APAC RESOURCES

APAC RESOURCES LIMITED
亞太資源有限公司

(Incorporated in Bermuda and re-domiciled to Hong Kong with limited liability)

(Stock Code: 1104)
(Warrant Code: 2478)

TERMINATION OF RIGHTS ISSUE AND UNDERWRITING AGREEMENT

Reference is made to the announcement of APAC Resources Limited (the "**Company**", together with its subsidiaries, the "**Group**") dated 28 May 2026 (the "**Announcement**") and the prospectus dated 18 June 2026 (the "**Prospectus**") in relation to the rights issue ("**Rights Issue**") of up to 747,729,105 Shares in the Company ("**Rights Shares**", each a "**Rights Share**") at HK$1.45 per Rights Share on the basis of one Rights Share for every two existing Shares of the Company. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as ascribed thereto in the Prospectus.

TERMINATION OF THE UNDERWRITING AGREEMENT

The Board announces that, after trading hours on 26 June 2026, the Company received a notice of termination from the Underwriters (the "**Notice of Termination**") to terminate the Underwriting Agreement in view of the cumulative adverse change in market conditions and the success of the Rights Issue resulting from the following events: -

(a) the trading prices of the Shares after the date of the Announcement have generally been on a downward trend, in particular, the closing price of the Shares on the date of the Announcement of HK$2.18 per Share and the trading price of the Shares on 26 June 2026 of HK$1.38 per Share, being below the Subscription Price under the Rights Issue of HK$1.45 per Rights Share;

(b) regulatory crackdowns of overseas brokerage firms which affect general market liquidity and investors' sentiment; and

(c) ongoing uncertainty from the hostilities in the Middle East.

Taking into account (1) the fact that the trading prices of the Shares after the Announcement have generally been on a downward trend as stated in the Notice of Termination; and (2) the Underwriters acting jointly shall be entitled, by notice to the Company served prior to the Latest Time for Termination to terminate the Underwriting Agreement upon the occurrence of certain events which would, in the joint reasonable opinion of the Underwriters, materially and adversely affect the success of the Rights Issue, including material adverse change in market conditions making it inexpedient or inadvisable to proceed with the Rights Issue, the Company has agreed to accept the termination of the Underwriting Agreement with immediate effect, whereupon the parties' respective obligations have ceased and terminated.

The Board does not consider that termination of the Underwriting Agreement and the Rights Issue would have any material adverse effect on the financial position or the operations of the Group. As a result of such termination, the Company will formulate/revise business plans which were originally proposed to be funded by the Rights Issue.

The monies received in respect of acceptances of the Rights Shares under the PALs will be returned to the Qualifying Shareholders or such other persons to whom the nil-paid Rights Shares shall have been validly transferred, or in case of joint acceptances, to the first-named person; and the monies received in respect of the relevant applications for excess Rights Shares under the EAFs will be returned to the applicants, or in case of joint applicants, to the first-named person, without interest by means of cheques despatched by ordinary post to their respective registered addresses at their own risk on or before Tuesday, 14 July 2026.

On behalf of the Board
APAC Resources Limited
Andrew Ferguson
Executive Director

Hong Kong, 26 June 2026

As at the date of this announcement, the directors of the Company are:

Executive Director
Mr. Andrew Ferguson *(Chief Executive Officer)*

Non-Executive Directors
Mr. Arthur George Dew *(Chairman) (Mr. Wong Tai Chun, Mark as his alternate)*,
Mr. Lee Seng Hui and Ms. Lam Lin Chu

Independent Non-Executive Directors
Mr. Kelvin Chau Kwok Wing and Mr. Li Chak Hung