

ASX Release

22 October 2025

## Notice under section 708A(5)(e) of the Corporations Act 2001 (Cth)

### Placement Shares

**Resouro Strategic Metals Inc.** ([ASX: RAU](#); [TSX-V: RSM](#); [OTCQB: RSGOF](#); [FSE: 8TX](#)) ("**Resouro**" or the "**Company**") advises that it has today issued 10,000,000 new Common Shares in the capital of the Company at an issue price of CAD\$0.20 per Common Share pursuant to the final tranche of the private placement first announced through ASX on 19 August 2025 and subsequently amended on 22 September, 2025 ("**Placement Shares**"). The Placement Shares rank equally with all other Common Shares on issue and were issued pursuant to the Company's available placement capacity under Listing Rules 7.1 and 7.1A.

The Placement Shares are not intended to be immediately quoted on ASX.

### Common Share Warrants

Resouro has also issued 5,000,000 common share warrants ("**Warrants**"). Each Warrant entitles the holder to purchase one additional Common Share in the capital of Resouro at a price of CAD\$0.30 per share on the same terms as the Warrants issued on 21 October 2025 (**ASX: RAUAO**). The Warrants were issued pursuant to the Company's available placement capacity under Listing Rule 7.1.

### Notice

Resouro gives notice under section 708A(5)(e) of the *Corporations Act 2001 (Cth)* ("**Corporations Act**"), that:

- the Placement Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
- this Cleansing Notice is being given under section 708A(5)(e) of the Corporations Act;
- as at the date of this notice, Resouro has complied with sections 601CK, 674 and 674A of the Corporations Act; and
- as at the date of this notice, there is no "excluded information" within the meaning of sections 708A(7) and 708A(8) of the Corporations Act that is required to be set out in this notice under section 708A(6)(e) of the Corporations Act.

This announcement has been authorized for release by the Board of Directors.

### Contact Information:

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## About the Company

Resouro is a Canadian incorporated mineral exploration and development company, listed on the ASX, TSXV, OTC and FSE, focused on the discovery and advancement of economic mineral projects in Brazil, including the Tiros Titanium-Rare Earths Project and the Novo Mundo Gold Project. The Tiros project has 28 mineral concessions totalling 497 km<sup>2</sup> located in the state of Minas Gerais, one of the best infrastructurally developed states of Brazil, 350 km from the state capital of Belo Horizonte. Resouro's Mineral Resource Estimate for the Tiros Project contains 165 million tonne of titanium dioxide and 5.5 million tonne of total rare earths oxides within a Measured and Indicated Resource of 1.4 billion tonne.

DOMAIN	Category	Million Tonne	TiO <sub>2</sub> %	TREO (ppm)	MREO (ppm)	REO/TREO rat
HG (High Grade)	Measured	30	24	9,300	2,500	27%
	Indicated	74	23	8,900	2,300	26%
	<b>M + I</b>	<b>103</b>	<b>23</b>	<b>9,100</b>	<b>2,400</b>	<b>26%</b>
	Inferred	33	22	8,300	2,200	26%
MG (Medium Grade)	Measured	340	11	3,700	1,000	28%
	Indicated	930	11	3,600	1,000	28%
	<b>M + I</b>	<b>1,300</b>	<b>11</b>	<b>3,600</b>	<b>1,000</b>	<b>28%</b>
	Inferred	470	11	3,400	920	27%
TOTAL (HG+MG)	Measured	367	12	4,100	1,100	28%
	Indicated	1,000	12	4,000	1,100	27%
	<b>M + I</b>	<b>1,400</b>	<b>12</b>	<b>4,000</b>	<b>1,100</b>	<b>28%</b>
	Inferred	500	12	3,700	1,000	27%

*Note: Further details of the Company's JORC MRE are contained within the Company's ASX announcement of 9 April, 2025/TSX-V 8 April 2025. Resouro is not aware of any new information or data that materially affects the information included in the Company's announcement and that all material assumptions and technical parameters underpinning the estimates referred to therein continue to apply and have not materially changed.*

## Resouro Strategic Metals Inc - Capital Structure

ASX Chess Depositary Interests	48,525,089
TSXV Common Stock	59,064,960
<b>Total on Issue</b>	<b>107,590,049</b>
Options issued under the Company Plan	12,495,000
Options issued to Brokers	1,843,643
Warrants	7,500,000
Warrants issued to Brokers	600,616
Performance Rights	750,000
<b>Fully Diluted Securities</b>	<b>130,779,308</b>

## Forward-Looking Information

*This news release contains certain "forward-looking information" within the meaning of applicable securities law. Forward-looking information is frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate" and other similar words, or statements that certain events or conditions "may" or "will" occur. Although we believe that the expectations reflected in the forward-looking information are reasonable, there can be no assurance that such expectations will prove to be correct. We cannot guarantee future results, performance or achievements. Consequently, there is no representation that the actual results achieved will be the same, in whole or in part, as those set out in the forward-looking information.*

*Forward-looking information is based on the opinions and estimates of management at the date the statements are made and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking information. Some of the risks and other factors that could cause the results to differ materially from those expressed in the forward-looking information include, but are not limited to: general economic conditions in Canada and globally; industry conditions, including governmental regulation and environmental regulation; failure to obtain industry partner and other third party consents and approvals, if and when required; the need to obtain required approvals from regulatory authorities; stock market volatility; liabilities inherent in the mining industry; competition for, among other things, skilled personnel and supplies; incorrect assessments of the value of acquisitions; geological, technical, processing and transportation problems; changes in tax laws and incentive programs; failure to realize the anticipated benefits of acquisitions and dispositions; and the other factors. Readers are cautioned that this list of risk factors should not be construed as exhaustive.*

*The forward-looking information contained in this news release is expressly qualified by this cautionary statement. We undertake no duty to update any of the forward-looking information to conform such information to actual results or to changes in our expectations except as otherwise required by applicable securities legislation. Readers are cautioned not to place undue reliance on forward-looking information.*

***Neither the ASX, OTC, TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.***