

Not for release to US wire services or distribution in the United States

Vital Metals secures \$6.8 million investment to advance Tardiff through PFS deploying Innovative New Tech that could transform Tardiff economics

Highlights:

- Vital Metals secures A\$6.8 million via a two-tranche strategic placement comprised of:
 - Tranche 1: Strategic Resources LLC (SR), a US Company, will invest A\$3 million, with Vital to issue approximately 28.59 million shares at a price of A\$0.105/share to SR delivering an initial 19.52% interest in Vital.
 - Tranche 2: Subject to shareholder approval, Vital will issue a further 36.59 million shares at a price of A\$0.105/share to accredited US investors, raising a further A\$3.8m
- SR has worked with Tardiff and North T Rare Earth Element enriched samples (tonne quantities) over the past 2 years delivering promising results for the application of an economic beneficiation process using proprietary Dry Field Force Extraction (DFFE).
- Vital is very excited to work with SR to further advance the DFFE technology as part of the progression from the positive Tardiff Scoping Study to a PFS. (Refer ASX Announcement dated 28 July, 2025).
- Vital is planning for a DFFE facility to be operating at North T starting in the Canadian summer 2026. One of the key objectives of the SR investment is to continue testing and scaling up the technology and further assess applicability to Tardiff, which, would transform Tardiff economics - reducing capital, transport and downstream refining
- The DFFE technology utilizes a dry process - it does not use any water, or chemical reagents to concentrate the ore (dramatically reducing environmental concerns).
- SR is a spin-off of Measurement Technology Laboratories (MTL), a US-based, global leader in measurement science and particulate physics.
- Additional Tranche 2 placement amount of up to A\$2 million to be confirmed within 30 days by existing major shareholders.



Vital Metals Limited (ASX: VML) (“Vital”, “Vital Metals” or “the Company”), an advanced stage exploration/development company, is pleased to announce a strategic two-tranche placement of \$6.8 million to advance test work and studies at its Nechalacho Upper Zone Project which includes its Tardiff Rare Earth and Niobium deposit in NWT, Canada.

Vital will use funds from the investment to:

- Fly detailed drone-based aeromagnetic surveys of North T, South T, T and R Zones, and the three new concessions staked in November 2024 and conduct exploration fieldwork in those areas before winter sets in.
- Optimize Tardiff’s processing flowsheet and add zircon and niobium to the payable list with further testwork, including DFFE.
- Update Tardiff’s MRE with a focus on infill drilling and upgrade resource confidence from Inferred to Measured and Indicated
- Deliver a Pre-Feasibility Study incorporating a MRE update and results of optimisation.

Vital Metals’ Managing Director Lisa Riley said: *“This strategic investment from SR comes at an important time for the company and will allow us to test the potential for DFFE to be an economic game-changer at Tardiff as well as North T and surrounding areas. Having completed our Tardiff Scoping Study last month, we are eager to progress with the study’s recommendations as we work towards the next step for Tardiff, a Pre-Feasibility Study. We look forward to improving the metallurgical performance and expanding the range of payable commodities found both within Tardiff Deposit and the broader Nechalacho mineralized system.*

Strategic Resources’ CEO David Dikken said: *“After extensive development and process testing of Vitals’ North T and Tardiff material, the successful application of DFFE has shown great promise for both immense environmental benefit and commensurate economic return. We look forward to working with Vital to move this key North American resource into viable economic production.”*

Placement Details

The strategic placement raises \$6.8 million at an issue price of \$0.105/share with 65.18 million new fully paid ordinary shares to be issued (“**Placement**”). The shares will be issued in two tranches:

- Tranche 1 will see Vital issue 28.59 million shares at a price of \$0.105/share to SR. Shares will be issued pursuant to the Company’s existing placement capacity under ASX Listing Rule 7.1 for 16.80 million shares and ASX Listing Rule 7.1A for 11.79 million shares. This results in utilisation of 100% of the Company’s placement capacity.
- Tranche 2, which is subject to shareholder approval, will see Vital issue 36.59 million shares at a price of \$0.105/share an accredited US investor. The General Meeting will be held by the Company by 30 November 2025.

Settlement of Tranche 1 is expected to occur on or before 29 August 2025 and settlement of



Tranche 2 is anticipated 10 business days after the General Meeting. All new shares will rank equally with the Company's existing shares on issue.

An additional Tranche 2 placement amount of up to A\$2 million is to be confirmed within 30 days by existing major shareholders. Such confirmation will be known ahead of the release of the NOM for the Tranche 2 shareholder approval.

Key terms of the Subscription Agreements

Key terms of the subscription agreements include Board representation as follows:

- For so long as SR has an interest of 10% in the Company, SR has the right to nominate two (2) directors to the Board.
- For so long as SR has an interest of 5% in the Company, SR has the right to nominate one (1) director to the Board.

Non-executive director Mr Zane Lewis will resign as a director of Vital upon the nomination and appointment of SR's Board representatives, which is to occur following the settlement of Tranche 1. Vital will provide an update to the market at that time.

About Strategic Resources, LLC (SR)

SR is a spin-off of Measurement Technology Laboratories (MTL) based in Minneapolis, MN US. The company originated as a research and development division in particulate physics within MTL and has been recently formed to own and commercialize its intellectual property in the beneficiation and mid-stream processing of critical minerals. SR aims to address technical challenges in the critical mineral supply chain and apply valuable insights from physics, mineralogy, and advanced software process control to achieve cross-disciplinary benefits to critical mineral processing methods.

SR has worked with Tardiff and North T samples provided by Vital and found promising results for the application using DFFE.

MTL is a technology company specializing in advanced metrology solutions and particulate physics applications for air quality monitoring and engine emissions testing. Founded in 1996 to advance the state-of-the-art in mass, density and temperature measurements for environmental research and monitoring, MTL has become a global leader in particulate mass measurements, serving governments, research institutions and major engine manufacturers across the globe. Its clients include the US Environmental Protection Agency, California Air Resource Board (CARB), the UK National Physical Laboratory, Hong Kong Environmental Protection Department, Environment Canada, John Hopkins University, University of California Davis, Ford, General Motors, Chrysler, Honda, Toyota, Volvo, Mercedes, John Deere, Caterpillar, Cummins and other emissions laboratories in public and private sectors.

MTL combines laboratory expertise and IP development with in-house manufacturing for specialized equipment and rapid development to offer clients complete solutions with laboratory services, automated laboratory equipment, process pilot lines, metrology software, particulate capture filters and specialized laboratory design and buildouts. The company also applies its core competencies in measurement science and advanced technology manufacturing to develop new intellectual property through the application of physical sciences and particle physics to difficult technology challenges.



This Announcement is intended to lift the Company's voluntary suspension.

This announcement has been approved by the Board of Vital Metals Limited.

Contact

Lisa Riley

Managing Director and CEO

Vital Metals Limited

Phone: +1 (581) 624 4833

Email: lriley@vitalmetals.com

About Vital Metals

Vital Metals Limited (ASX: VML) is developing the large Nechalacho Rare Earth Project in Canada's Northwest Territories. Nechalacho has the potential to underpin a significant rare earths supply chain for North America with responsibly sourced critical minerals for the green economy transformation.

Not an offer in the United States

This announcement has been prepared for publication in Australia and may not be released to US wire services or distributed in the United States. This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States or any other jurisdiction. Any securities described in this announcement have not been, and will not be, registered under the US Securities Act of 1933 and may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration requirements of the US Securities Act and applicable US state securities laws.

Forward Looking Statements

This release includes forward looking statements. Often, but not always, forward looking statements can generally be identified by the use of forward-looking words such as "may", "will", "expect", "intend", "plan", "estimate", "anticipate", "continue", and "guidance", or other similar words and may include, without limitation statements regarding plans, strategies and objectives of management, anticipated production or construction commencement dates and expected costs or production output.

Forward looking statements inherently involve known and unknown risks, uncertainties and other factors that may cause the company's actual results, performance and achievements to differ materially from any future results, performance or achievements. Relevant factors may include, but are not limited to, changes in commodity prices, foreign exchange fluctuations and general economic conditions, increased costs and demand for production inputs, the speculative nature of exploration and project development, including the risks of obtaining necessary licences and permits and diminishing quantities or grades of resources or reserves, political and social risks, changes to the regulatory framework within which the company operates or may in the future operate, environmental conditions including extreme weather conditions, recruitment and retention of personnel, industrial relations issues and litigation.

Forward looking statements are based on the company and its management's good faith assumptions relating to the financial, market, regulatory and other relevant environments that will exist and affect the company's business and operations in the future. The company does not give any assurance that the assumptions on which forward looking statements are based will prove to be correct, or that the company's business or operations will not be affected in any material manner



by these or other factors not foreseen or foreseeable by the company or management or beyond the company's control.

Although the company attempts to identify factors that would cause actual actions, events or results to differ materially from those disclosed in forward looking statements, there may be other factors that could cause actual results, performance, achievements or events not to be anticipated, estimated or intended, and many events are beyond the reasonable control of the company. Accordingly, readers are cautioned not to place undue reliance on forward looking statements.

Forward looking statements in this release are given as at the date of issue only. Subject to any continuing obligations under applicable law or any relevant stock exchange listing rules, in providing this information the company does not undertake any obligation to publicly update or revise any of the forward-looking statements or to advise of any change in events, conditions or circumstances on which any such statement is based.

For personal use only