

RICHMOND VANADIUM PROJECT RESTRUCTURE COMPLETE

Horizon Minerals Limited (ASX: HRZ) ("Horizon" or "the Company") is pleased to advise that the restructure and demerger of Horizon's 25% interest in the Richmond Vanadium Project ("RVP" or "Project") into Richmond Vanadium Technology Pty Ltd ("RVT") is now complete.

The 1.8Bt Project is located in central north Queensland and has a completed Pre-Feasibility Study which demonstrated a technically viable and financially attractive development project.¹ Work towards a Bankable Feasibility Study is currently being progressed.²

As announced to the ASX on 24 November 2021, Horizon executed a Process Deed with its joint venture partner RVT under which both companies agreed to work together to progress a transaction anticipated to include:

- The restructuring of the respective project ownership interests into a dedicated incorporated vehicle holding 100% of the project ("IPO Vehicle") with shares initially held by Horizon (25%) and the existing shareholders of RVT (75%);
- Establishment of a high-quality Board and executive team for the IPO Vehicle;
- An in-specie distribution of a portion of Horizon's shares in the IPO Vehicle to Horizon shareholders; and
- Application to list on the ASX through an IPO of new shares in the IPO Vehicle with a priority entitlement to existing Horizon shareholders.

As announced to the ASX on the 3 May 2022, the Company and RVT executed a Sale and Purchase Agreement and agreed that RVT would be the dedicated IPO Vehicle. All conditions precedent has now been satisfied and the Shareholders Agreement to govern the operation of RVT until the planned IPO has been executed.

RVT now owns 100% of the Project with shares held by Horizon (25%) and existing shareholders of RVT (75%) and has commenced the IPO process with Joint Lead Managers Bell Potter Securities Ltd and Euroz Hartleys Ltd.

The new Board of RVT is now in place and comprises:

- Former Western Australian MP, senior WA cabinet minister and corporate strategist Mr Brendon Grylls as Independent Non-Executive Chair;
- Current RVT CEO and critical minerals specialist Dr Shaun Ren as Managing Director; and
- Metallurgist, mineral economist and Horizon Managing Director Mr Jon Price as Non-Executive Director.

Commenting on completion of the demerger, Horizon Managing Director Jon Price said:

"With the restructure now complete, we can now advance the IPO and ASX listing process and continue progressing the Bankable Feasibility Study for this world class project."

¹ As announced to the ASX on 22 March 2022, see also Tables and Confirmations on Page 3. ² See Cautionary and Forward-Looking Statements on Page 4.

Next steps¹

The Company will provide further updates as appropriate in accordance with its continuous disclosure obligations including the amount of funds to be raised under the proposed IPO, the use of funds and the record date for the in-specie distribution for eligible Horizon shareholders.

An indicative timetable which includes the proposed IPO, in-specie distribution and priority offering is provided below:

Milestone (indicative timing only and subject to change)	Date
Execution of SPA for restructure	Completed
Completion of SPA, execution of RVT Shareholders Agreement and appointment of new RVT Board	Completed
RVT engagement of Joint Lead Managers	Completed
RVT engagement of Legal, Technical and Financial advisers	Completed
RVT conversion to public company and ASX consultation	June 2022
Confirm pro-forma capital structure and prepare IPO prospectus	June 2022
Announce details and timing for in-specie distribution and priority offering to Horizon shareholders	July 2022
Lodge IPO prospectus with ASIC and ASX	August 2022
Completion of IPO, allotment and ASX listing	Sept / Oct 2022

Approved for release by the Board of Directors.

For further information, please contact:

Jon Price
Managing Director
Tel: +61 8 9386 9534
jon.price@horizonminerals.com.au

Michael Vaughan
Media Relations – Fivemark Partners
Tel: +61 422 602 720
michael.vaughan@fivemark.com.au

¹ See Cautionary and Forward-Looking Statements on Page 4.

ASX ANNOUNCEMENT

About the Richmond Vanadium Project

The Richmond Vanadium Project is located 500km west of Townsville and 400km east of Mt Isa in northwest Queensland and covers 1,403km² of Cretaceous Toolebuc Formation. The project is one of the largest undeveloped vanadium projects in the world with the potential to meet the increased demand from both the specialty steel industry and the growing demand from the grid-scale energy storage market.

The joint venture partners have completed infill drilling at the advanced Lilyvale deposit, extensive metallurgical testwork and flow sheet design and released a Pre-Feasibility Study delivering strong economic outcomes, multi-generational mine life through shallow open pit mining and conventional processing.

The joint venture partners have completed the restructure and intend to seek a listing of 100% of the project through RVT with a dedicated Board and management team and complete the BFS in 2023 inclusive of onshore processing to final product. Discussions are well advanced with several potential offtake partners interested in securing supply of this critical new energy metal.

For further information on the Richmond Vanadium Project, we refer you to the ASX announcement "Richmond Vanadium Project and IPO Update" dated 22 March 2022.

Horizon Minerals Limited – Summary of Vanadium / Molybdenum Mineral Resources

Project	Cut-off grade (%)	Tonnage (Mt)	Grade			Metal content (Mt)		
			V ₂ O ₅ (%)	Mo (ppm)	Ni (ppm)	V ₂ O ₅	Mo	Ni
Rothbury (Inferred)	0.30	1,202	0.31	259	151	3.75	0.31	0.18
Lilyvale (Indicated)	0.30	430	0.50	240	291	2.15	0.10	0.10
Lilyvale (Inferred)	0.30	130	0.41	213	231	0.53	0.03	0.03
Manfred (Inferred)	0.30	76	0.35	369	249	0.26	0.03	0.02
TOTAL		1,838	0.36	256	193	6.65	0.46	0.36

Confirmation

The information in this report that relates to Horizon's Mineral Resources estimates on the Richmond Julia Creek vanadium project is extracted from and was originally reported in "Richmond – Julia Creek Vanadium Project Resource Update" dated 16 June 2020, which is available at www.asx.com.au. The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements and that all material assumptions and technical parameters underpinning the estimates in those announcements continue to apply and have not materially changed. The Company confirms that the form and context of the Competent Person's findings in relation to those Mineral Resources estimates have not been materially modified from the original market announcements.

Forward Looking and Cautionary Statements

Some statements in this report regarding estimates or future events are forward looking statements. They include indications of, and guidance on, future earnings, cash flow, costs and financial performance. Forward looking statements include, but are not limited to, statements preceded by words such as “planned”, “expected”, “projected”, “estimated”, “may”, “scheduled”, “intends”, “anticipates”, “believes”, “potential”, “could”, “nominal”, “conceptual” and similar expressions. Forward looking statements, opinions and estimates included in this announcement are based on assumptions and contingencies which are subject to change without notice, as are statements about market and industry trends, which are based on interpretations of current market conditions. Forward looking statements are provided as a general guide only and should not be relied on as a guarantee of future performance. Forward looking statements may be affected by a range of variables that could cause actual results to differ from estimated results and may cause the Company’s actual performance and financial results in future periods to materially differ from any projections of future performance or results expressed or implied by such forward looking statements. These risks and uncertainties include but are not limited to liabilities inherent in mine development and production, geological, mining and processing technical problems, the inability to obtain any additional mine licenses, permits and other regulatory approvals required in connection with mining and third party processing operations, competition for among other things, capital, acquisition of reserves, undeveloped lands and skilled personnel, incorrect assessments of the value of acquisitions, changes in commodity prices and exchange rate, currency and interest fluctuations, various events which could disrupt operations and/or the transportation of mineral products, including labour stoppages and severe weather conditions, the demand for and availability of transportation services, the ability to secure adequate financing and management’s ability to anticipate and manage the foregoing factors and risks. There can be no assurance that forward looking statements will prove to be correct.

Statements regarding plans with respect to the Company’s mineral properties may contain forward looking statements in relation to future matters that can only be made where the Company has a reasonable basis for making those statements.

This announcement has been prepared in compliance with the JORC Code (2012) where applicable and the current ASX Listing Rules.

The Company believes that it has a reasonable basis for making the forward-looking statements in the announcement, including with respect to any production targets and financial estimates, based on the information contained in this and previous ASX announcements.