



WRAP Retail Offer for up to Â£300,000

Descrizione

COMUNICATO STAMPA - CONTENUTO PROMOZIONALE

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THIS ANNOUNCEMENT IS AN ADVERTISEMENT FOR THE PURPOSES OF RULE 5-A.5 OF THE MAR RULES OF THE FINANCIAL CONDUCT AUTHORITY (THE FCA) AND DOES NOT CONSTITUTE A PROSPECTUS.

LONDON, April 1, 2026 /PRNewswire/ - Oscillate PLC (Oscillate or the Company), a company focused on building an independent copper and future metals developer, is pleased to announce a retail offer via the Winterflood Retail Access Platform (WRAP) to raise up to Â£300,000 in conjunction with its IPO on AIM (the WRAP Retail Offer) through the issue of new ordinary shares of Â£0.005 each in the capital of the Company (following a 50 for 1 share consolidation of its existing ordinary shares of Â£0.0001 each) (WRAP Retail Offer Shares).

Under the WRAP Retail Offer, up to 1,333,333 WRAP Retail Offer Shares will be made available at a price of 22.5 pence per share. In addition to the WRAP Retail Offer and as announced on 1 April 2026, the Company has, subject to Admission (as defined below), completed a placing of Â£2.9 million (before expenses) (the Placing) in conjunction with the Company's Admission to trading on AIM. The issue price of the WRAP Retail Offer Shares is the same as the issue price of shares under the Placing.

The Company has published a Multilateral Trading Facility (MTF) Admission Prospectus in compliance with the AIM Rules. Further information on the Company and its business is set out in the MTF Admission Prospectus published earlier today and copies are available online

at www.oscillateplc.com. The MTF Admission Prospectus also includes details regarding the Company's intention to cancel the admission of its existing Ordinary Shares (the "Existing Ordinary Shares") to trading on the Access Segment of the Growth Market of the Aquis Stock Exchange ("AQSE") and to apply for admission of the New Ordinary Shares to trading on AIM, a market operated by the London Stock Exchange ("Admission"). The MTF Admission Prospectus also includes detail on the Company's proposed share consolidation.

The WRAP Retail Offer and the Placing and Subscription are conditional, amongst other things, on shareholder approval at a forthcoming general meeting expected to be held on 24 April 2026 and on the New Ordinary Shares being admitted to trading on AIM. It is anticipated that Admission will become effective and that dealings in the New Ordinary Shares will commence on AIM at 08.00 am on 27 April 2026.

For the avoidance of doubt, the WRAP Retail Offer is not part of the Placing or Subscription or Admission and the WRAP Retail Offer will complete upon Admission.

Sign up to WRAP Deal Notifications at: www.winterflood.com/wrap

About the Company

The Company's purpose is to establish a portfolio of sustainable copper and future metals projects based in world-class mining jurisdictions. Demand for copper and associated strategic metals is set to rise substantially in the coming years driven by the green energy transition, the rapidly expanding digital economy and other emerging technologies, which are expected to create significant shortfalls in supply. The Company aims to discover new potential sources of sustainable copper in order to meet the demand for independent and responsible sources of supply.

On 9 February 2026, the Company announced that it had entered into a sale and purchase agreement with KCL Investments Limited to acquire, subject to certain conditions being satisfied, all of the issued shares in Kalahari Copper which indirectly includes the licences held by Kalahari Copper's subsidiaries in Namibia and Botswana (the "Acquisition"). Completion of the Acquisition is expected to occur, subject to all conditions being met, simultaneously with the admission of the Company's New Ordinary Shares to trading on AIM, subject to shareholder approvals to be sought at the Company's General Meeting scheduled for 22 April 2026 and regulatory approvals. Further information in respect of the terms of the Acquisition can be found in the MTF Admission Prospectus.

The Acquisition will establish the Company as a large landholder in two emerging copper belts, subject to renewal of certain licences: the Kaoko Basin in Namibia, which is widely interpreted by sources in both industry and academia to be the extension of the prolific Central African Copper Belt, and the Kalahari Copper Belt in Botswana. The Acquisition will thereby give the Company the opportunity to explore extensive areas of highly prospective terrain in emerging exploration districts, adjacent to significant recent discoveries, in line with the Company's ambition to become a mid-cap copper and future metals development group.

The Company has also entered into a joint venture and earn-in agreement (as announced on 30 April 2025) in Côte d'Ivoire with La Minière de l'Éléphant in respect of the Duékoué molybdenum-copper Project. The arrangement allows the Company to earn up to a 100% interest through staged expenditure and milestone payments.

Together, the conditional acquisition of Kalahari Copper and the DuÅ©kouÅ© joint venture are expected to:

Oscillate PLC currently trades on the AQUIS market under the ticker SRVL. Subject to shareholder approval, the Company's name will be changed to Serval Resources Plc shortly following admission to AIM.

WRAP Retail Offer

The Company values its retail shareholder base and believes that it is appropriate to provide both new and existing retail shareholders in the United Kingdom the opportunity to participate in the WRAP Retail Offer.

The Company is making the WRAP Retail Offer open to eligible investors following release of this announcement and through certain financial intermediaries. The Retail Offer is not being made into any jurisdiction other than the United Kingdom.

A number of retail platforms are able to access the WRAP Retail Offer. Non-holders or existing shareholders wishing to subscribe for Retail Offer Shares should contact their broker or wealth manager who will confirm if they are participating in the Retail Offer.

Retail brokers wishing to participate in the Retail Offer on behalf of eligible retail investors should contact WRAP@winterflood.com.

The Retail Offer is expected to close at 4:30 pm on 7 April 2026. Eligible retail investors should note that financial intermediaries may have earlier closing times. The result of the Retail Offer is expected to be announced by the Company on or around 8 April 2026.

To be eligible to participate in the Retail Offer, applicants must be a customer of a participating intermediary including individuals aged 18 years or over, companies and other bodies corporate, partnerships, trusts, associations and other unincorporated organisations.

There is a minimum subscription of Â£100 per investor under the Retail Offer. The terms and conditions on which investors subscribe will be provided by the relevant financial intermediaries including relevant commission or fee charges.

The Company reserves the right to amend the size and timings of the retail offer at its discretion. The Company reserves the right to scale back any order and to reject any application for subscription under the WRAP Retail Offer without giving any reason for such rejection.

It is vital to note that once an application for Retail Offer Shares has been made and accepted via an intermediary, it cannot be withdrawn.

The Retail Offer Shares will, when issued, be credited as fully paid, and have the right to receive all dividends and other distributions declared, made or paid after their date of issue.

Investors should make their own investigations into the merits of an investment in the Company. Nothing in this announcement amounts to a recommendation to invest in the Company or amounts to investment, taxation or legal advice.

It should be noted that a subscription for Ordinary Shares and investment in the Company carries a number of risks, including the risk that investors may lose their entire investment. Investors should take independent advice from a person experienced in advising on investment in securities such as the Ordinary Shares if they are in any doubt.

An investment in the Company will place capital at risk. The value of investments, and any income, can go down as well as up, so investors could get back less than the amount invested.

Neither past performance nor any forecasts should be considered a reliable indicator of future results.

The Company has published an MTF admission prospectus in compliance with the requirements of the London Stock Exchange which has been issued in connection with the proposed admission of the Company's New Ordinary Shares to trading on AIM (the MTF Admission Prospectus). The MTF Admission Prospectus has not been prepared in accordance with the rules of the FCA for Admission to Trading on a Regulated Market and its contents have not been approved by the FCA. The MTF Admission Prospectus will not be filed with or approved by the FCA or any other government or regulatory authority in the UK.

Further information on the Company can be found on its website at <https://oscillateplc.com/>, and from admission at <https://servalresources.com/>

This announcement should be read in its entirety. In particular, the information in the Important Notices section of the announcement should be read and understood.

Important Notices

This announcement, which has been prepared by and is the sole responsibility of the Company has been approved for the purposes of Section 21 of the Financial Services and Markets Act 2000 (the FSMA) by Winterflood Securities Limited (the Winterflood), which is authorised and regulated by the Financial Conduct Authority.

This announcement is an advertisement for the purposes of Rule 5-A.5 of the MAR rules of the FCA and does not constitute a prospectus. Investors should not purchase or subscribe for any shares referred to in this communication except solely on the basis of the information contained in a MTF Admission Prospectus in its final form (together with any supplementary prospectus, if relevant), including the risk factors set out therein, that has been published by the Company in connection with the proposed offer of ordinary shares of the Company to (i) certain institutional and professional investors, and (ii) retail investors in the United Kingdom by WRAP through its network of retail brokers, wealth managers and investment platforms. A copy of the MTF Admission Prospectus published by the Company is available for inspection on the Company's website: [LINK] shortly following publication, subject to certain access restrictions.

The release, publication or distribution of this announcement may be restricted by law in certain jurisdictions and persons into whose possession any document or other information referred to herein comes should inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

This announcement and the information contained herein is not for release, publication or distribution, directly or indirectly, in whole or in part, in or into or from the United States (including its territories and possessions, any state of the United States and the District of Columbia (the "United States" or "US")), Australia, Canada, New Zealand, Japan, the Republic of South Africa, any member state of the EEA or any other jurisdiction where to do so might constitute a violation of the relevant laws or regulations of such jurisdiction. This announcement does not constitute an offer to sell or issue or a solicitation of an offer to buy or subscribe for Ordinary Shares in any such jurisdiction.

This announcement is not for publication or distribution, directly or indirectly, in or into the United States of America. This announcement is not an offer of securities for sale into the United States. The securities referred to herein have not been and will not be registered under the US Securities Act, and may not be offered or sold in the United States, except pursuant to an applicable exemption from registration. No public offering of securities is being made in the United States.

WRAP is a proprietary technology platform owned and operated by Winterflood (registered address at Riverbank House, 2 Swan Lane, London EC4R 3GA; FRN 141455). Winterflood is authorised and regulated in the United Kingdom by the Financial Conduct Authority, is acting exclusively for the Company and for no-one else and will not regard any other person (whether or not a recipient of this announcement) as its client in relation to the Retail Offer and will not be responsible to anyone other than the Company for providing the protections afforded to its clients, nor for providing advice in connection with the Retail Offer, Admission and the other arrangements referred to in this announcement.

The value of Ordinary Shares and the income from them is not guaranteed and can fall as well as rise due to stock market movements. When you sell your investment, you may get back less than you originally invested. Figures refer to past performance and past performance is not a reliable indicator of future results. Returns may increase or decrease as a result of currency fluctuations.

Certain statements in this announcement may constitute forward-looking statements which are based on the Company's expectations, intentions and projections regarding its future performance, anticipated events or trends and other matters that are not historical facts. These forward-looking statements, which may use words such as "aim", "anticipate", "believe", "intend", "estimate", "expect" and words of similar meaning, include all matters that are not historical facts. These forward-looking statements involve risks, assumptions and uncertainties that could cause the actual results of operations, financial condition, liquidity and dividend policy and the development of the industries in which the Company's businesses operate to differ materially from the impression created by the forward-looking statements. These statements are not guarantees of future performance and are subject to known and unknown risks, uncertainties and other factors that could cause actual results to differ materially from those expressed or implied by such forward-looking statements. Given those risks and uncertainties, prospective investors are cautioned not to place undue reliance on forward-looking statements.

These forward-looking statements speak only as at the date of this announcement and cannot be relied upon as a guide to future performance. The Company and Winterflood expressly disclaim any obligation or undertaking to update or revise any forward-looking statements contained herein to reflect actual results or any change in the assumptions, conditions or circumstances on which any such statements are based unless required to do so by the applicable market rules or applicable law.

The information in this announcement is for background purposes only and does not purport to be full or complete. None of Winterflood or any of its affiliates, accepts any responsibility or liability whatsoever for, or makes any representation or warranty, express or implied, as to this announcement, including the truth, accuracy or completeness of the information in this announcement (or whether any information has been omitted from the announcement) or any other information relating to the Company or associated companies, whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of the announcement or its contents or otherwise arising in connection therewith. Winterflood and its affiliates, accordingly disclaim all and any liability whether arising in tort, contract or otherwise which they might otherwise be found to have in respect of this announcement or its contents or otherwise arising in connection therewith.

Any indication in this announcement of the price at which the Ordinary Share have been bought or sold in the past cannot be relied upon as a guide to future performance. Persons needing advice should consult an independent financial adviser. No statement in this announcement is intended to be a profit forecast and no statement in this announcement should be interpreted to mean that earnings or target dividend per share of the Company for the current or future financial years would necessarily match or exceed the historical published earnings or dividends per share of the Company.

Neither the content of the Company's website (or any other website) nor the content of any website accessible from hyperlinks on the Company's website (or any other website) is incorporated into or forms part of this announcement. The Ordinary Shares to be issued or sold pursuant to the Retail Offer will not be admitted to trading on any stock exchange other than the London Stock Exchange.

SP Angel, which is authorised and regulated by the FCA in the United Kingdom, is acting Nominated Adviser to the Company in connection with the Placing. SP Angel has not authorised the contents of, or any part of, this announcement, and no liability whatsoever is accepted by SP Angel for the accuracy of any information or opinions contained in this announcement or for the omission of any material information. The responsibilities of SP Angel as the Company's Nominated Adviser under the Market Rules for Companies and the Market Rules for Nominated Advisers are owed solely to London Stock Exchange plc and are not owed to the Company or to any director or shareholder of the Company or any other person, in respect of its decision to acquire shares in the capital of the Company in reliance on any part of this announcement, or otherwise.

AlbR Capital Limited (AlbR Capital) is authorised and regulated by the FCA in the United Kingdom. AlbR Capital is acting solely as broker and bookrunner exclusively for the Company and no one else in connection with the Bookbuild and the contents of this Announcement and will not regard any other person (whether or not a recipient of this Announcement) as its client in relation to the Bookbuild or the contents of this Announcement nor will it be responsible to anyone other than the Company for providing the protections afforded to its clients or for providing advice in relation to the contents of this Announcement. Apart from the responsibilities and liabilities, if any, which may be imposed on AlbR Capital by FSMA or the regulatory regime established thereunder, AlbR Capital accepts no responsibility whatsoever, and makes no representation or warranty, express or implied, for the Bookbuild or the contents of this Announcement including its accuracy, completeness or verification or for any other statement made or purported to be made by it, or on behalf of it, the Company or any other person, in connection with the Company and the contents of this Announcement, whether as to the past or the future. AlbR Capital accordingly disclaims all and any liability whatsoever, whether

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UK Product Governance Requirements

Solely for the purposes of the product governance requirements of Chapter 3 of the FCA Handbook Product Intervention and Product Governance Sourcebook (the "UK MiFIR Product Governance Requirements"), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any "manufacturer" (for the purposes of the UK MiFIR Product Governance Requirements) may otherwise have with respect thereto, the Retail Offer Shares have been subject to a product approval process, which has determined that the Retail Offer Shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in paragraphs 3.5 and 3.6 of COBS; and (ii) eligible for distribution through all permitted distribution channels (the "Target Market Assessment"). Notwithstanding the Target Market Assessment, distributors should note that: the price of the Retail Offer Shares may decline and investors could lose all or part of their investment; the Retail Offer Shares offer no guaranteed income and no capital protection; and an investment in the Retail Offer Shares is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to any contractual, legal or regulatory selling restrictions in relation to the Retail Offer.

For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of Chapters 9A or 10A respectively of COBS; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the Retail Offer Shares. Each distributor is responsible for undertaking its own target market assessment in respect of the Retail Offer Shares and determining appropriate distribution channels.

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