

Completion of Jupiter Acquisition and Cleansing Notice

The Board of Venture Minerals Limited (to be renamed Critica Limited) (ASX: VMS) (Venture or the Company) is pleased to advise that the Jupiter Project is now 100% owned by the Company following the completion of the acquisition of the remaining 30% of the project from its joint venture partner, Merchant Ventures Pty Ltd (Merchant).

As announced on 1 July 2024, following shareholder approval at the Company's general meeting on 22 August 2024 (Meeting), the Company has issued 78,947,370 fully paid ordinary shares in the Company (Consideration Shares) to Merchant's nominee, Sentinel Exploration Ltd, as consideration for the acquisition. 52,631,580 Consideration Shares will be subject to voluntary escrow until the earlier of 1 March 2025 or a change of control event occurring.

The joint venture agreement has been terminated by the acquisition and Merchant Holdings Pty Ltd will continue to hold a 1% NSR over the Jupiter Project.

The Company will effect its change of name to **Critica Limited (ASX: CRI)** following shareholder approval over the coming weeks once the change of name is formally registered with ASIC and will update shareholders on timing shortly.

Please refer to the accompanying Appendix 2A and the Company's ASX announcement dated 1 July 2024 for further details.

Philippa Leggat, commented

“Our plans have been ambitious. Over the past 3 months we’ve put a new board in place; raised capital for 18 months; sold a legacy asset; defined a new strategy to focus on our stunning Jupiter rare earth project, including securing its outright ownership; and changed the company name to Critica Limited. We are moving forwards with clear intent to add value for shareholders. Drilling at Jupiter will be completed in a few weeks, metallurgical test work is underway; and targeting our maiden resource by the end of the year.

We welcome Merchant Ventures as a shareholder as they join us on this exciting journey with Jupiter and our bright, new future as Critica Limited.”

Cleansing Notice

The Company hereby gives notice under section 708A(5)(e) of the Corporations Act, that:

1. the Company issued the Consideration Shares without disclosure to investors under Part 6D.2 of the Corporations Act; and
2. as at the date of this notice:
 - a. the Company has complied with the provisions of Chapter 2M of the Corporations Act, as they apply to the Company;
 - b. the Company has complied with sections 674 and 674A of the Corporations Act; and
 - c. there is no excluded information, within the meaning of sections 708A(7) and 708A(8) of the Corporations Act, which is required to be disclosed by the Company in this notice.

Authorised by the Board of Venture Minerals Limited.

Philippa Leggat
Managing Director



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