

**HIGHLAND CRITICAL MINERALS CORP.**  
**NOTICE OF CONVERSION**

The Corporation re-issued 187,500 Warrants to Scott Clayton at a price of CAD\$0.15 per Warrant on January 31, 2024 for a total amount payable upon exercise of CAD\$28,125. 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.

DATED this 11<sup>th</sup> day of November, 2025

**Highland Critical Minerals Corp.**

Per:   
Authorized Signatory – Brian Morales

## Certificate Of Completion

Envelope Id: 28F8098E-1B92-4ADE-9662-818785A9E441

Status: Completed

Subject: Highland - 2025 - Warrant Conversion - NOVember 11-Clayton.docx

Source Envelope:

Document Pages: 1

Signatures: 1

Envelope Originator:

Certificate Pages: 1

Initials: 0

Brian Morales

AutoNav: Enabled

bmorales@bjmorales.com

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IP Address: 24.114.49.198

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## Record Tracking

Status: Original

Holder: Brian Morales

Location: DocuSign

11/11/2025 11:12:25 AM

bmorales@bjmorales.com

## Signer Events

### Signature

### Timestamp

Brian Morales

bmorales@bjmorales.com

CFO

Security Level: Email, Account Authentication  
(None)

Signature Adoption: Uploaded Signature Image

Using IP Address: 24.114.49.198

Signed using mobile

Sent: 11/11/2025 11:12:25 AM

Viewed: 11/11/2025 11:12:29 AM

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Freeform Signing

## Electronic Record and Signature Disclosure:

Not Offered via DocuSign

## In Person Signer Events

### Signature

### Timestamp

## Editor Delivery Events

### Status

### Timestamp

## Agent Delivery Events

### Status

### Timestamp

## Intermediary Delivery Events

### Status

### Timestamp

## Certified Delivery Events

### Status

### Timestamp

## Carbon Copy Events

### Status

### Timestamp

## Witness Events

### Signature

### Timestamp

## Notary Events

### Signature

### Timestamp

## Envelope Summary Events

### Status

### Timestamps

Envelope Sent

Hashed/Encrypted

11/11/2025 11:12:25 AM

Certified Delivered

Security Checked

11/11/2025 11:12:29 AM

Signing Complete

Security Checked

11/11/2025 11:12:36 AM

Completed

Security Checked

11/11/2025 11:12:36 AM

## Payment Events

### Status

### Timestamps