

Venerable Ventures Ltd. Announces Upsize of Brokered Private Placement Offering to \$40 Million

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[Venerable Ventures Ltd.](#) (TSXV: VLV.H) ("Venerable Ventures" or the "Company") is pleased to announce that due to strong market demand, it has agreed with its agents Canaccord Genuity Corp. ("Canaccord") (lead agent and sole book-runner), Haywood Securities Inc., Raymond James Ltd., and Research Capital Corporation (together with Canaccord, the "Agents"), to increase the size of its previously announced brokered "best efforts" private placement offering (the "Offering") up to aggregate gross proceeds of approximately \$40 million. The Offering will consist of a combination of the following securities (collectively, the "Subscription Receipts") by the Company and a wholly owned subsidiary of the Company ("CompanySubco"):

- Subscription receipts of CompanySubco (the "Non-FT Subscription Receipts"), at a price of \$0.56 per Subscription Receipt;
- "flow-through" subscription receipts of the Company (the "FT Subscription Receipts"), at a price of \$0.60 per FT Subscription Receipt; and
- charity "flow-through" subscription receipts of the Company (the "Charity FT Subscription Receipts"), at a price of \$0.84 per Charity FT Subscription Receipt.

The net proceeds from sale of the Non-FT Subscription Receipts will be used to explore the Minto copper-gold mine located in the Yukon (the "Project") and for general and administrative purposes. The aggregate gross proceeds from the sale of the FT Subscription Receipts and Charity FT Subscription Receipts will, upon issuance of the underlying common shares of the Company, be used to incur eligible "Canadian exploration expenses" as defined in subsection 66.1(6) of the Income Tax Act (Canada) that qualify as "flow-through critical mineral mining expenditures" as defined in subsection 127(9) of the Income Tax Act (Canada).

Closing of the Offering is targeted for September 25, 2025 but in any event as soon as possible following the successful marketing of the Offering and as agreed between the Agents and the Company.

The Offering is being conducted in connection with the Company's proposed transaction with an affiliate of the Selkirk First Nation to launch a new venture which will hold a 100% interest in the Project (the "Transaction"). For further details of the Offering and the Transaction, see the Company's news release dated August 26, 2025.

The securities described herein have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities laws, and accordingly, may not be offered or sold within the United States except in compliance with the registration requirements of the U.S. Securities Act and applicable state securities requirements or pursuant to exemptions therefrom. This press release does not constitute an offer to sell or a solicitation to buy any securities in any jurisdiction.

About Selkirk First Nation

Selkirk First Nation is centered in Pelly Crossing, a community in central Yukon, 280km north of Whitehorse. They are a self-governing First Nation, having signed its Final and Self-Government Agreements in 1997. Selkirk owns 4,740 square kilometres of Settlement Land, including 2,408 square kilometers where Selkirk owns both the surface and subsurface. Selkirk First Nation is one of three self-governing Northern Tutchone First Nations in the Yukon.

About Minto Copper-Gold-Silver Mine

The Minto mine is an idled past-producing open-pit and underground copper-gold-silver mine located in central Yukon, on Lands of the Selkirk First Nation. The site infrastructure includes a 4,100 tonne per day processing plant, 400-person camp, water treatment facilities, numerous ancillary buildings and mobile equipment. 843093 Yukon Inc., a Yukon company, wholly owned indirectly by Selkirk First Nation, currently owns the Project.

On behalf of the Board of Directors of Venerable Ventures Ltd.

M. Colin Joudrie
President and Chief Executive Officer

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Cautionary Statement Regarding Forward-Looking Information

Certain statements and information herein contain forward-looking statements and forward-looking information (collectively, "forward-looking statements") within the meaning of applicable securities laws. Such forward-looking statements include but are not limited to statements or information with respect to: the Project, the Transaction, and the Offering.

Although management of the Company believe that the assumptions made and the expectations represented by such forward-looking statements are reasonable, there can be no assurance that forward-looking statements will prove to be accurate. Forward-looking statements by their nature are based on assumptions and involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements or information. These factors include, but are not limited to: the Transaction and Offering may not be completed on the terms set forth herein, or at all; risks relating to the receipt of all requisite approvals for the Transaction and Offering; the Project may never become commercially viable; changes in general economic conditions or conditions in the financial markets; and risks related to general economic conditions.

The Company does not undertake to update any forward-looking information, except in accordance with applicable laws.

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