Appia Announces Final Closing of Its Non-Brokered Private Placement

written by Raj Shah | June 30, 2025

June 30, 2025 (Source) – **Appia Rare Earths & Uranium Corp. (CSE: API) (OTCQB: APAAF) (FSE: A0I0) (MUN: A0I0) (BER: A0I0) (the "Company" or "Appia")** is pleased to announce that, further to its Press Releases of June 17, 2025, and June 24, 2025, it has closed the final tranche of an upsized and fully subscribed non-brokered private placement of 12,500,000 working capital units (the "**WC Units**") of the Company at a price of $0.08 per WC Unit for $1,000,000. On June 24, 2025, it placed 2,428,947 Flow Through Units (the "**FT Units**") at a price of $0.095 per FT Unit for $230,749.97. The Company raised gross proceeds of $1,230,749.97.

The Company closed the final tranche of the WC Offering on June 27, 2025, with subscriptions for 1,706,250 WC Units for gross proceeds of $136,500.

Each WC Unit consists of one (1) common share of the Company priced at $0.08 per common share and one (1) common share purchase warrant (a "**WC Warrant**"). Each WC Warrant entitles the holder to purchase one (1) common share (a "**WC Warrant Share**") at a price of $0.15 until the earlier of (i) two (2) years from the closing of the Offering (the "**Closing**"); and (ii) in the event that the closing price of the Common Shares on the Canadian Securities Exchange is at least $0.25 for ten (10) consecutive trading days, and the 10th trading day (the "**Final Trading Day**") is at least four (4) months from the Closing, the date which is thirty (30) days from the Final Trading Day (the "**Trigger Date**").

Each FT Unit consists of one (1) flow-through Common Share ("**FT Share**") priced at $0.095 per FT Share and one (1) common share purchase warrant (a "**Warrant**") with each Warrant entitling the holder to acquire one (1) common share of the Company (a "**Warrant Share**") at a price of $0.15 until the earlier of (i) two (2) years from Closing; and (ii) the Trigger Date.

Proceeds from the WC Offering will be used for general working capital and funding for exploration of the Company's PCH Project in Brazil. The securities issued are subject to a hold period expiring on October 28, 2025.

The gross proceeds from the sale of FT Units will be used for Canadian Exploration Expenses (within the meaning of the Income Tax Act (Canada) (the "**Tax Act**")) which qualify as a "flow-through critical mineral mining expenditure" for purposes of the Tax Act related to the exploration program of the Company to be conducted on the Company's properties located in Saskatchewan. The Company will renounce such Canadian Exploration Expenses with an effective date of no later than December 31, 2025. The Canadian Exploration Expenses to be renounced by the Company will qualify for the critical mineral exploration tax credit under the Tax Act.

The securities described herein 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 state securities laws, and accordingly, may not be offered or sold within the United States except in compliance with the registration requirements of the U.S. Securities Act and applicable state securities requirements or pursuant to exemptions therefrom. This press release does not constitute an offer to sell or a solicitation to buy any securities in any jurisdiction.

Early Warning Disclosure Regarding Christopher B. Tatum

On June 24, 2025, Christpher B. Tatum ("**Kit Tatum**") acquired 6,250,000 WC Units of Appia (the "**Acquisition**") comprising 6,250,000 common shares and 6,250,000 WC Warrants exercisable at $0.15 per Common Share until up to June 24, 2027, for aggregate consideration of $500,000 pursuant to a subscription agreement, as part of the non-brokered private placement by Appia of 2,428,947 flow-through units (the "**FT Units**") and 12,500,000 working capital units (the "**WC Units**") for gross proceeds of $1,230,749.97 (the "**Offering**"). The Acquisition represents approximately 3.72% of the issued and outstanding capital of Appia on a non-diluted basis, after giving effect to the Offering, and 7.18% on a partially diluted basis, after giving effect to the Offering.

Immediately prior to the completion of the Acquisition, Kit Tatum beneficially owned, directly or indirectly, or exercised control or direction over, 7,000,000 common shares and 3,125,000 warrants exercisable at $0.15 per Common Share until up to October 29, 2026, representing approximately 4.58% of the issued and outstanding Common Shares on a non-diluted basis and 6.49% on a partially diluted basis.

Immediately following the closing of the Offering, Kit Tatum beneficially owned, directly or indirectly, or exercised control or direction over, 13,250,000 Common Shares and 9,375,000 warrants, representing approximately 7.89% of the issued and outstanding Common Shares on a non-diluted basis and 12.76% on a partially diluted basis.

Kit Tatum has advised that the WC Units were acquired for investment purposes and that he has no present intention to either increase or decrease his holdings in the Company. Notwithstanding the foregoing, he has advised that he may increase or decrease his beneficial ownership, control or direction over common shares of the Company through market

transactions, private agreements, exercise of warrants, other treasury issuances or otherwise.

This news release is issued pursuant to National Instrument 62-103 – The Early Warning System and related Take-Over Bid and Insider Reporting Issues of the Canadian Securities Administrators, which also requires an early warning report to be filed with the applicable securities regulators containing additional information with respect to the foregoing matters. A copy of this early warning report in respect of this transaction will be available on Appia's issuer profile on SEDAR+ at www.sedarplus.ca.

About Appia Rare Earths & Uranium Corp.

Appia is a publicly traded Canadian company in the rare earth element and uranium sectors. The Company holds the right to acquire up to a 70% interest in the PCH Ionic Adsorption Clay Project (See June 9th, 2023 Press Release – Click HERE) which is 42,932.24 ha. in size and located within the Goiás State of Brazil. (See January 11th, 2024 Press Release – Click HERE) The Company is also focusing on delineating high-grade critical rare earth elements and gallium on the Alces Lake property, and exploring for high-grade uranium in the prolific Athabasca Basin on its Otherside, Loranger, North Wollaston, and Eastside properties. The Company holds the surface rights to exploration for 94,982.39 hectares (234,706.59 acres) in Saskatchewan. The Company also has a 100% interest in 13,008 hectares (32,143 acres), with rare earth elements and uranium deposits over five mineralized zones in the Elliot Lake Camp, Ontario.

Appia has 168 million common shares outstanding, 205 million shares fully diluted.

Cautionary note regarding forward-looking statements: This News Release contains forward-looking statements which are typically

preceded by, followed by or including the words “believes”, “expects”, “anticipates”, “estimates”, “intends”, “plans” or similar expressions. Forward-looking statements are not a guarantee of future performance as they involve risks, uncertainties and assumptions. We do not intend and do not assume any obligation to update these forward-looking statements and shareholders are cautioned not to put undue reliance on such statements.

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

For more information, visit www.appiareu.com.

As part of our ongoing effort to keep investors, interested parties and stakeholders updated, we have several communication portals. If you have any questions online (X, Facebook, LinkedIn) please feel free to send direct messages.

To book a one-on-one 30-minute Zoom video call, please click here.

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