Placement Fee Options – Clarification

US1 Critical Minerals Limited (**ASX:USC OTCQB:GLARF**) (**USC** or the **Company**) provides this clarification following queries received in relation to the December Placement Fee Options (Fee Options).

By way of background,

- On 19 December 2025, USC released an announcement titled 'US1 Critical Minerals secures $1.5millon strategic investment led by Snow Lake Energy; Avi Geller Appointed Non-Executive Director' which contained the following disclosure 'The Company has agreed to issue 50 million fee options to several consultants for services rendered in relation to the placement. The options will be on the same terms as the placement options and similarly the issue will be subject to shareholder approval at the General Meeting.'

- On 5 February 2026, USC released an announcement titled 'Bonus issue of Options. General Meeting to approve December 2025 Placement Options' which contained the following disclosure 'The Company agreed to issue 50 million fee options to consultants for services rendered in relation to the December 2025 Placement. New Options to be issued to the consultants or its nominees are subject to shareholder approval at a meeting to be held on 9 March 2026 and will form a secondary offer under the Prospectus. No funds will be raised as a result of the December Placement Fee options Offer.'

- On 5 February 2026, USC released a prospectus (Prospectus) for the offers of:
  a. 1 option to acquire a fully paid ordinary share in the capital of the Company for every 1 share subscribed for by placement participants,
  b. 1 new option for every 5 shares held by those eligible shareholders registered on the record date, and
  c. 50,000,000 new options to consultants for services rendered in relation to the placement.

  The Prospectus contains the following disclosure: 'The Company appointed Emes Corporate LLC to provide consulting and capital-raising assistance services in connection with the Company's Placement, including assistance with investor introductions, engagement support and general advisory services.'

The capital raising assistance services provided in connection with the December 2025 placement were provided by Mr Mordechai Fixler, a corporate financier based in Melbourne. USC advises that Emes Corporate LLC was incorporated in January 2026 by Mr Fixler as the entity to be nominated to receive the Fee Options on his behalf, subject to shareholder approval.

Authorisation

This announcement has been authorised for release by the board of US1 Critical Minerals Ltd.

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About US1 Critical Minerals Ltd

US1 Critical Minerals Ltd (ASX: USC) is an Australian-listed exploration company advancing a portfolio of critical minerals opportunities with a strategic focus on the United States. In addition to its U.S. rare earths strategy, the Company maintains a substantial uranium and critical minerals project base in Tanzania, including the Mkuju Project (incorporating the Likuyu North deposit, Likuyu South target and the Mtonya-SWC corridor) and additional exploration assets such as the Eland and Foxy projects. USC's strategy is to develop a high-quality portfolio positioned to support U.S. supply-chain security and long-term development pathways through disciplined technical work, strategic partnerships, and access to international capital markets.

For more information, please visit: https://us1cm.com