21 November 2025

ASX: CRI

COMPLETION OF TRANCHE 1 PLACEMENT AND CLEANSING NOTICE

The Board of Critica Limited (ASX: CRI) (Company or Critica) refers to its announcement on Monday 17 November 2025 in respect of an $8m two-tranche placement (Placement) to accelerate operational activities at the Company's flagship Jupiter rare earths project.

The Company confirms it has today completed Tranche 1 of the Placement through the issue of 203,062,884 fully paid ordinary shares in the Company at an issue price of $0.026 per share (Placement Shares). In addition to the Placement a 1:1 free attaching option with a two-year expiry, exercisable at $0.043 per share (Options) were issued totalling 203,062,884.

The Placement Shares and Options were issued using the Company's existing placement capacity under ASX Listing Rule 7.1.

Completion of the Tranche 2 Placement is subject to the Company obtaining shareholder approval to be sought at a General Meeting, which is presently anticipated to be held on or around Thursday, 15 January 2026. Pending shareholder approval, allotment of the Shares and under the Tranche 2 Placement and attaching Options is expected to occur on or around Wednesday, 21 January 2026.

Please refer to the accompanying Appendix 2A, Appendix 3G and the Company's ASX announcements dated 17 November 2025 for further details.

Cleansing Notice

The Company hereby gives notice under section 708A(5)(e) of the Corporations Act, that:

1. the Company issued the Placement Shares without disclosure to investors under Part 6D.2 of the Corporations Act; and
2. as at the date of this notice:
   a. the Company has complied with the provisions of Chapter 2M of the Corporations Act, as they apply to the Company;
   b. the Company has complied with sections 674 and 674A of the Corporations Act; and
   c. there is no excluded information, within the meaning of sections 708A(7) and 708A(8) of the Corporations Act, which is required to be disclosed by the Company in this notice.

Release authorised by:

Jamie Byrde
Company Secretary

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