



TSX-V Release
20 October 2025

ASX Release
21 October 2025

Resouro Completes First Tranche of Private Placement

Resouro Strategic Metals Inc. (ASX: RAU; TSX-V: RSM; FSE: 8TX; OTCQB: RSGOF) ("**Resouro**" or the "**Company**") is pleased to announce that it has now completed the first closing of its previously announced non-brokered private placement (the "**Private Placement**").

Under this first tranche, the Company has issued 5,000,000 units (the "**Units**") at price of CAD\$0.20 per Unit to raise total gross proceeds of CAD\$1,000,000. Each Unit consists of one common share ("**Common Share**") in the capital of the Company and one-half of one common share purchase warrant, comprising 2,500,000 warrants in total ("**Warrant**"). Each Warrant entitles the holder to purchase one additional Common Share at a price of CAD\$0.30 per share for a period of three-years from the date of issuance.

The Company anticipates closing the second and final tranche of the Offering, for an additional 10,000,000 Units, this week.

The Company intends to use the net proceeds of the Offering to advance the engineering program, an essential step toward the Preliminary Economic Assessment for the Tiros project, as well as for general working capital purposes.

All securities issued under the Offering are subject to a statutory hold period of four months and one day from the date of issuance, in accordance with applicable Canadian securities laws and TSX Venture Exchange policies. In accordance with the ASX Listing Rules, the 5,000,000 shares were issued pursuant to the Company's available placement capacity under Listing Rule 7.1A while the 2,500,00 Warrants were issued pursuant to Listing Rule 7.1.

No finder's fees were paid.

The Offering remains subject to final approval by the TSX Venture Exchange.

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

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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 km² 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 ₂ %	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%
	M + I	103	23	9,100	2,400	26%
	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%
	M + I	1,300	11	3,600	1,000	28%
	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%
	M + I	1,400	12	4,000	1,100	28%
	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	49,074,960
Total on Issue	97,590,049
Options issued under the Company Plan	12,495,000
Options issued to Brokers	1,843,643
Warrants	2,500,000
Warrants issued to Brokers	600,616
Performance Rights	750,000
Fully Diluted Securities	115,779,308

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.