

27 February 2025

Rockfire Resources plc
("Rockfire" or the "Company")

Final payment for acquisition of Molaoi Asset
Director/PDMR Shareholding
Related Party Transaction

Rockfire Resources plc (LON: ROCK), the base metal, critical mineral and precious metal exploration company, is pleased to announce that it has successfully met the technical milestone that triggers the final tranche payment to the vendors of Hellenic Minerals S.A. ("**Hellenic**"). Hellenic is a wholly owned subsidiary of Rockfire and controls 100% ownership of a 30-year licence to explore and mine the high-grade Molaoi Zn/Pb/Ag deposit ("**Molaoi**"), located in the Hellenic Republic of Greece ("**Greece**").

This final payment is an issue of 185,000,000 new ordinary shares of 0.1 pence each in the Company ("**Ordinary Shares**") at the time when Rockfire delineates a JORC compliant zinc resource of more than 400,000 tonnes of zinc equivalent metal content. The resource at Molaoi is currently 1,500,000 tonnes of zinc equivalent metal content (See Rockfire's announcement dated 4 September 2024) and the Directors of the Company believe that this resource will continue to grow.

Highlights

- In accordance with the terms of the acquisition of Hellenic announced on 23 December 2021, Rockfire shall issue 185 million new Ordinary Shares to the vendors of Hellenic, representing the final tranche payment for the acquisition of Hellenic Minerals S.A.
- As announced on 23 December 2021, on achieving a minimum JORC or NI43-101 resource of 400,000 tonnes of zinc-equivalent metal content, Rockfire shall make a 50% cash and 50% share payment of a total value of £400,000, with Ordinary Shares being issued at a 5% discount to the 5-day VWAP share price in Rockfire at the time of the RNS of the JORC, to Mr. Georgios Skevas or his nominee/s. The threshold of 400,000 tonnes of zinc-equivalent metal content was exceeded and announced in an RNS dated 4 September 2024.
- It has subsequently been agreed with the vendors of Hellenic that they will amend this second tranche payment to £100,000 paid in cash and £300,000 paid in Rockfire shares, instead of 50% cash and 50% shares.
- The Company shall issue a total of 185,000,000 Ordinary Shares at an issue price of 0.162 pence per share. The closing share price on 4 September 2024 was 0.215 pence, resulting in a 5% discount to the 5-day volume weighted average price ("**VWAP**") of 0.162 pence.
- David Price, the Chief Executive Officer of Rockfire, first identified the Molaoi Project in 2005 from archived scientific reports. It was also Mr Price who identified the presence of germanium in the zinc at Molaoi. There is an historic agreement between Hellenic and Mr Price dating back to 2005 which entitles him to a share in the proceeds from the sale of Hellenic. In accordance with this agreement, and for the sake of transparency and governance, Mr Price declares that he is a beneficiary of this second tranche of the sale agreement with Rockfire. Mr. Price has elected to receive his portion of the share allotment (being 72,500,000 Ordinary Shares) but is deferring his portion of the cash component (being £50,000) until a later time.

Admission and Total Voting Rights

Application has been made for the admission of the 185,000,000 new ordinary shares to trading on AIM ("**Admission**"). It is anticipated that Admission will become effective on or around 8.00 a.m. on 6 March 2025.

Following Admission, the total number of ordinary shares and voting rights in the Company will be 4,122,620,625. The Company does not hold any shares in treasury. From Admission, the above figure may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, the share capital of the Company pursuant to the FCA's Disclosure Guidance and Transparency Rules.

Director/PDMR Shareholding

On Admission, David Price will have an interest 128,850,000 Ordinary Shares, representing approximately 3.12 per cent. of the issued share capital of the Company. The FCA notification, made in accordance with the requirements of the EU Market Abuse Regulation, is appended below.

Related party transaction

The variation of the second tranche consideration for Hellenic is deemed to be a transaction with a related party pursuant to rule 13 of the AIM Rules for Companies by virtue of the vendor, Mr. Georgios Skevas, being a director of a subsidiary of the Company. The directors of the Company (except for David Price who is not independent for the purposes of this transaction) consider, having consulted with the Company's nominated adviser, Allenby Capital Limited, that the terms of the variation of the second tranche consideration for Hellenic are fair and reasonable insofar as the Company's shareholders are concerned.

For further information on the Company, please visit www.rockfireresources.com or contact the following:

Rockfire Resources plc:

David Price, Chief Executive Officer

info@rockfire.co.uk

Allenby Capital Limited (Nominated Adviser & Broker):

Tel: +44 (0) 20 3328 5656

John Depasquale / George Payne (Corporate Finance)

Guy McDougall / Kelly Gardiner (Sales and Corporate Broking)

Notes to Editors

Rockfire Resources plc (LON: ROCK) is a gold, base metal and critical mineral exploration company, with a high-grade zinc/lead/silver/germanium deposit in Greece and a portfolio of gold/copper/silver projects in Queensland Australia.

- The **Molaoi** deposit in Greece has a JORC Inferred Mineral Resource of 2.3 million tonnes @ 9.4 % Zn, 1.7 % Pb and 47 g/t Ag, for 250,000 tonnes of ZnEq. This resource uses a 4% low-grade cut, and equates to 210,000 tonnes of zinc, 39,000 tonnes of lead and 3.5 million ounces of silver.
- The **Plateau** deposit in Queensland has a JORC resource of 131,000 ounces of gold and 800,000 ounces of silver, using a 0.5g/t Au cut off. 53,000 of these ounces lie within the top 100m from surface. Plateau is subject to a joint venture with ASX-listed Sunshine Metals Ltd (ASX:SHN).

Qualified Person Statement

The technical information in this announcement is based on information compiled by Mr David Price, the Chief Executive Officer of Rockfire Resources plc, who is a Fellow of the Australasian Institute of Mining and Metallurgy (F.AusIMM). Mr Price has sufficient experience relevant to the style of mineralisation and type of deposit under consideration and to the activity which has been undertaken to qualify as a "Qualified Person" in accordance with the AIM Rules Guidance Note for Mining and Oil & Gas Companies. Mr Price consents to the inclusion in the announcement of the matters based on their information in the form and context in which it appears.

Glossary

Item	Definition
"Ag"	silver
"Ge"	germanium
"g/t"	grams per tonne
"JORC"	Joint Ore Resource Committee
"Pb"	lead
"Ppm"	parts per million
"Zn"	zinc
"ZnEq"	zinc equivalent

associated with them.

1	Details of the person discharging managerial responsibilities / person closely associated		
a)	Name	David Price	
2	Reason for the notification		
a)	Position/status	Chief Executive Officer & Managing Director	
b)	Initial notification /Amendment	Initial notification	
3	Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor		
a)	Name	Rockfire Resources plc	
b)	LEI	213800THSZQSFKTXOI24	
4	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		
a)	Description of the financial instrument, type of instrument Identification code	Ordinary shares of 0.1p each in Rockfire Resources plc Identification code (ISIN) for Rockfire Resources plc ordinary shares: GB00B42TN250	
b)	Nature of the transaction	Issue of Ordinary Shares	
c)	Price(s) and volume(s)	Price(s)	Volume(s)
		0.162 pence	72,500,000
d)	Aggregated information - Aggregated volume - Price	N/A	
e)	Date of the transaction	6 March 2025	
f)	Place of the transaction	Outside a trading venue	

This information is provided by RNS, the news service of the London Stock Exchange. RNS is approved by the Financial Conduct Authority to act as a Primary Information Provider in the United Kingdom. Terms and conditions relating to the use and distribution of this information may apply. For further information, please contact ms@seg.com or visit www.ms.com.

RNS may use your IP address to confirm compliance with the terms and conditions, to analyse how you engage with the information contained in this communication, and to share such analysis on an anonymised basis with others as part of our commercial services. For further information about how RNS and the London Stock Exchange use the personal data you provide us, please see our [Privacy Policy](#).

END

DSHFLFELFRIDFIE