Brazilian Critical Minerals Limited

ABN 82 089 221 634

Annual Report - 30 June 2026

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Stock exchange listing	Brazilian Critical Minerals Limited shares are listed on the Australian Securities Exchange (ASX code: BCM)
Website	www.braziliancriticalminerals.com

Contents

REVIEW OF OPERATIONS

Overview

Brazilian Critical Minerals Limited (‘BCM’ or the ‘Company’) is a mineral exploration and development company, focused on the Ema Rare Earth Elements (‘REE’) Project (‘Ema’ or ‘the Project’) located in the Apuí region of Amazonas State, Brazil. The Project is situated within terrain that has developed extensive clay-rich horizons enriched in rare earth elements, including the high-value magnet rare earths neodymium (‘Nd’), praseodymium (‘Pr’), dysprosium (‘Dy’) and terbium (‘Tb’). Ema is one of the largest ionic adsorption clay (‘IAC’) rare earth deposits globally, and the only known in-situ recovery (‘ISR’) ready rare earth projects in the western world.

FY2026 was a transformational year for the Company, marked by the delivery of the Bankable Feasibility Study (‘BFS’) for Ema, a 58% increase in the Indicated Mineral Resource, continued strong metallurgical and processing results, key permitting milestones with Brazil's National Mining Agency (Agência Nacional de Mineração, ‘ANM’), and the establishment of a new strategic partnership. The Company also progressed offtake discussions with multiple parties and secured further funding to support the Project's advancement toward a Final Investment Decision (‘FID’).

Bankable Feasibility Study delivers exceptional economics

In June 2026, the Company announced Ema’s BFS, and confirmed exceptional Project economics to deliver a long-life, economically resilient rare earth project, to advance BCM’s pathway toward development.
Key BFS metrics[1]:

- Post tax NPV_8: US$1.47B
- Post-tax IRR: 105%
- Capex (stage 1): US$74M
- Payback period: 6-months
- Operating costs: US$8.84/kg Total Rare Earth Oxide (‘TREO’)
- Product: Premium Mixed Rare Earth Carbonate (‘MREC’) averaging ~52% TREO

The BFS incorporates a two-stage development basis, targeting a life-of-mine (‘LOM’) average processing capacity of approximately 5,500tpa TREO[1] over a 20-year mine life. The Project combines staged low development capital expenditure, low operating costs, simplified flow sheets and the production of a single saleable high-value MREC product to generate a post-tax NPV_8 of US$1.47B[1] (as outlined in Table 1).

Table 1: Bankable Feasibility Study key outcomes[1]

Production Metrics	Unit	LOM
Life of Mine	years	**20**
Average Annual TREO produced	t	**5,500**
Average Annual MREO produced	t	**1,900**
TREO (in final MREC)	%	**52%**
Base Case Price – NdPr	US$/kg	**108**
High Case Price – NdPr	US$/kg	**130**

NPV, returns and key metrics	Unit	Base Case	High Case
NPV_8% (post-tax, ungeared)	US$M	**1,465**	**1,856**
IRR (post-tax, nominal basis)	%	**105**	**124**
Total Cash Flow (post-tax)	US$M	**3,369**	**4,239**
EBITDA (LOM Avg)	US$M	**219**	**271**
Payback period (pre-tax, from first production)	months	**6**	**3**
Pre-production capital expenditure	US$M	**74**	**74**
Unit cash operating costs			
C1 Operating Cost – TREO	US$/kg	**8.84**	**8.84**
C1 Operating Cost - MREO	US$/kg	**22.44**	**22.44**
Payability	%	**70**	**70**

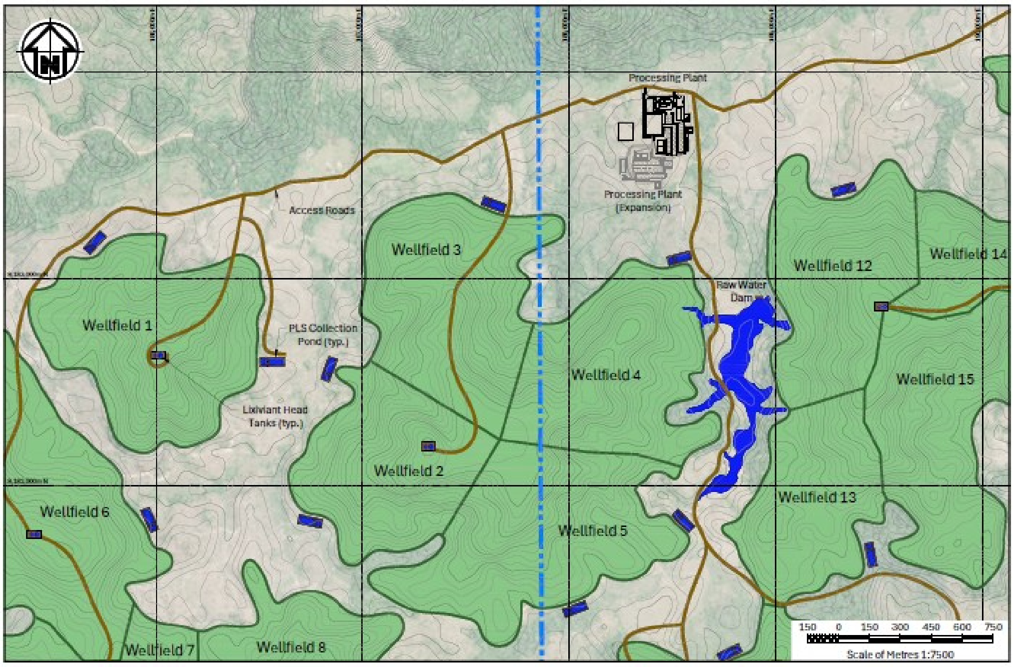
[1] *Refer to ASX Announcement dated 30 June 2026.*

A central driver of the Project's economics is its in-situ recovery ('ISR') mining method, which extracts rare earths directly from the clay host via injection and extraction holes rather than through conventional open-pit mining, crushing and physical ore processing. This substantially reduces the environmental footprint of the project, which eliminates the need for open pit mining and all associated infrastructure as well as a large portion of operational costs. This was the primary driver of the Stage 1 low capital expenditure.

The Stage 1 pre-production capital expenditure[2] of US$74M is inclusive of a US$19M CO_2 capture and storage system covering Stage 1 and 2 production, and Year 1 wellfield development costs. The Stage 2 expansion capital[2] of US$27M targeted in Year 2/3 would further increase capacity by 100%.

The staged development approach was adopted specifically to reduce initial capital outlay and financing risk as well as allowing time to establish the initial Wellfield 1 leaching arrangements, allowing Stage 2's capacity doubling to be substantially funded from Stage 1 operating cash flow given the Project's short payback period, while preserving the option for further expansion beyond Stage 2 as the wellfield network is progressively developed across the Project area.

Figure 1: Location of Process Plant and associated infrastructure during the first years of production[2].



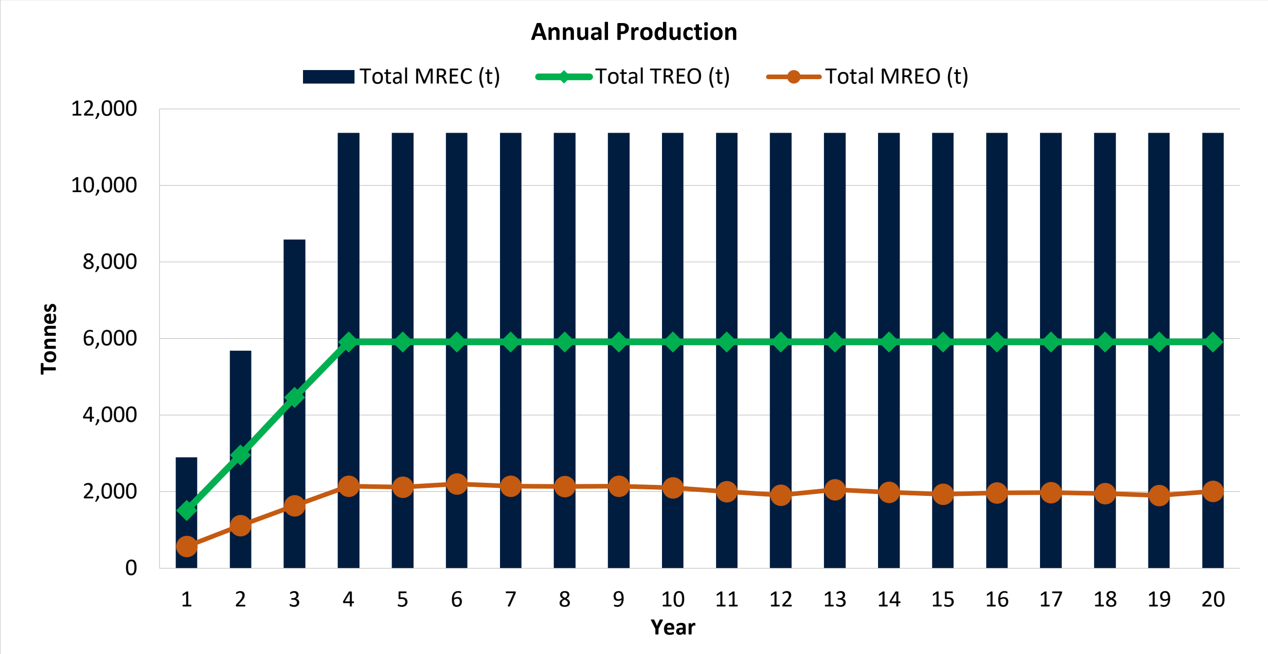
The anticipated leaching schedule outlined in Figure 1 assumes staggered development where a series of pods are leached sequentially and in parallel, with those pods closest to the processing plant being developed first. Stage 1 will be developed over the first 2 years followed by an expansion of 100% to Stage 2 targeting full capacity in year 4. Over the Project's 20-year life of mine, extraction of approximately 109,500 tonnes of TREO is anticipated, with an expected average processing capacity of ~5,500tpa TREO (~10,500tpa of shipped MREC) (refer Table 2 and Figure 2). The Project is designed to produce a single final MREC product of ~52% TREO[2], with grade varying across the different mineralisation pods.

Table 2: BFS key physical outcomes[2]

Production Metrics	Unit	Years 1-5	LOM
Life of Mine	years		**20**
Total MREC produced	t	39,900	**210,500**
Total TREO produced	t	20,800	**109,500**
Total MREO produced	t	7,300	**38,020**
Average TREO plant feed Grade	ppm	1,184	**1,184**
MREO Recovery	%	55	**55**

[2] *Refer to ASX Announcement dated 30 June 2026.*

Figure 2: BFS Production profile over life of mine 20 years[3]



The BFS represents an advanced study, reflecting an expected accuracy range of approximately ±15%, subject to the assumptions, exclusions, and qualifications outlined in the study. The key financial inputs and outcomes[3] are outlined in Table 3. Base case pricing was derived from independent commissioned analysis with a specific focus on Ema rare earth elements: NdPr, Dy and Tb; a High Case scenario (pricing escalated 20%) was also presented, yielding a post-tax NPV_8 of US$1.86B and IRR of 124%.

Table 3: Key financial inputs and outcomes[3]

Key financial outcomes	Unit	Base Case	High Case
Price inputs (LOM average)			+20%
R$:US$ (long term forecast)		**5.15**	5.15
NdPr price forecast – average LOM	US$/kg	**108**	130
Dy price forecast – average LOM	US$/kg	**1,583**	1,900
Tb price forecast – average LOM	US$/kg	**3,869**	4,643
Cashflow & Earnings Metrics			
Annual Revenue	US$M	**265**	318
Total Revenue	US$M	**5,436**	6,526
Project net cashflow (post-tax)	US$M	**3,369**	4,239
NPV, returns and key metrics			
NPV_8% (pre-tax, ungeared)	US$M	**1,785**	2,258
NPV_8% (post-tax)	**US$M**	**1,465**	**1,856**
IRR (pre-tax, nominal basis)	%	**120**	142
IRR (post-tax, nominal basis)	**%**	**105**	**124**
Payback period (pre-tax, from first production)	months	**6**	3
Capital efficiency (pre-tax NPV / capex)	multiple	**16.2x**	20.5x
Pre-production capital expenditure	US$M	**74**	74
LOM sustaining capital expenditure	US$M / year	**12.95**	12.95
Unit cash operating costs			
Annual operating cost	US$M	**42.4**	42.4
Annual operating cost	US$/kg TREO	**8.84**	8.84
Annual AISC	US$/kg MREO	**37.50**	37.50

Base Case: Weighted Average price. High Case: Weighted Average price based on commissioned pricing and escalated by 20% by BCM. Pre-Production Capital Expenditure is inclusive of 14.4% contingency. Annual revenue is inclusive of the 70% payability and FOB Manaus.

[3] *Refer to ASX Announcement dated 30 June 2026.*

Indicated Mineral Resource Estimate[4] increased by 58%

In April 2026, the Company updated the Ema Project Mineral Resource Estimate[4] to 1.07 billion tonnes at 732ppm TREO, including a 58% increase in the Indicated Resource to 392Mt at 773ppm TREO (refer Table 4), up from 248Mt at 759ppm reported[5] on 21 February 2025. The updated MRE was completed by GE21 Consultoria Mineral and incorporates assay results from the Company's recent extensional and infill drilling program across the Ema tenement package.

This high-confidence resource expansion materially de-risks the pathway to development, while retaining significant exploration upside beyond the current resource boundary. The update confirms Ema as one of the largest ionic adsorption clay rare earth deposits globally and underpins the long life-of-mine profile adopted in the BFS.

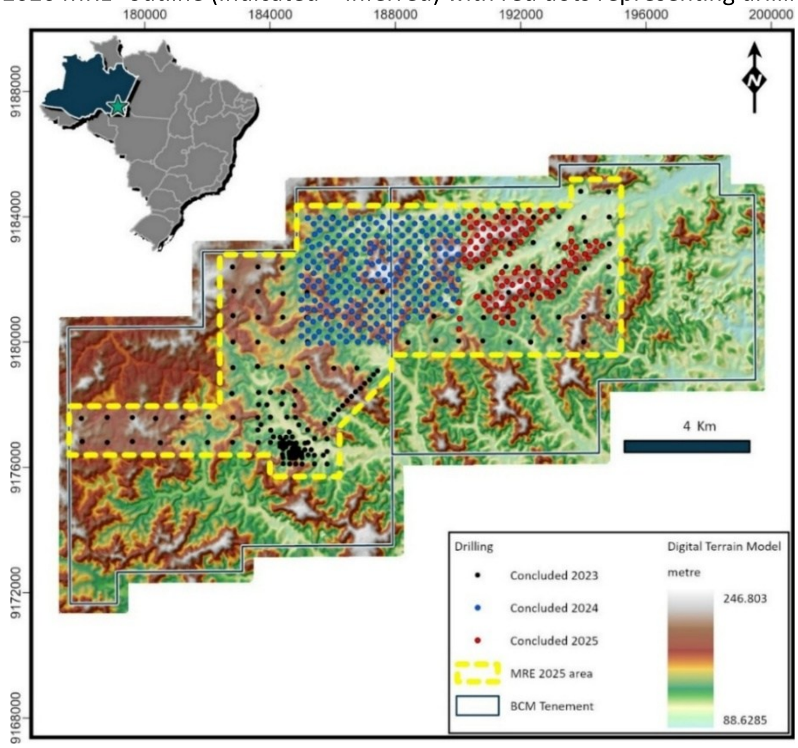
Table 4: Ema REE Project 2026 JORC 2012 Mineral Resource Estimate[4]

JORC Category	cut-off ppm TREO	Tonnes Mt	TREO ppm	NdPr Ppm	DyTb ppm	MREO ppm	MREO:TREO %
Indicated	500	392	773	184	17	200	25
Inferred	500	681	712	168	15	184	25
Total	**500**	**1,071**	**732**	**174**	**16**	**190**	**25**

Notes: Totals may not balance due to rounding of figures. For footnotes, please refer to the Annual Mineral Resource Statement.

A 101-hole drilling program was completed during the year (refer Figure 3) using hand-held augers, drilled to a maximum depth of 20m providing a low cost, rapid deployment drilling program, with sufficient access to Ema's enriched zone.

Figure 3: Location of 2026 MRE[6] outline (Indicated + Inferred) with red dots representing drilling completed in 2025.



Assay results confirmed thick, high-grade mineralised intercepts and a consistent pattern of increasing magnet rare earth (NdPr, Dy, Tb) grades toward the base of the weathered profile, ideal for in-situ leaching. Refer to Figure 4.

Results included standout intercepts such as:

- 10m @ 1,049ppm TREO (EMA-TR-492), ending in 2,999ppm TREO[7]
- 10m @ 1,048ppm TREO (EMA-TR-417), ending in 1,443ppm TREO[8]
- 6m @ 1,341ppm TREO (EMA-TR-430), ending in 1,299ppm TREO[8]

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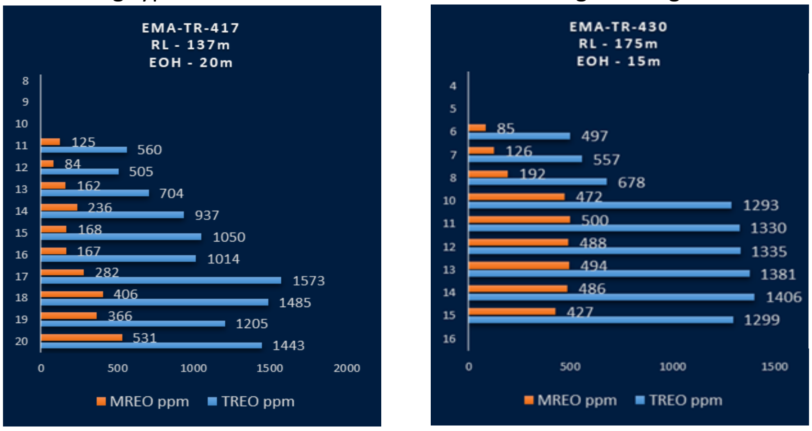
[4] *Refer to ASX Announcement dated 22 April 2026 and the Annual Mineral Resource Statement.*
[5] *Refer to ASX Announcement dated 21 February 2025 and the Annual Mineral Resource Statement.*
[6] *Refer to ASX Announcement dated 22 April 2026.*
[7] *Refer to ASX Announcement dated 3 March 2026.*
[8] *Refer to ASX Announcement dated 1 December 2025.*

Figure 4: Drill-hole profiles[9] showing typical ionic REE enrichment zone with high NdPr grades close to the fresh rock interface.

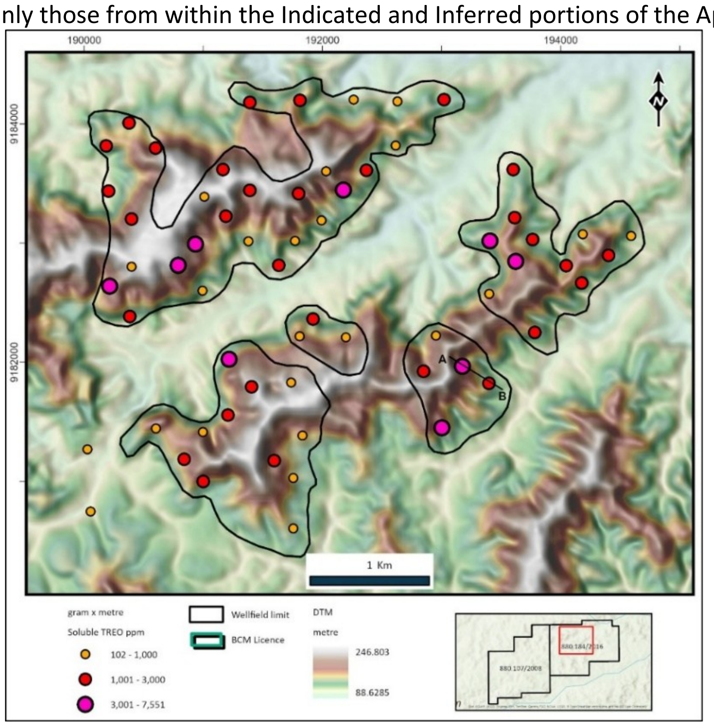


Metallurgical Test work and Process Development

The Company advanced several parallel workstreams during the year validating the ISR processing route and product quality for Ema, progressing from laboratory-scale leach test work through to field-scale trials and sample MREC product, in collaboration with the Australian Nuclear Science and Technology Organisation ('ANSTO') and Rare Earth Technologies Inc. ('RETi') based in the United States.

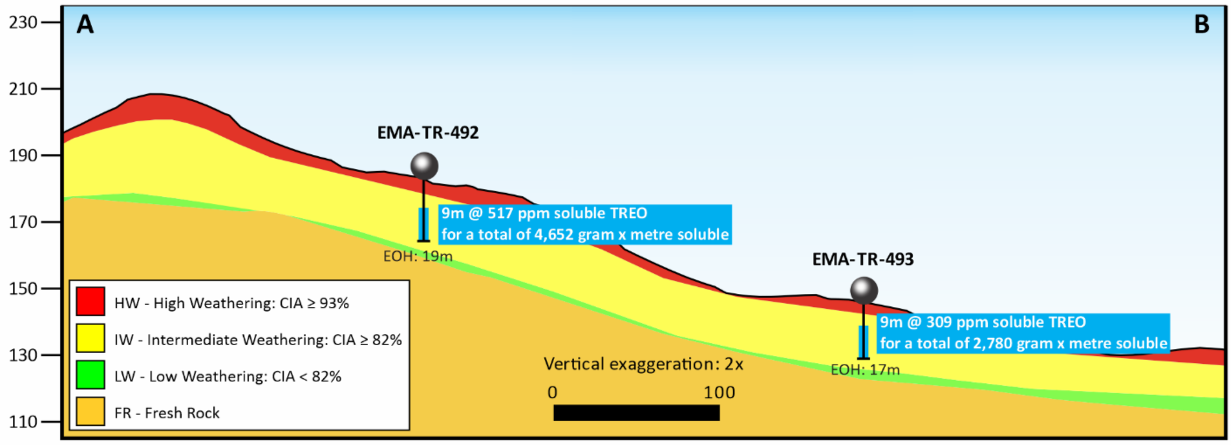
Magnesium Sulphate assay program[10]: A magnesium sulphate soluble rare earth assay program was completed on samples from the 2025 extensional and infill drilling campaign, testing the proportion of rare earths readily exchangeable under the mild leaching conditions proposed for ISR. Across 56 holes and 262 samples, 58 intercepts within the mineralised horizon returned average recoveries of 48% TREO and 62% MREO[10], with the results closely matching the recovery assumptions adopted in the February 2025 Scoping Study. The soluble MREO:TREO ratio within the mineralised horizon averaged 39%[10], notably higher than the 25% MREO:TREO ratio reported in the April 2026 Mineral Resource Estimate, indicating the extractable rare earth basket is more magnet-rare-earth-rich than the bulk resource grade alone suggests. Results confirmed strong ionic rare earth enrichment concentrated in the lower saprolite horizon immediately above fresh bedrock — the key target zone for future wellfield development, as indicated in Figure 5 and 6.

Figure 5: Drill hole map[10] with the soluble gram x meter from the 2025 Infill holes, with cross section A-B. Drill hole results displayed are only those from within the Indicated and Inferred portions of the April 2026 MRE.



[9] *Refer to ASX Announcement dated 1 December 2025.*
[10] *Refer to ASX Announcement dated 4 June 2026.*

Figure 6: Cross section[11] A-B from EMA-TR-492 & EMA-TR-493



<u>Field leaching trials:</u> Magnesium sulphate successfully leached rare earth elements into solution via ionic exchange during in-situ recovery field trials at the Ema Project as shown in Figure 7. Two field locations were injected with $MgSO_4$ to extract Rare Earth bearing solution from downslope monitoring wells closely simulating the layout and operational flow dynamics, to gather permeability and hydrological performance data critical to ISR system design, and collect enough pregnant liquor solution ('PLS') to produce a representative MREC sample. The results achieved are in line with laboratory scale tests (refer Table 5), with an initial lag phase of clay-rich horizon saturation with $MgSO_4$, followed by REE mobilisation once Ph has transitioned to below 4, as shown in Figure 8.

Figure 7: Precipitated solids directly in the field after in-situ leaching[12]. Small amounts of reagent added to rare earth rich solution causing the rare earths and impurities to precipitate (cloudy material) in a beaker directly near extraction wells.

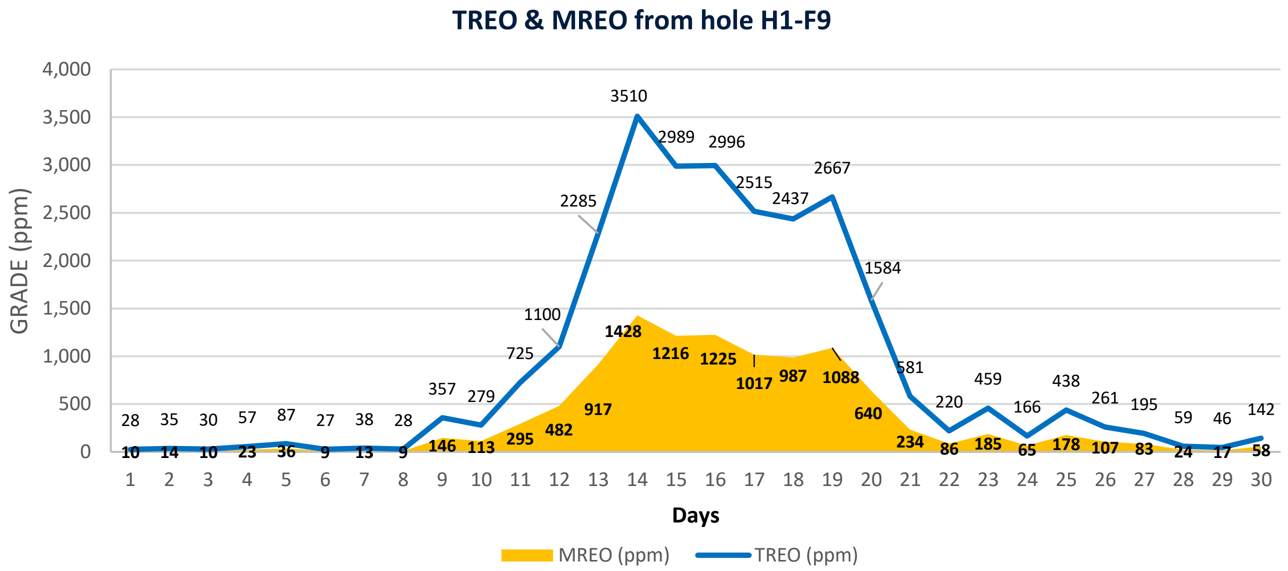
[11] *Refer to ASX Announcement dated 4 June 2026.*
[12] *Refer to ASX Announcement dated 27 October 2025.*

Table 5: Data Comparison of Field Trial ISR vs ANSTO ISR Column Test TREO and MREO values[13]

Hole ID	Day (from)	Day (to)	No. Days	Avg MREO (ppm)	Avg TREO (ppm)	MREO:TREO %
H1-F9	9	27	19	552	1,356	41%
including	**12**	**20**	**10**	**929**	**2,281**	**41%**
H1-F8	11	35	25	114	293	37%
including	**18**	**24**	**7**	**262**	**657**	**39%**
H1-F7	12	34	23	280	672	41%
including	**16**	**25**	**10**	**408**	**959**	**42%**
H1-F6	35	47	13	669	1,538	43%
including	**37**	**47**	**11**	**737**	**1,639**	**43%**
ANSTO	6	13	7	855	2,382	36%

The field pilot trial PLS solution and the ANSTO column ISR PLS achieved similar leaching profiles and sustained TREO and MREO grades, reinforcing the Company's confidence in the Ema project.

Figure 8: Pregnant liquor solution grades extracted from monitoring hole H1-F9 located in the optimal path of solution flow from the field trial. MREO grades average 40% of the TREO values[13]



ANSTO Representative MREC sample[14]: ANSTO test work on pregnant liquor solution recovered from on-site field trials produced a high-grade mixed rare earth carbonate (refer Figure 9), subsequently refined to a product grading 52.5% TREO. The MREC also contains exceptionally high levels of magnet oxides at 41.5% - among the highest magnet rare earth oxide products reported globally for this deposit type, with impurity levels (iron, aluminum, calcium, magnesium, uranium and thorium) reduced to trace levels[14].

[13] *Refer to ASX Announcement dated 18 August 2025.*
[14] *Refer to ASX Announcement dated 17 December 2025.*

Figure 9: ANSTO produced MREC product containing on average approximately 52% by volume TREO[15]. Oxide samples ready for shipment to potential offtake partners.

All representative MREC samples produced during the year was distributed to potential offtake partners in the United States, Europe and Asia for evaluation.

Restoration Water Washing Trials[16]: Following the magnesium sulphate field leaching trials, post-leach water washing and restoration trials confirmed that clay chemistry can be successfully returned to pre-leach baseline conditions, with pH, aluminium, iron and magnesium levels returning to natural background concentrations and greater than 90% recovery of magnesium ions for lixiviant recycling, supporting both the environmental case for ISR and an expected reduction in reagent operating costs.

Taken together, the Company considers these results to represent a consistent and technically mature validation pathway for Ema, from the laboratory-scale soluble assay work through to high-purity sample product output, underpinning the metallurgical assumptions adopted in the BFS.

Downstream Separation PLS upgrade[17]: Post field trial Test work conducted with RETi using its proprietary cerium-depletion and high-performance liquid chromatography ('HPLC') technology achieved a 200x increase in rare earth concentration (from 930ppm to 186,000ppm, or 18.6% TREO-Ce) with 100% recovery and no loss of rare earth elements, and separated individual high-purity rare earth oxides (minimum 99.9% purity) in a 24-minute cycle time. This technology has the potential to eliminate multiple stages of the conventional process plant, including solvent extraction circuits, offering material capital and operating cost savings if incorporated into the Project's flowsheet.

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[15] *Refer to ASX Announcement dated 17 December 2025.*
[16] *Refer to ASX Announcement dated 20 October 2025.*
[17] *Refer to ASX Announcement dated 12 January 2026.*

Permitting and Regulatory Engagement

The Company continued to progress a two-fold permitting strategy with the ANM, covering both trial mining licences (Guias de Utilização) and the pathway to full-scale mining operating licences, while engaging in parallel with Amazonas State's environmental authority (‘IPAAM’) and the federal land settlement agency (‘INCRA’).

A trial mining licence allows projects to be fast tracked into production whilst collating information to make a full mining licence application, and is valid for recurring three-year increments.

The first step in a full-scale mining licence application requires a Plano de Aproveitamento Economico (‘PAE’), which incorporates a detailed mine plan and results from the Bankable Feasibility Study, to be submitted to the ANM.

During FY2026, the Company progressed the regulatory pathway and achieved the following milestones[18]:

- Final Exploration Reports approved:
  In June 2026, exploration reports for the Ema Project tenements were approved — representing the first formal step in converting the Company's exploration tenements into trial mining licences.

- Trial mining licence applications:
  Two trial mining licence applications were submitted to a dedicated ANM task force, with subsequent on-site field validation visit by ANM personnel in December 2025.

- IPAAM approval:
  Assessment of the Project's Environmental Impact Study continued through IPAAM, with the required INCRA consent progressing. INCRA requires landowners across the Ema tenements to hold definitive titles, and to effectively consent to activities on their land. Two of the five seven landowners hold titles, with the remaining progressing their land registration with the assistance and support from BCM.

- The Company continued to build strong municipal, state and federal relationships throughout the year, including engagement at the Apuí agricultural show and meetings between senior BCM representatives and government officials.

Strategic Partnerships

In April 2026, the Company entered into a collaboration agreement[19] with Southern Alliance Mining (‘SAM’), which owns 40% of MCRE Resources Sdn Bhd, an operator of one of the world's largest ISR rare earth operations at the Gerik mine in Malaysia. The agreement provides a framework for the parties to jointly assess technical, commercial and operational opportunities, unlock synergies, and evaluate potential development pathways and distribution of rare earth production from the respective projects.

During the year, the Company continued discussions with potential global offtake partners with Mixed Rare Earth Carbonate products from BCM’s Ema Project shared for specific testing. These discussions remain ongoing.

Funding

The Company remained well funded throughout FY2026 to advance operations with multiple equity raises, and option conversions, further supported by the Company’s convertible note agreement.

The following equity raises were successfully completed:

- \$2,019,403 raised (before costs) on 12 August 2025, with the completion of Tranche 2 of the June 2025 share placement[20] and the following were issued:
  - 252,425,353 fully paid ordinary shares[20] at \$0.008 per share.
  - 166,666,660 free attaching options[21] (exercisable at \$0.011 each on or before 12 August 2027).
  - 15,000,000 fully paid shares[22] were also issued to lead managers on 23 October 2025.
- \$50,000 raised (before costs) on 28 August 2025, and the following were issued:
  - 2,173,913 fully paid ordinary shares[23] at \$0.023 per share.

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[18] *Refer to ASX Announcement dated 30 June 2026.*
[19] *Refer to ASX Announcement dated 20 April 2026.*
[20] *Refer to ASX Announcement dated 5 June 2025.*
[21] *Refer to ASX Announcement dated 12 August 2025.*
[22] *Refer to ASX Announcement dated 23 October 2025.*
[23] *Refer to ASX Announcement dated 28 August 2025.*

- $6,000,000 raised (before costs) on 9 October 2025, via a placement to professional and institutional investors, and the following were issued:
  - 200,000,000 fully paid ordinary shares[24] at $0.03 per share.
  - 50,000,000 options[25] (exercisable at $0.04 each on or before 1 October 2028) were issued to lead managers.

During the year ended 30 June 2026, 53,674,998 options were exercised at $0.011 per option, converting into an equal number of ordinary shares and generating cash proceeds of $590,425.

Under the Company's convertible note agreement with Drake Private Investments LLC ('Drake'), the following financing activities occurred:

- On 28 August 2025, the Company converted $867,000 of outstanding debt and capitalised interest to ordinary shares, with the issue of 120,416,667 ordinary shares[26] to Drake following receipt of their conversion notice.
- On 18 December 2025, the Company received an additional $300,000 loan from Drake, with a maturity of 15 December 2026.

Research and Development

In May 2026, the Company received both an Advance Finding and an Overseas Finding from the Australian Government's Department of Industry, Science and Resources ('DISR') under the Australian R&D Tax Incentive program[27]. The Advance Finding provides multi-year pre-approval of the eligibility of the Company's registered core and supporting R&D activities for Ema, providing certainty over the Company's ability to claim the tax offset in respect of this expenditure across the approved period. The Overseas Finding separately confirms that specified R&D activities conducted outside Australia — namely certain ISR, metallurgical and hydrogeological test work that must be performed in Brazil due to the location-specific nature of the Ema deposit — are also eligible activities, notwithstanding that they are not conducted within Australia. Together, these findings materially reduce the regulatory and compliance risk associated with the Company's R&D expenditure, and support the Company's ability to fund and progress the Ema Project's ongoing technical program.

Legal Proceedings

As announced to the market on 25 November 2025, the Company is subject to an ongoing legal dispute[28] with Drake in relation to the Company's convertible loan agreement dated 16 December 2019. Drake alleges breaches by the Company concerning the loan conversion made under the agreement.

Drake's claim seeks, amongst other things, the issue of options, and reimbursement of legal costs. The Company disputes the allegations and intends to defend the proceedings.

Further detail regarding this matter is set out in the Contingent Liabilities note to the financial statements.

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[24] *Refer to ASX Announcement dated 9 October 2025.*
[25] *Refer to ASX Announcement dated 16 October 2025.*
[26] *Refer to ASX Announcement dated 28 August 2025.*
[27] *Refer to ASX Announcement dated 4 May 2026.*
[28] *Refer to ASX Announcement dated 25 November 2025.*

Sustainability

The adoption of responsible environmental, social, and corporate governance practices is integral to all aspects of BCM's operational activities and underpins the Company's future as a successful rare earth development company. BCM's Ema Project resource contains critical minerals that are vital to the delivery of global decarbonisation and clean energy goals. Rare earth elements, particularly the magnet rare earths neodymium-praseodymium (‘NdPr’), dysprosium and terbium, are essential components of the permanent magnets used in electric vehicle motors and wind turbine generators, underpinning the global transition away from fossil fuel-based transport and power generation. These metals are also critical to a wide range of advanced technologies, including robotics, consumer electronics, defence systems and precision industrial equipment. The use of rare earths in global decarbonisation and electrification technologies is a material opportunity for BCM.

The Company, which has been present in the Apui town for 12 years, continued to build relationships with local landholders, communities as well as municipal, state and federal stakeholders during the year, including engagement at the annual Apuí agricultural show, participation in a joint IPAAM/INCRA land title registration campaign benefiting the Company's landholder agreement process, as well as multiple meetings between senior Company representatives and the government officials. The Company recognises that securing land access on acceptable terms and maintaining the trust of local communities and government stakeholders is fundamental to the Project's development pathway.

More broadly, the Company considers Ema's development to be strategically aligned with global efforts to diversify rare earth supply chains beyond a small number of existing sources. Backed by the Project's scale, low capital intensity and ongoing government engagement in Brazil, BCM believes Ema is well positioned to become a reliable, and more importantly sustainable future supplier of rare earths outside China.

Annual Mineral Resources Statement

Annual Review

The Company conducted a review of its mineral resources and ore reserves at 30 June 2026 in accordance with Listing Rule 5.21.5.

Ema Project

Ema Rare Earth Project is located in the Apuí region of Amazonas State, Brazil. The Project is situated within terrain that has developed extensive clay-rich horizons enriched in rare earth elements, including the high-value magnet rare earths neodymium, praseodymium, dysprosium and terbium. Ema is one of the largest ionic adsorption clay rare earth deposits globally.

Resources

Table 6 contains the updated Mineral Resource Estimate (MRE) of 1.07 billion tonnes at 732ppm TREO[29]. The updated MRE incorporates assay results from the Company's recent extensional and infill drilling program across the Ema tenement package.

Table 6: Ema Project JORC 2012 Mineral Resource Estimate[29]

JORC Category	Tonnes Mt	TREO ppm	NdPr Ppm	DyTb ppm	MREO ppm	MREO:TREO %
Indicated	392	773	184	17	200	25
Inferred	681	712	168	15	184	25
Total	**1,071**	**732**	**174**	**16**	**190**	**25**

Notes:
1. TREO = total rare earth oxides (CeO_2, Dy_2O_3, Er_2O_3, Eu_2O_3, Gd_2O_3, Ho_2O_3, La_2O_3, Lu_2O_3, Nd_2O_3, Pr_6O_{11}, Sm_2O_3, Tb_4O_7, Tm_2O_3, Yb_2O_3) + Y_2O_3
2. NdPr=Pr_6O_{11}+Nd_2O_3
3. DyTb= Dy_2O_3 + Tb_4O_7
4. Cut-off grade 500ppm TREO
5. Totals may not balance due to rounding of figures

Review of Material Changes

The total changes to the Mineral Resource Estimate from February 2025 are summarised in table 7.
The previous MRE for Ema compliant to JORC 2012 reporting guidelines was reported on 21 February 2025.

Table 7: Ema REE Project Global Mineral Resource Estimate[29,30]

Resource	JORC Category	Tonnes Mt	TREO ppm	NdPr ppm	DyTb ppm	MREO ppm	MREO:TREO %
April 2026[29]	Indicated	392	773	184	17	200	25
April 2026[29]	Inferred	681	712	168	15	184	25
April 2026[29]	**Total**	**1,071**	**732**	**174**	**16**	**190**	**25**
Feb 2025[30]	Indicated	248	759	176	16	192	25
Feb 2025[30]	Inferred	695	701	165	16	181	26
Feb 2025[30]	**Total**	**943**	**716**	**168**	**16**	**184**	**26**
Change	Indicated	144	14	8	1	8	0
Change	Inferred	(14)	11	3	(1)	3	(1)
Change	**Total**	**128**	**16**	**6**	**0**	**6**	**(1)**

Notes:
1. TREO = total rare earth oxides (CeO_2, Dy_2O_3, Er_2O_3, Eu_2O_3, Gd_2O_3, Ho_2O_3, La_2O_3, Lu_2O_3, Nd_2O_3, Pr_6O_{11}, Sm_2O_3, Tb_4O_7, Tm_2O_3, Yb_2O_3) + Y_2O_3
2. NdPr=Pr_6O_{11}+Nd_2O_3
3. DyTb= Dy_2O_3 + Tb_4O_7
4. Totals may not balance due to rounding of figures
5. Cut-off grade 500ppm TREO

[29] *Refer to ASX Announcement dated 22 April 2026.*
[30] *Refer to ASX Announcement dated 21 February 2025.*

These increases were driven by the incorporation of the Company's 2025 extensional and infill drilling program into the updated geological and resource model prepared by GE21 Consultoria Mineral, resulting in the conversion of a significant proportion of previously Inferred material to the Indicated category, together with extension of mineralisation along strike and at depth.

Governance Statement

The Company ensures that the Mineral Resource estimates are subject to appropriate levels of governance and internal controls. The Mineral Resource has been generated by employees and consultants of the Company who are experienced in best practices in modelling and estimation methods and have undertaken reviews of the quality and suitability of the underlying information used to generate the resource estimation. There are numerous uncertainties inherent in estimating mineral resources and ore reserves and assumptions that are valid at the time of estimation may change significantly when new information becomes available. Changes in the forecast prices of commodities, exchange rates, production costs or recovery rates may change the economic status of reserves and may, ultimately, result in reserves or resources being restated. The Mineral Resource estimates follow standard industry methodology using geological interpretation and assay results from samples obtained through drilling. The Company reports its Mineral Resources in accordance with the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves" ('JORC Code'). Competent Persons named by the Company qualify as Competent Persons as defined in the JORC Code

Competent Persons Statement

The information in this report relates to previously reported exploration results and mineral resource estimates for the Ema Project previously released by the Company to ASX. The Company confirms that is not aware of any new information or data that materially affects the information included in this report and continues to apply and have not materially changed in accordance with listing Rule 5.23.2.

The information in this announcement that relates to the Ema Mineral Resource is based on and fairly represents information compiled by Mr. Antonio de Castro (acts as BCM´s Senior Consulting Geologist through the consultancy firm, ADC Geologia Ltda) and Mr. Leonardo Rocha (associate of GE21 Consultoria Mineral Ltda). Mr. de Castro is a member of the Australasian Institute of Mining and Metallurgy, and Mr. Rocha is a member of Australasian Institute of Geoscientists. Both have sufficient experience of relevance to the styles of mineralisation and types of deposits under consideration, and to activities undertaken to qualify as Competent Persons as defined in the 2012 Edition of the Joint Ore Reserve Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr. de Castro is the Competent Person for the geological and mineralization model database (including all drilling information). Mr. Rocha is the Competent Person for the construction of the 3D geology/mineralisation model plus the mineral resource estimation. Mr Leonardo Rocha undertook a site visit to the Ema Project between 11 and 15 July 2024. Mr de Castro has planned, managed and/or conducted work programmes for the Ema/Ema East Project, including drilling. He has visited the site on numerous occasions. Mr. de Castro and Mr. Rocha consent to the inclusion in this report of the matters on their information in the form and context in which they appear.

Cautionary Statement

Investors should note that Inferred Mineral Resources have a lower level of geological confidence than Indicated or Measured Mineral Resources, and there is no certainty that further exploration work will result in the determination of Indicated or Measured Mineral Resources, or that the current estimates will be converted to Ore Reserves. This statement contains forward-looking statements which are subject to known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those expressed or implied.

Directors' Report

The directors present their report, together with the financial statements, on the consolidated entity (referred to hereafter as the 'Group') consisting of Brazilian Critical Minerals Limited (referred to hereafter as the 'Company' or 'parent entity') and the entities it controlled at the end of, or during, the year ended 30 June 2026.

Directors

The following persons were directors of Brazilian Critical Minerals Limited during the whole of the financial year and up to the date of this report, unless otherwise stated:

Mr Jeremy Robinson - Non-Executive Chairman
Mr Andrew Reid - Managing Director
Mr Nicholas Holthouse - Non-Executive Director

Principal activities

Brazilian Critical Minerals Limited ('BCM') is a unique mineral exploration company listed on the Australian Securities Exchange. The Group's major exploration focus is Brazil, in the Apuí region, where BCM is developing a world class Ionic Adsorbed Clay ('IAC') Rare Earth Elements deposit. The Ema IAC project is contained within the 781 km² of exploration tenements within the Colider Group.

Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Review of operations

The loss for the Group after providing for income tax amounted to $7,874,451 including $1,129,559 in non-cash share based payments (30 June 2025: $5,718,564).

As at 30 June 2026 the Group had $4,361,548 cash and cash equivalents (2025: $1,698,485) and net assets of $3,565,307 (2025: net assets of $540,710).

Significant changes in the state of affairs

Other than those disclosed in the Review of operations and the financial statements, it is the opinion of the directors there were no significant changes in the Group's state of affairs that occurred during FY2026.

Matters subsequent to the end of the financial year

The Company announced on 7 July 2026 firm commitments to raise $10 million (before costs) via a two tranche placement at $0.053 per share. Tranche 1 was completed with 139,623,833 fully paid ordinary shares issued on 14 July 2026 raising $7,400,063 (before costs). Tranche 2 was approved at the general meeting held on 10 September 2026, and 50,432,771 fully paid ordinary shares were issued on 17 September 2026 raising the remaining $2,672,937. The Directors also participated in the placement with Jeremy Robinson receiving 1,000,000 shares, and Andrew Reid and Nicholas Holthouse receiving 188,679 shares each at a price of $0.053 per share. Lead Managers received 20,000,000 options exercisable at $0.10 each on 17 September 2029, in exchange for a nominal cash consideration of $0.0001 per option.

64,733,337 performance rights vested and were subsequently converted into fully paid ordinary shares on 4 August 2026 following achievement of vesting conditions.

56,000,00 performance rights were issued to Directors and Employees subject to various vesting conditions as follows:

	Class A	Class B	Class C	Class D	Total
Jeremy Robinson	7,500,000	7,500,000	-	-	15,000,000
Andrew Reid	5,000,000	5,000,000	5,000,000	5,000,000	20,000,000
Nicholas Holthouse	5,000,000	5,000,000	-	-	10,000,000
Employees & contractors	5,500,000	5,500,000	-	-	11,000,000
Total	23,000,000	23,000,000	5,000,000	5,000,000	56,000,000

Class	Number	Expiry date	Vesting conditions
A	23,000,000	17/09/2031	Upon the Company's Shares achieving a VWAP of at least $0.10 per Share calculated over 20 consecutive trading days on or before the 4th anniversary of the date of issue.
B	23,000,000	17/09/2031	Upon the Company's Shares achieving a VWAP of at least $0.15 per Share calculated over 20 consecutive trading days on or before the 4th anniversary of the date of issue.
C	5,000,000	17/09/2031	In respect of the Company's Ema Project, announcement to ASX of a positive final investment decision
D	5,000,000	17/09/2031	In respect of the Company's Ema Project, announcement to ASX of the commencement of commercial production.
Total	56,000,000		

A total of 17,599,997 unlisted options exercisable at $0.011 on or before 12 August 2027 were converted raising $193,600 as follows:
* 8,395,832 - 1 July 2026 (of which $92,355 funds were received as at 30 June 2026)
* 1,958,333 - 13 July 2026
* 3,541,667 - 28 July 2026
* 849,999 - 17 August 2026
* 2,854,166 - 7 September 2026

On 10 September 2026, Shareholders approved to increase the maximum total aggregate amount of fees payable to Non-Executive Directors to $550,000 per annum.

No other matter or circumstance has arisen since 30 June 2026 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Likely developments and expected results of operations
Information on likely developments in the operations of the Group and the expected results of operations other than as disclosed elsewhere in the report, have not been included in this report because the directors believe it would be likely to result in unreasonable prejudice to the Group.

Business risks
The Group seeks to identify and manage material risks which may impact its strategy, financial position and performance. This section seeks to outline the principal risks which may affect Group performance. The risks are not exhaustive and are not presented in order of significance. The Board aims to manage these risks by carefully planning activities and implementing risk control measures. Certain risks are, however, inherently uncertain and outside the control of the Group.

Capital requirements
The ability of the Group to continue to implement its business plan, including the development of the Ema Rare Earth Project, depends on access to additional funding. The Company currently has a convertible loan facility in place, as outlined in note 13. There is no guarantee that future funding will be available when required, or be on acceptable terms. If sufficient funding is not obtained when required, the Group may need to defer, reduce or redesign exploration, evaluation or development activities and reassess discretionary spend.

Mitigation: The Group monitors and optimises expenditure and assesses discretionary spend. Cash flow forecasts are reviewed monthly, and funding sources and strategies are actively managed.

Legal dispute
The Company is involved in legal proceedings with Drake Private Investments LLC ('Drake'), who is a shareholder and convertible note provider, in relation to the interpretation and operation of the Company's convertible loan agreement. The Company disputes the allegations made by Drake. An adverse outcome, or a protracted dispute, could affect the Company's capital structure, liquidity, financing flexibility and ability to fund the Group's planned development activities.

Mitigation: The Company is defending proceedings as it disputes the allegations and the quantum of the claims. External legal advice and representation has been engaged and the Company continues to manage and assess its capital-structure, liquidity and financing strategies. Further details of the proceedings and the related contingent liability are set out in note 13.

Key personnel, consultants and contractors risk

The Group's success depends on its ability to attract and retain key personnel, including a relatively small number of directors, executives, technical specialists, consultants and contractors. The loss or unavailability of key personnel could adversely impact the Group's operations.

Mitigation: The Group is expanding its executive team, maintains competitive retention arrangements, and engages suitably qualified advisers and contractors as required. It also undertakes succession and resource planning, documents key roles and scopes, and promotes knowledge sharing across project teams to reduce key-person dependency and support continuity.

Country Risk: Brazil

The Group's projects are located in Brazil and are subject to risks associated with operating in that jurisdiction. These risks may include exchange-rate fluctuations, higher inflation, labour unrest, expropriation or nationalisation, renegotiation or nullification of concessions, licences, permits and contracts, environmental approvals, illegal mining, changes in taxation policies, restrictions on foreign exchange and repatriation, changing political conditions, currency controls, restrictions on imports of equipment and consumables and restrictions on the use of foreign contractors. Changes in mining or investment policies or political attitudes in Brazil may affect the Group's operations. Changes in government regulation may also affect production, price and export controls, foreign currency remittances, income taxes, property rights, foreign investment, maintenance of claims, environmental matters, land use, claims by local people, water use and mine safety. Failure to comply with applicable laws, regulations and local practices relating to mineral rights applications and tenure could result in fines, penalties or other regulatory action.

Mitigation: The Group has appointed qualified Brazilian legal, tax and technical advisors, regularly engages with all key authorities, and monitors developments the political, economic and regulatory landscape.

Title risk

Interests in mineral titles in Brazil are governed by legislation and evidenced by licences, rights, leases, land access, and other authorities ('Title Rights'). Each Title Right has a specific term and carries expenditure, reporting and compliance obligations, of which non-compliance could result in penalties, or regulatory action. There is no guarantee that an application for a Title Right will be granted to the relevant Group entity, renewal is also at the discretion of the relevant government authority or that land access rights required for the Ema Rare Earth Project will be secured on a timely basis or on acceptable terms.

Mitigation: The Group mitigates these risks through early engagement with regulators and landholders, maintenance of tenure and obligation registers, forward planning of title applications and renewals, and ongoing monitoring of conditions and deadlines.

Exploration, development and evaluation

Mineral exploration and development are inherently high-risk activities. There can be no assurance that exploration activities will result in the discovery of an economically recoverable mineral deposit. Even if an apparently viable deposit is identified, there is no guarantee it can be economically exploited. Resource estimates are based upon geological interpretation, sampling and modelling and are subject to revision as additional information becomes available. Future Group exploration and development activities may be affected by a range of factors beyond the control of the Group. These include geological conditions, limitations on activities due to seasonal weather patterns, unanticipated operational and technical difficulties, industrial and environmental accidents as well as changes in government regulations.

Mitigation: The Company engages qualified technical experts, adheres to JORC code requirements, and undertakes technical analysis and planning

Project feasibility risk
The development of the Ema Rare Earth project is subject to risks associated with the assumptions and estimates underpinning the Bankable Feasibility Study including Mineral Resources, recoveries, wellfield performance, reagent consumption, production rates, capital and operating costs, rare earth prices, exchange rates, funding, permitting and the development schedule. Actual outcomes may differ materially from those anticipated, and delays, cost overruns or technical difficulties could adversely affect the project's economics and development timeline.

The proposed in-situ recovery method has not yet been demonstrated by the Group at commercial scale. Scale-up may identify technical, hydrogeological, process-control or cost issues that adversely affect project economics, development timing or the ability to achieve nameplate production. Successful development will also depend on the coordinated delivery of financing, approvals, detailed engineering, procurement, infrastructure, wellfield commissioning, product qualification and construction activities.

Mitigation: The Group engaged highly qualified technical consultants and personnel to deliver the Bankable Feasibility Study, applying reasonable assumptions and estimates, and undertaking scenario analysis to test the impact of changes in key assumptions on project outcomes.

Development and construction risk
The development of the Ema Rare Earth Project to construction and production is subject to risks including the availability and performance of contractors, availability of equipment and materials, supply chain disruption, logistics constraints, reliance on third party infrastructure, cost escalation and receipt of required governmental approvals and permits.
Delays or failures in these areas could delay or prevent construction and commissioning. There can be no assurance that:

- Construction and start-up plans will be successfully implemented;
- sufficient funds will be available to finance activities;
- personnel, materials and equipment will be available in a timely manner or on reasonable terms;
- all necessary approvals and permits will be obtained; or
- construction, completion and operating costs will not exceed current estimates.

Failure to successfully manage these risks may result in financial loss, cash flow constraints or asset impairment.

Mitigation: The Group seeks to mitigate this risk through the completion of engineering deliverables before material commitments, and by implementing robust project management practices, monitoring scheduling and reviewing contractor performance. Financial planning and funding sources are also undertaken to maintain sufficient funding.

Operational and mining risks
Exploration and development activities are subject to inherent risks and hazards including environmental hazards, industrial accidents, processing challenges, adverse land conditions, flooding, fire and severe weather events. These could result in injury or loss of life, property damage, restricted site access, interrupted operations, environmental harm, operational delays, increased costs, regulatory action, legal liabilities or reputational damage. The Group's operational performance is also affected by factors such as mineralisation, mineral deposit grades, operating costs and commodity prices.

Mitigation: The Group has engaged qualified consultants and personnel, and undertakes analysis, planning and risk assessments to manage these risks and maintain compliance. The Group also seeks to mitigate this risk through appropriate inductions, safe-work procedures, training and supervision.

Environmental regulation
The Group's activities are subject to environmental regulations under Brazil federal and state legislation. The Board believes that the Group has adequate systems in place for the management of its environmental requirements and is not aware of any breach to those requirements as they apply to the Group.

Information on directors

Name:	**Mr Jeremy Robinson**
Title:	Non-Executive Chairman
Qualifications:	Bachelor of Commerce majoring in Corporate Finance, Investment Finance and Marketing
Experience and expertise:	Mr Robinson is an experienced resources executive, having more than 21 years of experience in the industry ranging from Managing Director to Business Development positions. He is currently the principal of Churchill Strategic Investments Group, which has financed multiple junior explorers and developers across the ASX and TSX.
Other current listed directorships:	Lac Gold Limited (ASX:LAC) - Non-Executive Director (appointed 21 August 2023) Rare X Limited (ASX:REE) - Non-Executive Chairman (appointed 27 September 2019) Cosmos Exploration Limited (ASX:C1X) - Executive Chairman (appointed 22 March 2021) Mont Royal Resources Limited (ASX:MRZ, TSXV:MRZL) - Non-Executive Director (appointed 22 October 2025)
Former directorships (last 3 years):	Kincora Copper Limited (ASX:KCC) - Non-Executive Director (appointed December 2023 - resigned 18 November 2025)
Interests in shares:	11,333,334 fully paid ordinary shares
Interests in options:	3,000,000 unlisted options exercisable at $0.05 each on or before 20 December 2026
Interests in performance rights:	4,166,666 Performance Rights and 15,000,000 2026 Performance Rights

Name:	**Mr Andrew Reid**
Title:	Managing Director
Qualifications:	Bachelor of Science in Geology, postgraduate qualifications in Mining Engineering and an MSC in Mineral Economics.
Experience and expertise:	Mr Reid has over 30 years' experience in the resources industry, with more than 21 years of expertise in mine management, geology and mining engineering concentrating, on open pit and narrow vein underground mining. Previously Mr Reid was MD of Augustus Minerals and prior COO at Hastings Ltd developing the Yangibana Rare Earths project. He also held COO positions with Finders Resources and BCM International. Mr Reid spent 15 years working across Africa which included being part of operational teams developing the Paladin Energy Uranium Mines in Namibia and Malawi. Mr Reid was the General Manager of the large Kevitsa polymetallic Mine (between 2011 and 2014) in the Arctic, taking it through construction, commissioning and into operations.
Other current directorships:	None
Former directorships (last 3 years):	Augustus Minerals Limited (ASX:AUG) - Managing Director (appointed 1 March 2023 - resigned 18 March 2024)
Interests in shares:	33,766,334 fully paid ordinary shares
Interests in options:	None
Interests in performance rights:	5,000,000 Performance Rights and 20,000,000 2026 Performance Rights

Name:	**Mr Nicholas Holthouse**
Title:	Non-Executive Director (appointed 29 May 2025)
Qualifications:	Graduate Diploma of Mining
Experience and expertise:	Mr. Holthouse is a mining engineer and accomplished resource industry executive with more than 36 years of experience in senior corporate, operational and project management roles, with the past seven years focused on the international rare earths industry. He is currently Managing Director of Mont Royal Resources Limited and recently served as Chief Executive Officer of Meteoric Resources Limited (ASX: MEI), which is developing the Caldeira Rare Earth Project in Brazil building and leading the company through the resource development and Scoping and Pre-Feasibility Study stages with significant share price appreciation over his tenure. Mr Holthouse was previously also Chief Operating Officer of Hastings Technology Metals (ASX: HAS), which is developing the Yangibana Rare Earth Project in Western Australia delivering an integrated Bankable Feasibility Study selling Mixed Rare Earth Carbonate into Europe.
Other current listed directorships:	Mont Royal Resources Limited (ASX:MRZ, TSXV:MRZL) – Managing Director (appointed 22 October 2025)
Former directorships (last 3 years):	None
Interests in shares:	8,105,346 fully paid ordinary shares
Interests in options:	416,666 options exercisable at $0.011 each on or before 12 August 2027
Interests in performance rights:	3,333,333 Performance Rights and 10,000,000 2026 Performance Rights

'Other current directorships' quoted above are current directorships for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

'Former directorships (last 3 years)' quoted above are directorships held in the last 3 years for listed entities only and excludes directorships of all other types of entities, unless otherwise stated.

Company secretary

Ben Donovan

Mr Donovan is a member of the Governance Institute of Australia and is the principal of Argus Corporate Partners Pty Ltd which provides corporate advisory, IPO and consultancy services. Mr Donovan is currently the company secretary of several ASX listed and public unlisted companies with experience across the resources, agritech, biotech, media and technology industries.

He has extensive experience in listing rules compliance and corporate governance, having served as a Senior Adviser at the ASX in Perth for almost three years, where he managed the listing process of close to 100 companies to the ASX. In addition, Mr Donovan has experience in the capital markets having raised capital and assisted numerous companies on achieving an initial listing on the ASX.

Qualifications: Bachelor of Commerce (Law and Finance) & Finance (Honours), AGIA ACG

Meetings of directors

The number of meetings of the Company's Board of Directors ('the Board') held during the year ended 30 June 2026, and the number of meetings attended by each director were:

	Full Board	
	Attended	Eligible
Jeremy Robinson	5	6
Andrew Reid	6	6
Nicholas Holthouse	6	6

Eligible: represents the number of meetings held during the time the director held office.

Remuneration report (audited)
The remuneration report details the key management personnel remuneration arrangements for the Group, in accordance with the requirements of the Corporations Act 2001 and its Regulations.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including all directors.

The remuneration report is set out under the following main headings:
- Principles used to determine the nature and amount of remuneration
- Details of remuneration
- Service agreements
- Share-based compensation
- Additional information
- Additional disclosures relating to key management personnel

Principles used to determine the nature and amount of remuneration
The remuneration policy of Brazilian Critical Minerals Limited has been designed to align key objectives with shareholder and business objectives based on key performance areas to progress the Ema Project. The Board of Brazilian Critical Minerals Limited believes the remuneration policy to be appropriate.

The Board may approve incentives, bonuses and options to executives from time to time. The remuneration policy is designed to attract the highest calibre of executives and reward them for performance that results in long-term growth in shareholder wealth. Remuneration paid is valued at the cost to the Group and expensed. The Board establishes and monitors the remuneration of the Chief Executive Officer.

The Board's policy is to remunerate non-executive directors at market rates for time, commitment and responsibilities. Independent external advice may be sought when required. The maximum aggregate amount of fees that can be paid to non-executive directors is subject to approval by shareholders at the Annual General Meeting. The current maximum that was approved by shareholders on 10 September 2026 is $550,000 (2025: $300,000). Please refer to the Company´s Constitution.

Remuneration Committee
The Company does not have a separate remuneration committee and as such all remuneration matters are considered by the Board as a whole, with no member deliberating or considering such matter in respect of their own remuneration.

In the absence of a separate Remuneration Committee, the Board is responsible for:
(1) Setting remuneration packages for Executive Directors, Non-Executive Directors and other Key Management Personnel, and
(2) Implementing employee incentive and equity-based plans and making awards pursuant to those plans.

Remuneration structure
In accordance with best practice corporate governance, the structure of Non-Executive Director and Executive remuneration is separate and distinct.

Non-Executive Director's remuneration
Fees and payments to non-executive directors reflect the demands and responsibilities of their role. Non-executive directors' fees and payments are reviewed annually by the Board. The Board may, from time to time, receive advice from independent remuneration consultants to ensure non-executive directors' fees and payments are appropriate and in line with the market. The chairman's fees are determined independently to the fees of other non-executive directors based on comparative roles in the external market. The chairman is not present at any discussions relating to the determination of his own remuneration.

Executive remuneration
Remuneration consists of fixed remuneration and variable remuneration (comprising short-term and long-term incentive schemes).

Fixed remuneration
Fixed remuneration is reviewed annually by the Board. The process consists of a review of relevant comparative remuneration in the market and internally and, where appropriate, external advice on policies and practices. The Board has access to external, independent advice where necessary.

Variable remuneration
The objective of the short-term incentive program is to link the achievement of the Group's operational targets with the remuneration received by the executives charged with meeting those targets. The total potential short-term incentive available is set at a level so as to provide sufficient incentive to the senior manager to achieve the operational targets and such that the cost to the Group is reasonable in the circumstances.

Use of remuneration consultants
The Company has not engaged any remuneration consultants.

Details of remuneration

Amounts of remuneration
Details of the remuneration of key management personnel of the Group are set out in the following tables.

The key management personnel of the Group consisted of the following directors of Brazilian Critical Minerals Limited:
- Mr Jeremy Robinson - Non-Executive Chairman
- Mr Andrew Reid - Managing Director
- Mr Nicholas Holthouse - Non-Executive Director

	Short-term benefits			Post-employment benefits	Share-based payments			
2026	Cash salary and fees $	Cash bonus $	Non-monetary $	Super-annuation $	Shares $	Performance rights $	Options $	Total $
Non-Executive Directors:								
Jeremy Robinson	64,286	-	-	7,714	-	213,138	-	285,138
Nicholas Holthouse	53,571	-	-	6,429	-	170,511	-	230,511
Executive Directors:								
Andrew Reid	300,804	-	-	30,000	-	283,441	-	614,245
Total	418,661	-	-	44,143	-	667,090	-	1,129,894

	Short-term benefits			Post-employment benefits	Share-based payments			
2025	Cash salary and fees $	Cash bonus $	Non-monetary $	Super-annuation $	Shares $	Performance rights $	Options $	Total $
Non-Executive Directors:								
Abby Smith*	22,422	-	-	2,578	-	30,253	-	55,253
Ben Donovan**	55,000	-	-	-	-	-	-	55,000
Nicholas Holthouse***	5,493	-	-	632	-	-	-	6,125
Jeremy Robinson	64,574	-	-	7,426	-	-	14,990	86,990
Executive Directors:								
Andrew Reid	290,641	-	-	29,932	82,500	99,290	-	502,363
Total	438,130	-	-	40,568	82,500	129,543	14,990	705,731

* Ms Smith was a director for the period 1 July 2024 to 28 November 2024, the date that she resigned.
** Mr Donovan was a Director during the period 28 November 2024 to 29 May 2025, he is considered Key Management Personnel only during this period. Mr Donovan is also Company Secretary and his cash salary and fees of $55,000 includes $30,000 paid to Argus Corporate Pty Ltd for company secretarial services during his tenure as a Director.
*** Mr Holthouse was appointed a director on 29 May 2025.

The proportion of remuneration linked to performance and the fixed proportion are as follows:

Name	Fixed remuneration 2026	Fixed remuneration 2025	Share-based payments 2026	Share-based payments 2025
Non-Executive Directors:				
Jeremy Robinson	25%	83%	75%	17%
Nicholas Holthouse	26%	100%	74%	-
Ben Donovan	-	100%	-	-
Abby Smith	-	45%	-	55%
Executive Directors:				
Andrew Reid	54%	64%	46%	36%

Service agreements
Remuneration and other terms of employment for key management personnel are formalised in service agreements. Details of these agreements are as follows:

Name:	**Andrew Reid**
Title:	*Managing Director*
Agreement commenced:	25 March 2024
Term of agreement:	No fixed term with resignation subject to six months' notice
Details:	FY2026 remuneration of $333,000 per annum (inclusive of superannuation). The Board undertook a comparative benchmark assessment of its Executive and Board remuneration against 11 ASX listed rare earth peers. This resulted in a remuneration change to $450,000 per annum (exclusive of superannuation) effective from 1 July 2026.

Name:	**Jeremy Robinson**
Title:	*Non-Executive Chair*
Agreement commenced:	25 March 2024
Details:	FY2026 remuneration of $72,000 including superannuation. The Board undertook a comparative benchmark assessment of its Executive and Board remuneration against 11 ASX listed rare earth peers. This resulted in a remuneration change to $140,000 per annum (exclusive of superannuation) effective from 1 July 2026.

Name:	**Nicholas Holthouse**
Title:	*Non-Executive Director - appointed 29 May 2025*
Agreement commenced:	29 May 2025
Details:	FY2026 remuneration of $60,000 including superannuation The Board undertook a comparative benchmark assessment of its Executive and Board remuneration against 11 ASX listed rare earth peers. This resulted in a remuneration change to $85,000 per annum (exclusive of superannuation) effective from 1 July 2026.

Key management personnel have no entitlement to termination payments in the event of removal for misconduct.

Share-based compensation

Issue of shares
There were no shares issued to directors and other key management personnel as part of compensation during the year ended 30 June 2026.

Options
There were no options over ordinary shares issued to directors and other key management personnel as part of compensation that were outstanding as at 30 June 2026.

Performance rights
The terms and conditions of each grant of performance rights over ordinary shares affecting remuneration of directors and other key management personnel in this financial year or future reporting years are as follows:

Name	Number granted	Grant date	Vesting conditions	Expiry date	Fair value per right at valuation date
Andrew Reid	7,500,000	28/11/2024	Tranche FY2025A	31/12/2025	$0.0003
Andrew Reid	7,500,000	28/11/2024	Tranche FY2025B	31/12/2026	$0.0110
Andrew Reid	7,500,000	28/11/2024	Tranche FY2025C	31/12/2027	$0.0110
Andrew Reid	5,000,000	25/11/2025	Tranche FY2026A	19/12/2030	$0.0230
Andrew Reid	5,000,000	25/11/2025	Tranche FY2026B	19/12/2030	$0.0250
Andrew Reid	5,000,000	25/11/2025	Tranche FY2026C	19/12/2030	$0.0250
Jeremy Robinson	4,166,666	25/11/2025	Tranche FY2026A	19/12/2030	$0.0230
Jeremy Robinson	4,166,667	25/11/2025	Tranche FY2026B	19/12/2030	$0.0250
Jeremy Robinson	4,166,667	25/11/2025	Tranche FY2026C	19/12/2030	$0.0250
Nicholas Holthouse	3,333,333	25/11/2025	Tranche FY2026A	19/12/2030	$0.0230
Nicholas Holthouse	3,333,333	25/11/2025	Tranche FY2026B	19/12/2030	$0.0250
Nicholas Holthouse	3,333,334	25/11/2025	Tranche FY2026C	19/12/2030	$0.0250

The vesting of Performance Rights is subject to the holder satisfying the Eligible Participant requirements under the Plan Rules and the applicable vesting conditions set out below. Eligibility generally requires the holder to remain employed or otherwise engaged by the Company, subject to other provisions of the Plan Rules.

Tranche	Vesting condition
FY2025A	The Company's 15-day volume weighted average share price being equal to or greater than $0.10.
FY2025B	The Company completing a positive scoping study on the Ema and/or Apui REE Projects.
FY2025C	The Company securing letters of support for offtake agreements for greater than 50% of nominal nameplate capacity underpinning funding for construction at the Ema and/or Apui REE Project.
FY2026A	The Company achieving a 20-day volume-weighted average share price ('VWAP') of at least $0.04 per share (calculated over 20 consecutive trading days on which the Company's Shares actually traded).
FY2026B	Upon the Company announcing completion of positive Bankable Feasibility Study by 30 June 2026 at the Company's Ema Rare Earths Project.
FY2026C	Upon the Company securing all government approvals and permits to enable the Company to commence project development at the Ema Rare Earths Project within four (4) years of the date of issue of the Performance Rights.

The number of performance rights over ordinary shares granted to and vested by directors and other key management personnel as part of compensation during the year ended 30 June 2026 are set out below:

Name	Number of rights granted during the year 2026	Number of rights granted during the year 2025	Number of rights vested during the year 2026	Number of rights vested during the year 2025
Jeremy Robinson	12,500,000	-	-	-
Andrew Reid	15,000,000	22,500,000	-	7,500,000
Nicholas Holthouse	10,000,000	-	-	-

Additional disclosures relating to key management personnel

Shareholding
The number of shares in the Company held during the financial year by each director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Received as part of remuneration	Additions	Other	Balance at the end of the year
Ordinary shares					
Jeremy Robinson	2,000,000	-	-	-	2,000,000
Andrew Reid	8,487,655	-	100,000	-	8,587,655
Nicholas Holthouse	-	-	1,250,000	-	1,250,000
	10,487,655	-	1,350,000	-	11,837,655

Option holding
The number of options over ordinary shares in the Company held during the financial year by each director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Exercised	Expired	Balance at the end of the year
Options over ordinary shares					
Jeremy Robinson	3,000,000	-	-	-	3,000,000
Andrew Reid	370,370	-	-	(370,370)	-
Nicholas Holthouse*	-	416,666	-	-	416,666
	3,370,370	416,666	-	(370,370)	3,416,666

*Options were free attaching options exercisable at $0.011 on or before 12 August 2027, as part of the capital raising.

Performance rights holding
The number of performance rights over ordinary shares in the Company held during the financial year by each director and other members of key management personnel of the Group, including their personally related parties, is set out below:

	Balance at the start of the year	Granted	Converted	Expired	Balance at the end of the year
Performance rights over ordinary shares					
Jeremy Robinson	-	12,500,000	-	-	12,500,000
Andrew Reid	22,500,000	15,000,000	-	(7,500,000)	30,000,000
Nicholas Holthouse	-	10,000,000	-	-	10,000,000
	22,500,000	37,500,000	-	(7,500,000)	52,500,000

Additional information
The earnings of the Group for the five years to 30 June 2026 are summarised below:

	2026 $	2025 $	2024 $	Restated 2023 $	2022 $
Loss after income tax	(7,874,451)	(5,718,564)	(6,048,214)	(3,593,128)	(2,455,992)

The factors that are considered to affect total shareholders return ('TSR') are summarised below:

	2026	2025	2024	2023	2022
Share price at financial year end ($)	0.06	0.01	0.02	0.05	0.10
Basic loss per share (cents per share)	(0.43)	(0.59)	(0.90)	(0.73)	(0.55)

This concludes the remuneration report, which has been audited.

Shares under option
Unissued ordinary shares of Brazilian Critical Minerals Limited under options at the date of this report are as follows:

Issue date	Expiry date	Exercise price	Number under option
21 December 2023	20 December 2026	$0.0500	3,000,000
23 December 2024	23 December 2027	$0.0175	86,100,000
6 February 2025	23 December 2027	$0.0175	3,125,000
3 February 2025	15 December 2028	$0.0175	50,000,000
12 August 2025	12 August 2027	$0.0110	95,391,665
2 October 2025	1 October 2028	$0.0400	50,000,000
17 September 2026	17 September 2029	$0.1000	20,000,000
			307,616,665

No person entitled to exercise the options had or has any right by virtue of the option to participate in any share issue of the Company or of any other body corporate.

Shares under performance rights

Unissued ordinary shares of Brazilian Critical Minerals Limited under performance rights at the date of this report are as follows:

Expiry date	Number under rights
1 May 2028	3,200,000
19 December 2030	21,666,663
17 September 2031	56,000,000
	80,866,663

No person entitled to exercise the performance rights had or has any right by virtue of the performance right to participate in any share issue of the Company or of any other body corporate.

Shares issued on the exercise of options

The following ordinary shares of Brazilian Critical Minerals Limited were issued during the year ended 30 June 2026 and up to the date of this report on the exercise of options granted:

Date options converted	Exercise price	Number of shares issued
8 September 2025	$0.0110	3,958,333
25 September 2025	$0.0110	4,500,000
21 October 2025	$0.0110	3,716,667
31 October 2025	$0.0110	1,875,000
22 December 2025	$0.0110	2,420,834
9 Jan 2026	$0.0110	23,499,997
23 Feb 2026	$0.0110	7,124,999
24 Feb 2026	$0.0110	4,120,834
10 Mar 2026	$0.0110	1,520,834
27 Mar 2026	$0.0110	250,000
25 May 2026	$0.0110	687,500
1 July 2026	$0.0110	8,395,832
13 July 2026	$0.0110	1,958,333
28 July 2026	$0.0110	3,541,667
17 August 2026	$0.0110	849,999
7 September 2026	$0.0110	2,854,166
		71,274,995

Shares issued on the exercise of performance rights

The following ordinary shares of Brazilian Critical Minerals Limited were issued during the year ended 30 June 2026 and up to the date of this report on the exercise of performance rights granted:

Date performance rights converted	Number of shares issued
27 March 2026	6,400,000
4 August 2026	64,733,337
	71,133,337

Indemnity and insurance of officers
The Company has indemnified the directors and executives of the Company for costs incurred, in their capacity as a director or executive, for which they may be held personally liable, except where there is a lack of good faith.

During the financial year, the Company paid a premium in respect of a contract to insure the directors and executives of the Company against a liability to the extent permitted by the Corporations Act 2001. The contract of insurance prohibits disclosure of the nature of the liability and the amount of the premium.

Indemnity and insurance of auditor
The Company has not, during or since the end of the financial year, indemnified or agreed to indemnify the auditor of the Company or any related entity against a liability incurred by the auditor.

During the financial year, the Company has not paid a premium in respect of a contract to insure the auditor of the Company or any related entity.

Proceedings on behalf of the Company
No person has applied to the Court under section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company, or to intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or part of those proceedings.

Non-audit services
There were no non-audit services provided during the financial year by the auditor.

Auditor's independence declaration
A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 is set out immediately after this directors' report.

Auditor
William Buck Audit (WA) Pty Ltd continues in office in accordance with section 327 of the Corporations Act 2001.

This report is made in accordance with a resolution of directors, pursuant to section 298(2)(a) of the Corporations Act 2001.

On behalf of the directors

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Jeremy Robinson
Non-Executive Chair

28 September 2026

William Buck
ACCOUNTANTS & ADVISORS

Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

To the directors of Brazilian Critical Minerals Limited

As lead auditor for the audit of the financial report of Brazilian Critical Minerals Limited for the year ended 30 June 2026, I declare that, to the best of my knowledge and belief, there have been:

— no contraventions of the auditor independence requirements as set out in the *Corporations Act 2001* in relation to the audit; and

— no contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Brazilian Critical Minerals Limited and the entities it controlled during the year.

William Buck

William Buck Audit (WA) Pty Ltd
ABN 67 125 012 124

Amar Nathwani

Amar Nathwani
Director
Signed this 28th day of September 2026

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Brazilian Critical Minerals Limited
Consolidated statement of profit or loss and other comprehensive income
For the year ended 30 June 2026

	Note	2026 $	2025 $
Income			
Other income	5	62,438	68,315
Expenses			
Employee benefit expenses		(462,569)	(465,955)
Corporate and administration expenses	6	(924,366)	(710,170)
Depreciation expense		(28,043)	(35,251)
Impairment of exploration and evaluation assets	10	-	(86,349)
Exploration and evaluation expenditure		(4,242,512)	(3,249,338)
Share-based payments	29	(1,129,559)	(379,314)
Loan facility modification loss		-	(307,523)
Foreign currency loss		(12,254)	(3,196)
Finance costs	12	(1,137,586)	(549,783)
Loss before income tax expense		(7,874,451)	(5,718,564)
Income tax expense	7	-	-
Loss after income tax expense for the year attributable to the owners of Brazilian Critical Minerals Limited	17	(7,874,451)	(5,718,564)
Other comprehensive loss			
Items that may be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations	16	(82,578)	(9,070)
Other comprehensive loss for the year, net of tax		(82,578)	(9,070)
Total comprehensive loss for the year attributable to the owners of Brazilian Critical Minerals Limited		(7,957,029)	(5,727,634)
		Cents	**Cents**
Basic loss per share	28	(0.43)	(0.59)
Diluted earnings per share	28	(0.43)	(0.59)

The above consolidated statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes

	Note	2026 $	2025 $
Assets			
Current assets			
Cash and cash equivalents		4,361,548	1,698,485
Trade and other receivables		75,375	23,404
Other assets	8	37,374	16,724
Total current assets		4,474,297	1,738,613
Non-current assets			
Property, plant and equipment	9	249,910	232,339
Exploration and evaluation	10	163,295	163,176
Total non-current assets		413,205	395,515
Total assets		4,887,502	2,134,128
Liabilities			
Current liabilities			
Trade and other payables	11	342,726	290,728
Financial liabilities	12	661,243	1,127,535
Provisions and contingencies	13	225,871	175,155
Other	14	92,355	-
Total current liabilities		1,322,195	1,593,418
Total liabilities		1,322,195	1,593,418
Net assets		3,565,307	540,710
Equity			
Issued capital	15	51,770,500	43,044,994
Reserves	16	1,880,370	2,417,607
Accumulated losses	17	(50,085,563)	(44,921,891)
Total equity		3,565,307	540,710

The above consolidated statement of financial position should be read in conjunction with the accompanying notes

Brazilian Critical Minerals Limited
Consolidated statement of changes in equity
For the year ended 30 June 2026

	Issued capital $	Share-based payments reserve $	Foreign currency translation reserve $	Accumulated losses $	Total equity $
Balance at 1 July 2024	39,720,559	3,198,829	(1,430,275)	(39,823,327)	1,665,786
Loss after income tax expense for the year	-	-	-	(5,718,564)	(5,718,564)
Other comprehensive loss for the year, net of tax	-	-	(9,070)	-	(9,070)
Total comprehensive loss for the year	-	-	(9,070)	(5,718,564)	(5,727,634)
Transactions with owners in their capacity as owners:					
Contributions of equity (note 15)	4,227,789	-	-	-	4,227,789
Share-based payments (note 15 and note 29)	82,500	296,814	-	-	379,314
Options issued (note 29)	(628,891)	628,891	-	-	-
Transaction costs	(356,963)	-	-	-	(356,963)
Loan facility modification loss (note 12 and note 29)	-	352,418	-	-	352,418
Transfer performance rights expired during the year	-	(620,000)	-	620,000	-
Balance at 30 June 2025	43,044,994	3,856,952	(1,439,345)	(44,921,891)	540,710

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes

	Issued capital $	Share-based payments reserve $	Foreign currency translation reserve $	Accumulated losses $	Total equity $
Balance at 1 July 2025	43,044,994	3,856,952	(1,439,345)	(44,921,891)	540,710
Loss after income tax expense for the year	-	-	-	(7,874,451)	(7,874,451)
Other comprehensive loss for the year, net of tax	-	-	(82,578)	-	(82,578)
Total comprehensive loss for the year	-	-	(82,578)	(7,874,451)	(7,957,029)
Transactions with owners in their capacity as owners:					
Contributions of equity (note 15)	8,659,828	-	-	-	8,659,828
Share-based payments (note 29)	570,000	1,129,559	-	-	1,699,559
Performance rights converted (note 15)	51,200	(51,200)	-	-	-
Conversion of Drake loan facility (note 12)	1,890,878	-	-	-	1,890,878
Options issued (note 29)	(1,177,761)	1,177,761	-	-	-
Transaction costs	(1,268,639)	-	-	-	(1,268,639)
Transfer options and performance rights expired during the year	-	(2,710,779)	-	2,710,779	-
Balance at 30 June 2026	51,770,500	3,402,293	(1,521,923)	(50,085,563)	3,565,307

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes

	Note	2026 $	2025 $
Cash flows from operating activities			
Interest received		62,438	8,595
Payments to suppliers and employees		(1,474,424)	(1,141,855)
Payments for exploration and evaluation expenditure		(4,124,930)	(3,031,264)
R&D Tax Incentive received		-	58,075
Net cash used in operating activities	27	(5,536,916)	(4,106,449)
Cash flows from investing activities			
Payments for property, plant and equipment	9	(51,227)	(49,817)
Payments for exploration and evaluation	10	-	(53,968)
Proceeds from disposal of property, plant and equipment		5,855	-
Net cash used in investing activities		(45,372)	(103,785)
Cash flows from financing activities			
Proceeds from issue of shares	15	8,659,828	4,227,789
Proceeds from borrowings	12	300,000	-
Share issue transaction costs		(698,639)	(356,963)
Interest and other finance costs paid		(13,000)	-
Option proceeds received in advance		92,355	-
Net cash from financing activities		8,340,544	3,870,826
Net increase/(decrease) in cash and cash equivalents		2,758,256	(339,408)
Cash and cash equivalents at the beginning of the financial year		1,698,485	2,066,508
Effects of exchange rate changes on cash and cash equivalents		(95,193)	(28,615)
Cash and cash equivalents at the end of the financial year		4,361,548	1,698,485

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes

Note 1. General information

The financial statements cover Brazilian Critical Minerals Limited as a Group consisting of Brazilian Critical Minerals Limited and the entities it controlled at the end of, or during, the year. The financial statements are presented in Australian dollars, which is Brazilian Critical Minerals Limited's functional and presentation currency.

Brazilian Critical Minerals Limited is a listed public company limited by shares, incorporated and domiciled in Australia. Its registered office and principal place of business is:

Level 28, AMP Tower
140 St Georges Terrace
Perth WA 6000
T: +61 8 6383 7820

A description of the nature of the Group's operations and its principal activities are included in the directors' report, which is not part of the financial statements.

The financial statements were authorised for issue, in accordance with a resolution of directors, on 28 September 2026. The directors have the power to amend and reissue the financial statements.

Note 2. Material accounting policy information

New or amended Accounting Standards and Interpretations adopted

The Group has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

The accounting policies that are material to the Group are set out either in the respective notes or below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

Going concern

The financial statements have been prepared on a going concern basis which contemplates the realisation of assets and settlement of liabilities in the ordinary course of business.

The Group incurred a loss after tax in the year of $7,874,451 (2025 loss: $5,718,564) which includes $1,129,559 in non-cash share-based payments (2025: $379,314) and used $5,536,916 (2025: $4,106,449) of net cash in operations including payments for exploration activities. The Group has current assets of $4,474,297 (2025: $1,738,613) of which cash at bank balance was $4,361,548 (2025: $1,698,485) and current liabilities amounting to $1,322,195 (2025: $1,593,418). At balance date, the Group had net assets of $3,565,307 (2025: $540,710).

Subsequent to balance date, the Company announced on 7 July 2026 firm commitments to raise $10,000,000 (before costs) via a two tranche placement at $0.053 per share. Tranche 1 was completed with 139,623,833 fully paid ordinary shares issued on 14 July 2026 raising $7,400,063 (before costs). Tranche 2 was approved at the general meeting held on 10 September 2026, and 50,432,771 fully paid ordinary shares were issued on 17 September 2026 raising the remaining $2,672,937.

Included in current liabilities is a convertible note facility at a fair value of $661,243. The facility matures in December 2026, when any outstanding amounts are payable should the lender choose not to convert it into shares, or extend the maturity date.

The Group had $4,361,548 in cash at bank at 30 June 2026, and its ability to continue its operational obligations are principally dependent on raising additional capital via any means available to it in a timely manner. If required, the Group can delay operational expenditure and institute cost saving measures to further reduce corporate and administrative costs.

The financial report does not include adjustments relating to the recoverability and classification of recorded asset amounts nor to the amounts and classification of liabilities that might be necessary should the Group not continue as a going concern.

Note 2. Material accounting policy information (continued)

After considering the above factors, the Directors consider it appropriate to prepare the financial report on the going concern basis.

Basis of preparation

These general purpose financial statements have been prepared in accordance with Australian Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities. These financial statements also comply with IFRS Accounting Standards as issued by the International Accounting Standards Board ('IASB').

Historical cost convention

The financial statements have been prepared under the historical cost convention, except for the valuation of embedded derivatives in hybrid financial instruments classified as financial liabilities which are reported at fair value through profit and loss.

Critical accounting estimates

The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 3.

Rounding

The company is of a kind referred to in ASIC Corporations (Rounding in Financial/Directors’ Reports) Instrument 2026/183. In accordance with that instrument, amounts in the financial statements and directors’ report have been rounded to the nearest dollar unless otherwise indicated.

Parent entity information

In accordance with the Corporations Act 2001, these financial statements present the results of the Group only. Supplementary information about the parent entity is disclosed in note 24.

Principles of consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Brazilian Critical Minerals Limited ('Company' or 'parent entity') as at 30 June 2026 and the results of all subsidiaries for the year then ended. Brazilian Critical Minerals Limited and its subsidiaries together are referred to in these financial statements as the 'Group'.

Subsidiaries are all those entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between entities in the Group are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of the impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

The acquisition of subsidiaries is accounted for using the acquisition method of accounting. A change in ownership interest, without the loss of control, is accounted for as an equity transaction, where the difference between the consideration transferred and the book value of the share of the non-controlling interest acquired is recognised directly in equity attributable to the parent.

Where the Group loses control over a subsidiary, it derecognises the assets including goodwill, liabilities and non-controlling interest in the subsidiary together with any cumulative translation differences recognised in equity. The Group recognises the fair value of the consideration received and the fair value of any investment retained together with any gain or loss in profit or loss.

Note 2. Material accounting policy information (continued)

Foreign currency translation
The financial statements are presented in Australian dollars, which is Brazilian Critical Minerals Limited's functional and presentation currency.

Foreign currency transactions
Foreign currency transactions are translated into Australian dollars using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at financial year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Foreign operations
The assets and liabilities of foreign operations are translated into Australian dollars using the exchange rates at the reporting date. The revenues and expenses of foreign operations are translated into Australian dollars using the average exchange rates, which approximate the rates at the dates of the transactions, for the period. All resulting foreign exchange differences are recognised in other comprehensive income through the foreign currency reserve in equity.

The foreign currency reserve is recognised in profit or loss when the foreign operation or net investment is disposed of.

Revenue recognition
The Group recognises revenue as follows:

Interest
Interest revenue is recognised as interest accrues.

Other revenue
Other revenue is recognised when it is received or when the right to receive payment is established.

Fair value measurement
When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Current and non-current classification
Assets and liabilities are presented in the statement of financial position based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the Group's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the Group's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no right at the end of the reporting period to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Note 2. Material accounting policy information (continued)

Impairment of non-financial assets
Non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

Finance costs
Finance costs attributable to qualifying assets are capitalised as part of the asset. All other finance costs are expensed in the period in which they are incurred.

Convertible note
Derivative liability
Derivative financial instruments are stated at fair value. The fair value of the derivative has been valued using a valuation technique, including inputs that include reference to similar instruments and option pricing models, which is updated each period. Gains and losses arising from changes in fair value of these instruments together with settlements in the period are accounted for through the consolidated statement of profit or loss and other comprehensive income through net finance costs. The convertible note liability and derivative are removed from the statement of financial position when the obligations specified in the contract are discharged, cancelled or expired.

Debt liability
The embedded derivative component of a convertible note is recognised initially at fair value and the debt liability component is calculated as the difference between the financial instrument as a whole and the value of the derivative liability at inception. Any directly attributable transaction costs are allocated to the convertible note debt liability and convertible note derivative liability in proportion to their initial carrying amounts. Subsequent to initial recognition, the debt liability component of the convertible note is measured at amortised cost using the effective interest method.

New Accounting Standards and Interpretations not yet mandatory or early adopted
Australian Accounting Standards and Interpretations that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Group for the annual reporting period ended 30 June 2026. The Group's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the Group, are set out below.

AASB 18 Presentation and Disclosure in Financial Statements
This standard is applicable to annual reporting periods beginning on or after 1 January 2027 and early adoption is permitted. The standard replaces AASB 101 'Presentation of Financial Statements', with many of the original disclosure requirements retained and there will be no impact on the recognition and measurement of items in the financial statements. But the standard will affect presentation and disclosure in the financial statements, including introducing five categories in the statement of profit or loss and other comprehensive income: operating, investing, financing, income taxes and discontinued operations. The standard introduces two mandatory sub-totals in the statement: 'Operating profit' and 'Profit before financing and income taxes'. There are also new disclosure requirements for 'management-defined performance measures', such as earnings before interest, taxes, depreciation and amortisation ('EBITDA') or 'adjusted profit'. The standard provides enhanced guidance on grouping of information (aggregation and disaggregation), including whether to present this information in the primary financial statements or in the notes. The Group will adopt this standard from 1 July 2027 and it is expected that there will be a significant change to the layout of the statement of profit or loss and other comprehensive income.

Note 3. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Share-based payment transactions
The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined using an appropriate model taking into account the terms and conditions, management assumptions and estimates upon which the instruments were granted. Refer note 29 for details.

Valuation of derivative liability
The Company has entered into loan agreements which contain a conversion feature whereby the value of the loan, or a portion thereof, can be converted into shares in the Company upon the occurrence of various conversion trigger events or upon the election of the lender (or borrower). To derive the fair value of the embedded derivative liability component of the loans, a number of assumptions have been made. These assumptions, as well as key terms of the loan agreements, are outlined in note 12.

Exploration and evaluation costs
Exploration and evaluation expenditure is expensed to the Statement of Profit and Loss and Other Comprehensive Income in the year when it is incurred in respect of each identifiable area except in the following circumstances in which case the expenditure may be capitalised:

- Existence of a mineral deposit has been established however additional expenditure is required to determine the technical feasibility and commercial viability of extraction and it is anticipated that future economic benefits are more likely than not to be generated as a result of those expenditure; and
- Acquisition costs of exploration and evaluation assets continue to be capitalised in accordance with the above criteria.

Capitalised exploration costs are reviewed at each reporting date to establish whether an indication of impairment exists. If any such indication exists, the recoverable amount of the capitalised exploration costs is estimated to determine the extent of the impairment loss (if any). Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in previous years.

Note 4. Operating segments

The Group has identified its operating segments based on internal reports that are reviewed by the Board and management. The Group operated in one business segment during the year, being mineral exploration and in two geographical areas, being Australia and Brazil.

Note 4. Operating segments (continued)

Operating segment information

2026	Brazil $	Australia $	Total $
Interest revenue	40,777	21,661	62,438
Other expenses	(3,209,612)	(4,727,277)	(7,936,889)
Loss before income tax expense	(3,168,835)	(4,705,616)	(7,874,451)
Income tax expense			-
Loss after income tax expense			(7,874,451)
Assets			
Segment assets	841,874	4,045,628	4,887,502
Total assets			4,887,502
Liabilities			
Segment liabilities	247,794	1,074,401	1,322,195
Total liabilities			1,322,195

2025	Brazil $	Australia $	Total $
Segment revenue	1,645	66,670	68,315
Other expenses	(3,532,727)	(2,254,152)	(5,786,879)
Loss before income tax expense	(3,531,082)	(2,187,482)	(5,718,564)
Income tax expense			-
Loss after income tax expense			(5,718,564)
Assets			
Segment assets	1,637,443	496,685	2,134,128
Total assets			2,134,128
Liabilities			
Segment liabilities	181,192	1,412,226	1,593,418
Total liabilities			1,593,418

Accounting policy for operating segments
Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision makers. The chief operating decision makers, who are responsible for allocating resources and assessing performance of the operating segments, have been identified as the Board of Directors of the Company.

Note 5. Other income

	2026 $	2025 $
Interest received	62,438	8,595
R&D Tax Rebate	-	58,075
Other	-	1,645
Other income	62,438	68,315

Note 6. Corporate and administration expenses

	2026 $	2025 $
Corporate compliance costs	108,669	91,255
Contractors and consultancy	291,483	272,659
Legal fees	194,339	77,269
Insurance	73,660	66,193
Investor relations	115,094	66,395
Travel costs	64,321	79,989
Other	76,800	56,410
	924,366	710,170

Note 7. Income tax

	2026 $	2025 $
Numerical reconciliation of income tax benefit and tax at the statutory rate		
Loss before income tax expense	(7,874,451)	(5,718,564)
Tax at the statutory tax rate of 30%	(2,362,335)	(1,715,569)
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Other non-allowable items	1,724,466	1,329,562
Revenue losses not recognised	700,015	671,205
Other deferred tax balances not recognised	(62,146)	36,458
Over/under provision from previous years	-	(321,656)
Income tax benefit	-	-

	2026 $	2025 $
Recognised deferred tax 30% (2023: 30%) [1]		
Deferred tax liabilities		
Prepayments	(11,212)	(5,018)
Deferred tax assets		
Carry forward revenue losses (opening)	11,212	5,018
	-	-

Note 7. Income tax (continued)

	2026 $	2025 $
Deferred tax assets not recognised at 30% (2023: 30%) [1]		
Deferred tax assets not recognised comprises temporary differences attributable to:		
Carry forward revenue losses	2,333,492	1,641,006
Carry forward capital losses	20,626	20,626
Capital raising costs and property, plant and equipment	128,368	154,034
Accrued expenses and provisions	7,868	10,050
Convertible notes	211,100	146,318
Employee entitlements	7,176	7,247
Unrealised FX	3,722	1,016
Total deferred tax assets not recognised	2,712,352	1,980,297

The tax benefits of the above Deferred Tax Assets will only be obtained if:

(a) the Company derives future assessable income of a nature and of an amount sufficient to enable the benefits to be utilised;
(b) the Company continues to comply with the conditions for deductibility imposed by law; and
(c) no changes in income tax legislation adversely affect the company in utilising the benefits.

(1) the corporate tax rate for eligible companies is 25% providing certain turnover thresholds and other criteria are met. All other companies are taxed at 30%. Deferred tax assets and liabilities are required to be measured at the tax rate that is expected to apply in the future income year when the asset is realised or the liability is settled. The Directors have determined that the deferred tax balances be measured at the tax rates stated.

Note 8. Other assets

	2026 $	2025 $
Current assets		
Prepayments	37,374	16,724

Note 9. Property, plant and equipment

	2026 $	2025 $
Non-current assets		
Plant and equipment - at cost	405,002	359,184
Less: Accumulated depreciation	(155,092)	(126,845)
	249,910	232,339

Note 9. Property, plant and equipment (continued)

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

	$
Balance at 1 July 2024	208,369
Additions	49,817
Exchange differences	9,404
Depreciation expense	(35,251)
Balance at 30 June 2025	232,339
Additions	51,227
Disposals	(5,855)
Exchange differences	242
Depreciation expense	(28,043)
Balance at 30 June 2026	249,910

Accounting policy for property, plant and equipment
All plant and equipment is stated at historical cost less depreciation. All repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation on assets is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as follows:

Motor vehicles	3-5 years
Plant and equipment	3-5 years
Computers	3-5 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss.

An item of property, plant and equipment is derecognised upon disposal or when there is no future economic benefit to the Group. Gains and losses between the carrying amount and the disposal proceeds are taken to profit or loss.

Note 10. Exploration and evaluation

	2026 **$**	**2025** **$**
Non-current assets		
Exploration and evaluation	163,295	163,176

Note 10. Exploration and evaluation (continued)

Reconciliations
Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below:

	$
Balance at 1 July 2024	188,612
Additions	53,968
Exchange differences	6,945
Impairment of assets	(86,349)
Balance at 30 June 2025	163,176
Exchange differences	119
Balance at 30 June 2026	163,295

Accounting policy for exploration and evaluation assets
Exploration and evaluation expenditure is expensed to the Statement of Profit and Loss and Other Comprehensive Income in the year when it is incurred in respect of each identifiable area except acquisition costs of exploration and evaluation assets in which case the expenditure may be capitalised. The recoverability of the carrying amount of exploration and evaluation assets is dependent on the successful development and commercial exploitation of the respective areas of interest, or alternatively, their sale.

Note 11. Trade and other payables

	2026 $	**2025 $**
Current liabilities		
Trade payables	256,338	230,728
Other payables	86,388	60,000
	342,726	290,728

Refer to note 19 for further information on financial risk management.

Note 12. Financial liabilities

	2026 $	**2025 $**
Current liabilities		
Convertible notes payable - Drake	661,243	1,127,535

Note 12. Financial liabilities (continued)

	2026 $	2025 $
Derivative liability measured at fair value		
Convertible notes payable – Drake	661,243	412,807
Debt liability measured at amortised cost		
Convertible notes payable – Drake	-	714,728
	661,243	1,127,535

Refer to note 19 for further information on financial risk management.

Convertible note - Drake

The Company entered into a secured convertible loan facility on 16 December 2019 with Drake Special Situations LLC ('Drake'), with multiple agreed variations since inception. On 10 January 2025 the facility was extended and varied for a further period to 15 December 2026 (with the option to extend up to 16 December 2029 at the lender's election), containing the following terms:

- Election: The Company to repay the loan/convertible note facility by cash or through the issue of fully paid ordinary shares at the lender's election.
- Shareholder Approval: Convertible Note conversion is subject to shareholder approval (if required).
- Maturity Date: 15 December 2026
- Interest: 10% per annum payable at maturity, and can be capitalised
- Conversion price: the lower of:
  (i) a 10% discount to the recent raising price;
  (ii) a 10% discount to the 5-day VWAP for the trading of shares on ASX ending on the day prior to a Conversion Election; and
  (iii) 2.00 cents
- Nominal Convertible Notes Facility as at 30 June 2026:
  - Loan Face Value: $300,000 advanced on 18 December 2025
  - Loan Advance Face Value: $50,000 (remaining unpaid balance after conversion)

  Unutilised Loan Advance facility available: $4,450,000, at the lender's election.

During the year ended 30 June 2026, the following movements occurred:

- On 28 August 2025, the Company issued 120,416,667 fully paid ordinary shares to Drake at the contractual conversion price of $0.0072 per share, extinguishing $867,000 of principal and accrued interest; and
- on 18 December 2025, the Company received a loan of $300,000 from Drake with a loan maturity of 15 December 2026.

<u>Movement of the Convertible note is as follows:</u>

Date	Description	Total $
01/07/2025	Opening Balance	1,127,535
28/08/2025	Loan conversion - issue of 120,416,667 fully paid ordinary shares	(1,890,878)
18/12/2025	Loan received	300,000
18/12/2025	Fair value of derivative when Loan was received, in excess of cash received	184,993
30/06/2026	Change in fair value of derivative*	907,697
30/06/2026	Amortised interest*	31,896
30/06/2026	Closing balance	661,243

* The finance costs of $1,137,586 comprises $31,896 of capitalised interest, $13,000 of interest withholding tax paid and the change in the fair value of the derivative of $907,697.

Note 12. Financial liabilities (continued)

The Drake loan is treated as a hybrid financial instrument as it includes a combination of 'debt' financial liability that represents the contractual cashflows of interest payment, and a derivative financial liability that represents the conversion feature to convert the debt instrument into variable number of shares. Where the fair value of the derivative exceeds the face value of the loan, the host liability is floored at zero, with the excess recognised in profit or loss.

Fair value measurement
The derivative liability component of the convertible note is measured and disclosed at fair value, using a three-level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement. The derivative liability is measured at fair value using a Monte Carlo simulation model. At 30 June 2026, the fair value of the derivative liability was $ 661,243 (30 June 2025: $412,807). The host liability was floored at zero under AASB 9 because the derivative liability exceeded the face value of the loan.

Valuation model assumptions:

A valuation of the derivative liability has been undertaken at 30 June 2026 using a Monte Carlo simulation model with the following assumptions:

Face value	$386,579 ($350,000 principal and accrued interest $36,579)
Valuation date	30 June 2026
Interest rate	4.41%
Share price at valuation date	$0.0580
Volatility	100%
Conversion price	Lower of 10% discount to VWAP, 10% discount to recent raise, or $0.02
Date of maturity	15 December 2026

Accounting policy for convertible notes
The component of the convertible notes that exhibits characteristics of a liability is recognised as a liability in the statement of financial position, net of transaction costs.

The convertible right is reported as a derivative liability through profit or loss as its value depends on the underlying share price and because it is not settled through the issue of a fixed number of shares. The balance of the note is reported as a financial liability at amortised cost.

The fair value measurement is categorized as a Level 2 measurement because the inputs are directly observable.

Note 13. Provisions and contingencies

	2026 $	2025 $
Current liabilities		
Annual leave	51,288	24,155
Employee benefits	23,583	-
Other	151,000	151,000
	225,871	175,155

Contingencies
(a) The subsidiary company received 2 infraction notices in January 2023 from the Institute of Environment Protection Authority arguing that the company has cleared certain areas of the native forest without seeking authorisation from the Authority. The company has contested both notices and is awaiting on a decision on this matter as at the date of this report. A provision of $151,000 of compensation / damages have been provided for as at 30 June 2026 (2025: $151,000).

Note 13. Provisions and contingencies (continued)

(b) The subsidiary company in Brazil entered into a licence agreement with EcoBiome Metals LLC ('EcoBiome') for the use of their proprietary technology of bacterial leaching. The company has not been able to replicate in Brazil the results that were being generated by EcoBiome at their facilities in Texas. Notice was provided to EcoBiome to terminate the contract during June 2024, the company received an invoice from EcoBiome on 12 May 2024 for USD $350,000 which the company does not deem to be payable due to the termination of the contract. Accordingly, no provision has been made in relation to the invoice.

(c) The subsidiary company in Brazil has received labour lawsuits from contractors in relation to work health safety after their contracts were terminated during the period. Reconciliation hearings have already been held, and the case is currently adjourned pending an outcome from the appointed expert for a work and health safety assessment before the hearing is to be continued with the Supreme Court. Management is unable to reliably determine the damages and accordingly no provision has been made as at reporting date.

(d) On 25 November 2025, the Company was served with a Writ of Summons in the Supreme Court of Western Australia by Drake Private Investments LLC ('Drake'). The Company is subject to an ongoing legal dispute with Drake in relation to the Company's convertible loan agreement dated 16 December 2019. Drake alleges breaches by the Company concerning the loan conversion made under the agreement. See note 12 for details.

Drake's claim seeks, amongst other things the issue of options, and reimbursement of legal costs. The Company disputes the allegations and intends to defend the proceedings.

At 30 June 2026, the matter remains in progress and the Company is unable to reliably measure any potential financial outflow, as the claims relate to disputed contractual interpretations and valuation methodologies that are yet to be determined by the Court. Based on the information currently available, the Company considers that no present obligation has been established and accordingly, no provision has been recognised in relation to this matter, which is disclosed as a contingent liability in accordance with AASB 137. The Company will continue to monitor the status of the matter and reassess the accounting treatment as it progresses.

Accounting policy for provisions
Provisions are recognised when the Group has a present (legal or constructive) obligation as a result of a past event, it is probable the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

Accounting policy for employee benefits

Other long-term employee benefits
The liability for annual leave and long service leave not expected to be settled within 12 months of the reporting date are measured at the present value of expected future payments to be made in respect of services provided by employees up to the reporting date using the projected unit credit method. Consideration is given to expected future wage and salary levels, experience of employee departures and periods of service. Expected future payments are discounted using market yields at the reporting date on high quality corporate bonds with terms to maturity and currency that match, as closely as possible, the estimated future cash outflows.

Note 14. Other

	2026 $	2025 $
Current liabilities		
Option funds received	92,355	-

Note 14. Other (continued)

As at 30 June 2026 the Company had received $92,355 in advance from conversion of options, these options were subsequently converted into fully paid shares on 1 July 2026. 8,395,835 options were converted exercisable at $0.011 on before 12 August 2027.

Note 15. Issued capital

	2026 Shares	2025 Shares	2026 $	2025 $
Ordinary shares - fully paid	1,960,624,166	1,310,533,235	51,770,500	43,044,994

Movements in ordinary share capital

Details	Date	Shares	Issue price	$
Balance	1 July 2024	830,739,425		39,720,559
Capital raising	18 October 2024	38,451,909	$0.0100	384,519
Capital raising	11 November 2024	19,319,163	$0.0100	193,192
Capital raising	9 December 2024	11,548,091	$0.0100	115,481
Capital raising	19 December 2024	142,900,000	$0.0100	1,429,000
Issue of shares to Managing Director (note 29)	23 December 2024	7,500,000	$0.0110	82,500
Capital raising	6 February 2025	12,500,000	$0.0100	125,000
Capital raising	13 June 2025	247,574,647	$0.0080	1,980,597
Less: Transaction costs arising on issue		-	$0.0000	(985,854)
Balance	30 June 2025	1,310,533,235		43,044,994
Capital raising	12 August 2025	252,425,353	$0.0080	2,019,403
Capital raising	28 August 2025	2,173,913	$0.0230	50,000
Conversion of convertible loan facility (note 12)	28 August 2025	120,416,667	$0.0157	1,890,878
Option conversion	8 September 2025	3,958,333	$0.0110	43,542
Option conversion	25 September 2025	4,500,000	$0.0110	49,500
Capital raising	9 October 2025	200,000,000	$0.0300	6,000,000
Option conversion	21 October 2025	3,716,667	$0.0110	40,883
Shares issued in lieu of payment (note 29)	23 October 2025	15,000,000	$0.0380	570,000
Option conversion	31 October 2025	1,875,000	$0.0110	20,625
Option conversion	22 December 2025	2,420,834	$0.0110	26,629
Option conversion	9 Jan 2026	23,499,997	$0.0110	258,500
Option conversion	23 Feb 2026	7,124,999	$0.0110	78,375
Option conversion	24 Feb 2026	4,120,834	$0.0110	45,329
Option conversion	10 Mar 2026	1,520,834	$0.0110	16,729
Option conversion	27 Mar 2026	250,000	$0.0110	2,750
Performance rights conversion	27 Mar 2026	6,400,000	$0.0000	51,200
Option conversion	25 May 2026	687,500	$0.0110	7,563
Less: Transaction costs arising on issue		-	$0.0000	(2,446,400)
Balance	30 June 2026	1,960,624,166		51,770,500

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the Company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the Company does not have a limited amount of authorised capital.

Every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Note 15. Issued capital (continued)

Listed options movement

Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired	Balance at the end of the year
31/12/2025	$0.1200	48,142,857	-	-	(48,142,857)	-
11/01/2026	$0.0500	248,502,376	-	-	(248,502,376)	-
		296,645,233	-	-	(296,645,233)	-

Unlisted options movement

Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired	Balance at the end of the year
20/12/2026	$0.0500	3,000,000	-	-	-	3,000,000
15/12/2028	$0.0175	50,000,000	-	-	-	50,000,000
23/12/2027	$0.0175	89,225,000	-	-	-	89,225,000
12/08/2027	$0.0110	-	166,666,660	(53,674,998)	-	112,991,662
01/10/2028	$0.0400	-	50,000,000	-	-	50,000,000
		142,225,000	216,666,660	(53,674,998)	-	305,216,662

Share buy-back
There is no current on-market share buy-back.

Capital risk management
The Group's objective when managing capital is to safeguard its ability to continue as a going concern. In order to maintain or adjust the capital structure, the Group may issue new shares or return capital to shareholders.

The Group’s strategy, unchanged from the prior year, is to maintain a sufficient level of cash to meet its obligations, as and when any debts are due, and to meet any investment commitments.

There are no externally imposed capital requirements for the Group.

Note 16. Reserves

	2026 $	2025 $
Foreign currency reserve	(1,521,923)	(1,439,345)
Share-based payments reserve	3,402,293	3,856,952
	1,880,370	2,417,607

Foreign currency reserve
The reserve is used to recognise exchange differences arising from the translation of the financial statements of foreign operations to Australian dollars.

Share-based payments reserves
The reserve is used to recognise the value of options and performance rights provided to employees and directors as part of their remuneration, and other parties as part of their compensation for services.

Note 16. Reserves (continued)

Movements in reserves
Movements in each class of reserve during the current and previous financial year are set out below:

	Share-based payments reserve $	Foreign currency translation reserve $	Total $
Balance at 1 July 2024	3,198,829	(1,430,275)	1,768,554
Foreign currency translation	-	(9,070)	(9,070)
Amortisation of performance rights	187,277	-	187,277
Options issued to advisors for capital raising	628,891	-	628,891
Amortisation of options issued to Directors	14,990	-	14,990
Options issue to Drake	446,965	-	446,965
Transfer performance rights expired during the year	(620,000)	-	(620,000)
Balance at 30 June 2025	3,856,952	(1,439,345)	2,417,607
Foreign currency translation	-	(82,578)	(82,578)
Amortisation of performance rights	1,129,559	-	1,129,559
Conversion of performance rights	(51,200)	-	(51,200)
Options issued to advisors for capital raising	1,177,761	-	1,177,761
Transfer options and performance rights expired during the year	(2,710,779)	-	(2,710,779)
Balance at 30 June 2026	3,402,293	(1,521,923)	1,880,370

Note 17. Accumulated losses

	2026 $	**2025 $**
Accumulated losses at the beginning of the financial year	(44,921,891)	(39,823,327)
Loss after income tax expense for the year	(7,874,451)	(5,718,564)
Transfer from share-based payments reserves	2,710,779	620,000
Accumulated losses at the end of the financial year	(50,085,563)	(44,921,891)

Note 18. Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Note 19. Financial risk management

Financial risk management objectives
The overall risk management strategy seeks to assist the Consolidated Group in meeting its financial targets, while minimising potential adverse effects on financial performance. Its functions include the review of liquidity, foreign exchange and interest rate risk policies and future cash flow requirements.

Market risk

Foreign currency risk
The Group has foreign operations and is exposed to foreign currency risk arising from various currency exposures, primarily with respect to the Brazilian Real ('BRL') and United States Dollar ('USD').

Note 19. Financial risk management (continued)

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in the currency that is not the entity's functional currency. The risk is measured using the sensitivity analysis.

The carrying amount of the Group's foreign currency denominated financial assets and financial liabilities at the reporting date were as follows:

	Assets		Liabilities	
	2026 $	2025 $	2026 $	2025 $
US dollars	288,739	1,590	-	-
Brazilian Real	430,638	103,859	45,842	30,192
	719,377	105,449	45,842	30,192

Sensitivity analysis

A strengthening of the AUD, as indicated below, against the BRL for the year ended and as of 30 June 2026 would have increase/(decreased) equity and profit or loss by the amounts shown below. The analysis is based on foreign currency exchange rate variances that the Group considered reasonably possible at the end of the reporting period. The analysis assumes that all other variables, in particular interest rates, remain constant.

The following table illustrates the Group's sensitivity to a 10% increase and decrease in the Australian dollar against the relevant foreign currency. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change in foreign currency rates. A negative number indicates a decrease in profit and other equity where the Australian dollar strengthens against the respective currency. For a weakening of the Australian dollar against the respective currency there would be an equal and opposite impact on the profit and other equity and the balances below would be positive.

2026	% change	Effect on profit before tax $
BRL	10%	26,249
USD	10%	43,316
		69,565

2025	% change	Effect on profit before tax $
BRL	10%	12,186
USD	10%	145
		12,331

Interest rate risk
Exposure to interest rate risk arises on financial assets and financial liabilities recognised at the end of the reporting period whereby a future change in interest rates will affect future cash flows or the fair value of fixed rate financial instruments.

Note 19. Financial risk management (continued)

The Group is exposed to interest rate risk from funds held on deposit. The effect of a +/- 2% change in interest rates would not be material.

Liquidity risk
Liquidity risk arises from the possibility that the Group might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities. The Group manages this risk through the following mechanisms:

- preparing forward looking cash flow analysis in relation to its operational, investing and financing activities.
- monitoring undrawn credit facilities.
- obtaining funding from a variety of sources, primarily capital raises; and
- managing credit risk related to financial assets.

Remaining contractual maturities
The following tables detail the Group's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

2026	Weighted average interest rate %	1 year or less $	Between 1-2 years $	Between 2- 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	256,338	-	-	-	256,338
Other payables	-	86,388	-	-	-	86,388
Total non-derivatives		342,726	-	-	-	342,726
Derivatives						
Convertible notes payable	10.00%	661,243	-	-	-	661,243
Total derivatives		661,243	-	-	-	661,243

2025	Weighted average interest rate %	1 year or less $	Between 1 - 2 years $	Between 2 - 5 years $	Over 5 years $	Remaining contractual maturities $
Non-derivatives						
Non-interest bearing						
Trade payables	-	230,728	-	-	-	230,728
Other payables	-	60,000	-	-	-	60,000
Interest-bearing						
Convertible notes payable	10.00%	714,728	-	-	-	714,728
Total non-derivatives		1,005,456	-	-	-	1,005,456
Derivatives						
Convertible notes payable	10.00%	412,807	-	-	-	412,807
Total derivatives		412,807	-	-	-	412,807

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

Note 19. Financial risk management (continued)

Fair value of financial instruments
Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

Note 20. Key management personnel disclosures

Directors
The following persons were directors of Brazilian Critical Minerals Limited during the financial year:

Jeremy Robinson - Non-Executive Chairman
Andrew Reid - Managing Director
Nicholas Holthouse - Non-Executive Director

Compensation
The aggregate compensation made to directors and other members of key management personnel of the Group is set out below:

	2026 $	2025 $
Short-term employee benefits	418,661	438,130
Post-employment benefits	44,143	40,568
Share-based payments	667,090	227,033
	1,129,894	705,731

Note 21. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by William Buck Audit (WA) Pty Ltd, the auditor of the Company:

	2026 $	2025 $
Audit services - William Buck Audit (WA) Pty Ltd		
Audit or review of the financial statements	55,937	57,500

Note 22. Commitments

The Group has following commitments as at 30 June 2026.

(a) Lease payments

	2026 $	2025 $
Committed at the reporting date but not recognised as liabilities, payable:		
Exploration and evaluation - lease payments	22,917	67,618

The Group can exit any of the leases without any further commitments. Further expenditure for exploration and mining is at the discretion of the directors of the company.

Note 23. Related party transactions

Parent entity
Brazilian Critical Minerals Limited is the parent entity.

Subsidiaries
Interests in subsidiaries are set out in note 25.

Key management personnel
Disclosures relating to key management personnel are set out in note 20 and the remuneration report included in the directors' report.

Transactions with related parties
There were no transactions with related parties during the current and previous financial year.

Receivable from and payable to related parties
There were no trade receivables from or trade payables to related parties at the current and previous reporting date.

Loans to/from related parties
There were no loans to or from related parties at the current and previous reporting date.

Note 24. Parent entity information

Set out below is the supplementary information about the parent entity.

Statement of profit or loss and other comprehensive income

	Parent	
	2026	**2025**
	$	**$**
Loss after income tax	(4,705,616)	(5,612,592)
Total comprehensive loss	(4,705,616)	(5,612,592)

Statement of financial position

	Parent	
	2026	**2025**
	$	**$**
Total current assets	4,043,659	1,634,754
Total assets	7,678,887	1,740,703
Total current liabilities	1,074,401	1,412,227
Total liabilities	1,074,401	1,412,227
Equity		
Issued capital	51,770,500	43,044,994
Share-based payments reserve	3,402,293	3,856,952
Accumulated losses	(48,568,307)	(46,573,470)
Total equity	6,604,486	328,476

Note 24. Parent entity information (continued)

Guarantees entered into by the parent entity in relation to the debts of its subsidiaries
The parent entity had no guarantees in relation to the debts of its subsidiaries as at 30 June 2026 (30 June 2025: Nil)

Contingent liabilities
The parent entity has a contingent liability in relation to the Writ of Summons and ongoing legal dispute with Drake Private Investments LLC as at 30 June 2026 see note 13 for details (30 June 2025: Nil).

Material accounting policy information
The accounting policies of the parent entity are consistent with those of the Group, as disclosed in note 2, except for the following:

- Investments in subsidiaries are accounted for at cost, less any impairment, in the parent entity.

Note 25. Interests in subsidiaries

The consolidated financial statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with the accounting policy described in note 2:

		Ownership interest	
		2026	**2025**
Name	**Country of incorporation**	**%**	**%**
Mineração BBX do Brasil LTDA	Brazil	100%	100%
BBX Peru SAC (dormant entities)	Peru	100%	100%
BBX Lucanas SAC (dormant entities)	Peru	100%	100%

Note 26. Events after the reporting year

The Company announced on 7 July 2026 firm commitments to raise $10 million (before costs) via a two tranche placement at $0.053 per share. Tranche 1 was completed with 139,623,833 fully paid ordinary shares issued on 14 July 2026 raising $7,400,063 (before costs). Tranche 2 was approved at the general meeting held on 10 September 2026, and 50,432,771 fully paid ordinary shares were issued on 17 September 2026 raising the remaining $2,672,937. The Directors also participated in the placement with Jeremy Robinson receiving 1,000,000 shares, and Andrew Reid and Nicholas Holthouse receiving 188,679 shares each at a price of $0.053 per share. Lead Managers received 20,000,000 options exercisable at $0.10 each on 17 September 2029, in exchange for a nominal cash consideration of $0.0001 per option.

64,733,337 performance rights vested and were subsequently converted into fully paid ordinary shares on 4 August 2026 following achievement of vesting conditions.

56,000,00 performance rights were issued to Directors and Employees subject to various vesting conditions as follows:

	Class A	Class B	Class C	Class D	Total
Jeremy Robinson	7,500,000	7,500,000	-	-	15,000,000
Andrew Reid	5,000,000	5,000,000	5,000,000	5,000,000	20,000,000
Nicholas Holthouse	5,000,000	5,000,000	-	-	10,000,000
Employees & contractors	5,500,000	5,500,000	-	-	11,000,000
Total	23,000,000	23,000,000	5,000,000	5,000,000	56,000,000

Note 26. Events after the reporting year (continued)

Class	Number	Expiry date	Vesting conditions
A	23,000,000	17/09/2031	Upon the Company's Shares achieving a VWAP of at least $0.10 per Share calculated over 20 consecutive trading days on or before the 4th anniversary of the date of issue.
B	23,000,000	17/09/2031	Upon the Company's Shares achieving a VWAP of at least $0.15 per Share calculated over 20 consecutive trading days on or before the 4th anniversary of the date of issue.
C	5,000,000	17/09/2031	In respect of the Company's Ema Project, announcement to ASX of a positive final investment decision
D	5,000,000	17/09/2031	In respect of the Company's Ema Project, announcement to ASX of the commencement of commercial production.
	56,000,000		

A total of 17,599,997 unlisted options exercisable at $0.011 on or before 12 August 2027 were converted raising $193,600 as follows:
* 8,395,832 - 1 July 2026 (of which $92,355 funds were received as at 30 June 2026)
* 1,958,333 - 13 July 2026
* 3,541,667 - 28 July 2026
* 849,999 - 17 August 2026
* 2,854,166 - 7 September 2026

On 10 September 2026, Shareholders approved to increase the maximum total aggregate amount of fees payable to Non-Executive Directors to $550,000 per annum.

No other matter or circumstance has arisen since 30 June 2026 that has significantly affected, or may significantly affect the Group's operations, the results of those operations, or the Group's state of affairs in future financial years.

Note 27. Reconciliation of loss after income tax to net cash used in operating activities

	2026 $	2025 $
Loss after income tax expense for the year	(7,874,451)	(5,718,564)
Adjustments for:		
Depreciation and amortisation	28,043	35,251
Impairment of exploration and evaluation	-	86,349
Share-based payments	1,129,559	379,314
Foreign exchange differences	12,254	3,196
Loan facility modification loss	-	307,523
Convertible note interest and fair value movements	1,137,586	549,783
Change in operating assets and liabilities:		
Increase in trade and other receivables	(51,971)	(12,337)
Increase in prepayments	(20,650)	(12,870)
Increase in trade and other payables	51,998	258,649
Increase in other provisions	50,716	17,257
Net cash used in operating activities	(5,536,916)	(4,106,449)

Note 28. Earnings per share

	2026 $	2025 $
Loss after income tax attributable to the owners of Brazilian Critical Minerals Limited	(7,874,451)	(5,718,564)
	Number	**Number**
Weighted average number of ordinary shares used in calculating basic earnings per share	1,821,644,801	973,473,641
Weighted average number of ordinary shares used in calculating diluted earnings per share	1,821,644,801	973,473,641
	Cents	**Cents**
Basic loss per share	(0.43)	(0.59)
Diluted earnings per share	(0.43)	(0.59)

Potential ordinary shares are anti-dilutive and, therefore, have not been included in the calculation of diluted earnings per share.

Note 29. Share-based payments

Ordinary shares

15,000,000 ordinary shares were issued to Gaia Natural Capital Pty Ltd on 23 October 2025, in lieu of payment for capital raising services. The shares were issued at $0.038 per share and an amount of a $570,000 was recognised as a cost of capital raising.

Options

50,000,000 options exercisable at $0.04 on or before 1 October 2028 were issued to the joint lead managers Argonaut Securities Pty Ltd and Wallabi Group Pty Ltd on 16 October 2025. The options were valued using a Black-Scholes model, an amount of $1,177,761 was recognised in relation to the options as capital raising costs.

Set out below are summaries of options on issue:

	Number of options 2026	Weighted average exercise price 2026	Number of options 2025	Weighted average exercise price 2025
Outstanding at the beginning of the financial year	259,367,857	$0.0385	100,142,857	$0.0655
Granted	50,000,000	$0.0400	159,225,000	$0.0216
Expired	(117,142,857)	$0.0632	-	$0.0000
Outstanding at the end of the financial year	192,225,000	$0.0239	259,367,857	$0.0385
Exercisable at the end of the financial year	192,225,000	$0.0239	257,367,857	$0.0384

Note 29. Share-based payments (continued)

2026

Grant date	Expiry date	Exercise price	Balance at the start of the year	Granted	Exercised	Expired/ forfeited/ other	Balance at the end of the year
25/07/2022	31/12/2025	$0.1200	15,000,000	-	-	(15,000,000)	-
06/04/2023	31/12/2025	$0.1200	7,142,857	-	-	(7,142,857)	-
21/12/2023	20/12/2026	$0.0500	3,000,000	-	-	-	3,000,000
11/01/2024	11/01/2026	$0.0500	75,000,000	-	-	(75,000,000)	-
03/06/2024	11/01/2026	$0.0500	20,000,000	-	-	(20,000,000)	-
28/11/2024	23/12/2027	$0.0175	89,225,000	-	-	-	89,225,000
16/01/2025	15/12/2028	$0.0175	50,000,000	-	-	-	50,000,000
02/10/2025	01/10/2028	$0.0400	-	50,000,000	-	-	50,000,000
			259,367,857	50,000,000	-	(117,142,857)	192,225,000
Weighted average exercise price			$0.0385	$0.0400	$0.0000	$0.6320	$0.0239

The weighted average remaining contractual life of options outstanding at the end of the financial year was 2.0 years (2025: 1.5 years).

For the options granted during the current financial year, the valuation model inputs used to determine the fair value at the grant date, are as follows:

	Joint lead mangers
Number of options	50,000,000
Valuation/grant date	2 October 2025
Expiry date	1 October 2028
Exercise price	$0.040
Share price at grant date	$0.034
Volatility	120%
Dividend yield	0%
Risk-free interest rate	3.53%
Fair value at grant date	$0.024
Valuation	$1,177,761

Performance Rights

An Employee Incentive Securities Plan has been established by the Company, whereby the Company may, at the discretion of the Board, grant performance rights over ordinary shares in the Company to certain key management personnel, employees and contractors of the Company.

Set out below are summaries of performance rights granted under the plan:

	Number of rights 2026	Number of rights 2025
Outstanding at the beginning of the financial year	44,500,000	8,000,000
Granted	65,000,000	38,500,000
Exercised	(6,400,000)	-
Expired	(13,500,000)	(2,000,000)
Outstanding at the end of the financial year	89,600,000	44,500,000

Note 29. Share-based payments (continued)

65,000,000 Performance Rights were issued to Directors (37,500,000 following shareholder approval at the Company's AGM on 25 November 2025) and employees and contractors (27,500,000) on 19 December 2025 as follows:

	Class A	Class B	Class C	Total
Director Performance Rights				
Jeremy Robinson	4,166,667	4,166,667	4,166,666	12,500,000
Andrew Reid	5,000,000	5,000,000	5,000,000	15,000,000
Nicholas Holthouse	3,333,333	3,333,334	3,333,333	10,000,000
	12,500,000	12,500,001	12,499,999	37,500,000
Employee & contractors	9,166,670	9,166,666	9,166,664	27,500,000
	21,666,670	21,666,667	21,666,663	65,000,000

With the following vesting conditions:

Class	Number issued	Expiry date	Vesting condition
A	21,666,670	19/12/2030	The Company achieving a 20-day volume-weighted average Share price (VWAP) of at least $0.04 per Share (calculated over 20 consecutive trading days on which the Company's Shares actually traded) within four (4) years of the date of issue of the Performance Rights.
B	21,666,667	19/12/2030	Upon the Company announcing completion of positive Bankable Feasibility Study by 30 June 2026 at the Company's Ema Rare Earths Project.
C	21,666,663	19/12/2030	Upon the Company securing all government approvals and permits to enable the Company to commence project development at the Ema Rare Earths Project within four (4) years of the date of issue of the Performance Rights.
	65,000,000		

All performance rights will expire on the holder ceasing to an officer (and employee, if applicable) unless otherwise determined the Board at its absolute discretion.

These performance rights were valued, using a valuation methodology based on the guidelines set out in AASB 2 *Share based payment.*

The probabilities of the Class B & C rights vesting will need to be reassessed at every reporting period for the Performance Rights with performance conditions which are non-market based.

Note 29. Share-based payments (continued)

For the performance rights granted during the current financial year, the valuation model inputs used to determine the fair value at the valuation date, are as follows:

Director Performance Rights:	**Class A**	**Class B**	**Class C**
Valuation methodology	Monte Carlo	Black Scholes	Black Scholes
Number	12,500,000	12,500,001	12,499,999
Valuation/grant date	25 November 2025	25 November 2025	25 November2025
Vesting deadline date	19 December 2029	19 December 2029	19 December 2029
Expiry date	19 December 2030	19 December 2030	19 December 2030
VWAP hurdle	$0.040	nil	nil
Risk free interest rate	3.846%	3.846%	3.846%
Volatility	80%	80%	80%
Share price at grant date	$0.025	$0.025	$0.025
Value per performance right	$0.023	$0.025	$0.025
Fair value at grant date	$281,181	$312,500	$312,500

Employee & Contractor Performance Rights:	**Class A**	**Class B**	**Class C**
Valuation methodology	Monte Carlo	Black Scholes	Black Scholes
Number	9,166,670	9,166,666	9,166,664
Valuation/grant date	18 December 2025	18 December 2025	18 December 2025
Vesting deadline date	19 December 2029	19 December 2029	19 December 2029
Expiry date	19 December 2030	19 December 2030	19 December 2030
VWAP hurdle	$0.040	nil	nil
Risk free interest rate	4.170%	4.170%	4.170%
Volatility	80%	80%	80%
Share price at grant date	$0.022	$0.022	$0.022
Value per performance right	$0.019	$0.022	$0.022
Fair value at grant date	$175,430	$201,667	$201,667

The value of Performance Rights on issue are being expensed over the vesting period of the Rights. During the period $1,129,559 (30 June 2025: $187,277) was recognised as an expense in relation to performance rights.

Note 29. Share-based payments (continued)

	2026 $	2025 $
Share-based payments expense:		
Performance rights amortisation	1,129,559	187,277
7,500,000 ordinary shares issued to Director Andrew Reid	-	82,500
3,000,000 options exercisable at $0.05 each on or before 21 December 2026 issued to Director Jeremy Robinson	-	14,990
20,000,000 listed options exercisable at $0.0175 each on or before 11 January 2026 issued to Drake	-	94,547
	1,129,559	379,314
Capital raising costs:		
50,000,000 options exercisable at $0.04 each on or before 1 October 2028	1,177,761	-
15,000,000 ordinary shares at an issue price of $0.038 each	570,000	-
89,225,000 options exercisable at $0.0175 each on or before 23 December 2027	-	628,891
	1,747,761	628,891
Loan facility modification loss:		
50,000,000 options exercisable at $0.0175 each on or before 15 December 2028 issued to Drake	-	352,418
	2,877,320	1,360,623

Accounting policy for share-based payments
The Group operates equity-settled share-based payment share and option schemes. The fair value of the equity to which recipients become entitled is measured at grant date and recognised as an expense over the vesting period, with a corresponding increase to an equity account. The fair value of shares is ascertained as the market bid price.

The fair value of performance rights and options is ascertained using an appropriate valuation model which incorporates all market vesting conditions. The amount to be expensed is determined by reference to the fair value of the performance rights/options or shares granted, this expense takes in account any market performance conditions and the impact of any non-vesting conditions but ignores the effect of any service and non-market performance vesting conditions.

Non-market vesting conditions are taken into account when considering the number of performance rights or options expected to vest. At the end of each reporting period, the Group revises its estimate of the number of performance rights or options which are expected to vest. Revisions to the prior period estimate are recognised in profit or loss and equity.

Basis of preparation

This Consolidated Entity Disclosure Statement (CEDS) has been prepared in accordance with the *Corporations Act 2001,* reflecting the amendments to section 295(3A)(a)(vi) and (vii) which clarify the definition of foreign resident as being an entity that is treated as a resident of a foreign country under the tax laws of that foreign country. The CEDS includes certain information for each entity that was part of the consolidated entity at the end of the financial year in accordance with AASB 10 *Consolidated Financial Statements*.

Determination of Tax Residency

Section 295(3B)(a) of the *Corporations Act 2001* defines Australian resident as having the meaning in the *Income Tax Assessment Act 1997.* The determination of tax residency involves judgement as there are currently several different interpretations that could be adopted, and which could give rise to a different conclusion on residency. Section 295 (3A)(a)(vii) requires the determination of tax residency in a foreign jurisdiction to be based on the law of the foreign jurisdiction relating to foreign income tax.

In determining tax residency, the consolidated entity has applied the following interpretations:

Australian tax residency

The consolidated entity has applied current legislation and judicial precedent, including having regard to the Tax Commissioner's public guidance in Taxation Ruling TR 2018/5.

Foreign tax residency

Where necessary, the consolidated entity has used independent tax advisers in foreign jurisdictions to assist in determining tax residency in those foreign jurisdictions and ensure compliance with applicable foreign tax legislation.

Name of entity	**Type of entity**	**Trustee, partner or participant in JV**	**% of share capital**	**Place of incorporation**	**Australian resident**	**Foreign jurisdiction(s) in which the entity is a resident for tax purposes (according to the law of the foreign jurisdiction)**
Brazilian Critical Minerals Limited	Body Corporate	-	n/a	Australia	Yes	n/a
Mineração BBX do Brasil LTDA	Body corporate	-	100	Brazil	Yes	Brazil
BBX Peru SAC (dormant)	Body corporate	-	100	Peru	Yes	n/a
BBX Lucanas SAC (dormant)	Body corporate	-	100	Peru	Yes	n/a

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Accounting Standards, the Corporations Regulations 2001 and other mandatory professional reporting requirements;

- the attached financial statements and notes comply with IFRS Accounting Standards as issued by the International Accounting Standards Board as described in note 2 to the financial statements;

- the attached financial statements and notes give a true and fair view of the Group's financial position as at 30 June 2026 and of its performance for the financial year ended on that date;

- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable; and

- the information disclosed in the attached consolidated entity disclosure statement is true and correct.

The directors have been given the declarations required by section 295A of the Corporations Act 2001.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors

____
Jeremy Robinson
Non-Executive Chair

28 September 2026

William Buck
ACCOUNTANTS & ADVISORS

Independent auditor's report to the members of Brazilian Critical Minerals Limited

Report on the audit of the financial report

Opinion

In our opinion, the accompanying financial report of Brazilian Critical Minerals Limited (the Company) and its subsidiaries (the Group) is in accordance with the *Corporations Act 2001*, including:

— giving a true and fair view of the Group's financial position as at 30 June 2026 and of its financial performance for the year then ended; and

— complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

What was audited?

We have audited the financial report of the Group, which comprises:

— the consolidated statement of financial position as at 30 June 2026,

— the consolidated statement of profit or loss and other comprehensive income for the year then ended,

— the consolidated statement of changes in equity for the year then ended,

— the consolidated statement of cash flows for the year then ended,

— notes to the financial statements, including material accounting policy information,

— the consolidated entity disclosure statement, and

— the directors' declaration.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* issued by the Accounting Professional & Ethical Standards Board Limited (the Code) that are relevant to audits of the financial report of public interest entities in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

William Buck
ACCOUNTANTS & ADVISORS

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report of the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Conversion and further advance under the Drake Convertible Note Loan	**Area of focus (refer also to notes 3 and 12)** During the year ending 30 June 2026, the Group recognised finance costs of $1,129,559, arising from subsequent fair value movements and accrued interest up to 30 June 2026. We considered the accounting for and valuation of the convertible notes to be a key audit matter due to the complexity of the financial reporting requirements, the significant judgements involved in determining the appropriate accounting treatment, and the estimation uncertainty associated with the fair value measurement of the convertible notes which involved the use of significant assumptions and inputs, including those relating to the Company's share price volatility, expected term, risk-free interest rates and other market-based factors. .	**How our audit addressed the key audit matter** Our audit procedures included: — Obtaining an understanding of the terms and conditions of the convertible note arrangements and assessed management's accounting treatment against the requirements of AASB 9 *Financial Instruments* and AASB 132 *Financial Instruments: Presentation*. — Inspecting the underlying agreements, conversion notices, and supporting documentation relating to the conversion of the loan facility during the period. — Evaluating the competence, capabilities, and objectivity of management's expert engaged to determine the fair value of the convertible notes. — Testing the key inputs and assumptions used in the valuation model by reference to external market data and other available evidence, including share price volatility, risk-free interest rates, expected term, and conversion assumptions. — Assessing the adequacy of the disclosures included in the financial report in relation to the convertible notes.
Valuation and Accounting for Share-based Payments	**Area of focus (refer also to notes 3, 16 and 29)** During the year, the Group granted 50,000,000 broker options and 65,000,000 performance rights.	**How our audit addressed the key audit matter** **Our audit procedures included:** — Assessing management's expert's valuation, including evaluating the

Accounting for these arrangements required management to determine the appropriate measurement dates, the fair value of the equity instruments and the amount to be expensed in the year in accordance with AASB 2 *Share-based Payment*. This involved significant judgement in selecting appropriate valuation methodologies and inputs, assessing the number of performance rights expected to vest for non-market performance-based conditions and was therefore considered a Key Audit Matter.	appropriateness of the valuation models used and key inputs applied, and agreeing the terms and conditions of the options and performance rights granted to the relevant ASX announcements and signed agreements; — Critically reviewing management's assumptions regarding the likelihood of meeting the performance conditions for non-market-based conditions; — Evaluating the competence, capabilities, and objectivity of management's expert engaged to determine the fair value of the performance rights; and — Assessing the adequacy of the related disclosures in the financial report in accordance with AASB 2 *Share Based Payment*.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 30 June 2026, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the financial report

The directors of the Company are responsible for the preparation of:

— the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001*; and

— the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001,* and

for such internal control as the directors determine is necessary to enable the preparation of:

- the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and
- the consolidated entity disclosure statement that is true and correct and is free of misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor’s responsibilities for the audit of the financial report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website at:

https://www.auasb.gov.au/media/bwvjcgre/ar1_2024.pdf

This description forms part of our auditor’s report.

Report on the Remuneration Report

Opinion on the Remuneration Report

In our opinion, the Remuneration Report of Brazilian Critical Minerals Limited, for the year ended 30 June 2026, complies with section 300A of the *Corporations Act 2001*.

What was audited?

We have audited the Remuneration Report included in pages 22 to 27 of the directors' report for the year ended 30 June 2026.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

William Buck

William Buck Audit (WA) Pty Ltd
ABN 67 125 012 124

Amar Nathwani

Amar Nathwani
Director
Signed this 28th day of September 2026

Corporate Governance

In recognising the need for the highest standards of corporate behaviours and accountability, the Directors support and have adhered to the principles of sound corporate governance. The Board recognises the recommendations of the ASX Corporate Governance Council and considers the Company is compliant with those guidelines which are of importance to the operations of the Company. Where a recommendation has not been followed, this has been disclosed together with the reasons for the departure from the recommendation.

In accordance with ASX Listing Rule 4.10.3, the Company has elected to disclose its Corporate Governance policies and its compliance with them on its website, rather than in the Annual Report.

Accordingly, information about the Company's Corporate Governance practices is set out on the Company's website at https://braziliancriticalminerals.com/corporate-governance

The shareholder information set out below was applicable as at 22 September 2026.

	BCM -ORDINARY FULLY PAID SHARES		
	Number of holders	**% of total ordinary shares issued**	**Number issued**
1 to 1,000	181	0.00	65,331
1,001 to 5,000	417	0.05	1,210,690
5,001 to 10,000	222	0.08	1,760,775
10,001 to 100,000	936	1.82	40,538,325
100,001 and over	926	98.05	2,189,438,983
	2,682	100.00	2,233,014,104

	BCMOPT11 - UNL OPTIONS @ $0.05 EXP 20/12/2026			BCMOPT12 - UNLISTED OPTIONS @ $0.0175 EXP 23/12/2027		
	Number of holders	**% of total options issued**	**Number issued**	**Number of holders**	**% of total options issued**	**Number issued**
1 to 1,000	-	-	-	-	-	-
1,001 to 5,000	-	-	-	-	-	-
5,001 to 10,000	-	-	-	-	-	-
10,001 to 100,000	-	-	-	-	-	-
100,001 and over	1	100.00	3,000,000	11	100.00	89,225,000
	1	100.00	3,000,000	11	100.00	89,225,000

	BCMOPT13 - UNLISTED OPTIONS @ $0.0175 EXP 15/12/2028			BCMOPT14 - UNLISTED OPTIONS @ $0.011 EXP 12/08/2027		
	Number of holders	**% of total options issued**	**Number issued**	**Number of holders**	**% of total options issued**	**Number issued**
1 to 1,000	-	-	-	2	2	-
1,001 to 5,000	-	-	-	-	-	-
5,001 to 10,000	-	-	-	-	-	-
10,001 to 100,000	-	-	-	4	0.37	350,001
100,001 and over	1	100.00	50,000,000	45	99.63	95,041,662
	1	100.00	50,000,000	51	100.00	95,391,665

	BCMOPT15 - UNLISTED OPTIONS @ $0.04 EXP 01/10/2028			BCMOPT16 - UNLISTED OPTIONS @ $0.10 EXP 17/09/2029		
	Number of holders	% of total options issued	Number issued	Number of holders	% of total options issued	Number issued
1 to 1,000	-	-	-	-	-	-
1,001 to 5,000	-	-	-	-	-	-
5,001 to 10,000	-	-	-	-	-	-
10,001 to 100,000	-	-	-	-	-	-
100,001 and over	6	100.00	50,000,000	9	100.00	20,000,000
	6	100.00	50,000,000	9	100.00	20,000,000

	BCM -UNQUOTED PERFORMANCE RIGHTS	
Category	**Number of holders**	**Number issued**
BCMPER1C – Class C Performance Rights Exp 19/12/2030	9	21,666,663
BCMPERE – Class E Performance Rights Exp 01/05/2028	5	3,200,000
BCMPER10 – Class A Performance Rights Exp 17/09/2031	5	23,000,000
BCMPER11 – Class B Performance Rights Exp 17/09/2031	5	23,000,000
BCMPER12 – Class C Performance Rights Exp 17/09/2031	1	5,000,000
BCMPER13 – Class E Performance Rights Exp 17/09/2031	1	5,000,000
		80,866,663

Please refer to Note 29 in the financial statements for further information.

Substantial holders
Drake Private Investments LLC hold 286,034,034 ordinary shares[31] (12.8%)
Equity Trustees Limited <Lowell Resources Fund a/c> hold 136,243,710 ordinary shares (6.10%)

Voting rights
The voting rights attached to ordinary shares are set out below:

Ordinary shares
Every member present at a meeting in person or by proxy shall have one vote and upon a poll each share shall have one vote.

Buy-Back
The Company does not have a buy-back in place at present.

There are no other classes of equity securities.

Stock Exchanges
The securities of the Company are not quoted on any other stock exchanges other than the Australian Securities Exchange Limited (ASX).

Escrowed securities
The Company does not have any escrowed securities.

[31] Based on Substantial shareholder notice released 15 October 2025

Brazilian Critical Minerals Limited
Shareholder information
30 June 2026

Twenty largest quoted equity security holders
The twenty largest shareholders of ordinary shares at 22 September 2026 are listed below:

	Ordinary shares	
	Number held	% of total Shares issued
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	304,850,472	13.65%
CITICORP NOMINEES PTY LIMITED	173,295,514	7.76%
EQUITY TRUSTEES LIMITED <LOWELL RESOURCES FUND A/C>	136,243,710	6.10%
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT>	89,385,839	4.00%
BNP PARIBAS NOMINEES PTY LTD <HUB24 CUSTODIAL SERV LTD>	87,110,236	3.90%
UBS NOMINEES PTY LTD	70,261,881	3.15%
ONE MANAGED INVESTMENT FUNDS LIMITED <TI GROWTH A/C>	59,220,000	2.65%
KYRIACO BARBER PTY LTD	39,339,788	1.76%
WILLIAM TAYLOR NOMINEES PTY LTD	28,500,000	1.28%
MR GIUSEPPE STAMBE	28,061,064	1.26%
CERTANE CT PTY LTD <ARGONAUT NATURAL RES FUND>	24,654,088	1.10%
BNP PARIBAS NOMS PTY LTD	23,959,883	1.07%
MR STEPHEN JAMES GLADWIN-GROVE	23,666,666	1.06%
MR SEBASTIAN MARR	23,503,704	1.05%
MR ANDREW REID <REID FAMILY A/C>	22,688,679	1.02%
MILA INVESTMENT CO PTY LTD <MILA INVESTMENT A/C>	20,981,277	0.94%
MERRILL LYNCH (AUSTRALIA) NOMINEES PTY LIMITED	18,840,131	0.84%
PAMPLONA OPPORTUNITIES LTD	17,700,000	0.79%
MR BRENDAN RYAN ASHDOWN	16,808,000	0.75%
MICHAEL LEON SCHMULIAN	15,098,103	0.68%
Top 20 Shareholders	1,224,169,035	54.82%

Tenements

Tenements held	Location	Area (Ha)	Percentage ownership
ANM Permit Number 880.107/08	Brazil (Ema)	9,839.91	100% Exploration Licence. GU Solicitada application in progress
ANM Permit Number 880.184/16	Brazil (Ema)	9,034.00	100% Exploration Licence GU Solicitada application in progress
ANM Permit Number 880.090.08	Brazil (Três Estados)	8,172.25	GU Solicitada Licence
ANM Permit Number 880.076/2023	Brazil (Apuí ENE iREE)	8,475.30	100% Exploration application
ANM Permit Number 880.077/2023	Brazil (Apuí ENE iREE)	8,856.84	100% Exploration application