



27 November 2023

\$5 MILLION PLACEMENT TO FUND STRATEGIC ASSET PURCHASES AND ACCELERATE EXPLORATION AND PRE-FEASIBILITY STUDY MOMENTUM

HIGHLIGHTS

- Firm commitments received for a Share Placement to raise A\$5 million at \$0.011 per share
- The placement was cornerstoned by two high quality investors, Collins St Asset Management Pty Ltd and a US family office (increasing the size of existing shareholding), for a total commitment of \$3.5 million
- Placement proceeds and the expected cash flow from the Selkirk JV mining and gold production in early 2024 will see Brightstar funded to accelerate exploration activity and complete the Pre-Feasibility Study for the Menzies & Laverton Gold Projects mine restart
- The strategic Placement enables Brightstar to purchase key mine site equipment and infrastructure at a significant discount to replacement costs, generating significant capex and opex savings compared to the September Scoping Study assumptions
- Funds will also be used to increase activity across Brightstar's Menzies and Laverton exploration portfolio, including:
 - Greenfields exploration across both Menzies and Laverton Gold Projects and an expected resource update during 1H 2024
 - Infill and extensional drilling at key resource areas within Brightstar's +1Moz Au portfolio to advance the deposits through mining studies and towards production
 - Completing the Pre-Feasibility Study for the restart of mining operations
- Strong value catalysts through 2024 including cash flow from Selkirk gold production, ongoing exploration results, resource upgrade, completion of the Pre-Feasibility Study on the restart of mining and production from Brightstar's +1Moz Au Mineral Resource inventory

Brightstar's Managing Director, Alex Rovira, commented: *"We are incredibly pleased with this very successful capital raising which was underpinned by Collins Street Asset Management and a US family office increasing the size of their existing holding with the US family office to become a substantial shareholder in the Company, along with strong support from other key existing and new sophisticated and institutional shareholders."*

Importantly, the fundraising enables Brightstar to execute key asset purchases that will crystallise significant capex and opex savings when compared to the economics outlined in the September Scoping Study. The mining camp and CIL tanks being purchased for cash consideration at approximately 10% of the replacement cost represents a compelling use of funds for Brightstar that make a significant and tangible positive difference to our mine restart plans.

Brightstar is now well funded to accelerate its exploration activities across the Menzies and Laverton Gold Projects, targeting an upgrade of the existing JORC Mineral Resource upgrade in 2024. With the addition of anticipated proceeds from the Selkirk mining JV at Menzies in early 2024, Brightstar will be fully funded to complete its mine restart Pre-Feasibility Study during next year.

Brightstar has 5,000m of RC drilling at the Menzies Gold Project to complete in the remainder of Q4 CY23, along with comprehensive infill and extensional RC and diamond drilling campaigns early in the new year at Cork Tree Well deposit in Laverton and across the Menzies Gold Project for inclusion within the Pre-Feasibility Study."

Brightstar Resources Limited (ASX: BTR) (**Brightstar** or the **Company**) is pleased to announce a strongly supported capital raising of \$5 million (before costs). The Company has received firm commitments from sophisticated and professional investors for the Placement comprising approximately 455 million shares in the capital of the Company at an issue price of \$0.011 per share from within the Company's available placement capacity under ASX Listing Rules 7.1 and 7.1A (**Placement**).

Placement proceeds will be used to fund exploration programs, resource definition activities, pre-feasibility study work, asset purchases, costs of the issue and general working capital as summarised below.

EXPLORATION & RESOURCE DEFINITION

Funds raised under the Placement will be used to conduct resource definition drilling on Brightstar's advanced assets including the deposits at Cork Tree Well (Laverton) along with Yunndaga and the Lady Shenton System within the Menzies Gold Project. These programs will include reverse circulation and diamond drilling, which will be guided by independent geotechnical and metallurgical consultant recommendations within pit shells generated as part of the Scoping Study (refer to ASX announcement 'Menzies and Laverton Gold Project Mine restart Study' dated 6 September 2023 for further information on the Scoping Study). The information gained from these programs will provide advanced details for mine design and processing pathways to reduce risk, streamline further workflows, and optimise project outcomes.

Funds will also be deployed on the asset purchases described below, as well as greenfields exploration targets at the Menzies Northern Trend, following up the recent aircore anomalism at Cork Tree Well North and the Comet Well gold prospect at Laverton. These activities will include mapping and sampling along with early stage follow-up aircore / RC drilling to test prospective targets.

ASSET PURCHASES

Brightstar has also taken advantage of two compelling opportunities to purchase key infrastructure required for the planned recommencement of mining operations, with these assets also expected to significantly improve the financial metrics within the Pre-Feasibility Study.

The assets will be acquired at significant discounts to replacement value and include:

- well-maintained mine site accommodation facilities, consisting of 52 ensuite rooms and a laundry block, inclusive of all items required for immediate use, for total cash consideration of \$420,000, with an estimated replacement value of over \$4,000,000 (**Camp Acquisition**); and



Figure 1 - Camp Infrastructure

- six 6m x 6m reconditioned carbon-in-leach (**CIL**) adsorption tanks for total cash consideration (including delivery to the Laverton mill) of \$110,000, which have an estimated replacement value of \$1,000,000.

The CIL tanks, which can supplement the existing infrastructure, can also be used to potentially expand the throughput of the processing facility above the 0.5Mtpa assessed in the Scoping Study. Additional details of the Camp Acquisition are set out in Annexure A.



Figure 2 - CIL Tanks

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PRE-FEASIBILITY STUDY

Brightstar will also fast track applicable studies on environmental, social and heritage surveys to support project development activities at Menzies and Laverton. These programs will identify areas for further investigation, so that any future mining activities will be conducted in an environmentally and socially conscious manner. These studies have been expedited to provide Brightstar with the optionality of commencing early works at Menzies and Laverton to potentially take advantage of current high gold prices and accelerate revenue-generating opportunities.

In conjunction with the resource definition drilling programs noted above, Brightstar will be well placed to assess the optimal pathway to production from the Menzies and Laverton Gold Projects which is presently being assessed in the Pre-Feasibility Study due for completion mid-2024.

The Company is also continuing to assess potential small scale mining activities at the Menzies Gold Project for 'early ore' opportunities similar to the Selkirk mining JV currently underway (refer to ASX announcement "First Ore Mined At Selkirk and PFS Update" released dated 9 November 2023) Brightstar sees these opportunities as additive and synergistic with the bigger scale development of the Menzies and Laverton Gold Project, and a potential pathway for generating organic funding to fund working capital and capex requirements.

PLACEMENT DETAILS

The Placement price of \$0.011 per share represents a 9% discount to the 30-day volume weighted average price (**VWAP**) of \$0.0122, a 14% discount to the 15-day VWAP of \$0.0128 and a 15% discount to the last traded price of \$0.013.

The New Shares will be issued pursuant to the Company's existing placement capacity under ASX Listing Rules 7.1 and 7.1A.

The Placement will settle in two tranches:

- Tranche 1 of the Placement will raise \$4,500,000 by the issue of 409,090,909 shares will be issued pursuant to the Company's existing placement capacity under ASX Listing Rules 7.1 (241,920,463 shares) and 7.1A (167,170,446 shares) (Tranche 1); and
- Tranche 2 of the Placement for the balance of the shares subscribed by Collins St Asset Management Pty Ltd to raise \$500,000 by the issue of 45,454,546 shares and will be issued pursuant to the Company's existing placement capacity under ASX Listing Rules 7.1 (Tranche 2).

New Shares will rank equally with existing fully paid ordinary shares.

Canaccord Genuity acted as Lead Manager to the Placement.

Indicative Placement Timetable	
Event	Timing
ASX Announcement / Resume Trading	Monday 27 November 2023
Settlement of Placement Shares – Tranche 1	Thursday 30 November 2023
Expected date of ASX Quotation of Placement Shares – Tranche 1	Friday 1 December 2023
Settlement of Placement Shares – Tranche 2	Monday 11 December 2023
Expected date of ASX Quotation of Placement Shares – Tranche 2	Tuesday 12 December 2023

This ASX announcement has been approved by the Managing Director on behalf of the board of Brightstar.

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ABOUT BRIGHTSTAR RESOURCES

Brightstar Resources Limited is a Perth-based gold exploration and development company listed on the Australian Securities Exchange (**ASX: BTR**). In May 2023, Brightstar completed a merger with Kingwest Resources Limited via a Scheme of Arrangement which saw the strategic consolidation of Brightstar's Laverton Gold Project and Kingwest's Menzies Gold Project. Hosted in the prolific eastern goldfields of Western Australia and ideally located proximal to significant regional infrastructure, Brightstar has a significant **JORC Mineral Resource of 22Mt @ 1.5g/t Au for 1,036,000oz Au**.

Importantly, Brightstar owns the Brightstar processing plant (currently on care and maintenance), a 60-man accommodation camp and non-processing infrastructure, located 30km SE of Laverton and within 60km of the Company's 511,000oz Au JORC Resource within the Laverton Gold Project.

The Menzies Gold Project includes the high-grade gold field which has historically produced 787,200oz at 18.9g/t Au between 1895-1995. In 2023, Brightstar commenced mining operations at the Menzies Gold Project via a Profit Share Joint Venture with BML Ventures Pty Ltd. Brightstar aims to grow its mineral resource inventory with the view to becoming a substantial future ASX gold developer and producer.

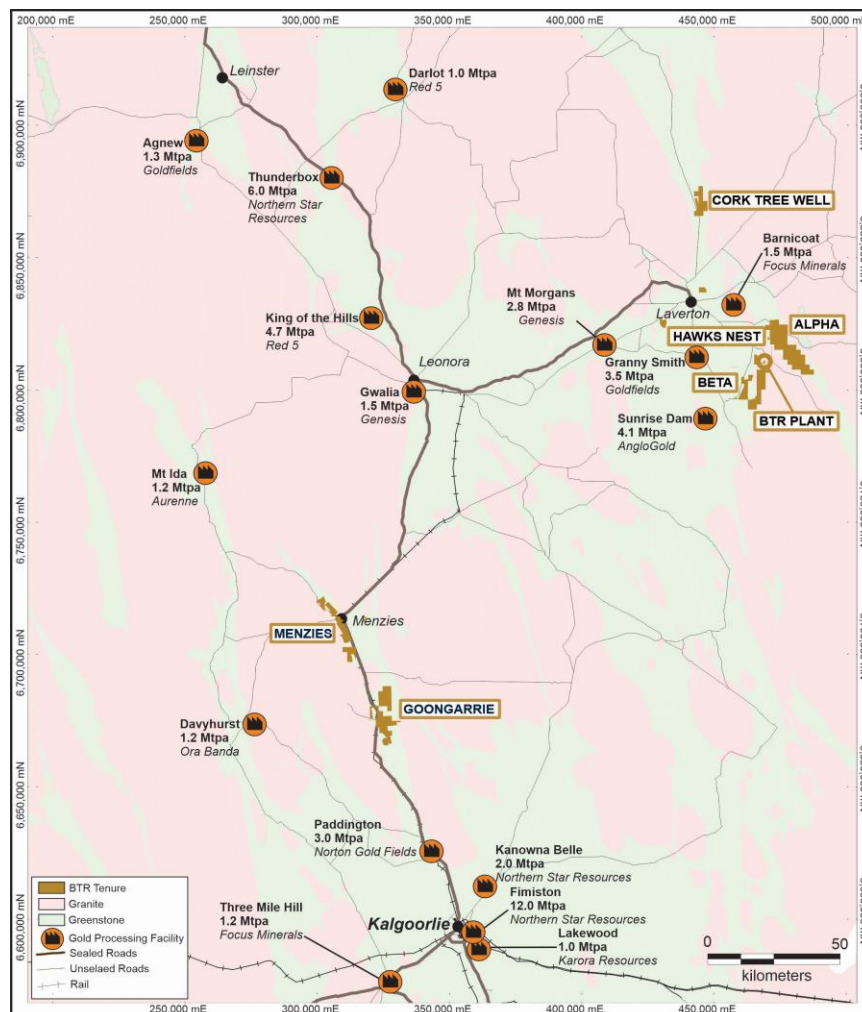


Figure 3 - Brightstar Asset Portfolio

Table 1 - Consolidated JORC Resources of Laverton & Menzies Gold Projects

Location	Au Cut-off (g/t)	Measured			Indicated			Inferred			Total		
		Kt	g/t Au	Koz	Kt	g/t Au	Koz	Kt	g/t Au	Koz	Kt	g/t Au	Koz
Alpha	0.5	623	1.6	33	374	2.1	25	455	3.3	48	1,452	2.3	106
Beta	0.5	345	1.7	19	576	1.6	29	961	1.7	54	1,882	1.7	102
Cork Tree Well	0.5	-	-	-	3,036	1.6	157	3,501	1.3	146	6,357	1.4	303
Total – Laverton	0	968	1.6	52	3,986	1.6	211	4,917	1.6	248	9,691	1.6	511
Lady Shenton System (Pericles, Lady Shenton, Stirling)		-	-	-	2,770	1.3	119	4,200	1.3	171	6,970	1.2	287
Yunndaga	0.5	-	-	-	1,270	1.3	53	2,050	1.4	90	3,310	1.3	144
Yunndaga (UG)	2.0	-	-	-	-	-	-	110	3.3	12	110	3.3	12
Lady Harriet System (Warrior, Lady Harriet, Bellenger)	0.5	-	-	-	520	1.3	22	590	1.1	21	1,110	1.2	43
Link Zone	0.5				145	1.2	6	470	1.0	16	615	1.1	21
Selkirk	0.5	-	-	-	30	6.3	6	140	1.2	5	170	2.1	12
Lady Irene	0.5	-	-	-	-	-	-	100	1.7	6	100	1.7	6
Total – Menzies	0	-	-	-	4,725	1.4	206	7,660	1.3	321	12,385	1.3	525
Total – BTR		968	1.7	52	8,721	1.5	417	12,577	1.4	569	22,076	1.5	1,036

Refer Note 1 below. Note some rounding discrepancies may occur.
 Pericles, Lady Shenton & Stirling consolidated into Lady Shenton System; Warrior, Lady Harriet & Bellenger consolidated into Lady Harriet System.

Note 1: This Announcement contains references to Brightstar's JORC Mineral Resources, extracted from the ASX announcements titled "Maiden Link Zone Mineral Resource" dated 15 November 2023 and "Cork Tree Well Resource Upgrade Delivers 1Moz Group MRE" dated 23 June 2023.

Forward-Looking Statements

This document may include forward-looking statements. Forward-looking statements include, but are not limited to, statements concerning Brightstar Resources Limited's planned exploration program and other statements that are not historical facts. When used in this document, the words such as "could," "plan," "expect," "intend," "may," "potential," "should," and similar expressions are forward-looking statements. Although Brightstar believes that its expectations reflected in these forward-looking statements are reasonable, such statements involve risks and uncertainties and no assurance can be given that further exploration will result in the estimation of a Mineral Resource.

Compliance Statement

With reference to previously reported Exploration Results and Mineral Resources, the Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcement and, in the case of estimates of Mineral Resources that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.



Annexure A - Additional details of Camp Acquisition

Counterparty	DC Mines Pty Ltd.
Payment of purchase price	Brightstar is required to pay the purchase price on or before 31 March 2024.
Conditions precedent	The acquisition is conditional on DC Mines Pty Ltd obtaining the written consent of Fenix Shine Pty Ltd by 31 March 2024.
Completion	The Camp Acquisition is expected to complete prior to 31 March 2024.

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