

ASX: VMM MARKET ANNOUNCEMENT

VIRIDIS ACQUIRES POTENTIAL TIER ONE IONIC CLAY RARE EARTH PROJECT

ASX Release: 1 August 2023

Highlights

- Viridis has secured a potential world class Ionic Adsorption Clay (IAC) Rare Earth Element (REE) Project in the Poços De Caldas Alkaline Complex, Minas Gerais, Brazil.
- Viridis has entered into a binding agreement to acquire 100% of the rights to the REEs comprising the Colossus Rare Earth Project (Colossus Project), consisting of 41 Licenses (including 2 Mining Licenses) covering 5,616 Hectares (56km²) within South America's largest known Alkaline Complex.
- A total of 34 shallow auger holes have been drilled by previous owners, to a maximum depth of 3 meters. All 34 holes have returned remarkable grades of REE mineralisation, within heavily weathered clay and humic profiles, including:
 - 3m @ 2,003 ppm TREO from surface (22% MREO) ending in mineralisation (TN-AG-222)
 - 3m @ 1,997 ppm TREO from surface (22% MREO) ending in mineralisation (TN-AG-223)
 - 3m @1,785 ppm TREO from surface (34% MREO) ending in mineralisation (F4)
 - 3m @ 1,936 ppm TREO from surface (19% MREO) ending in mineralisation (TN-AG-145)
 - 3m @ 1,780 ppm TREO from surface (31% MREO) ending in mineralisation (F2)
 - 3m @ 1,950 ppm TREO from surface (19% MREO) ending in mineralisation (TN-AG-221)

Note: The REE (Pm) and (Sc) were not analysed. 2- For the MREOs, the oxides considered were Dy_2O_3 , Nd_2O_3 , Pr_6O_{11} , $Tb_4O_7 + Sm_2O_3$.

Mineralisation remains open in all directions and at depth; no drilling has been conducted below 3 meters to date* with negligible Uranium and Thorium levels present. 75% of samples returned > 800 ppm TREO grade.

- In IAC-type deposits, the highest concentrations of REEs are typically located in an intermediate weathered layer, hence the grades tend to be the lowest in the first 5 meters.¹
- Viridis believes the preliminary drill results to date represent the underpinning of a tier-one project, with grades expected to increase significantly when tested with deeper drilling.
- The Colossus Project directly adjoins the world-class Caldeira Ionic Adsorption Clay Project (409Mt @2,626ppm TREO) and shares the same weathering profile which has been proven to be a true "Ionic Adsorption Clay Deposit" by Meteoric Resources Ltd (ASX:MEI), whereby Rare Earths are recovered via single step leaching with Ammonia Sulphate at room temperatures².

*With exception of Drill Hole REX-AG-458 drilled to 5.2m depth

- Highly attractive deal terms with total consideration of USD \$2.0 million for the Project (with USD \$1M payable upfront), structured as an advanced royalty payment on a royalty from future production. The Company will also issue performance rights to the Vendors as part consideration.
- Viridis will raise AU \$2.2M at \$0.25 (a 3.3% premium to 10-day VWAP), to fund exploration and the initial upfront cash payment for the Colossus Project. Ionic Rare Earths Limited (ASX: IXR) will be the cornerstone for AU \$600,000 and will provide the Company additional expertise to fast-track the Colossus Project into development.
- Varginha Parties (Vendors) have a rich history and expertise in mining in Brazil and the region, with more than 300 mining titles registered for bauxite, manganese, limestone, granite, clay, rare earths, and peat. Currently, Varginha Mineração operates eight open-pit mines, three for bauxite, two for clay, and two for manganese, collectively producing approximately 560,000 tons of ore and clay per year. Varginha also operates two beneficiation plants with calcination of its bauxite and clays, runs a magnesium sulphate plant, and has plans to implement a cement factory and a hydroelectric power plant.
- Viridis has established an innovative partnership with the Vendors to further explore opportunities to acquire additional exploration and mining licenses prospective for IAC Rare Earths in the Poços de Caldas Complex, as part of a long-term vision to scale the Colossus Project to a world-class asset.

Project Geology

The Colossus Project is located within the Alkaline ring complex of Poços De Caldas and neighbouring the cities of Caldas, Aguas De Prata and Andradas. The Colossus Project areas are easily accessible through paved roads, with all necessary infrastructure (water, electricity, gas).

The rare earth element IAC deposits in this region were formed under supergene lateritic weathering conditions from the parent rock of the Alkaline intrusive Complex.

Poços de Caldas complex is one of the largest alkaline intrusions of the world (approximately 800 km²) and extends into the states of São Paulo and Minas Gerais. The complex mainly consists of tinguaite/phonolite, nepheline syenites, sodalite syenites, and various volcanic rocks. The Alkaline Intrusive Complex of Poços de Caldas represents one of the most important economic corridors in Brazil and hosts economic mineral deposits of bauxite, clay, uranium, zirconium, REEs and leucite (used as a fertiliser).

Executive Chairman Agha Shahzad Pervez commented:

"The acquisition of the Colossus Project marks a transformative step for Viridis' growth strategy and provides the Company a dominant land position directly adjacent to the world's highest grade ionic adsorption clay REE deposit.

The widespread high-grade REE mineralisation within the Colossus Project in the upper 'leached zone' demonstrated by shallow drilling is particularly encouraging and provides the Company with an exciting opportunity to define and grow a strategic resource within South America's largest known Alkaline complex.

Viridis will now commence an aggressive and systematic exploration program to delineate a maiden resource, to establish a supply chain of high-grade rare earth oxide for Western markets."





- Exploration Licence
- Exploration Licence Application

Caldeira Mineral Resource Estimate boundary – 409Mt @2,626ppm TREO

Figure 1: Simplified geological map of Poços de Caldas alkaline complex with Licences of comprising the Colossus Project.

Charnockite

Paragneiss

Orthogneiss





Figure 2: Landscape view of Mining License 009.031/1966 and Exploration License 830.927/2016 (top) and Geologist interpretation of Cross Section AA' looking East (bottom).



Formation of Ionic Adsorption Clay

Formation of Ionic Clays in Poços De Caldas Complex

The Nepheline Syenites of this complex have a significant presence of Alkali Feldspars which are vulnerable to alteration and chemical weathering, causing widespread IAC mineralisation in the Poços De Caldas Complex. Chemical weathering and hydrothermal alteration in Poços De Caldas Complex have been responsible for the formation clays whereby REE ions have migrated downward into highly weathered saprolite, causing the adsorption of REE ions onto clay minerals.

The upper layer in this region consists of clayey soil (sedimentary) and bauxite. Through laterisation, some of the upper layer's rare earths are mobilized to the saprolitic horizon, where kaolinite appears as the main clay mineral, retaining the REEs in ionic form, adsorbed onto its structure.

Within IAC deposits, the top saprolite layer presents the lowest levels of REE mineralisation, as illustrated in the deposition model of both Malaysian and South China Ionic Clay Projects (see Figure 3 and Figure 4).

Comparatively, drilling on **the Colossus Project has already shown remarkable grades > 2,000 ppm within the top layer, the "leached zone"** of the project, with expectations of this grade to increase significantly upon deeper drilling into the "REE accumulation zone" with a greater affinity towards heavy and magnet rare earths.





Metallurgy of Ionic Clays

Ionic Adsorbed Clay (IAC) Rare Earth projects, despite their lower grades are favoured due to simple and cheap processing in comparison to hard rock peers. Due to chemical weathering already liberating Rare Earths from their host mineral (Bastnasite in Poços De Caldas) into ion form, IAC's require a straightforward ammonia sulphate wash to generate a high-value Mixed Rare Earth Carbonate which can be sent straight to refiners.

Furthermore, IAC mineralisation occurs at the surface and requires no drilling and blasting. Once clays are washed and rare earths are precipitated, the ground can be recompacted and restored with simple environmental rehabilitation.

In comparison, hard-rock Rare Earth projects generally require a combination of blasting and beneficiation (gravity separation, ore sorting, floatation) before hydrometallurgical processing (roasting, cracking, leaching, purification) to form a Mixed Rare Earth Carbonate which can be sent to refineries.

Moreover, it should be noted that not all "Clay Hosted REE" projects are equal. Genuine IAC projects are only demonstrated through Ammonia Sulphate metallurgical testing, confirming that the REEs have been liberated into ionic form. Other "Clay Hosted REE" deposits are simply Rare Earth bearing minerals (Monazite, Bastnasite) hosted within clays – which still require the traditional and more expensive processing methods to liberate Rare Earths⁵.

	IONIC HOSTED RARE EARTHS	HARD ROCK RARE EARTHS	ECONOMIC OUTCOME FOR IONIC CLAYS
MINING & EXPLORATION	 Clay hosted soft material requiring no blasting Mineralisation occurs at surface requiring minimal to no stripping Simple exploration through AC or AG drilling across homogenous body 	 Requirement of blasting Larger strip ratios Diamond Drilling required for exploration Mineral body can be scattered and complex 	Lower CAPEX Lower cost of Exploration
PROCESSING	 No crushing and milling Simple "one-step" leaching Leaching done using cheap salts such as Ammonium Sulfate or Magnesium Sulfate Ambient temperatures and pressures with minimal reagent consumption No requirement for tailings dam 	 Uses crushing and milling Complex multi-step metallurgy Leaching agent combination of expensive strong acids such as Hydrochloric Acid Requires high temperatures, pressures and agitation Requirement for tailings dam, floatation, cracking, roasting, re-leaching facilities 	Lower CAPEX
PRODUCT	 High value Mixed Rare Earth Carbonate from "one-step" leaching which goes straight to Separation Plant Selective leaching with low La, Ce allowing high basket value High payability 	 Requires beneficiation then secondary refining through large Hydromet. Plant to achieve Mixed Rare Earth Carbonate before going to Separation Plant Lower basket value Lower payability 	Increased Revenues & Margins
ENVIRONMENTAL	 Low Uranium and Thorium No radioactive tailings Progressive rehabilitation of mined areas 	 Presence of Uranium and Thorium waste Large energy consumption with significant environmental and carbon footprint Extensive mine rehabilitation required 	 Lower Lifecycle Cost Lower OPEX Higher ESG Credential

Figure 5: Table outlining unique economic advantages of Ionic Adsorption Clays



Previous Exploration

The Vendors of the Colossus Project are Varginha Mineração Ltda, Fertimax Fertilizantes Orgânicos Ltda, Minas Rio Mineradora Ltda, Mineração Santa Carolina Ltda, Reynaldo Guazzelli Filho and Alumina Minérios Em Geral Ltda, collectively known as "Varginha Parties" (**Vendors**) who have been producing clays since 1994. For several years Varginha Mineração Ltda has produced > 120 ktpa of clays, processed in the calcining furnaces and clay washers in the Poços De Caldas region. More recently, the Vendors have shifted their focus to pre-dominantly mining bauxite, with numerous clay bodies remaining untapped and prospective to form a large-scale IAC project.

A total of 34 auger holes have been drilled to an average depth of 3 meters each across the Colossus Project, in 3 separate tenements (830.927/2016, 009.031/1966 and 830.442/2018)- proving the widescale REE Clay mineralisation present across the project. All 34 holes successfully intersected high grades of REE mineralisation hosted within highly oxidised clays, soils and saprolite. The weathering profile shown by the drilling and sampling within the Colossus Project demonstrates similarity to that of the neighbouring Caldeira Project – which has been proven to host Ionically Adsorbed Rare Earths through metallurgical testing. No metallurgical testing has been undertaken on the Colossus Project. However, given that the project shares the same weathered host rock as the adjoining Caldeira Ionic Clay Project, Viridis expects Colossus to host the same style of ionic REE mineralisation.

It is important to note, due to the shallow nature of the drilling and all holes ending in mineralisation, the Colossus Project remains open in all directions and at depths, and the accurate scale of the "REE accumulation zone"^{4,5} remains unknown, with significant upside potential for both grade and size of the Colossus Project.

The samples from the sellers' research were analysed at the certified SGS-Geosol laboratory in Vespasiano-MG, Brazil, which has its own QAQC program. The samples were obtained by auger drilling and prepared following the same protocols used for bauxite and refractory clay. Viridis conducted preliminary due diligence to assess the drilling and sampling techniques, concluding that the methods used suit this initial exploratory phase.



Figure 6: Varginha Mineraçao Clay, Bauxite and Magnesium Plants located in Poços De Caldas



The Vendors have also indicated their intention to allow Viridis to leverage their local mining expertise and understanding of lonic Clays to expedite the development of the Colossus Project.



Figure 7: Large saprolite body (top image) with kaolinite/clay outcropping (bottom image) under 0.5 m of overburden at Colossus Project



Future Work

Viridis plans to immediately initiate a comprehensive exploration program to further evaluate the extent and potential of the Colossus Project. The program will include geological mapping, geochemical sampling, mineralogical studies, and exploration drilling aimed to rapidly delineating a maiden JORC-compliant resource.

Acquisition Terms

The key terms of the binding agreement to acquire the Colossus Project (Acquisition) include:

- (a) <u>Conditions precedent:</u> Completion of the Acquisition is subject to the following conditions precedent:
 - the Company having received firm commitments from sophisticated and professional investors to raise a minimum of AUD\$2,200,000 under a capital raising; and
 - the Company obtaining all necessary regulatory, shareholder and third-party approvals to allow the Company to lawfully complete the Acquisition (including the shareholder approvals as noted below),

(together, the Conditions).

- (b) **<u>Cash consideration</u>**: the Company will pay:
 - a non-refundable cash payment of USD\$1,000,000 upon settlement of the Acquisition (Settlement Date Payment);
 - USD\$1,000,000 within 5 business days of the six month anniversary of the Settlement date Payment (Stage 2 Payment),

(together, the Advance Royalty Payments).

- (c) <u>Royalty</u> The Company has agreed to grant the Vendors a 4.75% royalty on the TREO extracted from the Colossus Project, payable once USD\$2,000,000 in royalties (the equivalent of the Advance Royalty Payments) have accrued from production at the Colossus Project.
- (d) <u>Performance Rights</u>: The Company has agreed, subject to shareholder approval, to issue up to 5,000,000 performance rights upon settlement of the Acquisition (Vendor Performance Rights) to the Vendors:

Tranche	Number of Performance Shares	Performance Milestone
1	1,666,667 Class A Performance Rights	Upon the delineation of an Inferred Mineral Resource Estimate (JORC 2012) of not less than 100Mt at or above a Total Rare Earths Oxide (TREO) grade of 1,500ppm in saprolite / clay, expiring on the date that is 5 years from the date of issue.
2	1,666,667 Class B Performance Rights	Upon the delineation of an Indicated and Measured Mineral Resource Estimate (JORC 2012) of not less than 200Mt at or above a TREO grade of 1,500ppm in saprolite / clay, expiring on the date that is 5 years from the date of issue.
3	1,666,666 Class C Performance Rights	Upon completion of positive feasibility studies, as evidenced by a decision to mine by the Company, expiring on the date that is 5 years from the date of issue.



- (e) <u>Production Penalty</u>: If production is not achieved within 5 years from the Settlement Date Payment, the Company can elect to either:
 - Pay the Vendors US\$1 million per year for a maximum of 4 years as non-refundable penalty; or
 - Pay the Vendors US\$600,000 per month penalty as a royalty pre-payment for a maximum of 4 years, which will be paid back upon production.

VMM has the right to make this election by the end of fourth anniversary of the Settlement Date Payment.

- (f) <u>Minimum Expenditure</u>: The Company is required to invest in mineral research work with a minimum of 5,000m drilling per year for the first two years from the Settlement Date Payment.
- (g) <u>Minimum Production</u>: Upon the commencement of production at the Colossus Project, and subject to the delineation of an Indicated Mineral Resource Estimate (JORC 2012) of not less than 200Mt at or above 1,500ppm TREO with 30% recovery, the Company will pay the Vendors a royalty on a monthly minimum of 210t REO for the first four years, even if the quantity produced and sold has been lower. From the fifth year on, the Company will pay the Vendors royalties on a monthly minimum of 420t REO, even if the quantity produced and sold has been lower.
- (h) <u>Introduction and Facilitation Fee</u>: Subject to shareholder approval, the Company has agreed to issue 1,500,000 fully paid ordinary shares in the capital of the Company to Kanata Minerals Pty Ltd (or its nominee(s)) (an unrelated party) at completion of the Acquisition as an introduction and facilitation fee.

Capital Raising

In order to satisfy the Conditions under the Acquisition, the Company is proposing to raise up to AUD\$2,200,000 (before costs) via the issue of up to 8,800,00 fully paid ordinary shares (**Shares**) at an issue price of \$0.25 per Share (**Capital Raising**). Funds raised under the Capital Raising will be applied to the Settlement Date Payment, acquisition expenses and exploration activities at the Colossus Project over the next 12 months (**Capital Raising**).

The Capital Raising is to be undertaken via an unsecured convertible loan from various sophisticated and professional investors under which funds will be lent to the Company on an interest free basis and automatically convert into Shares at an issue price of \$0.25 on the receipt of shareholder approval (**Convertible Loan**).

The Company has appointed Sixty Two Capital (ABN 13 611 480 169) (Sixty Two Capital), an authorised representative of AFSL 531982, as lead manager of the Capital Raising (Lead Manager). The Company and Sixty Two Capital have entered into an agreement to set out the terms of Sixty Two Capital's engagement (Lead Manager Mandate). Under the Lead Manager Mandate, the Company has agreed to pay the Lead Manager a placement fee of 6% of the amount raised under the Capital Raising and issue the Lead Manager 2,000,000 options, exercisable at \$0.40 on or before the date that is three years from the date of issue.



Shareholder Meeting

The Company intends to call a general meeting of shareholders to be held as soon as practicable to approve the issue of:

- Shares under the Capital Raising (pursuant to ASX Listing Rule 7.1);
- Options to the Lead Manager (pursuant to ASX Listing Rule 7.1);
- Shares to Katana Minerals Pty Ltd for introducing the Acquisition (pursuant to ASX Listing Rule 7.1);

• Performance Rights to the Vendors in consideration for the Acquisition (pursuant to ASX Listing Rule 7.1);

• Incentive Performance Rights to Directors Agha Shahzad Pervez and Faheem Ahmed (pursuant to ASX Listing Rule 10.14 and Chapter 2E of the Corporations Act); and

• Incentive Options to Director Tim Harrison (pursuant to ASX Listing Rule 10.11 and Chapter 2E of the Corporations Act).

This announcement has been authorised for release by the Board.

Contacts

For more information, please visit our website www.viridismining.com.au or contact:

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Competent Person Statement

Dr. José Marques Braga Júnior PhD., an independent consulting geologist., compiled and evaluated the technical information in this release and is a member of the Australian Institute of Geoscientists (AIG) (MAusIMM: 336416), accepted for the purpose of reporting in accordance with ASX listing rules. Mr. Braga has sufficient experience relevant to the style of mineralisation and type of deposit under consideration and to the activity that he is undertaking to qualify as a Competent Person as defined in the 2012 edition of the 'Australian Code for Reporting of Regulation, Exploration Results, Mineral Resources and Ore Reserves. Dr. Braga consents to the inclusion in the report of the matters based on information in the form and context in which it appears.

All announcements referred to throughout can be found on the Company's website – viridismining.com.au.

Forward Looking Statements

This announcement contains 'forward-looking information' based on the Company's expectations, estimates and projections as of the date the statements were made. This forward-looking information includes, among other things, statements with respect to the Company's business strategy, plans, development, objectives, performance, outlook, growth, cash flow, projections, targets and expectations, mineral reserves and resources, results of exploration, and related expenses. Generally, this forward-looking information can be identified by the use of forward-looking terminology such as 'outlook', 'anticipate', 'project', 'target', 'potential', 'likely', 'believe', 'estimate', 'expect', 'intend', 'may', 'would', 'could', 'should', 'scheduled', 'will', 'plan', 'forecast', 'evolve' and similar expressions. Persons reading this announcement are cautioned that such statements are only predictions, and that the Company's actual future results or performance may differ materially. Forwardlooking information is subject to known and unknown risks, uncertainties, and other factors that may cause the Company's actual results, level of activity, performance, or achievements to materially differ from those expressed or implied by such forward looking information.

References

- 1. Review on the Development and Utilization of Ionic Rare Earth Ore, X. Luo, Y. Zhang, H. Zhou et al., 2022
- 2. Meteoric ASX Announcement dated 01/05/23 and 20/12/22.
- 3. Polygenetic processes in the genesis of clay deposit of Poços de Caldas alkaline massif in southeastern Brazil, C. Montes, A. Melfi, A. Carvalho, A. Viera-Coelho, Journal of Applied Clay Science, 2016
- 4. Comparison of characteristics and geochemical behaviors of REE's in two weathered granitic profiles generated from metamictized bedrocks in Western Peninsular Malaysia, A. Yaraghi, K. Ariffin, N. Baharun, Journal of Asian Earth Sciences, 2020.
- 5. Adsorption of rare earth elements in regolith-hosted clay deposits, A. Borst, M. Smith et al., 2020
- 6. Nature of parent rocks, mineralization styles and ore genesis of regolith-hosted REE deposits in South China: An integrated genetic model, Mei-Fu, Journal of Asian Earth Sciences, 2017



Appendix A: JORC Code, 2012 Table 1

Section 1 Sampling Techniques and Data

Criteria	JORC Code explanation	Commentary
Sampling techniques	 Nature and quality of sampling (e.g. cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling. Include reference to measures taken to ensure sample retrospectivity and the appropriate calibration of any measurement tools or systems used. Aspects of the determination of mineralisation that are Material to the Public Report. In cases where 'industry standard' work has been done this would be relatively simple (e.g. 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (e.g. submarine nodules) may warrant disclosure of detailed information. 	 Auger drilling of vertical holes to Bauxite industry standard, holes were drilled to saprolite depth where a 1m sample was taken, totaling 36 clay/saprolite samples via Auger drilling. Maximum drill depth was 5.2 meters. The average drill depth was 3.0 meters, discarding the initial soil containing leaves, roots, and high organic matter. A 3-meter composite sample was taken from the commencement of "clean soil". Samples were properly bagged, labeled, and sent to the physical preparation laboratory, being the same laboratory used for the chemical analysis - SGS-Geosol Laboratory (Vespaziano-MG, Brazil) for analytical testing via 47 element using ICP-MS and ICP-OES.
Drilling techniques	 Drill type (e.g. core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (e.g. core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc). 	 A freelance service provider performed the auger service, using a 4-inch manual shell auger, common to the Bauxite industry, to drill all holes vertically to an average depth of 3m and a maximum of 5.2m. Initial soil containing high organic matter was discarded, and precautions were taken to prevent material falling into the holes. Samples were collected every meter or when soil characteristics changed. The service provider filled out a form to describe the soil characteristics of the material. Each 1-meter fraction was then combined to represent an overall 3-meter range. Finally, samples were bagged, labeled, and sent to a physical preparation laboratory.
Drill sample recovery	 Method of recording and assessing core and chip sample recoveries and results assessed. Measures taken to maximise sample recovery and ensure representative nature of the samples. Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material 	 Auger Sample recovery was not quantified during the execution of the holes. Qualitatively, sample recovery was generally good with no water intersected during drilling. All samples collected were dry and competent, the depth of drill penetration documented, and the downhole interval recorded for each sample.
Logging	 Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies. Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography. The total length and percentage of the relevant intersections logged. 	 All drilled meters were logged. The service provider performed geological logging concurrently with the auger drilling. Every 1m drilled was detailed in a drilling bulletin, describing the sample based on visual characteristics like material type (soil, colluvium, saprolite, rock fragments), color, predominant particle size, moisture presence, indicator minerals, and additional observations.



Sub- sampling techniques and sample preparation	• • •	If core, whether cut or sawn and whether quarter, half or all core taken. If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry. For all sample types, the nature, quality and appropriateness of the sample preparation technique. Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples. Measures taken to ensure that the sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half	• • • All s cont and	All percussion samples were The samples laboratory fo preparation s DRY105: Sam PREPQC: Qua PULV250: Pul <150#. samples gener trol spreadshe interval to we	n sam e pulv were llowin servic aple d ulity C lveriz rated eets.	pples were verized, an physically ng industr es were: lrying at 10 Control - Ph ation of 25 have iden This identi the sample	prepar d riffle prepar y best p 05°C. hysical l 50g of s tification tification belong	ed by SGS-G. split to indus red at the SG practices. The Preparation. sample in ste on that is reg n is linked to gs.	EOSOL Stry sta S-GEC contr el mili istere the hc	lab, where andards. DSOL racted to 95% d in internal ple's name
	•	sampling. Whether sample sizes are appropriate to the grain size of the material being sampled.								
Quality of assay data and laboratory tests	•	The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total. For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc. Nature of quality control procedures adopted (e.g. standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (ie lack of bias) and precision have been established.	•	Samples weig GEOSOL Labo The samples ICP95A: Dete IMS95A: Dete 1000°C. Forty-seven a elements: AI2O3 MgO TiO2 Co Ga Mo Sm Tm Only the intel adopted as a samples, amo All the results within the ex, Reported asss precision. The REE:	nhted prator were rmino ermin leterr B M Z C G M S L C G M S C C G C G C G C C G C C G C C G C C C G C C C G C	between ry analyzed ation by Li ation by L ation of Lo ation of Lo minations an An Ca Ca Ca Ca Ca Ca Ca Ca Ca Ca Ca Ca Ca	1kg – 2 using th thium N ithium N ithium N ithium N oss on N oss on N were m CaO Na2O Zr Cu Hf Va Cu Hf Sa V V Sa Sa Sa Sa Sa Sa Sa Sa Sa Sa Sa Sa Sa	kg were sub he following Metaborate I Metaborate I made for the j Cr2O3 P2O5 V Dy Ho Ni Tb Y -Geosol labo ded the inse 3 standards inserted by Pevels of accumits for the o	mittecc methc Fusion Fusion by Gr ollown Fe2C SiO2 LOI Er La Pr Th Yb ratory rtion c , and . , and . , and .	l to SGS- ods: - ICP OES avimetry - ing D3 K2O Ce Eu Lu Rb TI v was of 9 control 3 blanks. ol were and is of the
			Ce Gd	0.1 - 10000 ppm	Dy Ho	0.05 - 1000 ppm 0.05 -	Er La	0.05 - 1000 ppm 0.1 - 10000	Eu Eu	0.05 - 1000 ppm 0.05 -
				1000 ppm		1000 ppm		ppm		1000 ppm
			Na	0.1 - 10000 ppm	Pr	0.05 - 1000 ppm	Sm	0.1 - 1000 ppm	Тb	0.05 - 1000 ppm
			Th	0.1 - 10000 ppm	Tm	0.05 - 1000 ppm	U	0.05 - 10000 ppm	Y	0.05 - 10000 ppm
			Yb	0.1 - 1000 ppm						



Verification of sampling and assaying	 The verification of significant intersections by either independent or alternative company personnel. The use of twinned holes. Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols. Discuss any adjustment to assay data. 	 Sampling data was recorded in field books, checked upon digitizing and transferred to database. No adjustments have been made to the reported laboratory assays. There are no twin holes drilled.
Location of data points	 Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation. Specification of the grid system used. Quality and adequacy of topographic control. 	 Drillhole locations were surveyed before drilling by qualified surveyors employed by Varginha Mineração using a GPS Garmim 65x. The coordinates (Lat and Long) were provided in UTM SIRGAS 2000 datum - georeferenced to spindle 23S. Using a handheld GPS with a maximum error of 3m
Data spacing and distribution	 Data spacing for reporting of Exploration Results. Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied. Whether sample compositing has been applied. 	 Samples spacing varied according to the drilling series: TN-AG: 25m x 25m. REX-AG: irregular gride ranging from 37m to 25m. FC-AG: Do not form a grid; drill hole spaced from 70m to 110m. F: Drill hole line with about 600m distance from each drill hole. Samples are not composited
Orientation of data in relation to geological structure	 Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type. If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material. 	 The mineralisation is flat lying and occurs within a deeply developed regolith's saprolite/clay zone (reflecting topography and weathering). Vertical sampling from the powered auger holes is appropriate. As such, no sampling bias is believed to be introduced. Insufficient work had been done before this program to adequately define the orientation of mineralization at several prospects.
Sample security	 The measures taken to ensure sample security. 	 A competent, independent contractor undertook transport of samples to SGS-GEOSOL Labs. They were not held against samples for reanalysis or checking.
Audits or reviews	 The results of any audits or reviews of sampling techniques and data. 	 There were no audits. VMM will not verify these results because it has no duplicate samples. An auger campaign will be started immediately after the acquisition for the purpose of due diligence and to determine the first inferred resource.

Section 2 Reporting of Exploration Results (Criteria listed in the preceding section also apply to this section).

Criteria	JORC Code explanation	Commentary
Mineral tenement and land tenure status	 Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings. The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to 	 Colossus REE Project consists of 34 Mining Rights + 7 Exploration Application, including Research requests, Mining Request, Right to Request Mining and two granted mining licenses comprising 5,616 Hectares. Refer to Appendix B for license detail.



Criteria	JORC Code explanation	Commentary								
	operate in the area.									
Exploration done by other parties	 Acknowledgment and appraisal of exploration by other parties. 	 The Caldeira Project by MEI has had significant exploration in the form of surface geochemistry across 30 mining rights, plus: geologic mapping, topographic surveys, and powered auger (1,396 holes for 13,710m and 12,962 samples). The Colossus project shares the same geological context that the Caldera Project. Previously drilling was done by Varginha Mineração using a powered auger drill rig (open holes). The drill hole collars are listed in Appendix C Viridis Mining couldn't verify the sampling process as drilling was done before their acquisition. The drill hole assays are listed in the table in Appendix D 								
Geology	 Deposit type, geological setting and style of mineralisation. 	 The deposit is identified as an lonic Adsorption Clay Rare Earth Element (REE) deposit within and adjacent to the Poços De Caldas Alkaline massif complex. Poços de Caldas complex is one of the largest alkaline massif intrusions of the world (about 800 km²) and extends into the states of São Paulo and Minas Gerais. It is a circular structure resembling a collapsed caldera approx. 30 km in diameter. The alkaline complex mainly consists of phonolite, nepheline syenites, sodalite, syenites, and various volcanic rocks. The REE mineralisation focused on in this release is of the lonic Clay type as evidenced by development within the saprolite/clay zone of the weathering profile of the Alkaline granite basement as well as enriched MREO composition. 								
Drill hole Information	 A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes: easting and northing of the drill hole collar elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar dip and azimuth of the hole down hole length and interception depth hole length. If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case. 	 Drill hole information for all 34 powered auger holes drilled by previous explorers is presented in Appendix C. 								
Data aggregation methods	 In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (e.g. cutting of high grades) and cut-off grades are usually Material and should be stated. Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail. The assumptions used for any reporting of metal equivalent values should be clearly stated. 	 Appendix C compiles the Mineralized Intercepts of all auger holes previously drilled, presented as a weighted average grade for each hole. There are no applied cuts or limits on internal dilution. 								



Criteria	JORC Code explanation	Commentary
Relationship between mineralisation widths and intercept lengths	 These relationships are particularly important in the reporting of Exploration Results. If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported. If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (e.g. 'down hole length, true width not known'). 	• The mineralization, mirroring topography and weathering, lie flat within a deeply developed regolith's saprolite/clay zone. Given the vertical drilling, down hole intervals are presumed to match true widths.
Diagrams	 Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views. 	 A tenement location plan, regional geology map, and a type of cross-section are presented in the main body.
Balanced reporting	 Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results. 	• Collar information and Significant Intercepts for all drill holes from the project are reported in Appendix C.
Other substantive exploration data	 Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances. 	 21 samples were collected during a visit to Poços de Caldas in July/2023. These samples were subjected to chemical analysis and ammonium sulphate leaching test. The result should be presented at the end of August.
Further work	 The nature and scale of planned further work (e.g. tests for lateral extensions or depth extensions or large-scale step-out drilling). Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive. 	 Future works include conducting an auger campaign in 2023, geological mapping, geochemical and metallurgical tests and mineralogical characterization.



ANM Process No.	Holder	ANM phase	Surface (Ha)
007.737/1959	Varginha Mineração Ltda	Mining Concession	182.71
009.031/1966	Varginha Mineração Ltda	Mining Concession	446.66
830.090/2011	Varginha Mineração Ltda	Research Request	36.93
830113/2006	Minas Rio Mineradora Ltda	Mining Requirement	137.36
830.148/2004	Varginha Mineração Ltda	Research Request	353.87
830.442/2018	Fertimax Fertilizantes Organicos Ltda	Research Authorization	11.27
830.518/2022	Minas Rio Mineradora Ltda	Research Authorization	44.65
830.518/2023	Minas Rio Mineradora Ltda	Research Authorization	16.87
830.519/2022	Minas Rio Mineradora Ltda	Research Authorization	145.34
830.840/2003	Varginha Mineração Ltda	Right To Request Mining	20.33
830.927/2016	Alumina Minerios Em Geral Ltda	Research Authorization	70.37
830.993/2000	Minas Rio Mineradora Ltda	Mining Requirement	7.54
831.057/2000	MineraçãoSanta Carolina Ltda	Right To Request Mining	31.59
831.101/2022	Minas Rio Mineradora Ltda	Research Authorization	3.09
831.169/1997	Minas Rio Mineradora Ltda	Mining Requirement	72.74
831.170/1997	Minas Rio Mineradora Ltda	Mining Requirement	22.64
831.496/2002	Minas Rio Mineradora Ltda	Mining Requirement	106
831.514/2013	Varginha Mineração Ltda	Research Authorization	2.7
832.399/2008	Varginha Mineração Ltda	Research Request	14.98
833.531/1996	Reynaldo Guazzelli Filho	Right To Request Mining	35.5
833.551/1996	Minas Rio Mineradora Ltda	Mining Requirement	6.18
833.558/1996	Minas Rio Mineradora Ltda	Mining Requirement	4.13
833.560/1996	Alumina Minerios Em Geral Ltda	Mining Requirement	154.26
833.610/1996	Reynaldo Guazzelli Filho	Right To Request Mining	26.04
833.615/1996	Mining Santa Carolina Ltda	Mining Requirement	2.05
833.618/1996	Mining Santa Carolina Ltda	Mining Requirement	6.08
833.619/1996	Minas Rio Mineradora Ltda	Mining Requirement	131.15
833.621/1996	Minas Rio Mineradora Ltda	Mining Requirement	10.5
833.641/1996	Reynaldo Guazzelli Filho	Right To Request Mining	15.18
833.642/1996	Minas Rio Mineradora Ltda	Mining Requirement	148.62
833.643/1996	Minas Rio Mineradora Ltda	Mining Requirement	52.12
833.648/1996	Reynaldo Guazzelli Filho	Research Authorization	5.2
834.738/1995	Minas Rio Mineradora Ltda	Mining Requirement	281.35
836.123/1994	Reynaldo Guazzelli Filho	Mining Requirement	31.74
830.747/2023	Fertimax Fertilizantes Organicos Ltda	Research Authorization	11.02
830.529/2023	Minas Rio Mineradora Ltda	Research Request	40.56
830.519/2023	Minas Rio Mineradora Ltda	Research Authorization	15
831.129/2023	Minas Rio Mineradora Ltda	Research Authorization	10.42
831.619/2023	Minas Rio Mineradora Ltda	Research Request	366.1
831.620/2023	Minas Rio Mineradora Ltda	Research Request	555.58
832.920/2013	Varginha Mineração Ltda	Research Request	1979.1

Appendix B: Schedule of Mining Rights



Appendix C: Drill Logs

Drill ID	ANM Process No.	East (m)	North (m)	Interval (m)	TREO +Y₂O₃ (ppm)
TN-AG-3	830.927/2016	341100	7584700	3	1635
TN-AG-145	830.927/2016	340000	7584700	3	1936
TN-AG-215	830.927/2016	339850	7584800	3	680
TN-AG-216	830.927/2016	339900	7584750	3	1060
TN-AG-217	830.927/2016	339900	7584800	3	1239
TN-AG-221	830.927/2016	339950	7584825	3	1950
TN-AG-222	830.927/2016	339950	7584800	3	2003
TN-AG-223	830.927/2016	339925	7584750	3	1997
TN-AG-224	830.927/2016	339875	7584750	3	917
TN-AG-225	830.927/2016	339875	7584725	3	982
TN-AG-227	830.927/2016	339900	7584775	3	1617
TN-AG-228	830.927/2016	339925	7584775	3	1144
TN-AG-229	830.927/2016	339925	7584800	3	1701
TN-AG-231	830.927/2016	339900	7584825	3	900
TN-AG-233	830.927/2016	339875	7584825	3	1992
F1	830.442/2018	353882	7566520	3	1470
F2	830.442/2018	353242	7566509	3	1780
F3	830.442/2018	352879	7566510	3	1679
F4	830.442/2018	353550	7566507	3	1785
REX-AG-458	009.031/1966	340357	7583965	2.8	1380
REX-AG-466	009.031/1966	340382	7583940	0.8	984
REX-AG-483	009.031/1966	340482	7583940	1.3	740
REX-AG-485	009.031/1966	340532	7583890	1.2	857
REX-AG-485	009.031/1966	340532	7583890	1.6	1356
REX-AG-486	009.031/1966	340507	7583915	2	728
REX-AG-487	009.031/1966	340507	7583890	1.7	1628
REX-AG-490	009.031/1966	340557	7583865	0.8	734
REX-AG-490	009.031/1966	340557	7583865	2.1	898
REX-AG-491	009.031/1966	340532	7583865	1.2	1013
REX-AG-495	009.031/1966	340582	7583840	1	770
REX-AG-499	009.031/1966	340607	7583815	1.4	681
REX-AG-502	009.031/1966	340582	7583790	0.7	869
FC-AG-121	009.031/1966	340025	7583275	3	1792
FC-AG-138	009.031/1966	340100	7583200	3	1612
FC-AG-150	009.031/1966	340050	7583150	3	1473
FC-AG-158	009.031/1966	340000	7583100	3	1151



Appendix D: Assay Table

ANALYSIS	La ₂ O ₃	CeO ₂	Pr ₆ O ₁₁	Nd ₂ O ₃	Sm ₂ O ₃	Eu ₂ O ₃	Gd ₂ O ₃	Tb ₄ O ₇	Dy ₂ O ₃	Ho ₂ O ₃	Er ₂ O ₃	Tm ₂ O ₃	Yb ₂ O ₃	Lu ₂ O ₃	Y ₂ O ₃	Th	U	TREO+Y ₂ O ₃
TN-AG-3	386.6	754.5	70.0	214.5	27.7	7.8	21.4	3.1	18.4	3.4	9.8	1.3	8.5	1.1	106.7	51.1	18.7	1635
TN-AG-145	469.8	947.6	73.2	215.8	29.3	7.8	22.4	3.2	19.6	3.8	10.7	1.6	9.9	1.3	119.8	63.1	19.4	1936
TN-AG-215	94.6	409.3	12.2	37.2	7.7	2.7	7.7	1.6	11.4	2.4	7.7	1.2	7.6	0.9	75.4	74.3	16.7	680
TN-AG-216	192.5	567.6	32.8	103.7	17.4	5.2	13.5	2.4	15.1	3.0	8.7	1.3	8.4	1.1	87.1	66.0	16.7	1060
TN-AG-217	212.3	742.1	31.5	94.2	13.8	4.2	12.5	2.2	14.3	2.8	8.7	1.3	8.2	1.1	89.5	64.3	16.6	1239
TN-AG-221	390.7	1060.5	70.2	215.6	28.2	7.9	22.7	3.1	18.7	3.6	9.9	1.4	8.8	1.1	107.6	55.7	18.9	1950
TN-AG-222	512.9	900.0	85.3	260.7	34.2	8.9	25.5	3.5	21.2	3.9	10.8	1.5	9.5	1.2	123.9	60.5	19.1	2003
TN-AG-223	504.5	911.7	83.1	252.9	32.8	8.9	26.6	3.6	21.4	4.0	11.3	1.5	9.8	1.3	123.2	61.7	21.0	1997
TN-AG-224	192.2	415.4	34.6	104.5	18.3	5.6	14.4	2.4	15.6	2.9	9.3	1.4	8.5	1.1	90.6	67.3	16.3	917
TN-AG-225	176.9	552.0	26.7	80.6	13.3	4.2	11.6	1.9	13.0	2.6	8.1	1.2	8.0	1.0	80.9	61.2	17.4	982
TN-AG-227	375.6	790.6	62.3	187.7	25.2	6.9	20.0	2.8	17.0	3.3	9.3	1.4	8.8	1.1	105.0	59.0	17.2	1617
TN-AG-228	239.3	534.8	46.1	145.2	23.2	6.5	16.7	2.6	16.1	3.0	9.0	1.3	8.8	1.1	90.0	64.0	20.7	1144
TN-AG-229	406.0	801.2	70.8	211.8	27.6	7.7	21.7	3.2	18.5	3.6	10.2	1.4	9.1	1.1	107.3	57.7	19.2	1701
TN-AG-231	177.3	470.4	25.7	76.4	12.1	3.9	11.6	2.0	13.5	2.7	8.1	1.2	8.0	1.0	85.7	63.2	15.6	900
TN-AG-233	399.5	1173.5	59.4	174.5	21.2	6.2	17.4	2.5	15.5	3.0	8.9	1.3	8.5	1.1	99.3	57.5	18.3	1992
F1	275.0	630.9	78.1	312.4	48.5	11.9	30.8	2.8	12.9	2.0	4.0	0.5	3.0	0.4	57.3	13.1	2.1	1470
F2	372.1	742.0	93.2	348.8	55.0	13.7	35.0	3.5	17.2	2.7	6.7	0.9	5.8	0.7	83.0	21.0	42.6	1780
F3	379.8	685.6	85.5	316.4	48.4	12.1	32.2	3.4	17.4	2.7	6.5	0.9	5.7	0.8	81.7	30.3	10.0	1679
F4	511.5	385.5	93.9	338.0	45.8	12.6	38.5	4.8	31.1	6.3	19.0	3.0	20.7	2.9	271.9	36.4	3.0	1785
REX-AG-458	377.1	314.4	329.7	59.7	188.0	28.4	8.0	23.6	3.5	20.4	3.6	10.8	1.6	9.6	1.4	123.3	0.0	1380
REX-AG-466	240.9	248.8	260.9	39.7	121.7	16.7	5.2	14.9	2.3	13.8	2.8	7.8	1.1	6.8	1.1	82.6	0.0	984
REX-AG-483	148.1	222.7	233.5	21.1	64.3	10.7	3.8	9.1	1.7	9.9	1.9	5.7	0.9	5.5	0.8	63.8	0.0	740
REX-AG-485 A	218.4	217.6	228.2	29.4	93.0	14.6	4.5	12.6	2.3	14.9	2.8	8.6	1.3	8.1	1.1	93.6	0.0	857
REX-AG-485 B	245.5	427.8	448.6	41.0	124.5	18.7	5.4	14.1	2.2	11.9	2.4	6.6	1.0	5.9	0.8	72.1	0.0	1356
REX-AG-486	184.5	191.5	200.8	23.7	68.0	11.4	3.9	11.0	1.9	12.7	2.6	7.1	1.1	7.1	1.1	79.0	0.0	728
REX-AG-487	361.8	488.5	512.4	48.7	143.9	19.9	5.6	14.3	2.3	12.6	2.4	7.0	1.0	6.1	0.9	75.5	0.0	1628



ANALYSIS	La ₂ O ₃	CeO ₂	Pr ₆ O ₁₁	Nd ₂ O ₃	Sm ₂ O ₃	Eu ₂ O ₃	Gd ₂ O ₃	Tb ₄ O ₇	Dy ₂ O ₃	Ho ₂ O ₃	Er ₂ O ₃	Tm ₂ O ₃	Yb ₂ O ₃	Lu ₂ O ₃	Y ₂ O ₃	Th	U	TREO+Y ₂ O ₃
REX-AG-490 A	207.1	169.6	177.9	29.0	84.9	14.7	4.3	11.8	2.0	13.0	2.6	7.7	1.2	7.4	1.0	81.4	0.0	734
REX-AG-490 B	223.7	228.1	239.2	33.5	101.2	16.5	5.4	14.2	2.4	13.7	2.8	7.9	1.2	7.4	1.0	86.4	0.0	898
REX-AG-491	245.3	271.0	284.3	36.0	111.5	16.4	4.7	12.3	2.1	12.2	2.3	6.7	1.1	6.4	0.9	71.2	0.0	1013
REX-AG-495	151.9	225.8	236.8	21.8	69.8	12.6	4.2	11.8	2.1	13.4	2.6	8.0	1.2	7.5	1.1	85.1	0.0	770
REX-AG-499	149.4	193.6	203.1	20.2	59.0	10.4	3.7	10.0	1.9	11.5	2.4	6.8	1.1	6.7	1.0	76.9	0.0	681
REX-AG-502	195.6	245.6	257.6	26.8	81.8	13.3	4.2	11.1	2.0	12.0	2.3	7.4	1.1	7.1	0.9	79.3	0.0	869
FC-AG-121	423.8	823.0	70.5	221.0	32.7	10.3	26.8	4.0	22.4	4.3	11.4	1.5	10.2	1.4	128.7	71.3	34.9	1792
FC-AG-138	383.5	751.5	66.7	198.3	28.3	8.2	21.3	3.3	18.8	3.6	10.2	1.5	9.7	1.2	105.9	62.7	17.1	1612
FC-AG-150	337.3	756.6	53.7	155.5	20.9	6.8	15.9	2.6	15.2	2.9	8.3	1.2	7.7	1.0	87.0	52.4	17.4	1473
FC-AG-158	270.8	569.5	37.9	111.9	17.4	5.2	14.1	2.5	14.8	2.9	8.5	1.3	8.3	1.1	84.9	66.6	18.7	1151



Appendix E: Drill locations



LEGEND

- Viridis owned concessions
 Location of all Auger Drilling
 Poços de Caldas alkaline complex
 Syenite
 Granite
 Charnockite
 Paragnaisse
 - Ortognaisse

