes as further set out in the Offering Document (as defined below).

There is an offering document (the "Offering Document") related to the Offering that can be accessed under the Company's issuer profile on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca) and on the Company's website at:

[www.apexcriticalmetals.com](http://www.apexcriticalmetals.com). Prospective investors should read this Offering Document before making an investment decision.

This news release does not constitute an offer to sell or a solicitation of an offer to buy securities in the United States, nor will there be any sale of the securities in any jurisdiction in which such offer, solicitation, or sale would be unlawful. The securities offered have not been and will not be registered under the U.S. Securities Act or any state securities laws and may not be offered or sold in the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

About Apex Critical Metals Corp. (CSE: APXC) (OTCQX: APXCF) (FWB: KL9) Apex Critical Metals Corp. is a Canadian exploration company focused on advancing rare earth element (REE) and niobium projects that support the growing demand for critical and strategic metals across the United States and Canada.

With a growing portfolio of critical mineral projects in both Canada and the United States, Apex Critical Metals is strategically positioned to help strengthen domestic supply chains for the minerals essential to advanced technologies, clean energy, and national security. Apex is publicly listed in Canada on the Canadian Securities Exchange (CSE) under the symbol APXC and quoted on the OTCQX market in the United States under the symbol APXCF, and in Germany on the Borse Frankfurt under the symbol KL9 and/or WKN: A40CCQ. Find out more at [www.apexcriticalmetals.com](http://www.apexcriticalmetals.com) and watch our videos at <https://apexcriticalmetals.com/media/> and make sure to stay in touch by signing up for free news alerts at <https://apexcriticalmetals.com/news/news-alerts/>, or by following us on X (formerly Twitter), Facebook or LinkedIn.

On Behalf of the Board of Directors

APEX CRITICAL METALS CORP.,

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*Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.*

#### Cautionary Note Regarding Forward-Looking Statements

This news release contains forward-looking statements and other statements that are not historical facts. Forward-looking statements are often identified by terms such as "will", "may", "should", "anticipate", "expects" and similar expressions. All statements other than statements of historical fact, included in this news release are forward-looking statements that involve risks and uncertainties. Forward-looking statements in this press release include, but are not limited to, statements regarding the Company's exploration and development plans with respect to its projects, statements regarding the Offering including, without limitation, statements regarding the completion or the expected Closing Date, the completion of all required regulatory filings, the use of gross proceeds, and the Company's anticipated business and operational activities. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from the Company's expectations include, but are not limited to, delay or failure to receive regulatory approvals, investor demand, inability to complete the Offering, delay or failure to close the Offering, the inherently unpredictable nature of resource exploration, market conditions and the risks detailed from time to time in the filings made by the Company with securities regulators. The reader is cautioned that assumptions used in the preparation of any forward-looking

information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of the Company. The reader is cautioned not to place undue reliance on any forward-looking information. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect, and actual results may differ materially from those anticipated.

Forward-looking statements contained in this news release are expressly qualified by this cautionary statement. The forward-looking statements contained in this news release are made as of the date of this news release and the Company will update or revise publicly any of the included forward-looking statements as expressly required by applicable law.

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