Suite 1, Level 11
Castlereagh St,
Sydney, NSW 2000
info@uscm.com | www.uscm.com

US1 Critical Minerals ACN: 101 026 859

5 February 2026

Dear Shareholder

US1 CRITICAL MINERALS LIMITED – PRO-RATA NON-RENOUNCEABLE RIGHTS ISSUE

As announced on 5 February 2026, US1 Critical Minerals Limited (ACN 101 026 859) (**US1** or the **Company**) is undertaking a non-renounceable bonus issue of one (1) new option (**New Option**) to acquire a fully paid ordinary share in the capital of the Company (**Share**) for every five (5) Shares held by eligible shareholders registered at the record date, to be issued for nil consideration and exercisable at $0.015 on or before 31 March 2029 (**Bonus Offer**).

US1 has lodged a prospectus for the Bonus Offer with ASIC and ASX on 5 February 2026 (**Prospectus**), which also includes secondary offers of:

one (1) New Option for every one (1) Share subscribed for by participants under the placement announced by the Company on 19 December 2025 (Placement); and

50,000,000 New Options to Emes Corporate LLC (and/or its nominee(s)) as consideration for services provided in connection with the Placement,

(together with the Bonus Offer, the Offers).

No funds will be raised from the issue of the New Options, however if the maximum number of New Options are issued and subsequently exercised pursuant to the Offers, the Company would receive approximately $5,891,557.16.

Following completion of the Offers, assuming the maximum number of New Options are issued and no other convertible securities are issued or exercised into Shares, the Company will have issued approximately 392,770,477 New Options resulting in a total of 612,270,477 Options on issue.

Ineligible shareholders

A Shareholder who has a registered address outside Australia, New Zealand, the United States, Israel, Tanzania and China (**Ineligible Shareholder**) will not be eligible to participate in the Offers.

You are not eligible to participate in the Offers and you will not be sent a copy of the Prospectus. This decision has been made pursuant to Listing Rule 7.7.1(a) of the ASX Listing Rules after taking into consideration the costs of complying with legal and regulatory requirements in jurisdictions outside of Australia, New Zealand, the United States, Israel, Tanzania and China compared with the small number of Ineligible Shareholders and the number and value of New Options to which they would otherwise be entitled.

If you have any queries concerning the Offers, please contact your financial adviser or Jonathan Reynolds, US1's Company Secretary, on +61 2 8397 9888.

Yours sincerely
Jonathan Reynolds
Company Secretary
US1 Critical Minerals Ltd