

ENTITLEMENT OFFER OPEN AND DESPATCH OF NOTICES TO ELIGIBLE SHAREHOLDERS

Verity Resources Limited (ASX: VRL, Verity or the Company) refers to its previous announcement on 3 February 2026 in relation to its pro rata non-renounceable entitlement issue of one (1) Share for every five (5) Shares held by those Shareholders registered at the Record Date at an issue price of \$0.025 per Share together with one (1) free New Option for every one (1) Share applied for and issued (**Offer**).

A Letter of Access detailing how to access the Offer Prospectus (defined below), which sets out the terms of the Offer, and the Entitlement Acceptance Form has now been dispatched.

The Prospectus relating to the Offer was lodged with ASX and ASIC on 12 February 2026 and can be accessed at the Company's website www.verityresources.com.au or through the ASX website www.asx.com.au in the Company's announcements. The Company will not be printing and sending hard copies of the Prospectus, however, Shareholders can request a hard copy of the Prospectus by calling the Company's share registry on 1300 288 664 (within Australia) or +61 2 9698 5414 (Overseas).

Accompanying this announcement is a copy of the Letter of Access that has been despatched to Eligible Shareholders today.

Full details of the Offer, including the timetable, are set out in the Prospectus. Eligible Shareholders should read the Prospectus in its entirety and if you have any questions please consult with your stockbroker, accountant or other professional adviser.

The Closing Date of the Rights Issue is 5:00 pm (AEDT) on Wednesday, 4 March 2026 unless otherwise extended.

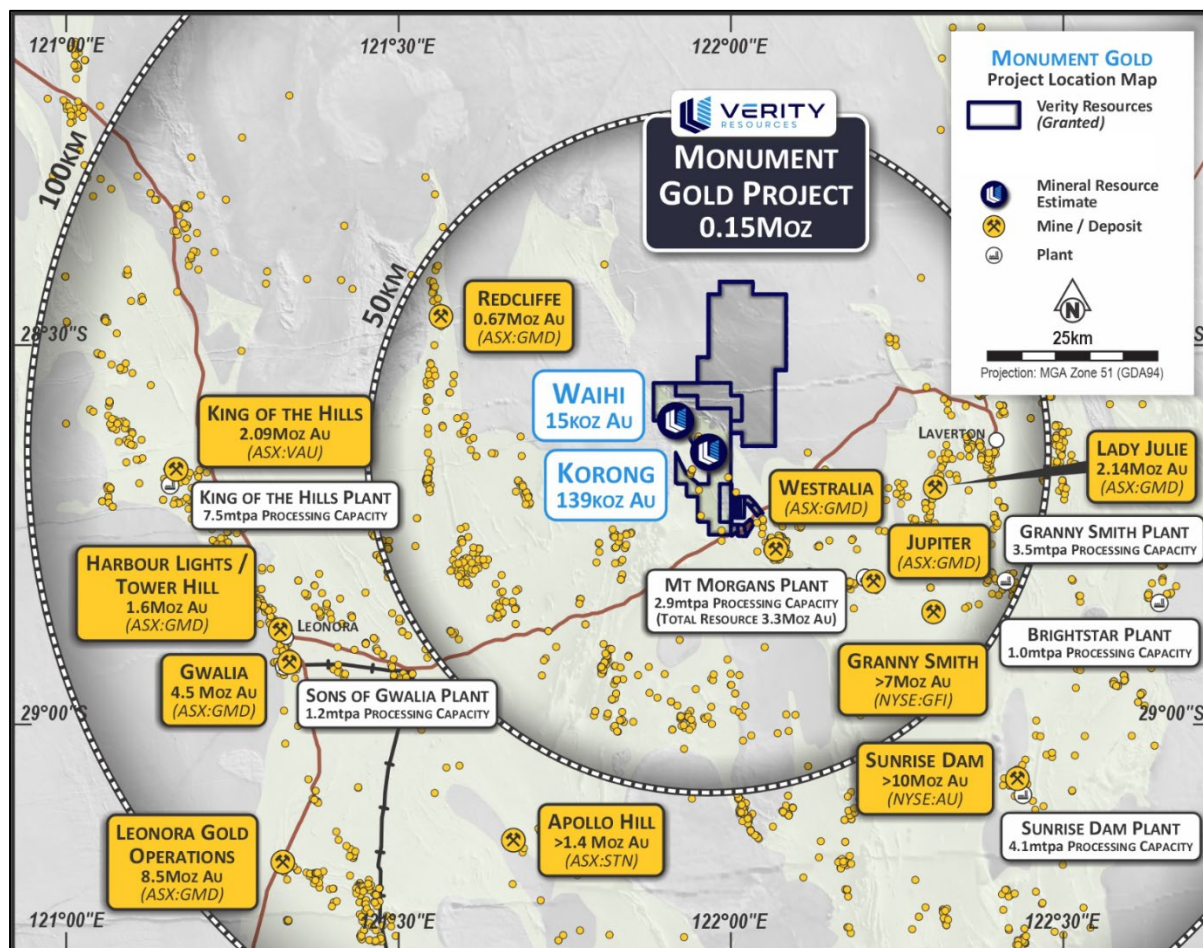
This announcement has been authorised for released to ASX by the Board of Verity Resources Limited.

For further information, please contact:

Verity Resources Limited
info@verityresources.com.au

About Verity Resources

Verity Resources owns 100% of the Monument Gold project located near Laverton in Western Australia. This project currently has a JORC-compliant (2012) Inferred resource of 3.257 Mt @ 1.4 g/t for 154,000 ounces Au. (inferred resources calculated by CSA Global in 2021 to JORC 2012 compliance using a 0.5 g/t cut-off grade; see 2 August 2021 ASX announcement “Mineral Resources Estimate declared for Monument Gold Project “for further information).



Monument Gold Project location in the Laverton Gold District amongst major gold deposits.

Verity Resources also holds a supply critical metals portfolio via a joint venture that includes rare earth elements, lithium, gold, base and precious metals in Brazil, including licences in the “Lithium Valley” and Poços de Caldas in the state of Minas Gerais, globally known as prolific lithium and rare earth elements districts respectively. The Company also owns 70% of the Pimenta Project, a potential large-scale REE project in eastern Minas Gerais.

Verity Resources also holds 100% of large critical metals projects in the Limpopo Mobile Belt in Botswana, a district known for hosting major nickel and copper-producing operations. The Company’s Botswana portfolio contains three flagship projects where high-grade Cu-Ag (Airstrip and Dibete) and a Maiden JORC Inferred Resource (Maibele North) have been discovered. Maibele North currently hosts a JORC (2012) inferred resource of 2.4Mt @ 0.72% Ni and 0.21% Cu + PGE’s + Co + Au and is located within 50km of the Selebi-Phikwe mine recently acquired by NASDAQ-listed NexMetals Mining Corp. (NASDAQ:NEXML).



Forward-Looking Statements

This document may include forward-looking statements. Forward-looking statements include, but are not limited to, statements concerning the Company's mineral properties, planned exploration program(s) and other statements that are not historical facts. When used in this document, the words such as "could," "plan," "estimate," "expect," "intend," "may," "potential," "should," and similar expressions are forward looking statements. All such statements are subject to certain risks and uncertainties, many of which are difficult to predict and generally beyond the control of the Company, which could cause actual results to differ materially from those expressed in, or implied or projected by, the forward-looking information and statements. Our audience is cautioned not to place undue reliance on these forward-looking statements that speak only as of the date hereof, and we do not undertake any obligation to revise and disseminate forward-looking statements to reflect events or circumstances after the date hereof, or to reflect the occurrence of or non-occurrence of any events.

Monument Gold Project, Western Australia, Resource Information

Korong Resource			
Deposit	Tonnes	Grade (g/t)	Au (Oz)
Korong	3,034,000	1.4	139,000
Waihi	223,000	2.1	15,000
Total	3,257,000	1.4	154,000

Table 1: JORC-compliant (2012) Inferred Resource was calculated at Korong and Waihi by CSA Global Pty Ltd in 2021 using a 0.5g/t cut-off grade. See ASX announcement on 2 August 2021 "Mineral Resource Estimate Declared for Monument Gold Project".





23 February 2026

Dear shareholder,

NOTICE TO ELIGIBLE SHAREHOLDERS OF NON-RENOUNCEABLE ENTITLEMENT OFFER

On 3 February 2026, Verity Resources Limited (**the Company**) announced a pro-rata non-renounceable entitlement issue of one (1) Share for every five (5) Shares held by those Shareholders registered at the Record Date at an issue price of \$0.025 per Share together with one (1) free New Option for every one (1) Share applied for and issued to raise up to \$2,045,676 (based on the number of Shares on issue as at the date of the Prospectus) (**Offer**).

Under the Offer, Eligible Shareholders are entitled to subscribe for one (1) Share for every five (5) Shares in the Company held on the Record Date, being 7.00pm (AEDT) on 18 February 2026 (**Record Date**). Eligible Shareholders may also apply (in excess of their Entitlement) for New Shares not subscribed for pursuant to the Offer at the same issue price as the Offer (**Shortfall Offer**).

The Prospectus relating to the Offer has been given to ASX and is available to view on the ASX website and the Company website www.verityresources.com.au. Further details regarding the Entitlement Offer have also been announced to the ASX and are available on ASX's website.

The Company will not be printing/dispatching hard copies of the Prospectus or Entitlement and Acceptance Forms. Instead, an electronic copy of the Prospectus and your Entitlement and Acceptance Form is available and accessible by you (using your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) from your latest Holding Statement, and your postcode) at the following link: <https://portal.automic.com.au/investor/home>.

Shareholders should read the Prospectus in full prior to making an application under the Offer. Your application under the Offer must be made by making payment in accordance with the personalised payment instructions on your Entitlement and Acceptance Form which is available through Automic's online Investor Portal.

How to Access the Entitlement Issue:

1. **ONLINE** - The Prospectus and personalised Entitlement and Acceptance Form can be accessed via: <https://portal.automic.com.au/investor/home>
2. Request a paper copy of the Prospectus and your personalised Entitlement and Acceptance Form by contacting the Company's Share Registry, Automic on 1300 288 664 (within Australia) or +61 2 9698 5414 (outside Australia).

To download your personalised Entitlement and Acceptance Form, you have the following 3 choices:

I already have an online account with the Automic Share registry	I don't have an online account with Automic and wish to register for one	I don't have an online account with Automic – but wish to use Automic for this Offer only
https://portal.automic.com.au/investor/home	https://singleholding.automic.com.au/signup	https://singleholding.automic.com.au/login
<p>Log in with your existing Username and Password.</p>	<p>Select <i>Verity Resources Limited</i> from the dropdown list in the ISSUER field.</p>	<p>Select <i>Verity Resources Limited</i> from the dropdown list in the ISSUER field.</p>
<p>Once you have successfully logged in, click on "Documents and Statements".</p>	<p>Enter your holder number SRN / HIN (from your latest Holding Statement). Enter a single identifying word from your holder name. Enter your Postcode (Australia) or Country of Residence (Outside Australia). Tick box "I am not a robot", then 'Next' and complete any prompts.</p>	<p>Enter your holder number SRN / HIN (from your latest Holding Statement). Enter a single identifying word from your holder name. Enter your Postcode (Australia) or Country of Residence (Outside Australia). Tick box "I am not a robot", then 'Next' and complete any prompts.</p>
<p>Download the Prospectus and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your personalised Entitlement and Acceptance Form.</p>	<p>Once you have successfully signed in, click on "Documents and Statements".</p> <p>Download the Prospectus and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your personalised Entitlement and Acceptance Form.</p>	<p>Once you have successfully signed in, click on "Documents and Statements".</p> <p>Download the Prospectus and Entitlement and Acceptance Form. Submit your payment using the payment details provided on your personalised Entitlement and Acceptance Form.</p>
<p>Do not return your Entitlement and Acceptance Form.</p>	<p>Do not return your Entitlement and Acceptance Form.</p>	<p>Do not return your Entitlement and Acceptance Form.</p>

If you are unable to access <https://portal.automic.com.au/investor/home>, you can obtain a copy of the Prospectus and Entitlement and Acceptance Form by calling Company's Share Registry, Automic, on 1300 288 664 or +61 2 9698 5414 or via email at corporate.actions@automicgroup.com.au. You will need to provide your SRN or HIN and postcode to complete this request. To accept the offer using these paper copy documents, you will still need to make payment via BPay® or via Electronic Funds Transfer (EFT).

The Offer closes at 5:00 pm (AEST) on 4 March 2026.

Announcement of Offer and lodgement of Appendix 3B with ASX	Tuesday, 3 February 2026
Lodgement of Prospectus with the ASIC and ASX	Thursday, 12 February 2026
Ex entitlement date Rights trading commences on deferred settlement basis	Tuesday, 17 February 2026
Record Date for determining Entitlements	Wednesday, 18 February 2026
Offer opening date, Prospectus sent out to Shareholders and Company announces this has been completed	Monday, 23 February 2026
Last day to extend the Closing Date	Friday, 27 February 2026
Closing Date as at 5:00pm AEDT*	Wednesday, 4 March 2026
Securities quoted on a deferred settlement basis	Thursday, 5 March 2026
Announcement of results of issue and lodgement of Appendix 2A	Wednesday, 11 March 2026
Quotation of Shares issued under the Offer**	Thursday, 12 March 2026

*All dates (other than the date of the Prospectus and the date of lodgement of the Prospectus with the ASIC and ASX) are indicative only. The Directors may extend the Closing Date in respect of the Entitlement Offer and Top-Up Offer by giving at least 3 Business Days' notice to ASX prior to the Closing Date. As such the date the Securities issued under the Offers are expected to commence trading on ASX may vary.

For further information about how to participate in the Offer, please contact Automic.

Email: corporate.actions@automicgroup.com.au

Phone: 1300 288 664 (within Australia), or +61 2 9698 5414 (international) between 8:30 am and 7:00pm (Sydney time) Monday to Friday.



Patrick Volpe
Director / Company Secretary

Elect to receive communications electronically

You have received this letter by post, as you have not provided your email address or elected to receive all communications electronically. We encourage you to elect to receive shareholder communications electronically, to update your communication preference scan the QR code to visit

<https://investor.automic.com.au>

