

VR8 SUCCESSFULLY PROGRESSES A\$5.91M STRATEGIC PLACEMENT TO MATRIX RESOURCES

VANADIUM RESOURCES LIMITED (ASX: VR8; DAX: TR3) (“VR8” or the “Company”) is pleased to advise that the conditions precedent have been satisfied for the a A\$5.91 million equity placement to Matrix Resources (Zhejiang) Co., Ltd (“**Matrix**”), a wholly owned subsidiary of Zhejiang Lygend Investment Co., Ltd (“**Lygend Investment**”, together with its subsidiaries, the “**Lygend Group**”). The satisfaction of conditions precedent comes after receiving Chinese Overseas Direct Investment (“**ODI**”) approval, which was the key condition precedent under the binding Subscription Agreement (“**Agreement**”) announced by the Company on 3 May 2023.

Under the Agreement, the Company will issue, upon completion, 53,763,800 shares to Matrix at an issue price of A\$0.11 per share in return for an interest of 9.99% stake in VR8 which represented a ~40% premium to the 30 day VWAP on 3 May 2023 (“**Strategic Investment**”). The shares will be issued pursuant to the Company’s existing placement capacity under ASX Listing Rules 7.1 and 7.1A.

Settlement of the Strategic Placement is expected to occur in the coming days.

Under the Agreement, Matrix intends to maintain its equity stake by participating in future security issues by the Company when the opportunity is provided, subject to the Corporations Act, Listing Rules and any other Applicable Law.

Mr Jurie Wessels, Executive Chairman of VR8 commented: *“With the satisfaction of the conditions precedent and the settlement of the placement imminent, I am delighted to welcome Matrix as a shareholder of VR8 and look forward to continuing to work together to finalise a formal offtake agreement for our vanadium products.*

We are very much looking forward to investigating the potential ways to work together with Matrix to advance the development of the Steelpoortdrift Vanadium Project into a mutually beneficial relationship aimed at progressing the Project towards Final Investment Decision.

These funds will strengthen the Company’s balance sheet and allows for significant progress to be made on concluding critical pathways while we continue to engage with potential financiers and progress towards Final Investment Decision and putting the Project into production.”

For personal use only

ASX RELEASE | 24 MAY 2023

ABOUT MATRIX

Matrix is a wholly owned subsidiary established by Lygend Investment in September 2022. Lygend Investment is also the largest shareholder of Hong Kong listed Lygend Resources, which operates across the entire nickel industry value chain and is engaged in both the trading and the production of nickel products. Lygend Resource has also made good progress in supplying downstream new energy industry major market players.

Given Lygend Resources's significant experience in developing and operating mines and industrial plants, after and separate to Matrix's subscription, Matrix and VR8 will look to leverage the expertise the Lygend Group possesses to assist in the funding, development, construction, commissioning, and operations of the Project.

This announcement has been authorised for release by the Directors of Vanadium Resources Limited.

For further information, please contact:

Jurie H. Wessels
Executive Chairman
VANADIUM RESOURCES LIMITED
E: jurie.wessels@vr8.global

John Ciganek
Managing Director and Chief Executive Officer
VANADIUM RESOURCES LIMITED
E: john.ciganek@vr8.global

Disclaimer

Some of the statements appearing in this announcement may be in the nature of forward looking statements. You should be aware that such statements are only predictions and are subject to inherent risks and uncertainties. Those risks and uncertainties include factors and risks specific to the industries in which VR8 operates and proposes to operate as well as general economic conditions, prevailing exchange rates and interest rates and conditions in the financial markets, among other things. Actual events or results may differ materially from the events or results expressed or implied in any forward looking statement. No forward looking statement is a guarantee or representation as to future performance or any other future matters, which will be influenced by a number of factors and subject to various uncertainties and contingencies, many of which will be outside VR8's control.

VR8 does not undertake any obligation to update publicly or release any revisions to these forward looking statements to reflect events or circumstances after today's date or to reflect the occurrence of unanticipated events. No representation or warranty, express or implied, is made as to the fairness, accuracy, completeness or correctness of the information, opinions or conclusions contained in this announcement. To the maximum extent permitted by law, none of VR8, its Directors, employees, advisors or agents, nor any other person, accepts any liability for any loss arising from the use of the information contained in this announcement. You are cautioned not to place undue reliance on any forward looking statement. The forward looking statements in this announcement reflect views held only as at the date of this announcement.

This announcement is not an offer, invitation or recommendation to subscribe for, or purchase securities by VR8. Nor does this announcement constitute investment or financial product advice (nor tax, accounting or legal advice) and is not intended to be used for the basis of making an investment decision. Investors should obtain their own advice before making any investment decision.