



EUROPEAN LITHIUM LIMITED
ABN 45 141 450 624

Interim Financial Report

For the Half Year Ended
31 December 2025

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DIRECTORS' REPORT

Your Directors submit the Interim Financial Report of European Lithium Limited (**European Lithium** or the **Company**) and its controlled entities (together the **Group**) for the half-year ended 31 December 2025. In order to comply with the provisions of the *Corporations Act 2001*, the Directors report as follows:

Directors

The names of Directors who held office during or since the end of the interim period and until the date of this report are noted below. Directors were in office for the entire period.

Antony Sage	Executive Chairman
Malcolm Day	Non-Executive Director
Michael Carter	Non-Executive Director
Mykhailo Zhernov	Non-Executive Director

OPERATING RESULTS

The Group reported a net profit after tax of \$1,145,741,745 for the half year ended 31 December 2025 (31 December 2024: \$26,306,756 net loss).

Included in this amount is gain on deconsolidation of Critical Metals Corp (CRML) of \$1,275,503,015 (31 December 2024: nil), share of net losses of associates using the equity method predominately CRML losses from the date of deconsolidation of \$74,253,802 (31 December 2024: \$1,844 gain), share based payments of \$4,755,316 (31 December 2024: \$27,170,264) and income tax expenses of \$47,692,323 (31 December 2024: nil) which included the movement in deferred tax liability of \$39,959,803 (30 June 2025: nil).

REVIEW OF OPERATIONS

AUSTRIA

Austrian Lithium Projects

The Groups's Bretstein-Lachtal Project, Klementkogel Project, and the Wildbachgraben Project (together the **Austrian Lithium Projects**) consist of 245 exploration licenses covering a total area of 114.6 km² and are located approximately 80km from the Wolfsberg Lithium Project (refer Figure 1). The licenses cover ground that is considered prospective for lithium occurrences in the Styria mining district of Austria.



Figure 1 – Austrian Lithium Projects location.

The exploration area shows a geology similar to the Wolfsberg Project, dominated by Permian pegmatites within highly metamorphosed Palaeozoic rock. Host rock of known pegmatite veins and lenses are marble and gneiss to mica schist. Due diligence mapping has revealed multiple spodumene-bearing pegmatite bodies with Li₂O contents up to 3.98% (refer to ASX announcement 21 June 2023).

As of the date of this announcement, the most promising areas with spodumene-pegmatites are:

- Quarry – Ebner
- Gruber Hirnkogel – Pusterwald
- Keckgraben
- Scharnitzalm

A detailed lithological and structural mapping program has been completed near Quarry Ebner within the Bretstein-Lachtal area. The Company has identified a prospective spodumene-bearing pegmatite vein, and 3 drill holes have been planned for future exploration. The total length of the planned drill holes is approximately 220m.

Additional mapping is planned around the areas of Gruber Hirnkogel, Keckgraben, and Scharnitzalm, together with stream sampling. The geochemical composition of a stream sample reflects the geology within the catchment area where the sample has been collected. The management team expects to identify additional target areas based on the sampling results.

According to Mali (2004), the area of Mitterspiel is promising, and the Company has planned to undertake overview mapping in spring.

All stakeholder engagement and fieldwork follow the strict ESG guidelines of the Company

The Company's focus for the Austrian Lithium Projects is to identify the additional exploration targets, commence the drilling program to expand the resources, based on confirmed historic and newly conducted exploration results.

IRELAND

Leinster Lithium Project

The 100% owned Leinster Project license holdings are located within, or along, the important regional tectonic structure termed the East Carlow Deformation Zone, which is interpreted to control the emplacement of most of the existing lithium, cesium and tantalum (LCT) bearing pegmatite occurrences within the Leinster Granite Massif (refer Figure 2).

The Leinster Project 2025-2026 field exploration program was launched during the period with an extensive exploration budget to maximize a 9–10-month sampling program over the Southern Block target areas and in the coming Quarter moving to the Northern Block Area upon the final granting for land access by the GSRO Government Regulator in February 2026.

Field Crews from an Irish Geological Consultancy, Aurum Exploration mobilized a 4-member field crew that commenced the field season with the aim of confirming the priority targets from the completion of desktop reviews of structural and remote sensing studies over the Southern Block Licenses.

Channel, rock chip and geochemical samples over anomalous lithium and rare metal target zones have produced over 200 quality samples to date. The samples were sent to ALS Geochemistry Laboratory in Dublin for rare earth and multi element analysis with results expected in Q2 2026.

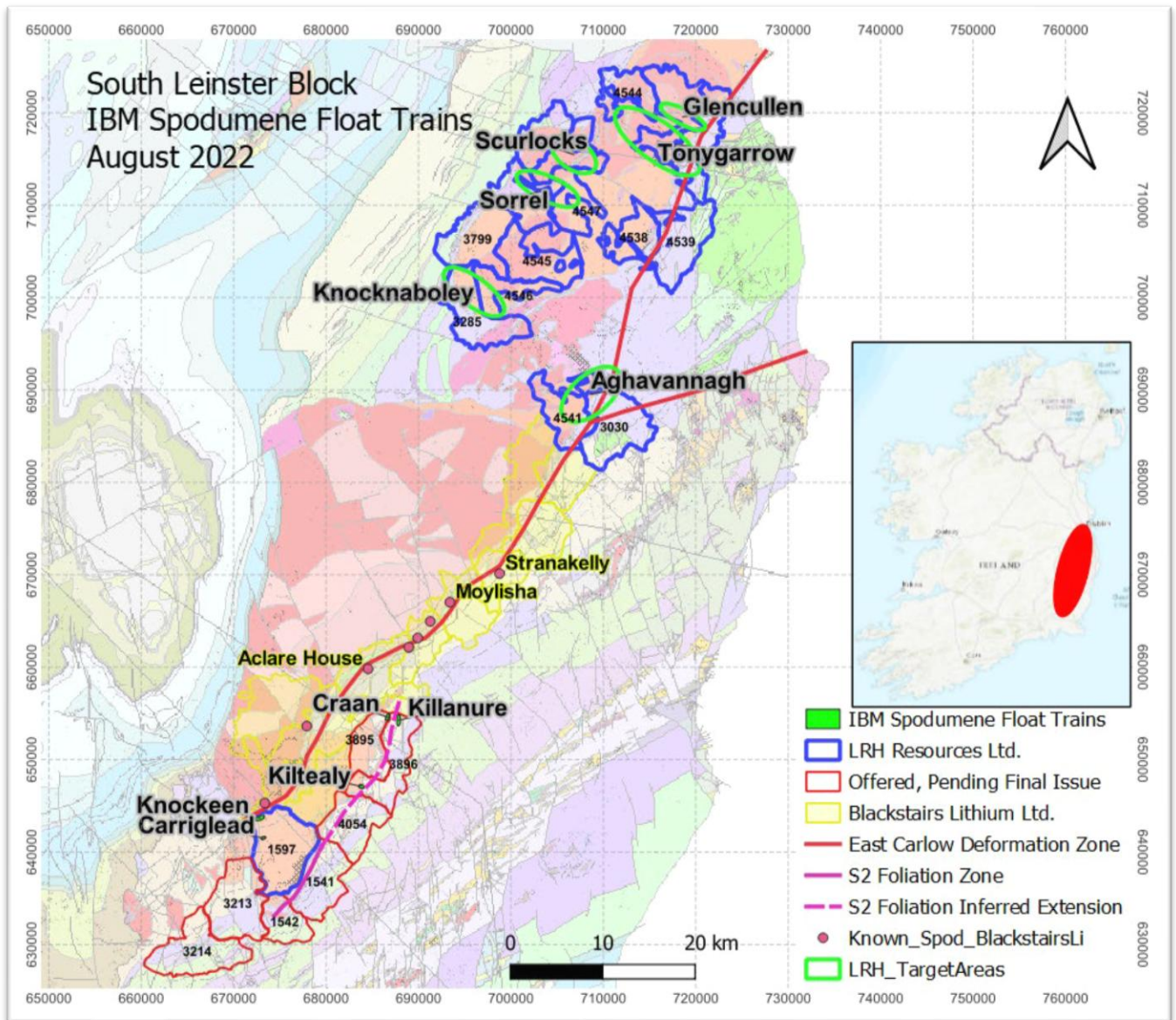


Figure 2 Leinster Southern and Northern Block Project Areas

AUSTRALIA

E47/4144

E47/4144 is progressing through the WA Mining Act regulatory application process. Objections with stakeholders have now been resolved and withdrawn.

UKRAINE

Dobra Project

The Company's wholly owned subsidiary European Lithium Ukraine LLC (EUR Ukraine) is applying (through either court proceedings, public auction, and/or production sharing agreement with the Ukraine government) for special permits for the extraction and production of lithium at the Shevchenkivske Project and Dobra Project in Ukraine.

The Shevchenko Project is located in Russian-occupied territory.

On 27 August 2025, the Cabinet of Ministers of Ukraine made a decision to organize a tender for the development of the Dobra Lithium deposit in the Kirovohrad region and on the 12 September 2025 the Ukrainian government announced the start of the tender process for the conclusion of an agreement on the distribution of metallic minerals. EUR Ukraine participated in the public auction process and submitted their formal application in December 2025 per the requirements of the tender process. Subsequent to the quarter end on 12 January 2026, the Ukraine government announced that the Dobra Project had been awarded to another participant in the auction process. Based on official announcements, European Lithium is of the view that our bid was superior to the awarded party which questions the fairness, the equality, and the transparency of the decision-making process. In addition, according to Ukrainian court decisions, the license for the Dobra Project belongs to EUR Ukraine. The Company is investigating options, and will defend its position in both Ukrainian and international courts as required.

On 27 December 2025, the Company entered into a letter agreement with Millstone and Company Global DW LLC to extend the end date in respect to a transaction associated with the Shevchenkivske Project and Dobra Project to 31 December 2027.

CRITICAL METALS CORP

As at the date of this report, the Company holds approximately 45,536,338 ordinary shares in Critical Metals Corp (Critical Metals or CRML), a NASDAQ listed company following the completion of a business combination transaction in 2024. As of 13 March 2026, based on the closing share price of Critical Metals being US\$9.32 per share, the Company's current investment in Critical Metals is valued at approximately US\$424 million (A\$607 million) noting that this valuation is subject to fluctuation in the share price of Critical Metals.

On 11 October 2025, following European Lithium's sale of shares in CRML, the Company no longer controlled CRML and deconsolidated CRML recognising a gain on deconsolidation of \$1,275,503,015. As at 31 December 2025, the Company holds a 43.66% interest in CRML.

The investment in the Tanbreez Greenland Rare Earth Mine (**Tanbreez Project**) is Critical Metals flagship asset. CRML has joint control over the Tanbreez Project. Another key asset of CRML is the Wolfsberg Lithium Project (**Wolfsberg Project**) of which CRML has control.

In addition, and as part of Critical Metals business strategy, CRML also intends to seek to acquire assets and operations that are strategic and complementary to their existing operations. This may include acquisitions or investments in complementary companies, assets, mines, products, or technologies, including in other rare earth elements and minerals.

GREENLAND

Tanbreez Project

On 11 June 2024, the Company announced that Critical Metals had signed a binding head of agreement to acquire in three stages a 92.5% controlling interest in the Tanbreez Project from Rimbal Pty Ltd (**Rimbal**), a company controlled by geologist Gregory Barnes, which was the registered holder of 92.5% of the issued capital in Tanbreez Mining Greenland A/S. European Lithium has a 7.5% equity interest in the Tanbreez Project.

The Tanbreez Project is expected to possess high levels of heavy rare earth elements (HREE), which carry a much higher value than light rare earth elements. In an industry where competitors primarily target light rare earth elements (LREE), the Tanbreez Project is believed to be unique not only due to its significant size but also because of its HREE asset mix.

The Tanbreez Project, located in southern Greenland near the town of Qaqortoq, represents one of the world's most significant rare earth element deposits. The Tanbreez Project is held under Exploitation License MIN 2020-54, issued by the Government of Greenland, granted in 2020 for 30 years. The License covers 18 square kilometres within the geologically rich Ilímaussaq intrusive complex.

The deposit is within the geologically rich Ilímaussaq intrusive complex, and the mineralization is hosted in the distinctive kakortokite rock formation, notable for its high concentrations of zirconium (Zr), niobium (Nb), tantalum (Ta), hafnium (Hf), gallium (Ga) and a blend of light and heavy rare earth elements (REE), particularly within the mineral eudialyte. Unlike many global REE deposits, Tanbreez is characterized by very low levels of radioactive elements such as uranium and thorium, which provides a significant environmental and regulatory advantage.

Outstanding Historical and New 2024 Drilling Results

During the period, the Company reported the final 2024 diamond drilling results yielding consistent grades and mineralisation, both vertically and laterally supportive of higher confidence in mineral resource estimates and the potential for significant expansion of the current resource base (see ASX Announcement 16 December 2024).

These observations do not imply any change to the current Mineral Resource classification.

Highlights

- Consistent Rare Earth Grades: TREO grades range from 0.39% to 0.54%, with heavy rare earth oxides (HREO) representing approximately ~25–27% of TREO.
- Strategic Metals: Gallium oxide (~97 ppm), hafnium oxide (~350 ppm), yttrium oxide (~742 ppm), and cerium oxide (~1,630 ppm) are consistently present, alongside zirconium (1.55–1.97%), niobium, and tantalum—supporting multi-commodity potential.
- Potential: The Fjord area remains open along strike and demonstrates strong vertical grade continuity, indicating significant potential for resource growth.
- Mineralisation is confirmed to occur consistently from surface, (See Table 1).

The 2024 Drilling program targeted strike extensions of known mineralisation and further refinement of the geological and mineralization model of the area. The primary objective of the program was to support an upgrade of the Mineral Resource Estimate and to advance subsequent mine planning studies.

A total of 13 holes for 1,149.50 metres were drilled vertically with one angled hole to intersect sub-horizontal layers at true thickness.

In 2025 the Company drilled a total of 3430 meters from 20 diamond drill holes both vertical and angle holes in the Fjord, Upper Fjord and Area B. Assay results are pending and reporting is due approximately in Q1 2026, (see Figure 3).

The reported 2024 results show narrow TREO variance (~0.39–0.54% TREO) with stable ~27% HREO proportion across multiple vertical holes spaced along the Fjord kakortokite, aligning with a stratiform, laterally continuous magmatic layer.

Oxide	TREO	HREO	LREO	HREO/TREO	ZrO2	Ta2O5	Nb2O5	Ga2O5	HfO2	CeO2	Y2O3
Unit	%	%	%	%	%	ppm	ppm	ppm	ppm	ppm	ppm
Weighted Average Grade											
	0.44	0.12	0.33	25.44	1.74	120	1,396	96	355	1638	708
Percentile Grade Range											
10%	0.39	0.10	0.29	25.6	1.55	103	1,226	89	306	1,406	629
25%	0.40	0.10	0.29	25.9	1.57	105	1,282	93	315	1,455	638
50%	0.42	0.11	0.33	26.1	1.77	115	1,336	97	360	1,655	759
75%	0.48	0.13	0.36	26.5	1.96	141	1,623	99	396	1,785	828
90%	0.54	0.14	0.40	27.1	1.97	154	1,718	100	408	1,923	857

Table 1 summary of average grade and percentage of TREO and associated oxides

Table 1 summarises the TREO composition is the sum of La₂O₃, CeO₂, Pr₆O₁₁, Nd₂O₃, Sm₂O₃, Eu₂O₃, Ga₂O₃, Tb₄O₇, Dy₂O₃, Ho₂O₃, Er₂O₃, Tm₂O₃, Yb₂O₃, Lu₂O₃, and Y₂O₃. No economic weighting has been applied (i.e., no NdPr or Dy Tb separated). No grade cut-offs or metal equivalents have been applied; intersections represent true widths and percentile ranges are based on the 25th and 75th percentiles. All drilling and assay results, including both higher and lower grades, are reported to ensure balanced disclosure

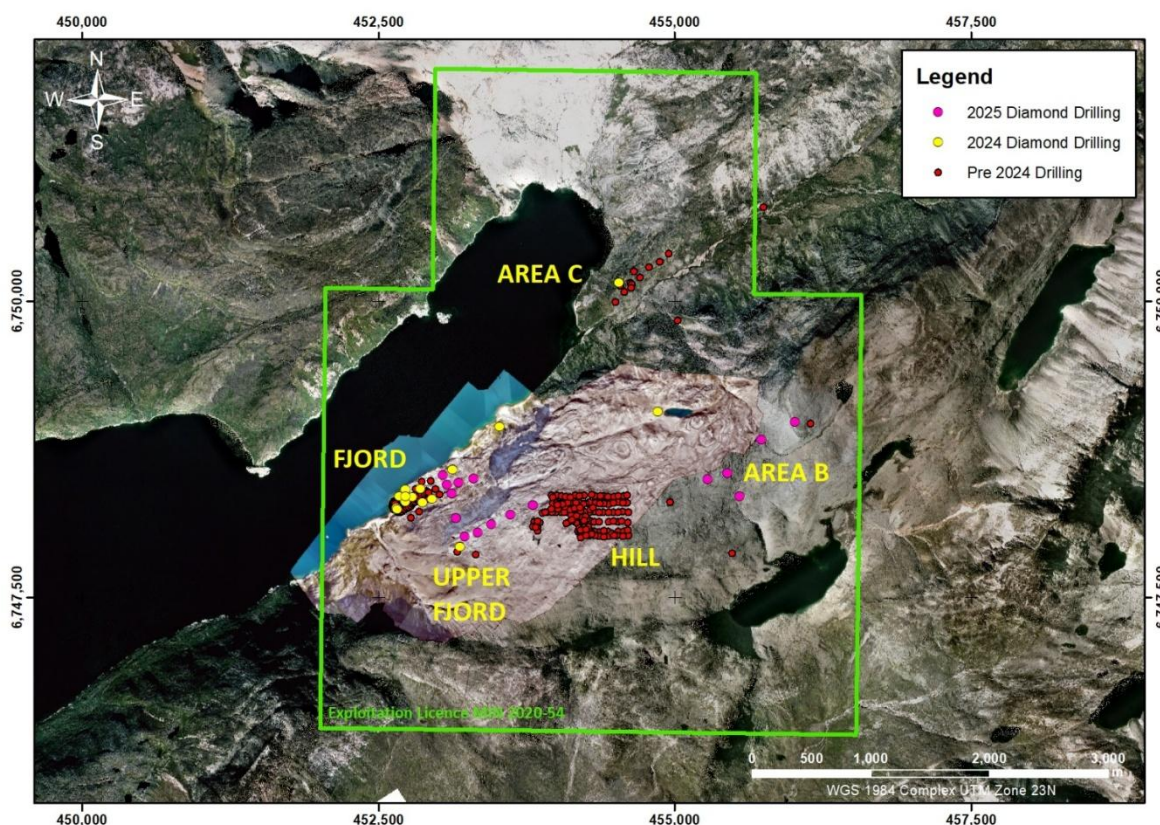


Figure 3. Project Dilling, historical 2007- 2014 and current 2024 and 2025 Summary Plan (WGS84 zone 23N)

The 2025 Mineral Resource Upgrade Drilling Program

The Company announced on 24 June 2025 that CRML had executed a US\$2.0M diamond drill hole contract designed to increasing the existing MRE over the Fjord Eudialyte Deposit which presently has an Indicated Resource of 8.76MT and an Inferred Resource of 13.8MT totalling 22.56MT (ASX Announcement 13 March 2025 and 29 May 2025). On 30 September 2025 the Company increased the value of the diamond drilling contract from US\$2.0m to US\$3.0m which added additional metres to both resource and reconnaissance drill targets.

The resource drilling completed during the period focused on testing extensions for the current Fjord Eudialyte Deposit to the Northeast and Southwest of the existing maiden mineral resource estimate.

Overall Drilling Program

The 2024 and 2025 drilling programs were designed to test strike extensions of known mineralization and further refine the geological and mineralization models across the Lower Fjord and Upper Fjord Drilling Areas.

The primary objectives of the programs were to support an upgrade of the Mineral Resource Estimate and to advance subsequent mine planning studies.

In 2024, a total of 13 diamond drill holes for 1,149.5 meters were completed by Critical Metals Corp. Drilling was predominantly vertical, with one angled hole designed to intersect sub-horizontal mineralized layers at true thickness in the Lower Fjord area. In addition, deep diamond drill hole K-24 was completed in the Upper Fjord area.

In 2025, a total of 20 diamond drill holes for 3,430 meters were completed by Critical Metals Corp. Drilling included both vertical and angled diamond drill holes designed to intersect sub-horizontal mineralized layers extending from the Upper Fjord into the Fjord area and Targets identified at Area B.

A priority target of the 2025 program was designed to extend and confirm the strong mineralization intersected in drill hole K-24 in the Upper Fjord Area, which had returned 203.2 meters at 0.48% TREO+Y (including ~27% HREO). (refer ASX announcement dated 16 December 2025 and subsequent to this reporting period, see ASX Announcement 19 January 2026 and Figures 3 and 4).

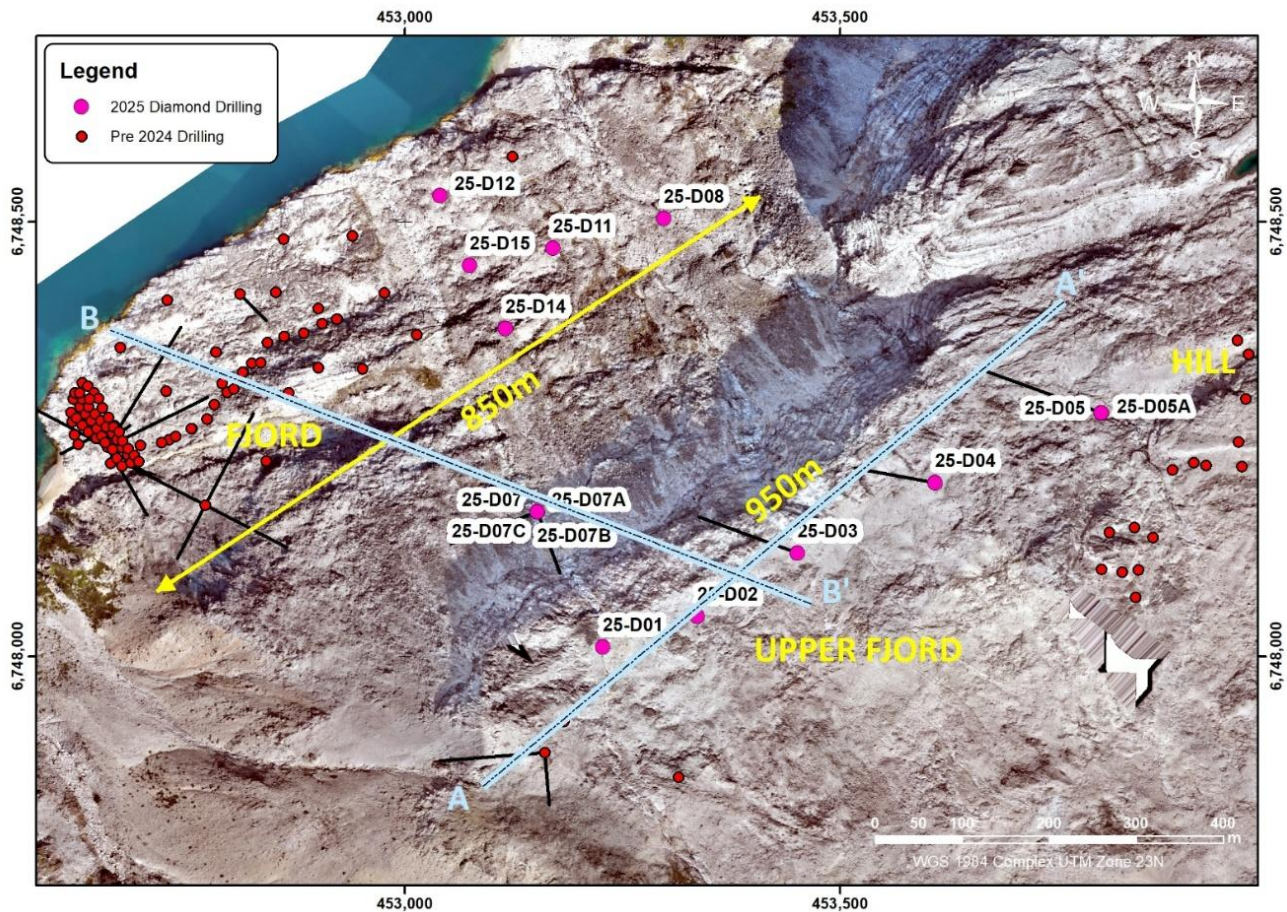


Figure 4. Project Drilling historical 2007- 2014 and 2024 and 2025 Summary Plan (WGS84 zone 23N)

The final reported results from the 2024 demonstrate a range of Total Rare Earth Oxide (TREO+Y) grades, ranging from approximately 0.35% to 0.77% TREO+Y, with an average ~25.7% heavy rare earth oxide (HREO) composition.

These results are observed across multiple vertical and deep angled drill holes spaced along the Lower Fjord areas within the kakortokite host rock and are consistent with a stratiform, laterally continuous magmatic mineralized layer.

The kakortokite host rock may not always contain economic mineralization of TREO or metal oxides.

Once all of the 2025 results (expected assay results in Q1 2026) are received and interpreted, the Company will incorporate the 2024 and 2025 data into the planning stage for the 2026 field season.

AUSTRIA

Wolfsberg Lithium Project

At the end of Q4/2024, the Wolfsberg Project had received the decree concerning the pre-assessment of the complex final environmental approval process. This decree stipulates that the Wolfsberg Project is not subject to a full-scale environmental approval process, which fast-tracks the transition from exploration into mining operation from the environmental perspective. In 2025 the decree has been appealed at the Austrian administrative court by third parties not related to the project. The court has delegated the decision-making back to the issuing authority at the state of Carinthia for reassessment.

The Wolfsberg Project has a binding long term supply agreement (LTA) with top tier European auto manufacturer BMW AG for the offtake of battery grade lithium hydroxide (refer ASX Announcement 21 December 2022 and 6 June 2024).

The Wolfsberg Project has completed, with the local energy supplier KELAG, the planning and technical layout of the energy supply corridor from the nearby municipality of Frantschach St Gertraud to the mine and concentrator site at the Weinebene. It is expected to commence building of the energy corridor in H1/2025 (dependant on KELAG). This was considered a significant milestone of the Company and represents the official project development in several stages from exploration towards operational readiness. Unfortunately, with the unexpected decision making by the Austrian administrative court the development of energy supply corridor has been put on hold until further notice by the company due to uncertainties in the timelines of the underlying approval process.

Critical Metals continues to advance discussions for project financing for the Wolfsberg Project, as it approaches a build decision.

Joint Venture with Obeikan Investment Group

CRML has entered into a binding term sheet and shareholder agreement with Obeikan Investment Group (Obeikan) to build and operate a hydroxide plant in Saudi Arabia. The 50%/50% Joint Venture (JV) will be geared towards developing, constructing and commissioning a lithium hydroxide processing plant, and operating the plant for the conversion of lithium spodumene concentrate from the Wolfsberg Project.

The JV has appointed Hatch Ltd., a leading global engineering firm, to commence design work on a lithium refinery in Saudi Arabia, which is expected to produce up to 20,000 metric tonnes of battery-grade lithium hydroxide.

Competent Person Statements

The information in this report as it relates to exploration results and geology in respect to the Austrian Lithium Projects was compiled by Mr Geoff Balfe and Mr Kersten Kuehn who are Members of the Australasian Institute of Mining and Metallurgy. Mr Balfe is a Certified Professional and Mr Kuehn is a licensed Professional Geologist registered with the European Federation of Geologists. Both Mr Balfe and Mr Kuehn have sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which they are undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Balfe and Mr Kuehn consent to the inclusion in this report of matters based on the information in the form and context in which it appears.

The information in this release that relates to exploration results and geology in respect to the Leinster Lithium Project is based on information prepared by Dr Thomas Unterweissacher, EurGeol. Dr Unterweissacher is a licensed Professional Geoscientist registered with European Federation of Geologists and based in Hochfilzen, Austria. Dr Unterweissacher has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which they are undertaking to qualify as a CP as defined in the 2012 Edition of the JORC Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Dr Unterweissacher consents to the inclusion in the release of the matters based on their information in the form and context in which it appears. Dr Unterweissacher is a consultant to the Company and holds shares in EUR and CRML.

Statements contained in this report relating to exploration results, scientific evaluation and potential in respect to Tanbreez Project, are based on information compiled and evaluated in this announcement relates to Exploration Results for the Tanbreez Rare Earth Project in Greenland. Mr Colwin Lloyd is the Principal Director of Core Geoscience PTY Ltd, and a Member of the Australasian Institute of Mining and Metallurgy (AusIMM) and is a Geologist with sufficient relevant experience in relation to Rare Earth and Rare Earth Mineralisation being reported on, to qualify as a Competent Person as defined in the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code). Mr. Lloyd consents to the use of this information in this report in the form and context in which it appears. The information included in this announcement relates to Exploration Results at the Tanbreez Rare Earth Project, Greenland, which were first reported by the Company in accordance with the new Exploration Results and is provided pursuant to new Exploration results and is provided pursuant to ASX Listing Rule 5.7.1.

CORPORATE

Sale of CRML Shares

On 9 July 2025 and 24 July 2025, the Company announced that in an off-market transaction that it had sold 1,000,000 shares in CRML to a US institutional investor with 500,000 shares being sold at US\$3.25 per share and 500,000 shares being sold at US\$3.60 per share to raise funds of US\$3.425m (approximately A\$5.2m) net proceeds to EUR.

On 7 October 2025, 11 October 2025 and 15 October 2025, the Company announced that it had sold a total of 9,880,303 shares in CRML with 3,000,000 shares being sold at US\$7.00 per share, a total of 3,850,000 shares sold at US\$13.00 per share and a total of 3,030,303 shares being sold at US\$16.50 per share to raise total funds of US\$121.05m (approximately A\$182.85m) net proceeds to EUR.

Shareholder Meetings

On 4 August 2025, the Company held a general meeting of shareholders (GM). All resolutions were carried at the GM.

On 26 November 2025, the Company held its annual general meeting of shareholders (AGM). All resolutions were carried at the AGM.

Share Buy Back

On 3 October 2025, the Company announced that it will be undertaking an on-market buy-back of up to 135,000,000 ordinary shares (Share Buy-Back). During the period, the Company purchased back 23,955,240 shares under the Share Buy-Back for a total of \$4,431,075.

Convertible Notes

On 4 July 2025, the Company subscribed for convertible loan notes of EURO€ 150,000 in Pan African Niger Limited (PANL). Interest accrues at 20% per annum and is repayable or convertible on or before 31 December 2025 (Convertible Note). The Company may elect to convert the Convertible Note into shares based on the market value price per PANL share at the date of conversion discounted by 50%.

Other Investments

As at 31 December 2025, the Company held the following listed investments:

- 294,456,543 shares (representing a 17.05% interest) in Cufe Ltd (ASX: CUF). CUF currently exports iron ore from its Wiluna deposit and has tenements prospective for copper, lithium and niobium in various stages of exploration.
- 54,672,486 shares (representing a 4.94% interest) in Iron Bear Resources Ltd (formally Cyclone Metals Ltd) (ASX: IBR). IBR's flagship Iron Bear magnetite iron ore project (Iron Bear Project) is located in the Labrador trough region of Canada.
- 358,097,603 shares (representing a 17.77% interest) in Moab Minerals Limited (ASX: MOM). MOM is an exploration and project development company with a portfolio of exploration projects including the Manyoni Uranium Project in Tanzania and the Highline Copper-Cobalt project in Southern Nevada.

Capital Movements

During the period, the Company issued the following securities:

- A total of 211,721,965 upon the exercise of EURO listed options (\$0.08 each which expired on 14 November 2025)
- A total of 8,622,646 upon the exercise of EURO listed options (\$0.10 each expiring 30 April 2027)
- On 6 August 2025, the Company issued 45,000,000 performance rights (Subject to vesting conditions) to Directors of the Company and 35,000,000 performance rights (subject to vesting conditions) to a consultant of the Company following receipt of approval at the GM.
- On 19 August 2025, the Company issued 819,570 shares and 5,000,000 listed options (\$0.10 each expiring 30 April 2027) to a consultant of the Company for services provided following receipt of approval at the GM. On the same day, the Company issued 35,000,000 listed options (\$0.08 each expiring 14 November 2025) and 35,000,000 listed options (\$0.10 expiring 30 April 2027) to consultants of the Company for services provided following receipt of approval at the GM.

- On 19 August 2025, the Company issued 44,658,234 listed options (\$0.10 each expiring 30 April 2027) to Directors of the Company at a purchase price of \$0.002 each following receipt of approval at the GM.
- On 13 October 2025, the Company issued 50,000,000 shares upon the vesting of performance rights.
- On 14 November 2025, a total of 7,500,000 incentive shares lapsed unvested
- On 18 November 2025, the Company advised that 4,650,283 of the Company's quoted options (ASX: EURO) with an exercise price of \$0.08 remained unexercised and expired on 14 November 2025. On 19 November the Company issued 4,650,283 fully paid ordinary shares to Evolution Capital Pty Ltd pursuant to an underwriting agreement entered into between the Company and Evolution.
- On 19 November 2025, the Company issued 6,100,000 listed options (EUROC) to consultants of the Company for services provided.
- On 3 December 2025, the Company issued 506,117 fully paid ordinary shares to a consultant of the Company for services provided. On the same day, the Company issued 270m performance rights (subject to vesting conditions) to Directors of the Company as approved at the AGM.
- On 16 December 2025, the Company issued 3,878,206 new unlisted options (\$0.08 each expiring 31 December 2026) at an issue price of \$0.002 each to those option holders who had not exercised their EURO options prior to the expiry date on 14 November 2025. On 17 December 2025, the Company issued the shortfall of 772,076 to Directors of the Company who had previously agreed to equally underwrite the options offer.

KEY RISKS

The business, assets and operations of the Company are subject to certain risk factors that have the potential to influence the operating and financial performance of the Company in the future. These risks remain materially unchanged from the key risks outlined in the annual financial report for the year ended 30 June 2025.

Events Subsequent to Reporting Date

On 19 January 2026, the Company issued 17,500,000 fully paid ordinary shares upon the exercise of listed options (\$0.10 each expiring 30 April 2027)

On 21 January 2026, the Company sold 5,000,000 shares it held in CRML for net proceeds of US\$83,100,000.

On 27 January 2026, the Company issued 4,996,662 fully paid ordinary shares upon the exercise of 4,300,000 listed options (\$0.10 each expiring 30 April 2027) and 696,662 unlisted options (\$0.08 each expiring 31 December 2026).

On 27 January 2026, the Company announced that it had entered into a binding agreement to acquire 100% of Velta Holding US Inc (Velta), a US-based titanium company with manufacturing and mining assets located in Ukraine. Under the terms of the agreement, the Company will acquire 100% of the issued capital of Velta for total consideration of approximately 173 million fully paid shares in the Company, subject to the completion of final due diligence and satisfaction of customary conditions precedent.

On 5 February 2026, the Company sold 2,500,000 shares it held in CRML to raise net proceeds of US\$32,062,500.

On 5 February 2026, the Company advanced funds of US\$5,000,000 to Velta. The funds were advanced under a loan agreement and bear interest at 10% per annum and is secured over the assets of Velta. The loan is repayable the earlier of 1 March 2027, the occurrence of a mandatory repayment event of 10 business days following the completion of Velta pursuant to the binding agreement entered into and announced on 27 January 2026.

On 10 February 2026, the Company issued 253,787 fully paid ordinary shares in the Company upon the exercise of unlisted options (\$0.08 each expiring 31 December 2026).

On 20 February 2026, the Company issued 9,000,000 listed options (\$0.10 each expiring 30 April 2027) to an advisor of the Company.

On February 26, 2026, the Company provided its subsidiary, European Lithium Ukraine LLC, with US\$21,000,000 in funds to participate in the debt repurchase auction in connection with the acquisition of Velta (see ASX announcement dated January 27, 2026). European Lithium Ukraine LLC is in the process of finalizing the debt repurchase agreements.

No other matters or circumstances have arisen since the end of the half-year which significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs in future financial years.

Auditor's Independence Declaration

Section 307C of the *Corporations Act 2001* requires our auditors, SW-Audit, to provide the Directors of the Company with an Independence Declaration in relation to the review of the interim financial report. This Independence Declaration is set out on page 13 and forms part of this Directors' report for the half-year ended 31 December 2025.

This report is signed in accordance with a resolution of the Board of Directors made pursuant to s.306(3) of the *Corporations Act 2001*.



Antony Sage
Executive Chairman
16 March 2026

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF EUROPEAN LITHIUM LIMITED

As lead auditor, I declare that, to the best of my knowledge and belief, during the half-year ended 31 December 2025 there have been:

- i. no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the review, and
- ii. no contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of European Lithium Limited and the entities it controlled during the financial period.



SW Audit

Chartered Accountants



Matthew Hingeley
Partner

Perth, 16 March 2026

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**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

	Note	31 December 2025	(Restated*) 31 December 2024
		\$	\$
Other income	3	545,959	844,167
Net gain on disposal and deemed disposals of CRML shares	9	16,825,850	-
Gain on extinguishment of liability		(103,180)	-
Gain on deconsolidation	23	1,275,503,015	-
Gain on deconsolidation – foreign exchange		2,581,413	-
Employee benefits expense		(276,500)	(1,318,290)
Depreciation and amortisation expense		(1,709)	(4,313)
Depreciation and amortisation expense - leased assets		(13,117)	(20,832)
Finance costs		(904,261)	(93,045)
Exploration expenditure expensed		-	(377,975)
Exploration expenditure impairment	8	(273,472)	-
Consulting fees	4	(7,517,727)	(2,168,339)
Travel expenses		(136,421)	(303,352)
Regulatory and compliance costs		(438,905)	(901,440)
Gain on fair value of financial assets through profit or loss	11	3,302,867	4,177,368
Share-based payments	20	(4,755,316)	(27,170,264)
Share of net (loss)/gain of associates accounted for using the equity method	9	(74,253,802)	1,844
Foreign exchange (loss)/gain		(512,887)	1,387,854
Administration expenses		(91,826)	(334,945)
Promotion and investor relations		(196,602)	(521,729)
Insurance		(98,078)	(2,054,085)
Occupancy		(2,154)	-
Gain on fair value of warrants		-	2,406,337
Share of net profit of JV accounted for using the equity method		-	152,831
Other expenses		(46,329)	(8,548)
CRML expenses up until deconsolidation		(15,702,750)	-
Profit/(loss) before income tax		1,193,434,068	(26,306,756)
Income tax expense	5	(47,692,323)	-
Profit/(loss) after tax		1,145,741,745	(26,306,756)
Other comprehensive income, net of income tax			
<i>Items that may be reclassified to profit or loss</i>			
Exchange differences on translation of foreign operations		(28,056,310)	(5,552,131)
Other comprehensive (loss) for the period, net of income tax		(28,056,310)	(5,552,131)
Total comprehensive profit/(loss) for the period		1,117,685,435	(31,858,887)
Profit/(Loss) for the period attributable to:			
Members of European Lithium Limited		1,152,202,548	(19,381,979)
Non-controlling interests		(6,460,803)	(6,924,777)
		1,145,741,745	(26,306,756)
Total comprehensive profit/(loss) for the period attributable to:			
Members of European Lithium Limited		1,123,783,750	(31,277,553)
Non-controlling interests		(6,098,315)	(581,334)
		1,117,685,435	(31,858,887)
Profit/(loss) per share for the period			
Basic profit/(loss) per share (cents per share)	22	74.50	(1.87)
Diluted profit/(loss) per share (cents per share)	22	54.38	(1.87)

* Refer to note 22 for further details on restatement of comparatives

The above Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income is to be read in conjunction with the Notes to the Condensed Consolidated Financial Statements

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2025**

	Note	31 December 2025 \$	30 June 2025 \$
ASSETS			
Current Assets			
Cash and cash equivalents	6	85,059,162	20,021,463
Term deposit carried at amortised cost	6	113,340,481	-
Trade and other receivables		259,467	252,237
Prepaid expenses		54,127	1,562,246
Indemnification asset	13	1,714,192	1,714,192
Short-term loan receivable	7	4,651,988	-
Convertible note		273,038	-
Total Current Assets		205,352,455	23,550,138
Non-Current Assets			
Property, plant and equipment		1,981	5,365
Deferred exploration and evaluation expenditure	8	-	60,610,945
Investment in associates	9	1,135,381,772	1,008,716
Restricted cash and other deposits		50,000	23,661,204
Investment in joint venture	10	-	174,801,266
Financial assets at fair value through profit or loss	11	15,994,243	5,721,395
Right of use asset		12,904	60,919
Long term loan receivable	12	1,125,089	-
Total Non-Current Assets		1,152,565,989	265,869,810
TOTAL ASSETS		1,357,918,444	289,419,948
LIABILITIES			
Current Liabilities			
Trade and other payables	13	2,575,857	27,797,760
Provisions	14	6,762,741	41,901
Lease liability		17,233	46,637
Short-term loan payable	15	-	1,901,697
Warrants liability	16	-	62,452,403
Total Current Liabilities		9,355,831	92,240,398
Non-Current Liabilities			
Offtake prepayment	17	-	22,893,600
Lease liability		1,474	21,685
Deferred tax liability	5	39,959,803	-
Total Non-Current Liabilities		39,961,277	22,915,285
TOTAL LIABILITIES		49,317,108	115,155,683
NET ASSETS /(LIABILITIES)		1,308,601,336	174,264,265
EQUITY			
Issued capital	18	101,514,533	153,136,087
Reserves	19	(2,430,442)	259,198,892
Accumulated losses		1,209,517,245	(292,793,642)
Non-controlling interest		-	54,722,928
TOTAL EQUITY/(DEFICIENCY)		1,308,601,336	174,264,265

*The above Condensed Consolidated Statement of Financial Position is to be read in conjunction with the
Notes to the Condensed Consolidated Financial Statements*

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

	Issued Capital	Accumulated losses	Share-based Payments Reserve	Foreign Currency Translation Reserve	Nasdaq Listing Reserve	Sub-total	Non-Controlling Interests	Total Equity
	\$	\$	\$	\$	\$	\$		
At 1 July 2024	151,356,087	(221,301,205)	16,850,958	927,195	68,406,502	16,239,537	(7,794,839)	8,444,698
Loss for the period*	-	(19,381,979)	-	-	-	(19,381,979)	(6,924,777)	(26,306,756)
Foreign currency exchange differences arising on translation from functional currency to presentation currency	-	-	-	(11,895,574)	-	(11,895,574)	6,343,443	(5,552,131)
Total comprehensive loss for the period	-	(19,381,979)	-	(11,895,574)	-	(31,277,553)	(581,334)	(31,858,887)
Issue of shares – placement	2,000,000	-	-	-	-	2,000,000	-	2,000,000
Issue of listed options to advisor	(100,000)	-	100,000	-	-	-	-	-
CRML - Movement during the period								
- Issue of CRML shares for TM1 acquisition	-	-	12,257,126	-	-	12,257,126	1,379,751	13,636,877
- Issue of shares for Tanbreez acquisition and other issue of shares	-	-	113,887,259	-	-	113,887,259	31,943,940	145,831,199
- Issue of shares and RSUs by subsidiary	-	-	22,316,706	-	-	22,316,706	7,098,484	29,415,190
Options issued to Directors	-	-	49,418	-	-	49,418	-	49,418
Share issue costs	(120,000)	-	-	-	-	(120,000)	-	(120,000)
At 31 December 2024	153,136,087	(240,683,184)	165,461,467	(10,968,379)	68,406,502	135,352,493	32,046,002	167,398,495

* Refer to note 22 for further details on restatement of comparatives

The above Condensed Consolidated Statement of Changes in Equity is to be read in conjunction with the Notes to the Condensed Consolidated Financial Statements



**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

	Issued Capital	Accumulated losses	Share-based Payments Reserve	Foreign Currency Translation Reserve	Nasdaq Listing Reserve	Sub-total	Non-Controlling Interests	Total Equity
	\$	\$	\$	\$	\$	\$		
At 1 July 2025	153,136,087	(292,793,642)	188,131,583	2,660,807	68,406,502	119,541,337	54,722,928	174,264,265
Profit/(Loss) for the period	-	1,152,202,548	-	-	-	1,152,202,548	(6,460,803)	1,145,741,745
Foreign currency exchange differences arising on translation from functional currency to presentation currency, net of tax	-	-	-	(28,418,798)	-	(28,418,798)	362,488	(28,056,310)
Total comprehensive loss for the period	-	1,152,202,548	-	(28,418,798)	-	1,123,783,750	(6,098,315)	1,117,685,435
Issue of shares – consultant	183,180	-	-	-	-	183,180	-	183,180
Issue of shares – exercise of options	17,800,022	-	-	-	-	17,800,022	-	17,800,022
Share buy-back	(4,431,075)	-	-	-	-	(4,431,075)	-	(4,431,075)
Issue of listed options – August 2025	-	-	89,316	-	-	89,316	-	89,316
Issue of unlisted options – December 2025	-	-	9,301	-	-	9,301	-	9,301
Issue of listed options to advisor	-	-	2,248,500	-	-	2,248,500	-	2,248,500
CRML - Movement during the period								
- Issue of shares for PIPE	-	-	(74,661)	-	-	(74,661)	5,672,936	5,598,275
- Vesting of RSU's	-	-	(1,775,281)	-	-	(1,775,281)	1,775,281	-
- Issue of shares for exercise of warrants	-	-	16,808,435	-	-	16,808,435	16,436,723	33,245,158
- Off market transfer of CRML shares	-	-	31,911,696	-	-	31,911,696	5,022,509	36,934,205
Performance rights issued to Directors	-	-	2,402,266	-	-	2,402,266	-	2,402,266
Performance rights issued to consultants	-	-	104,550	-	-	104,550	-	104,550
Deconsolidation of CRML	(65,173,681)	350,108,339	(216,528,156)	-	(68,406,502)	-	(77,532,062)	(77,532,062)
Share issue costs	-	-	-	-	-	-	-	-
At 31 December 2025	101,514,533	1,209,517,245	23,327,549	(25,757,991)	-	1,308,601,336	-	1,308,601,336

The above Condensed Consolidated Statement of Changes in Equity is to be read in conjunction with the Notes to the Condensed Consolidated Financial Statements



**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

	Note	31 December 2025	31 December 2024
		\$	\$
Cash flows from operating activities			
Payments to suppliers and employees		(11,432,859)	(5,287,715)
Interest received		486,601	20,477
Grant proceeds		-	148,672
Net cash (used in) operating activities		(10,946,258)	(5,118,566)
Cash flows from investing activities			
Payments for exploration and evaluation		(943,042)	(1,277,381)
Purchase of property, plant and equipment		(1,401)	(1,784)
Investment in financial assets		(9,634,133)	(592,808)
Convertible note		(273,038)	-
Proceeds from sale of investments	23	192,440,216	150,000
Investment in joint venture		(4,724,373)	(1,076,937)
Cash acquired on acquisition of subsidiary		-	883
Cash balance on deconsolidation of subsidiary	23	(50,229,091)	-
Transaction costs with sale of CRML shares		(4,699,879)	-
Transaction costs for CRML convertible note transaction		(16,055,107)	-
Costs associated with Obeikan Investment Group		-	(257,345)
Net cash provided by / (used in) investing activities		105,880,152	(3,055,372)
Cash flows from financing activities			
Proceeds from exercise of options		36,823,147	1,063,118
Proceeds from the issue of shares		53,583,250	2,000,000
Convertible note		-	(350,000)
Transaction costs related to issue of equity		(3,226,477)	(120,000)
Advancement of short-term loan facility		(2,200,000)	-
Repayment of short-term loan facility		3,780,988	2,370,986
Proceeds from issue of new options	19	98,617	-
Loan financing costs		(490,148)	-
Share buy-back		(4,431,075)	-
New options funds to be reimbursed	13	20,152	-
Repayment of lease liabilities		(10,893)	(25,579)
Reclassification of cash to term deposit carried at amortised cost	6	(113,340,481)	-
Net cash provided by financing activities		(29,392,920)	4,938,525
Net increase / (decrease) in cash and cash equivalents		65,540,974	(3,235,413)
Cash and cash equivalents at beginning of the period		20,021,463	5,778,638
Effects on exchange rate fluctuations on cash held		(503,275)	(29,288)
Cash and cash equivalents at end of period	6	85,059,162	2,513,937

*The above Condensed Consolidated Statement of Cash Flows is to be read in conjunction with the
Notes to the Condensed Consolidated Financial Statements*

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

1. SUMMARY OF MATERIAL ACCOUNTING POLICIES

Statement of compliance

These interim condensed consolidated financial statements are general purpose financial statements prepared in accordance with the requirements of the *Corporations Act 2001*, applicable accounting standards including *AASB 134 Interim Financial Reporting*, Accounting Interpretations and other authoritative pronouncements of the Australian Accounting Standards Board (**AASB**). Compliance with *AASB 134* ensures compliance with *IAS 34 Interim Financial Reporting*.

The Directors have assessed the Group's ability to continue as a going concern for 12 months from the date of this report and consider it appropriate to adopt the going concern basis of accounting in preparing the half year financial statements.

The condensed consolidation financial report does not include full disclosures of the type normally included in an annual financial report. Therefore, it cannot be expected to provide as full an understanding of the financial performance, financial position and cash flows of the Group as in the full financial report.

It is recommended that this interim financial report be read in conjunction with the annual financial report for the year ended 30 June 2025 and any public announcements made by European Lithium Limited and its subsidiaries during the half-year in accordance with continuous disclosure requirements arising under the *Corporations Act 2001* and the ASX Listing Rules.

Basis of preparation

The condensed consolidated financial statements have been prepared on a historical cost basis, except for the revaluation of certain financial instruments to fair value. Cost is based on the fair value of the consideration given in exchange for assets. The company is domiciled in Australia and all amounts are presented in Australian dollars, unless otherwise noted.

For the purpose of preparing the interim financial report, the half-year has been treated as a discrete reporting period.

Adoption of new and revised standards

Standards and Interpretations applicable to 31 December 2025

In the half-year ended 31 December 2025, the Directors have reviewed all of the new and revised Standards and Interpretations issued by the *AASB* that are relevant to the Company and effective for the interim reporting periods beginning on or after 1 July 2025. As a result of this review, the Directors have applied all new and amended Standards and Interpretations that were effective as at 1 July 2025 with no material impact on the amounts or disclosures included in the financial report.

Accounting policies and methods of computation

The accounting policies and methods of computation adopted are consistent with those of the previous financial year and corresponding half-year with the exception of the below. These accounting policies are consistent with Australian Accounting Standards and with International Financial Reporting Standards.

Accounting policy Cash, cash equivalents and term deposits carried at amortised costs

Cash and cash equivalents in the Statement of Financial Position comprise cash at bank and in hand and short-term deposits with an original maturity of three months or less.

Term deposits carried at amortised cost in the statement of financial position comprise long-term deposits with a maturity of more than three months.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and Term deposits carried at amortised cost as defined above.

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

Significant accounting judgments and key estimates

The preparation of the interim financial report requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimates.

In preparing this interim financial report, the significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial report for the year ended 30 June 2025.

2. SEGMENT REPORTING

AASB 8 Operating Segments requires operating segments to be identified on the basis of internal reports that are regularly reviewed by the Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available. In the case of the Group the CODM are the executive management team and all information reported to the CODM is based on the consolidated results of the Group as one operating segment, as the Group's activities relate to mineral exploration.

As at 31 December 2025, the Group has only one reportable segment and the results are the same as the Group results.

3. OTHER INCOME

	Six months ended 31 December 2025	Six months ended 31 December 2024
	\$	\$
Bank interest revenue	486,601	416,367
Interest on long term loan (note 12)	25,089	96,603
Interest on short term loan (note 7)	27,616	-
Interest on convertible note	-	11,411
Other income	138	171,114
Realised gain on sale of listed shares (note 11)	6,515	-
Grant proceeds	-	148,672
	545,959	844,167

4. EXPENSES

	Six months ended 31 December 2025	Six months ended 31 December 2024
	\$	\$
Consulting Fees		
Taxation advisors	(284,010)	(363,662)
Company secretarial advisors	(30,500)	(30,000)
Accounting fees	(189,687)	(125,091)
Corporate advisory fees	(6,793,130)	(15,000)
General	(220,400)	(163,676)
CRML consultants	-	(1,470,910)
	(7,517,727)	(2,168,339)

5. INCOME TAX

The Group calculates the period income tax expense using the best estimate of the tax rate that would be applicable to the expected total annual earnings. The major components of income tax expense in the interim condensed consolidated statement of profit or loss are:

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

	Six months ended 31 December 2025 \$	Six months ended 31 December 2024 \$
Consolidated profit or loss		
Current income tax expense (note 14)	6,762,741	-
Deferred income tax expense relating to origination and reversal of temporary differences	40,929,582	-
Income tax expense reported in the statement of profit or loss	47,692,323	-
	Six months ended 31 December 2025 \$	Six months ended 31 December 2024 \$
Deferred tax related to items recognised in OCI during the year		
Exchange differences on translation of foreign operations	(969,779)	-
	(969,779)	-

The deferred tax liability balance of \$39,959,803 arises in relation to EUR's equity accounted investment in CRML. As a result of the deconsolidation of CRML the accounting carrying value was remeasured to fair value whilst the tax base was not remeasured. This gave rise to recognition of a temporary difference and consequent deferred tax liability.

6. CASH, CASH EQUIVALENTS AND TERM DEPOSITS CARRIED AT AMORTISED COST

	31 December 2025 \$	30 June 2025 \$
Cash at bank and in hand	85,059,162	20,021,463
Total cash and cash equivalents	85,059,162	20,021,463
Term deposit carried at amortised cost – current (a)	113,340,481	-
Total term deposits carried at amortised cost	113,340,481	-
	198,399,643	20,021,463

- (a) On 27 October 2025, the Company placed US\$74,000,000 (A\$113,340,481) in a term deposit which matures on 24 February 2026. The term deposit is classified as a current investment – term deposit carried at amortised cost given it had a maturity of 3 months or more from the date of placing the funds on deposit.

7. SHORT TERM LOAN

	31 December 2025 \$	30 June 2025 \$
Short term loan – CRML (i)	3,524,372	-
Short term loan – Moab Minerals Ltd (ii)	1,127,616	-
	4,651,988	-
	Six months to 31 December 2025 \$	Year to 30 June 2025 \$
Balance at beginning of period	-	2,274,383
Drawdown of loan (net)	4,624,372	-
Repayment of loan	-	(2,370,986)
Accrued interest (note 3)	27,616	96,603
Balance at end of period	4,651,988	-

- (i) During the year the Company advanced funds to CRML to cover certain operational expenses. As at 31 December 2025, a total of \$3,524,372 is due from CRML. The funds advanced are repayable on demand.
- (ii) On 10 July 2025, the Company entered into a loan agreement with Moab Minerals Limited (ASX: MOM) for \$500,000. The loan is unsecured and accrues interest at 10% per annum and is repayable on 11 July 2026. On 8 December 2025,

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

the Company entered into a second loan with MOM for \$600,000. The loan is unsecured and accrues interest at 10% per annum and is repayable on 4 December 2026. As at 31 December 2025, the balance owing from MOM was \$1,127,616.

8. DEFERRED EXPLORATION AND EVALUATION EXPENDITURE

	Six months to 31 December 2025	Year to 30 June 2025
	\$	\$
Balance at beginning of period	60,610,945	53,239,237
Expenditure incurred	885,594	1,877,163
Acquisition of tenements	-	13,632,279
Impairment of exploration expenditure	(273,472)	(14,496,678)
Deconsolidation of CRML (note 23)	(61,223,067)	-
Foreign exchange movement	-	6,358,944
Balance at end of period	-	60,610,945

The recoupment of costs carried forward in relation to areas of interest in the exploration and evaluation phases is dependent upon the successful development and commercial exploitation or sale of the respective areas.

During the half year ended 31 December 2025, the Company recognised impairment losses in respect of capitalised exploration and evaluation of \$273,472 (year to 30 June 2025: \$14,496,678). The impairment made during the period was recognised in respect to expenses incurred at the Leinster Lithium Project.

9. INVESTMENT IN ASSOCIATES

	31 December 2025	30 June 2025
	\$	\$
Investment in associates	1,135,381,772	1,008,716

a) Investment details

	31 December 2025	30 June 2025
	%	%
Percentage held at reporting date – EV Resources (i)	-	20.00
Percentage held at reporting date – John Wally (ii)	50.00	50.00
Percentage held at reporting date – Critical Metals Corp (iii)	43.66	-
Percentage held at reporting date – Tanbreez Mining Greenland A/S (iv)	7.50	7.50

- (i) On 11 May 2021, the Company announced that it had entered into a Collaboration Agreement with EV Resources Limited (formerly Jadar Resources Limited) (ASX: EVR) (EVR) and an agreement to acquire a 20% interest in Jadar's Austrian Lithium assets from their JV partner (Jadar Acquisition). EVR holds an 80% interest in the Austrian incorporated subsidiary EV Resources GmbH (previously Jadar Lithium GmbH), the holder of the Weinebene and Eastern Alps Projects which lies 20km to the east of the Company's Wolfsberg Project. On 29 February 2024 in accordance with the terms of the merger Transaction, the 20% interest in EV Resources GmbH was transferred from the Company to CRML. During the period the Company no longer equity accounts for EVR in line with the deconsolidation of CRML.
- (ii) The Company holds a 50% interest in the Australian incorporated entity John Wally Resources Pty Ltd (John Wally). This investment is equity accounted given the significant influence the Company has on John Wally through Mr Sage's role on the board and the interchange of management personnel.
- (iii) On 11 October 2025, the Company has no power to govern the financial and operating policies of CRML due to loss of majority control. Accordingly, the Company's investment was reclassified to an investment accounted for using the equity method on that date (note 23).
- (iv) As a result of CRML owning 42.005% in the Tanbreez Project at 31 December 2025, and the loss of majority control in CRML during the period, the Company's investment in Tanbreez Mining Greenland A/S was reclassified to an investment accounted for using the equity method.

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

b) Movement in the carrying amount of the investment in associates

	Six months to 31 December 2025	Year to 30 June 2025
	\$	\$
Balance at beginning of period	1,008,716	806,148
Cash investment	57,449	186,092
Reclassification from Investment in joint venture	10,186,486	-
Share of net losses recognised during the year	(74,253,802)	7,230
Deconsolidation of CRML (EV Resources GmbH)	(534,288)	-
Fair value of retained interest upon deconsolidation of CRML (note 23)	1,285,811,656	-
Sale of 3,030,303 shares in CRML (post deconsolidation)	(76,781,999)	-
Net gain on disposal and deemed disposals of CRML shares	16,825,850	-
Foreign exchange	(26,938,296)	9,246
Balance at end of period	1,135,381,772	1,008,716

c) Summarised financial information

Critical Metals Corp

	31 December 2025	30 June 2025
	\$	\$
Current assets	121,151,488	12,680,191
Non-current assets	278,818,375	249,409,191
Current liabilities	(162,215,775)	(98,877,584)
Non-current liabilities	(22,456,825)	(22,915,285)
Equity	215,297,262	140,296,514
Group's carrying amount of the investment	1,124,664,159	-

CRML has no capital commitments or bank guarantees on issue as at 31 December 2025.

CRML has the following contingent liabilities as at 31 December 2025:

- On 5 June 2024, the Company entered into a heads of agreement to acquire 92.5% of the issued capital of Rimbal Pty Ltd (Vendor) which is the registered holder of 92.5% of the issued capital of Tanbreez Mining Greenland A/S (Tanbreez) which holds the only exploitation permit for rare earths in Greenland (HOA). As at 31 December 2024, the CRML Group had completed the Initial Investment and Stage 1 interest and held an interest of 42.0% interest in Tanbreez. In addition, CRML's controlling entity European Lithium Limited holds a 7.5% interest in Tanbreez and consequently held a 49.5% interest in Tanbreez as at 31 December 2024. The stage 2 interest to acquire the 50.50% equity interest in Tanbreez is subject to CRML expending a minimum of US\$10 million on the permit with 2 years from execution of the HOA.
- On 6 June 2025, the Company entered into an advisor agreement with Skylong Assets Limited (Skylong). Under the terms of the agreement, Skylong are entitled to be issued 1,000,000 ordinary shares in the Company upon the consummation of project financing in respect to the execution of definitive documents to fund any portion of the Obeikan JV (Milestone 1 Advisory Shares) and will be issued a further 1,000,000 ordinary shares in the Company upon the occurrence of commercial production and the first sale and export of lithium hydroxide concentrate by the Obeikan JV (Milestone 2 Advisory Shares). Upon the achievement of Milestone 1 Advisory Shares, Skylong will also be entitled to receive 1,000,000 warrants which are exercisable at \$11.50 each on or before 3 years following the date of issue.
- On 31 May 2025, the Company entered into a consulting agreement with Director Mike Ryan. Under the terms of the agreement, Michael Ryan is entitled to a payment of 3% of the value of the aware capped at \$250,000 for the aware of a defence appropriations program related grant on or before 30 June 2027 (Milestone A), a payment of \$250,000 upon the execution of a formal agreement of a suitably substantive and strategic nature on or before 30 June 2027 (Milestone B) and a net production royalty to be calculated at 2% of the Company's first 12 months of net revenue derived specifically from an individual offtake agreement, with the percentage to drop to 1% of the second 12 months net revenue derived specifically from the same offtake agreement in relation to the Tanbreez Project on or before 30 June 2027.
- The Company has provided bank guarantees to the value of €20,000 in respect of any unrepaired damage to property at the Wolfsberg project.

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

	Six months to 31 December 2025	Year to 30 June 2025
	\$	\$
Revenue and other income	849,635	855,645
Depreciation	(9,359)	(17,169)
(Loss) before tax	(180,122,365)	(79,168,851)
Income tax expense	-	-
(Loss) for the period	(180,122,365)	(79,168,851)
Total comprehensive (loss) for the period	(180,122,365)	(79,168,851)
Group's share of (loss) for the period	(78,641,425)	-

d) Impairment assessment

The carrying amount of the investments in associates was assessed for impairment at 31 December 2025. As at 31 December 2025, the fair value of the shares held by EUR in CRML was \$550,761,132 based on the CRML share price at this date. Subsequent to the year end on 23 January 2026, the CRML share price increased to US\$20.74 per share, resulting in the fair value of the shares held by EUR in CRML being \$1,645,934,566 as at this date. EUR's directors and management have assessed that because CRML is not experiencing financial difficulty, CRML's exploration and evaluation projects and investment in the Tanbreez project is progressing favorably, and CRML's share price experiences significant volatility and the fall in CRML's share price at 31 December 2025 reversed in January 2026, it is not appropriate to impair EUR's investment in CRML at 31 December 2025.

10. INVESTMENT IN JOINT VENTURE

	31 December 2025	30 June 2025
	\$	\$
Shares in Tanbreez Mining Greenland A/S	-	174,801,266
Investment in joint venture accounted for using the equity method	-	174,801,266

a) Movements in the carrying amount of the investment in joint venture

	Six months to 31 December 2025	Year to 30 June 2025
	\$	\$
Balance at beginning of year	174,801,266	17,681,136
Purchase of shares in Tanbreez Mining Greenland A/S	-	147,816,344
Cash investments	6,074,372	3,144,054
Invoices paid by CRML on behalf of JV	-	4,951,794
Share of profits recognised during the year	-	1,084,608
Foreign exchange	-	123,330
Deconsolidation of CRML (note 23)	(170,689,152)	-
Reclassification to investment in associate (note 9)	(10,186,486)	-
Financial assets at fair value through profit or loss at end of period	-	174,801,266

11. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	31 December 2025	30 June 2025
	\$	\$
Shares in Iron Bear Resources Limited (ASX: IBR)	2,952,314	5,464,729
Shares in CuFe Limited (ASX: CUF)	8,913,696	90,000
Shares in Moab Minerals Limited (ASX: MOM)	1,074,293	166,666
Shares in Pan African Niger Limited	3,053,940	-
Financial assets at fair value through profit or loss at end of period	15,994,243	5,721,395

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

	Six months to 31 December 2025	Year to 30 June 2025
	\$	\$
Balance at beginning of period	5,721,395	1,390,256
Purchase of listed investments	6,580,192	1,092,808
Sale of listed investments	(2,670,666)	(377,218)
Participation in capital raising – Pan African Niger Limited	3,053,940	-
Gain in fair value from revaluation of unlisted investments	3,302,867	3,254,138
Realised gain on sale of listed investments	6,515	-
Conversion of convertible note into equity	-	361,411
Financial assets at fair value through profit or loss at end of year	<u>15,994,243</u>	<u>5,721,395</u>

12. LONG TERM LOAN

	31 December 2025	30 June 2025
	\$	\$
Long term loan – Tanbreez Mining Greenland A/S (i)	<u>1,125,089</u>	<u>-</u>
	1,125,089	-

	Six months to 31 December 2025	Year to 30 June 2025
	\$	\$
Balance at beginning of period	-	-
Drawdown of loan	1,100,000	-
Accrued interest (note 3)	25,089	-
Balance at end of period	<u>1,125,089</u>	<u>-</u>

- (i) On 11 September 2025, the Company entered into a loan agreement with Tanbreez Mining Greenland A/S for \$1,100,000. The loan is secured and accrues interest at 7.5% per annum and is repayable on 11 September 2030.

13. TRADE AND OTHER PAYABLES

	31 December 2025	30 June 2025
	\$	\$
Trade payables	255,320	4,484,499
Other payables	45,535	47,651
Accruals	282,918	15,044,885
Application funds received for new options to be refunded	20,152	-
Short term debt payable (i)	1,971,932	-
Excise tax payable	-	2,253,962
GEM commitment Fee Put Amount payable	-	5,966,763
	<u>2,575,857</u>	<u>27,797,760</u>

- (i) During the period, debts held by European Lithium Ukraine LLC were converted from a short-term loan. The payables are interest free and have repayment dates ranging from June 2026 through to August 2026. As part of the European Lithium Ukraine Acquisition, Millstone provided the Company with an indemnity against the fair value of the take on balances of European Lithium Ukraine, including the short term loans payable with a value of \$1,714,192 which has been accounted for as an indemnity asset in accordance with the Group's accounting policies.

14. PROVISIONS

	31 December 2025	30 June 2025
	\$	\$
Employee entitlements	-	16,001
Interest and penalties on taxes	-	25,900
Provision for income tax payable on sale of CRML shares (note 5)	6,762,741	-
	<u>6,762,741</u>	<u>41,901</u>

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

15. SHORT TERM LOAN

	31 December 2025	30 June 2025
	\$	\$
Loan with external parties	-	1,901,697
	-	1,901,697
	Six months to	Year to
	31 December 2025	30 June 2025
	\$	\$
Balance at beginning of period	1,901,710	1,886,959
Acquisition European Lithium Ukraine	-	-
Drawdown on loans	106,521	124,567
Loan discounting	21,304	(22,079)
Interest on loans	11,443	(312)
Foreign exchange	(69,040)	(87,438)
Conversion of loans into short term debt (note 13)	(1,971,932)	-
Balance at end of period	-	1,901,697

16. WARRANTS LIABILITY

	Six months to	Year to
	31 December 2025	30 June 2025
	\$	\$
Balance at beginning of year	62,452,403	56,755,581
Issue of unlisted warrants by CRML	-	4,738,354
Gain/(loss) on fair value of warrants	-	(76,534)
Deconsolidation of CRML (note 23)	(62,452,403)	-
Foreign exchange	-	1,035,002
Balance at end of year	-	62,452,403

17. OFFTAKE PREPAYMENT

	Six months to	Year to
	31 December 2025	30 June 2025
	\$	\$
Bank guarantee issued against offtake prepayment	-	22,893,600
	-	22,893,600
	Six months to	Year to
	31 December 2025	30 June 2025
	\$	\$
Balance at beginning of year	22,893,600	22,483,950
Deconsolidation of CRML (note 23)	(22,893,600)	-
Foreign exchange	-	409,650
Balance at end of year	-	22,893,600

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

18. ISSUED CAPITAL

a) Ordinary shares

	Six months to 31 December 2025		Year to 30 June 2025	
	No of Shares	\$	No of Shares	\$
Total issued capital	1,445,181,464	153,136,087	1,398,122,640	151,356,087
Share buyback	-	(4,431,075)	-	-
Issue of shares – Placement	-	-	47,058,824	2,000,000
Issue of shares – Supplier	1,325,687	183,180	-	-
Issue of shares – Exercise of unlisted options – cash	220,344,611	17,800,022	-	-
Conversion of performance rights - Directors (note 20(b))	45,000,000	-	-	-
Conversion of performance rights – Consultants	5,000,000	-	-	-
Deconsolidation of CRML	-	(65,173,681)	-	-
Capital raising costs – options issued to corporate advisor	-	-	-	(100,000)
Capital raising costs – cash	-	-	-	(120,000)
Balance at end of period	<u>1,716,851,762</u>	<u>101,514,533</u>	<u>1,445,181,464</u>	<u>153,136,087</u>

Terms and conditions of contributed equity

Fully paid ordinary shares have the right to receive dividends as declared and, in the event of winding up the Company, to participate in the proceeds from sale of all surplus assets in proportion to the number of paid up shares held. Fully paid ordinary shares entitle their holder to one vote, either in person or by proxy, at any shareholders' meeting of the Company.

Dividends

No dividends were paid, declared or recommended for payment during the half year ended 31 December 2025.

b) Options and Performance Rights

At 31 December 2025, the unissued ordinary shares of the Company under option and performance rights are as follows:

Options

Date of Expiry	Status	Exercise Price	Number
30/04/2027	Listed	10.0 cents	260,554,324
26/06/2026	Unlisted	12.0 cents	4,000,000
31/12/2026	Unlisted	8.0 cents	4,650,282
			<u>269,204,606</u>

Performance Rights

Date of Expiry	Status	Exercise Price	Number
31/12/2026	Unlisted	0.00 cents	45,000,000
31/12/2027	Unlisted	0.00 cents	90,000,000
31/12/2028	Unlisted	0.00 cents	90,000,000
31/12/2029	Unlisted	0.00 cents	45,000,000
25/11/2028	Unlisted	0.00 cents	30,000,000
			<u>300,000,000</u>

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

19. RESERVES

	31 December 2025	30 June 2025
	\$	\$
Share-based payment reserve	23,327,549	188,131,583
Foreign currency translation reserve	(25,757,991)	2,660,807
NASDAQ listing reserve	-	68,406,502
	<u>(2,340,442)</u>	<u>259,198,892</u>
	Six months to	Year to
	31 December 2025	30 June 2025
	\$	\$
<i>Share-based payments reserve</i>		
Balance at beginning of period	188,131,583	16,850,958
Listed Options		
Issue of listed options (\$0.10 each expiring 30 April 2027)	-	356,837
Issue of listed options (\$0.08 each expiring 14 November 2025)	98,617	100,000
Issue of listed options to corporate advisors	2,248,500	-
Performance Rights		
Issue of performance rights – Directors (note 20)	2,402,266	70,050
Issue of performance rights – Consultant (note 20)	104,550	-
CRML Issues		
Issue of CRML shares for TM1 acquisition	-	12,339,524
Issue of shares for Tanbreez acquisition	-	135,582,284
Other issue of shares and RSU's by CRML	46,870,189	22,831,930
Deconsolidation of CRML	(216,528,156)	-
Balance at end of period	<u>23,327,549</u>	<u>188,131,583</u>
	Six months to	Year to
	31 December 2025	30 June 2025
	\$	\$
<i>Foreign currency translation reserve</i>		
Balance at beginning of period	2,660,807	927,195
Foreign currency exchange differences arising on translation of foreign operations	(28,418,798)	1,733,612
Balance at end of period	<u>(25,757,991)</u>	<u>2,660,807</u>
	Six months to	Year to
	31 December 2025	30 June 2025
	\$	\$
<i>Nasdaq listing reserve</i>		
Balance at beginning of period	68,406,502	68,406,502
Deconsolidation of CRML	(68,406,502)	-
Balance at end of period	<u>-</u>	<u>68,406,502</u>

20. SHARE-BASED PAYMENTS

	31 December 2025	31 December 2024
	\$	\$
Director Performance Rights (a)	795,766	49,418
Director Performance Rights (b)	1,606,500	-
Consultants Performance Rights (c)	104,550	-
Issue of 35,000,000 listed options to consultants (d)	770,000	-
Issue of 40,000,000 listed options to consultants (d)	960,000	-
Issue of 6,100,000 listed options to consultants (d)	518,500	-
CRML share based payments	-	27,120,846
	<u>4,755,316</u>	<u>27,170,264</u>

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
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a) Performance Rights to Directors

On 3 December 2025, the Company issued performance rights to Okewood Pty Ltd (a related party of Tony Sage) (120,000,000), Pixsell Pty Ltd ATFT Pixsell Unit Trust (a company in which Malcolm Day is a Director) (90,000,000), Michael Carter (30,000,000) and Mykhailo Zhernov (30,000,000) (**Performance Rights**) in consideration for Director services following receipt of shareholder approval at the AGM held on 26 November 2025. The Performance Rights vest as follows:

- Tranche A - 45,000,000 vest upon the Company's volume weighted average price of shares (VWAP) exceeding \$0.50 for 20 consecutive trading days
- Tranche B - 45,000,000 vest upon the Company's VWAP exceeding \$0.60 for 20 consecutive trading days
- Tranche C - 45,000,000 vest upon the Company's VWAP exceeding \$0.70 for 20 consecutive trading days
- Tranche D - 45,000,000 vest upon the Company's VWAP exceeding \$0.80 for 20 consecutive trading days
- Tranche E - 45,000,000 vest upon the Company's VWAP exceeding \$0.90 for 20 consecutive trading days
- Tranche F - 45,000,000 vest upon the Company's VWAP exceeding \$1.00 for 20 consecutive trading days

An external valuation of the Performance Rights was obtained for which a prorated amount of \$795,766 has been included in the accounts at 31 December 2025 to reflect the rendering of services in the year ended 31 December 2025.

	Number of Performance Rights	Grant date	Expiry Date	Fair value at grant date \$ per right	Vesting conditions
Antony Sage	20,000,000	26 November 2025	31 December 2026	\$0.0571	Tranche A
	20,000,000	26 November 2025	31 December 2027	\$0.0734	Tranche B
	20,000,000	26 November 2025	31 December 2027	\$0.0628	Tranche C
	20,000,000	26 November 2025	31 December 2028	\$0.0746	Tranche D
	20,000,000	26 November 2025	31 December 2028	\$0.0677	Tranche E
	20,000,000	26 November 2025	31 December 2029	\$0.0838	Tranche F
Malcolm Day	15,000,000	26 November 2025	31 December 2026	\$0.0571	Tranche A
	15,000,000	26 November 2025	31 December 2027	\$0.0734	Tranche B
	15,000,000	26 November 2025	31 December 2027	\$0.0628	Tranche C
	15,000,000	26 November 2025	31 December 2028	\$0.0746	Tranche D
	15,000,000	26 November 2025	31 December 2028	\$0.0677	Tranche E
	15,000,000	26 November 2025	31 December 2029	\$0.0838	Tranche F
Michael Carter	5,000,000	26 November 2025	31 December 2026	\$0.0571	Tranche A
	5,000,000	26 November 2025	31 December 2027	\$0.0734	Tranche B
	5,000,000	26 November 2025	31 December 2027	\$0.0628	Tranche C
	5,000,000	26 November 2025	31 December 2028	\$0.0746	Tranche D
	5,000,000	26 November 2025	31 December 2028	\$0.0677	Tranche E
	5,000,000	26 November 2025	31 December 2029	\$0.0838	Tranche F
Mykhailo Zhernov	5,000,000	26 November 2025	31 December 2026	\$0.0571	Tranche A
	5,000,000	26 November 2025	31 December 2027	\$0.0734	Tranche B
	5,000,000	26 November 2025	31 December 2027	\$0.0628	Tranche C
	5,000,000	26 November 2025	31 December 2028	\$0.0746	Tranche D
	5,000,000	26 November 2025	31 December 2028	\$0.0677	Tranche E
	5,000,000	26 November 2025	31 December 2029	\$0.0838	Tranche F

The fair value of the performance rights was determined using the Monte Carlo Simulation Methodology (MCSM), taking into account the terms and conditions upon which the performance rights were granted. The following table lists the input to the model for the performance rights:

	Tranche A	Tranche B	Tranche C	Tranche D	Tranche E	Tranche F
Dividend yield (%)	Nil	Nil	Nil	Nil	Nil	Nil
Expected volatility (%)	90%	80%	80%	75%	75%	75%
Risk free interest rate (%)	3.748%	3.824%	3.824%	3.899%	3.899%	3.984%
Exercise price (\$)	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Marketability discount (%)	Nil	Nil	Nil	Nil	Nil	Nil
Expected life of options (years)	1.10 years	2.10 years	2.10 years	3.10 years	3.10 years	4.10 years
Share price at grant date (\$)	\$0.17	\$0.17	\$0.17	\$0.17	\$0.17	\$0.17
Value per option (\$)	\$0.0571	\$0.0734	\$0.0628	\$0.0746	\$0.0677	\$0.0838

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
FOR THE HALF YEAR ENDED 31 DECEMBER 2025**

b) Performance Rights to Directors

On 6 August 2025, the Company issued performance rights to Okewood Pty Ltd (a related party of Tony Sage) (20,000,000), Pixsell Pty Ltd ATFT Pixsell Unit Trust (a company in which Malcolm Day is a Director) (15,000,000), Michael Carter (5,000,000) and Mykhailo Zhernov (5,000,000) (Performance Rights) in consideration for Director services following receipt of shareholder approval at the GM held on 4 August 2025. The Performance Rights vest upon the Company's market capitalisation exceeding \$200m for 5 consecutive trading days (based on the volume average weighted price of shares for each trading day during that period). An external valuation of the Performance Rights was obtained for which a prorated amount of \$1,606,500 has been included in the accounts at 31 December 2025 to reflect the rendering of services in the year ended 31 December 2025.

	Number of Performance Rights	Grant date	Expiry Date	Fair value at grant date \$ per right	Vesting conditions
Antony Sage	20,000,000	4 August 2025	31 March 2026	\$0.0357	Tranche A
Malcolm Day	15,000,000	4 August 2025	31 March 2026	\$0.0357	Tranche A
Michael Carter	5,000,000	4 August 2025	31 March 2026	\$0.0357	Tranche A
Mykhailo Zhernov	5,000,000	4 August 2025	31 March 2026	\$0.0357	Tranche A

The fair value of the performance rights was determined using the Monte Carlo Simulation Methodology (MCSM), taking into account the terms and conditions upon which the performance rights were granted. The following table lists the input to the model for the performance rights:

	Antony Sage Tranche A	Malcolm Day Tranche A	Michael Carter Tranche A	Mykhailo Zhernov Tranche A
Dividend yield (%)	Nil	Nil	Nil	Nil
Expected volatility (%)	90%	90%	90%	90%
Risk free interest rate (%)	3.523%	3.523%	3.523%	3.523%
Exercise price (\$)	\$0.00	\$0.00	\$0.00	\$0.00
Marketability discount (%)	Nil	Nil	Nil	Nil
Expected life of options (years)	0.66 years	0.66 years	0.66 years	0.66 years
Share price at grant date (\$)	\$0.078	\$0.078	\$0.078	\$0.078
Value per option (\$)	\$0.0357	\$0.0357	\$0.0357	\$0.0357

The vesting condition was satisfied during the period and the Company issued 45,000,000 fully paid shares on 13 October 2025 upon the vesting of the performance rights.

c) Performance Rights to Consultant

On 6 August 2025, the Company issued 35,000,000 performance rights to a consultant of the company for services provided. The Performance Rights vest as follows:

- Tranche A - 5,000,000 vest upon the Company's Share price being \$0.10 or above for 2 consecutive trading days (based on the volume average weighted price of Shares for each trading day during that period) on or before 25 November 2026
- Tranche B – 30,000,000 vest upon completion of a positive pre-feasibility study demonstrating a minimum net present value of at least A\$250,000,000 (at 8%) with a minimum resource target of 20,000,000 tonnes of at least 1% lithium oxide on or before 25 November 2028.

An external valuation of the Performance Rights was obtained for which a prorated amount of \$104,550 has been included in the accounts at 31 December 2025 to reflect the rendering of services in the year ended 31 December 2025 in respect to Tranche A. As at 31 December 2025, due to the uncertainty in achieving the milestone associated with Tranche B, no value has been recorded in the financial report.

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	Number of Performance Rights	Grant date	Expiry Date	Fair value at grant date \$ per right	Vesting conditions
Consultant	5,000,000	6 August 2025	25 November 2026	\$0.0668	Tranche A
Consultant	30,000,000	6 August 2025	25 November 2028	N/A	Tranche B

The fair value of the performance rights was determined using the Monte Carlo Simulation Methodology (MCSM), taking into account the terms and conditions upon which the performance rights were granted. The following table lists the input to the model for the performance rights:

	<u>Tranche A</u>
Dividend yield (%)	Nil
Expected volatility (%)	85%
Risk free interest rate (%)	3.429%
Exercise price (\$)	\$0.00
Marketability discount (%)	Nil
Expected life of options (years)	1.31 years
Share price at grant date (\$)	\$0.078
Value per option (\$)	\$0.0668

d) Options to Consultant

On 19 August 2025, the Company issued 35,000,000 listed options which are exercisable at \$0.08 each on or before 14 November 2025 to consultants of the Company. The listed options were valued at \$0.022 per listed option being the last trading price before the date of issue.

On 19 August 2025, the Company issued 40,000,000 listed options which are exercisable at \$0.10 each on or before 30 April 2027 to consultants of the Company. The listed options were valued at \$0.024 per listed option being the last trading price before the date of issue.

On 19 November 2025, the Company issued 6,100,000 listed options which are exercisable at \$0.10 each on or before 30 April 2027 to consultants of the Company. The listed options were valued at \$0.085 per listed option being the last trading price before the date of issue.

21. BASIC AND DILUTED PROFIT/(LOSS) PER SHARE

	Six months ended 31 December 2025 \$	Six months ended 31 December 2024 \$
Profit/(loss) used in the calculation of basic and dilutive loss per share	1,145,741,745	(26,306,756)
	Six months to 31 December 2025 Cents per share	Six months to 31 December 2024 Cents per share
<i>Profit/(Loss) per share:</i>		
Basic profit/(loss) per share (cents per share)	74.50	(1.87)
Diluted profit/(loss) per share (cents per share)	54.38	(1.87)
	31 December 2025 Number	31 December 2024 Number
Weighted average number of shares:	1,537,880,695	1,403,749,239

22. CORRECTION OF PRIOR PERIOD ERROR – FAIR VALUE MEASUREMENT OF WARRANT LIABILITY

During the year ended 30 June 2025, management identified a prior period error relating to the fair value measurement of a warrant liability. The error arose due to the incorrect application of the valuation methodology, specifically the implied share

**NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
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price at issue date of the 350,000 warrants issued by CRML to Polar and the 1,000,000 additional warrants issued by CRML to Empery. The warrants have been revalued taking into consideration the publicly listed warrants of CRML (NASDAQ: CRMLW) which contained some similar terms to those warrants issued to Polar and Empery, which resulted in an overstatement of the warrant liability.

In accordance with AASB 108 Accounting Policies, Changes in Accounting Estimates and Errors, the error has been corrected retrospectively. Comparative figures have been restated as if the correct fair value measurement had been applied in the prior period.

The impact of the correction on the financial statements at 31 December 2025 is as follows:

Statement of Changes in Equity (Extract)

	As previously reported	Adjustment	Restated
	\$	\$	\$
Accumulated losses	(246,321,472)	5,638,288	(240,683,184)
Share based payment reserve	166,507,101	(1,045,634)	165,461,467
Foreign currency translation reserve	(11,095,476)	127,097	(10,968,379)
Nasdaq listing reserve	68,958,366	(551,864)	68,406,502
Non controlling interest	30,597,459	1,448,543	32,046,002
Total equity	161,782,065	5,616,430	167,398,495

Statement of Profit or Loss and Other Comprehensive Income (Extract)

	As previously reported	Adjustment	Restated
	\$	\$	\$
Gain/(loss) on fair value of warrants	9,303,811	(6,897,474)	2,406,337
Loss before income tax	(19,409,282)	(6,897,474)	(26,306,756)
Loss after income tax	(19,409,282)	(6,897,474)	(26,306,756)
Basic loss per share	(1.38)	(0.49)	(1.87)

The correction did not impact the cash flows of the entity for the prior period.

23. DECONSOLIDATION OF CRML

On 11 October 2025, the Company no longer had the power to govern the financial and operating policies of CRML. Accordingly, the Company's investment was deconsolidated and reclassified to an investment accounted for using the equity method on that date.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Details of net assets deconsolidated on loss of control	11 October 2025
	\$
<u>Fair value of CRML net assets/(liabilities)</u>	
Cash and cash equivalents	50,229,091
Trade and other receivables	73,096
Prepaid expenses	1,469,620
Property, plant and equipment	3,076
Deferred exploration and evaluation expenditure	61,223,067
Restricted cash and other deposits	23,611,204
Investment in joint venture	170,689,152
Investment in associate	534,289
Right of use asset	34,898
Trade and other payables	(34,197,233)
Provisions	(41,901)
Lease liability	(18,116)
Short term loan payable	(8,618,599)
Warrants liability	(62,452,403)
Offtake prepayment	(22,893,600)
Lease liability	(21,685)
	179,623,956
Share of CRML net loss for the period to deconsolidation	(15,702,750)
CRML's net assets/(liabilities) at date of deconsolidation	163,921,206

Gain on deconsolidation of subsidiary

	11 October 2025
	\$
Fair value of retained interest held in CRML at 11 October 2025 (i)	1,285,811,656
Less non-controlling interest share of net assets deconsolidated	(86,389,146)
Cash received for sale of 3,850,000 shares in CRML at the time of deconsolidation of CRML	76,080,505
Gain recognised on deconsolidation of subsidiary to members of the parent entity	1,275,503,015

(i) The fair value of retained interest held in CRML at 11 October 2025, being the deconsolidation date, has been calculated based on the number of shares held in CRML as at this date (being 56,066,641) at CRML's share price on this date (being US\$14.98 per share) with the applicable foreign exchange rate applied.

Cashflow impact of deconsolidation

CRML had a cash balance of \$50,229,091 as at 11 October 2025. As a result of the deconsolidation of CRML, the Company derecognized \$50,229,091 in cash and cash equivalents in its Condensed Consolidated Statement of Financial Position. This impact is shown as an outflow of cash in Condensed Consolidated Statement of Cash Flows under the category Cash Flows from Investing Activities.

Non-cash investment activities impact of deconsolidation

During the period, EUR received cash proceeds of \$192,440,216 from the sale of shares it held in CRML. This amount is shown as an inflow of cash in the Condensed Consolidated Statement of Cash Flows under the category Cash Flows from Investing Activities.

	\$
Cash received for sale of 4,000,000 shares in CRML prior to deconsolidation	36,934,198
Cash received for sale of 3,850,000 shares in CRML at deconsolidation of CRML (note 22)	76,080,505
Sale of 3,030,303 shares in CRML (post deconsolidation) (note 8)	76,781,999
Foreign exchange	2,643,514
Cash received during the period resulting from the sale of CRML shares	192,440,216

Reclassification of investment

The Company's 43.66% equity interest in CRML was reclassified to an Investment in associated in the Condensed Consolidated

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Statement of Financial Position accounted for using the equity method on 11 October 2025 (note 9). The share of net losses of CRML included in the current period's condensed consolidated statement of profit or loss and other comprehensive income is \$74,253,802.

24. RELATED PARTY TRANSACTIONS

During the period, the Company sold 10,880,303 shares it held in CRML to raise funds of \$189,796,702.

On 10 July 2025, the Company entered into a loan agreement with Moab Minerals Limited (ASX: MOM) for \$500,000. The loan is unsecured and accrues interest at 10% per annum and is repayable on 11 July 2026. On 8 December 2025, the Company entered into a second loan with MOM for \$600,000. The loan is unsecured and accrues interest at 10% per annum and is repayable on 4 December 2026. During the period, the Company purchased 50,430,936 shares in MOM for a net consideration of \$102k and participated in a placement undertaken by MOM for an amount of \$141,000. Mr Malcolm Day is a director of MOM.

On 28 November 2025, the Company entered into a private equity subscription agreement with Pan African Niger Limited (PANL) for the issue of 25,420,682 shares for a total subscription price of US\$2,000,000 (A\$3,053,940). Mr Tony Sage has a shareholding in PANL.

During the period, the Company purchased 279,456,543 shares in CuFe Limited (ASX: CUF) for a net consideration of \$6,208k and 4,000,000 options in CUF (ASX: CUFO) for a new consideration of \$80k. Mr Tony Sage is Executive Chairman of CUF.

Up until the 21 October 2025 when Mr Tony Sage ceased being the Non-Executive Chairman of Iron Bear Resources Limited (formerly Cyclone Metals Ltd) (ASX: IBR), the Company sold 8,300,000 shares in CLE for a net consideration of \$502k.

On 3 December 2025, the Company issued performance rights to Okewood Pty Ltd (a related party of Tony Sage) (120,000,000), Pixsell Pty Ltd ATFT Pixsell Unit Trust (a company in which Malcolm Day is a Director) (90,000,000), Michael Carter (30,000,000) and Mykhailo Zhernov (30,000,000) (**Performance Rights**) in consideration for Director services following receipt of shareholder approval at the AGM held on 26 November 2025. Refer to note 19 for details.

On 6 August 2025, the Company issued performance rights to Okewood Pty Ltd (a related party of Tony Sage) (20,000,000), Pixsell Pty Ltd ATFT Pixsell Unit Trust (a company in which Malcolm Day is a Director) (15,000,000), Michael Carter (5,000,000) and Mykhailo Zhernov (5,000,000) (Performance Rights) in consideration for Director services following receipt of shareholder approval at the GM held on 4 August 2025. Refer to note 19 for details.

During the period European Lithium Ukraine LLC extinguished loans with Finance Elite Company LLC. Of the amount extinguished, an amount of 53,326,281 UAH (A\$1,871,832) was acquired by director Mykhailo Zhernov with this amount forming part of the balance under other payables (note 13). This balance is interest free with a repayment date of 2 July 2026 which can be extended by mutual agreement between the parties and forms part of the indemnification asset provided by Millstone as part of the acquisition of European Lithium Ukraine LLC (note 13).

During the period, European Lithium Ukraine LLC purchased and sold shares in JSC KIF Sirius, an investment fund controlled by director Mykhailo Zhernov, which resulted in a profit on the sale of shares of UAH 2,669,000 (A\$93,686).

Related party transaction of CRML whilst it was a controlled entity:

On 5 June 2024, CRML entered into a heads of agreement (HOA) to acquire 92.5% of the issued capital of Tanbreez Mining Greenland A/S (Tanbreez) from Rimbal Pty Ltd (Rimbal). On 23 July 2024, CRML issued 8,395,523 shares for the completion of stage 1 interest in Tanbreez. On 28 April 2025, CRML issued Rimbal an additional 5,000,000 shares at an issue price of US\$1.37 per share equating to a deemed value of US\$6,850,000. Given the ongoing relationship with Rimbal as its business joint venture partner in respect to Tanbreez, and noting the potential impact on CRML's share trading price in the event Rimbal were to divest all or some of its shares issued to them, the Company expressed an interest in taking measures for Rimbal to source alternative financing solutions. Subsequently, Rimbal secured supplementary financing of US\$5.2m via Red Dragon LLC under specific terms and conditions defined separately, which included pledging a certain portion of shares held by Rimbal. Separately, Okewood Pty Ltd, a related entity to Tony Sage, entered into an interest free loan arrangement with Rimbal for an amount of US\$4.5m. An amount of \$313,931 of certain costs associated with the financing with Red Dragon LLC have been paid by CRML.

25. CONTINGENT LIABILITIES

Following the deconsolidation of CRML on 11 October 2025, the Group's contingent liabilities as at 31 December 2025 are set out below.

On 1 August 2022, the Company entered into an agreement with Wombat Resources Pty Ltd (Wombat) to purchase all of Wombat's legal and beneficial interests in E47/4144 which includes a royalty of 1% from all revenue from the sale of any minerals mined from E47/4144 and 15% of any sale proceeds on the sale of E47/4144. On 17 July 2023, Wombat assigned the interest in the royalty to Hill 50 Gold mines Pty Ltd.

The Company previously completed the acquisition of 100% of the issued share capital and voting rights of European Lithium Ukraine LLC (European Lithium Ukraine) a Ukraine incorporated company that is applying (through either court proceedings, public auction and/or production sharing agreement with the Ukraine Government) for 20-year special permits for the extraction and production of lithium at the Shevchenkivske project and Dobra Project in Ukraine from Millstone and Company Global DW LLC (Millstone) (European Lithium Ukraine Acquisition). No consideration was paid at closing for the European Lithium Ukraine Acquisition however there is deferred consideration which is contingent upon, amongst other things, shareholder approval and grant and exploration commencing at the Shevchenkivske project and Dobra Project. On 27 December 2025 the Company entered into a letter agreement with Millstone to extend the end date in respect to a transaction associated with the Shevchenkivske project and Dobra Project to 31 December 2027.

26. COMMITMENTS

Following the deconsolidation of CRML on 11 October 2025, the Group's commitments as at 31 December 2025 are set out below.

The Group has minimum expenditure requirements in relation to its exploration and mining licences at its Australian held and Irish held tenements totalling \$1,266,577.

27. EVENTS SUBSEQUENT TO REPORTING DATE

On 19 January 2026, the Company issued 17,500,000 fully paid ordinary shares upon the exercise of listed options (\$0.10 each expiring 30 April 2027)

On 21 January 2026, the Company sold 5,000,000 shares it held in CRML for net proceeds of US\$83,100,000.

On 27 January 2026, the Company issued 4,996,662 fully paid ordinary shares upon the exercise of 4,300,000 listed options (\$0.10 each expiring 30 April 2027) and 696,662 unlisted options (\$0.08 each expiring 31 December 2026).

On 27 January 2026, the Company announced that it had entered into a binding agreement to acquire 100% of Velta Holding (Velta), a US-based titanium company with manufacturing and mining assets located in Ukraine. Under the terms of the agreement, the Company will acquire 100% of the issued capital of Velta for total consideration of approximately 173 million fully paid shares in the Company, subject to the completion of final due diligence and satisfaction of customary conditions precedent.

On 5 February 2026, the Company sold 2,500,000 shares it held in CRML to raise net proceeds of US\$32,062,500.

On 5 February 2026, the Company advanced funds of US\$5,000,000 to Velta. The funds were advanced under a loan agreement and bear interest at 10% per annum and is secured over the assets of Velta. The loan is repayable the earlier of 1 March 2027, the occurrence of a mandatory repayment event of 10 business days following the completion of Velta pursuant to the binding agreement entered into and announced on 27 January 2026.

On 10 February 2026, the Company issued 253,787 fully paid ordinary shares in the Company upon the exercise of unlisted options (\$0.08 each expiring 31 December 2026).

On 20 February 2026, the Company issued 9,000,000 listed options (\$0.10 each expiring 30 April 2027) to an advisor of the Company.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

On February 26, 2026, the Company provided its subsidiary, European Lithium Ukraine LLC, with US\$21,000,000 in funds to participate in the debt repurchase auction in connection with the acquisition of Velta (see ASX announcement dated January 27, 2026). European Lithium Ukraine LLC is in the process of finalizing the debt repurchase agreements.

No other matters or circumstances have arisen since the end of the half-year which significantly affected or may significantly affect the operations of the Group, the results of those operations, or the state of affairs in future financial years.

28. FINANCIAL INSTRUMENTS

Set out below is an overview of financial instruments, other than cash and short-term deposits, held by the Group as at 31 December 2025:

	At amortised cost	Fair value	
		Through profit or loss	Through other comprehensive income
	\$	\$	\$
Financial assets			
Trade and other receivables	259,467	-	-
Short term loan receivable	4,651,988		
Convertible note	-	273,038	-
Total current	4,911,455	273,038	-
Financial assets at fair value through profit or loss	-	15,994,243	-
Long term loan receivable	1,125,089		
Total non-current	1,125,089	15,994,243	-
Total assets	6,036,544	16,267,281	-
Financial liabilities			
Trade and other payables	603,925	-	-
Short term loan payable	1,971,932	-	-
Lease liability	17,233	-	-
Total current	2,593,090	-	-
Lease liability	1,474	-	-
Total non-current	1,474	-	-
Total liabilities	2,594,564	-	-

The Directors consider that the carrying amounts of current receivables, current payables and current borrowings are a reasonable approximation of their fair values.

DIRECTORS' DECLARATION

In the opinion of the Directors of European Lithium Limited ('the Company'):

1. The attached financial statements and notes thereto are in accordance with the *Corporations Act 2001* including:
 - a. complying with Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements; and
 - b. giving a true and fair view of the Group's financial position as at 31 December 2025 and of its performance for the half-year then ended; and
2. There are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is signed in accordance with a resolution of the Board of Directors made pursuant to s.303(5) of the *Corporations Act 2001*.



Antony Sage
Executive Chairman

16 March 2026

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF EUROPEAN LITHIUM LIMITED

Report on the Half-Year Financial Report

Conclusion

We have reviewed the half-year financial report of European Lithium Limited (the Company and its subsidiaries (the Group)) which comprises the consolidated statement of financial position as at 31 December 2025, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half-year ended on that date, material accounting policy information and other explanatory information, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the accompanying half-year financial report of European Lithium Limited does not comply with the *Corporations Act 2001*, including:

- a. giving a true and fair view of the Group's financial position as at 31 December 2025 and of its performance for the half-year ended on that date, and
- b. complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional & Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

Responsibility of the Directors' for the Financial Report

The directors of European Lithium Limited are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's Responsibilities for the Review of the Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Group's financial position as at 31 December 2025 and its performance for the half-year ended on that date and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

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A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



SW Audit

Chartered Accountants



Matthew Hingeley
Partner

Perth, 16 March 2026