

HIGHLAND CRITICAL MINERALS CORP.
NOTICE OF CONVERSION

The Corporation issued 562,500 Warrants on January 31, 2024 to Brian Morales (of which 558,500 remain issued and unexercised) which were placed in Escrow on May 27, 2025 of which as of this date, 56,250 Warrants are non-restricted (of which 52,250 remain unexercised), out of those 52,250 Warrants, we wish to exercise a total of 3,000 Warrants for a total payable upon exercise of \$450 CAD. Each Warrant entitles the holder thereof to receive, with payment in full, one class A common share of the Corporation;

In accordance with the terms of the Warrants, each Warrant will be exercised (the “Deemed Exercise”) into one Class A Common Share upon fulfillment of the terms of the Warrant Agreement (Schedule “A”).

The Corporation, a corporation incorporated under the laws of the Province of British Columbia, hereby gives notice to the registered holder of the Warrants that the Class A Common Shares (the “Underlying Securities”) have been issued upon the Deemed Exercise of the Special Warrants as follows:

- a) the Underlying Securities so issued upon the exercise or deemed exercise of the Special Warrants have been issued to (i) in respect of Warrants that are not CDS Global Special Warrants, the person or persons in whose name or names the Underlying Securities so subscribed for are to be issued as specified in the exercise form, in the case of voluntary exercise, or Subscription Agreement, in the case of deemed exercise or (ii) in respect of CDS Global Special Warrants, the Depository;
- b) The number of Class A Common Shares issued is equal to the number of Warrants exercised or deemed exercised, in accordance with the terms of the Warrants; and
- c) the Corporation will provide, upon request and without charge, to the registered holder of such Underlying Securities, a full copy of the text of:
 - I) the rights, privileges, restrictions and conditions attached to the Class A Common Shares; and
 - II) the authority of the directors to fix the rights, privileges, restrictions and conditions of subsequent series, if applicable.

Please have the shares registered to Patrick Morales residing at 5542 Cortina Crescent, Mississauga, Ontario, L4Z3R1.

DATED this 5th day of November, 2025

Highland Critical Minerals Corp.

Per:  _____

Authorized Signatory – Brian Morales