



ASX ANNOUNCEMENT

23 November 2022

\$2M PLACEMENT AND OPTIONS ENTITLEMENT OFFER TO FACILITATE DEVELOPMENT AT CORRIDOR SANDS AND TO DRIVE FURTHER EXPLORATION PROGRAMS

MRG Metals Limited (“**MRG**” or “**the Company**”) (ASX Code: MRQ) is pleased to announce an equity raising of approximately \$2 million (before costs) through a:

- Placement of fully paid ordinary shares, with 2 for 3 free attaching options, to raise approximately \$0.84 million, and
- 3 for 5 pro-rata non-renounceable entitlement offer of options to existing Shareholders to raise approximately \$1.17 million
- Funds raised will largely be used to test the Company’s high VHM Azaria and Cihari Targets and progress its Rare Earth Elements Project
- Melbourne boutique, Peak Asset Management led the raise

MRG is pleased to announce a \$840,000 Placement (the “**Placement**”), which will result in the issue of 210 million fully paid ordinary shares at \$0.004 per share, together with 140 million free attaching options, exercisable at \$0.008 and expiring 31 December 2025, to sophisticated and professional investors. The Company will seek listing of the Options.

The Board will seek Shareholder approval at a General Meeting of the Company, planned to be held on 13 January 2023, to take up \$60,000 under the same terms as the Placement.

The Company also wishes to announce a 3 for 5 pro-rata non-renounceable entitlement offer of Options to existing Shareholders to raise approximately \$1.17 million. These Options will have the same terms as the Options attaching to the Placement Shares. These options will be offered at \$0.001, exercisable at \$0.008 and expiring 31 December 2025.

Proposed Use of Funds:

- Corridor Sands HMS Project – improvement programs to increase project economics towards Feasibility. Follow up drilling, mineralogy and metallurgy to test high VHM Azaria and Cihari targets.
- Jangamo HMS Project – exercise option if Due Diligence confirms and develop pathway to production.
- Exploration at HMS, Rare Earth Elements and Uranium Projects should these Exploration Licences be granted.
- Working Capital, costs of the Placement and expenses of the Offers.

MRG Chairman, Mr Andrew Van Der Zwan, said: “This round of funding will be focused on a number of activities that if successful may create substantial Shareholder upside. The Board is acutely aware, that while delivering on its commitments, the market is looking for catalysts to reflect the underlying project value. Key objectives from our near term activities will be to further increase the project economics via improved assemblage and subsequent enhanced Metallurgical product and MRE outputs which will further de-risk the project and entice Offtaker or Partner involvement. In parallel, the acquisition of the Jangamo Option allows us to evaluate either a smaller 5-10 year standalone operation at a ready to mine resource, while evaluating a ramp up operation at Jangamo moving to Corridor in following years, further adding attractiveness to 3rd party involvement While this activity will continue, we plan to drill our Uranium and Rare Earth Elements targets as soon as we get approval from INAMI. We thank Shareholders for their support as we look to expand our Mozambique footprint”.

Proposed timetable¹ and equity raise details:

Event	Date/Time (AEST)
Announcement of the Equity Raising including results of the Placement, Entitlement Offer and Trading Halt lifted	Wednesday 23 November 2022
Settlement of funds under Placement	Friday 25 November 2022
Allotment and trading of new shares and options issued under Placement	Monday 28 November 2022
Record Date for Entitlement Offer	Thursday 1 December 2022
Entitlement Offer Opening Date	Friday 2 December 2022
Entitlement Offer Closing Date	Friday 30 December 2022
Allotment and trading of new options issued under Entitlement Offer	Friday 6 January 2023
General Meeting	Friday 13 January 2023

¹The above timetable is indicative only and subject to change. MRG reserves the right to amend any or all of these events, dates and times, subject to the Corporations Act 2001 (Cth), ASX Listing Rules and other applicable laws or regulations.

Details of the Equity Raise

The Placement was undertaken using the Company’s existing 15% placement capacity under ASX Listing Rule 7.1 (36 million shares and 140 million options) and via its additional 10% placement capacity as per ASX Listing Rule 7.1A (174 million shares).

The offer price of \$0.004 (0.4 cents) is 22% below the 15 day volume weighted average price of MRG’s shares.

Melbourne based Peak Asset Management is Lead Manager to the Placement. Details of their fees are set out in the Appendix 3B lodged separately with the ASX.

Trading Halt

This is the announcement that was referred to in the Company's request for a Trading Halt on 21 November 2022 and that Trading Halt can now be lifted.

Authorised by the Board of MRG Metals Ltd.

For more Information please contact:

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Competent Persons' Statement

The information in this report, as it relates to Mozambique Exploration Results is based on information compiled and/or reviewed by Mr JN Badenhorst, who is a member of the South African Council for Natural Scientific Professions (SACNASP) and the Geological Society of South Africa (GSSA). Mr Badenhorst is a consultant of the Company and has sufficient experience which is relevant to the style of mineralisation and type of deposits under consideration and to the activity which has been undertaken to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Badenhorst consents to the inclusion in this report of the matters based on the information in the form and context in which they appear.

Forward-Looking Statements

This document may include forward-looking statements. Forward-looking statements include, but are not limited to, statements concerning the Company's planned exploration program and corporate activities. When used in this document, the words such as "could", "plan" "estimate", "intend", "may", "potential", "should" and similar expressions are forward-looking statements. Although the Company 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 actual results, events and outcomes achieved will be consistent with these forward looking statements.