



Visionary Metals Announces Amendment and Upsize of Private Placement of up to CAD \$3,000,000

Vancouver, British Columbia – Newsfile Corp. – May 22, 2024 – Visionary Metals Corp. (TSXV:VIZ) ("**Visionary**" or the "**Company**") is pleased to announce that it is amending the terms of its previously announced non-brokered private placement (the "**Offering**") from CAD \$1.5 million to CAD \$3 million. Under the revised Offering, the Company will sell up to a total of 60,000,000 units of the Company (each, a "**Unit**") at a price of CAD \$0.05 per Unit, reduced from the previous price of CAD \$0.07 per Unit, for total gross proceeds of up to CAD \$3,000,000. The Offering has been structured to take advantage of the listed issuer financing exemption (the "**LIFE Exemption**") under National Instrument 45-106 – *Prospectus Exemptions* ("**NI 45-106**") whereby securities of the Company issued pursuant to the LIFE Exemption will be freely tradeable equity securities not subject to any hold period (see below).

Each Unit will be comprised of one common share of the Company (each, a "**Unit Share**") and one half of one common share purchase warrant (each whole warrant, a "**Warrant**"). Each Warrant will entitle the holder thereof to acquire one common share of the Company (each, a "**Warrant Share**") at a price of CAD \$0.10 for a period of four years from the closing date of the Offering. The Company may pay finders fees in connection with the Offering.

Subject to compliance with applicable regulatory requirements and in accordance with NI 45-106, the Offering is being made to purchasers resident in each of the Provinces of Canada pursuant to the LIFE Exemption. The securities offered under the LIFE Exemption will not be subject to a hold period in accordance with applicable Canadian securities laws. There is an offering document (the "**Offering Document**") related to the Offering that can be accessed under the Company's profile at www.sedarplus.ca and on the Company's website at www.visionarymetalscorp.com. Prospective investors should read this Offering Document before making an investment decision.

The Company also plans to offer the Units for sale in the United States pursuant to available exemptions from the registration requirements of the *United States Securities Act of 1933*, as amended (the "**1933 Act**"), and in those other jurisdictions outside of Canada and the United States provided it is understood that no prospectus filing or comparable obligation arises in such other jurisdiction.

The net proceeds from the Offering will be used to fund the Company's 2024 exploration program and for general working capital purposes. The closing of the Offering is expected to occur on or about June 28, 2024, and is subject to receipt of all necessary regulatory approvals, including the approval of the TSX Venture Exchange (the "TSXV").

This news release does not constitute an offer of securities for sale in the United States. The securities being offered have not been, nor will they be, registered under the *United States Securities Act of 1933*, as amended, and such securities may not be offered or sold within the United States absent U.S. registration or an applicable exemption from U.S. registration requirements.

About Visionary Metals Corp:

Visionary Metals Corp. is a Vancouver-based mineral exploration company focused on making new electric metals discoveries in Fremont County, Wyoming. Visionary's mission is to explore responsibly and to develop resources in a manner that is beneficial to all stakeholders. While central Wyoming has a strong mining history and favourable geologic conditions to host many types of metal deposits, it has never been systematically explored using modern techniques. The Company now controls a land package greater than 55 square kilometres with numerous drill ready targets, all accessible by road and within a one-hour drive from Visionary's US headquarters in Lander County, Wyoming.

For additional information, please visit:

www.visionarymetalscorp.com

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FORWARD-LOOKING STATEMENTS

This news release contains "forward-looking statements" within the meaning of Canadian securities legislation. These include, without limitation, statements with respect to the receipt of regulatory approvals, including the approval of the TSXV, closing of the Offering and the use of proceeds therefrom and statements with respect to the 2024 exploration program. Forward-looking statements are necessarily based on a number of estimates and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties and other factors which may cause actual results and future events to differ materially from those expressed or implied by such forward-looking statements. Such factors include, but are not limited to the TSXV may refuse to grant approval of the Offering; the Company may reallocate the

proceeds of the Offering for reasons that management believes are in the Company's best interests; the Company may choose to defer, accelerate or abandon its exploration plans; general business, economic and regulatory risks; capital and operating costs varying significantly from management estimates; delays in obtaining or failures to obtain required governmental, environmental or other project approvals; uncertainties relating to the availability and costs of financing needed in the future; inflation; fluctuations in commodity prices; delays in the development of projects; and the other risks involved in the mineral exploration and development industry generally. Although the Company believes that the assumptions and factors used in preparing the forward-looking statements are reasonable, undue reliance should not be placed on these statements, which only apply as of the date of this news release, and no assurance can be given that such events will occur in the disclosed time frames or at all. Except where required by law, the Company disclaims any intention or obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

Neither the 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.

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