

Annual Report & ESG Report 2026

**Leading the way in
the renewable
energy transition**



**Critical
Minerals
Group**



Acknowledgement of Country

Critical Minerals Group acknowledges the Traditional Custodians of the lands on which we operate.

We recognize the Miajabi (Mayi-Yapi), Ngawan, Mycoolon and Wanamara people and the Mayi and Mitakoodi people who are the Traditional Owners of the land on which our tenements are located; and the Turrbal and Jagera Peoples, Traditional Owners of the Brisbane region. We pay our respects to elders past and present.



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Group

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2026 Achievements

- **Vanadium Electrolyte facility – development approved and construction ready**
- **Teaming Agreement signed with Accenture**
- **VFB, renewable off-grid power solution designed for Lindfield mine**
- **24mil litre Vanadium Electrolyte facility designed**
- **Successful pre-feasibility study – Lindfield mine, processing and VE plant**
- **VE and V205 offtake negotiations commenced**
- **USA site selection complete for VE facility**
- **UK site selection complete for VE facility**
- **Prequalification of CMG VE commenced**

Partnerships



Queensland
Government



Australian Government
Department of Industry,
Science and Resources



idemitsu



Company Overview

Purpose

To support global communities through an energy transition that will deliver a more sustainable and responsible future

Vision

We will be known as the leading provider of high-quality reliable energy storage solutions delivering robust returns through our fully integrated and controlled vanadium supply chain

Strategy

Upstream supply security

- ❖ Vanadium pentoxide production
- ❖ Vanadium electrolyte manufacturing
- ❖ Extract value added by-products

Downstream value creation

- ❖ Vanadium Battery Energy Storage Systems (BESS) solutions
- ❖ Integrated supply chain
- ❖ Commercial and industrial market

Sustainable delivery

- ❖ Integrating ESG within business deliverables
- ❖ Vanadium BESS powering CMG
- ❖ Traditional Owners involvement

FY26

Objectives

- ❖ Continued establishing a pipeline of VFB potential projects
- ❖ Completed the PFS for the Lindfield Project and associated pilot test work
- ❖ Designed a small scale and large-scale VE facility ready for construction
- ❖ Partnered with Accenture to support the growth and pipeline for VFB solution for data centre and energy transition customers

FY27

Objectives

- ❖ Progress DFS for Lindfield Mine and VE plant
- ❖ Complete Pilot scale test work to manufacture V205
- ❖ Negotiate offtake of Lindfield V205 and VE
- ❖ Secure project status for Lindfield vanadium project
- ❖ Commence project funding conversations for Lindfield and VE plant to support FID



Letters to Shareholders

Chairman's Letter

Dear Shareholders,

It is my pleasure to present the Critical Minerals Group (CMG) Annual Report for the 2026 financial year. This has been a transformative year for the company, headlined by the delivery of the Pre-Feasibility Study (PFS) for our flagship Lindfield Vanadium Project and continued momentum in building an integrated, mine-to-battery vanadium business.

Our vision remains clear: to establish an integrated vanadium supply chain that supports the delivery of Vanadium Flow Battery (VFB) energy storage solutions at scale. Under the leadership of CEO Scott Winter, FY26 delivered on that vision in concrete terms. In July 2026 we announced the results of the PFS for the preferred 3 million tonne per annum mine development and 74mil litre vanadium electrolyte plant scenario, confirming a pre-tax net present value of A\$821 million and a pre-tax internal rate of return of 26.6%, over an estimated 31-year mine life. These results reaffirm the quality of the Lindfield resource and the strength of the integrated strategy that underpins it.

The PFS also confirmed a staged development pathway: our Vanadium Electrolyte manufacturing facility at the Parkes Special Activation Precinct in New South Wales is planned to be the first asset brought into production, using third-party feedstock ahead of first output from Lindfield. This sequencing is designed to bring forward revenue and de-risk the path to a Final Investment Decision, which the Board is targeting for calendar year 2027. Work has now turned to the Definitive Feasibility Study, with drilling, metallurgical test work, engineering and approvals activity all under way.

The case for vanadium flow battery storage has only strengthened over the past year. The rapid build-out of data centres to support artificial intelligence, alongside the broader expansion of renewable generation, is driving unprecedented demand for long-duration, grid-scale energy storage. VFB technology, with its inherent safety and long operating life, is well placed to meet this demand, and CMG is well positioned to supply the electrolyte that underpins it.

Strategic partnerships remain a cornerstone of our approach. Our relationship with Idemitsu continues to mature, and this year we welcomed Accenture's support in advancing the design and delivery of our downstream VFB energy storage business. We have also deepened engagement with both the Queensland and Federal Governments, and progressed discussions with global battery leaders, technology partners and investment stakeholders, including through direct engagement in the United States.

To support this work, the company undertook further capital markets activity during the year, and we thank our shareholders for their continued support of these initiatives. At our General Meeting in November 2026, shareholders will be asked to consider a number of resolutions important to the company's ongoing development, and I encourage all shareholders to participate.

Sustainability remains central to how we operate. We are committed to supporting the global energy transition while maintaining high standards of environmental stewardship, safety and community engagement, and the work undertaken in FY26 reflects our continued focus on responsible growth across the regions in which we operate.

Looking ahead, FY27 will be a defining year for CMG as we advance the Definitive Feasibility Study, progress towards a Final Investment Decision, and continue to build the partnerships needed to bring first revenue forward from 2028. With a strengthened technical and commercial foundation, a growing pipeline of opportunities, and an experienced team, CMG is well positioned to capture the benefits of a rapidly expanding global market for vanadium-based energy solutions.

Yours sincerely,

Alan Broome, AM

Chair



Letters to Shareholders

Chief Executive Officer's Letter

Dear Shareholders,

Thank you to the Board and management for the support over FY26. It was a significant year and one where Lindfield moved from concept to becoming a prospective project. FY26 saw us complete a successful Prefeasibility Study of our Lindfield Vanadium resource in Julia Creek together with a vanadium electrolyte facility planned for development in Parkes New South Wales. The PFS highlighted an integrated development with a pre-tax NPV of \$821 million, a pre-tax IRR of 26.6%, and a 31 year mine life at 3 million tonnes a year of ore feed. This is a great achievement, one that the team had worked on for most of the year and the results show a tremendous outcome.

It has also been a difficult year supporting the activities with the necessary funding. We raised capital twice to keep the study work moving, our cash balance sat lower than we had hoped for and the federal IPICM grant was suspended due to external and uncontrollable impacts with the QRCUF being late to commission.

The Pre-Feasibility Study, released in July was CMG's major headline for 2026. It confirmed a 3 Mtpa preferred development case for the Lindfield mine near Julia Creek in North-West Queensland, paired with a vanadium electrolyte manufacturing facility at the Parkes Special Activation Precinct in NSW. The Mineral Resource Estimate underpinning this is 713 million tonnes at 0.32% V_2O_5 , split 491 million tonnes indicated and 222 million tonnes inferred. This is a resource of genuine scale and one that in our Definitive Feasibility Study, we plan to expand and upgrade into reserves.

A key part of CMG's strategy is to stage the development. Rather than waiting for the mine to fund the electrolyte facility, we plan to bring the VE plant online first, using third party vanadium pentoxide feedstock, and transition to our own production once Lindfield is developed. This strategy potentially moves our expected first revenue forward to 2028 and materially reduces our peak funding exposure of \$736 million. It's a more capital efficient path, and it's the one the Board has endorsed.

To progress our offtake opportunities, we signed a Teaming Agreement with Accenture in December 2025 to assess a pipeline of Australian VFB projects which paired our midstream vanadium electrolyte development with their supply chain and engineering capability. We also saw the significant opportunity and shift in demand from AI driven data centre growth, where the long duration, non-flammable characteristics of VFB's are becoming commercially relevant to hyperscale operators facing years long grid interconnection queues. We had and continue to develop offtake discussions on the back of that thematic and see FY2027 as a significant growth in this area.

Corporately, we ran an AGM in November and a General Meeting in February with every resolution passed, and I spent time in Washington DC in April and May at the EXIM Bank and SelectUSA conferences building relationships with US agencies around funding and development. We also achieved grant milestones in August that released \$900,000 in government support during the year.

We funded the year with two capital raises, a \$2.0 million placement in November at \$0.15 a share, and a two-tranche placement in June and July totalling roughly \$1.5 million before costs. Across the year our cash position moved from \$1.26 million to \$823k at 30 June.

A setback faced in 2026 was the IPCM Federal Grant, which is currently suspended because of delays in the Townsville based QRCUF shared processing facility that some of our milestones were tied to. That is outside our control, and we are working through alternative funding options with the Department.

The Definitive Feasibility Study is CMG's primary focus in FY27. As part of the DFS there are three focus streams which include a) completing the metallurgical pilot plant programme

b) locking in long-term, competitively priced reagent supply, and

c) advancing government concessional finance alongside binding offtake negotiations to give the project pricing certainty

Alongside our DFS we will progress the necessary environmental studies and approvals, a key component of the critical path. Our target is for a Final Investment Decision in calendar year 2027.



Letters to Shareholders

Chief Executive Officer's Letter (cont.)

Funding the DFS and the path to FID will draw on a mix of funding arrangements, some of which are well progressed. We will also expand on our discussions with concessional facilities including NAIF, NRF, EFA and the Critical Minerals Facility along with US government incentive funding. The US and European AI driven data centre growth is sparking significant offtake interest, and we will continue to progress these opportunities as we know that binding offtake is what turns a good feasibility study into a financeable project.

To our shareholders who backed the placements this year, to our employees who kept metallurgical test work, environmental studies and government engagement moving in parallel with the PFS, and to the government partners and Accenture who continue to support, thank you. We asked a lot of the balance sheet in FY26 to get the PFS across the line, and it delivered. FY27 is about converting that study into a bankable project.

Yours sincerely

Scott Winter

Former Chief Executive Officer and Managing Director



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Directors' Report

Your directors present their report on Critical Minerals Group Limited ("the Company") and its controlled entities ("the Group"), for the financial year ended 30 June 2026 (FY26).

Directors and Company Secretary

The names of the directors in office at any time during or since the end of FY26 are:

- **Alan Broome, AM**
- **Scott Winter** Resigned 1 September 2026
- **Steven Kovac**
- **Stuart McClure**

Directors continue or were in office from the start of FY26 to the date of this report unless otherwise stated.

Registered Office

The Company's registered office and principal place of business is:

Level 15
100 Edward Street,
Brisbane QLD 4000

The Company's phone number and email address is:

Phone: (07) 3132 3504

Email: info@criticalmineralsgroup.com.au





Directors' Report

Review of Operations and Principal Activities

This Directors' Report contains a review of the Group's operations, including information on exploration activity and results, financial position, strategies, and projects of the Group for FY26.

During FY26, the Company completed two placements of

- 13,433,334 ordinary shares at \$0.15 per share raising \$2.0 million before costs, and
- 15,596,652 ordinary shares at \$0.0725 per share raising \$1.3 million before costs

The Group's financial position, financial performance, use of funds and changes in equity information for FY26 is provided in the financial statements that follow this Directors' Report.

The Group incurred a loss of \$3,819,940 for FY26, resulting from administration expenses, professional and consulting fees and employee costs.

The Company, as an exploration and development entity, has no operating revenue. The performance of the Group, in the Directors' opinion, is based on the success of the exploration and development activities and the acquisition of mining interests by the Group.

The Company is pleased to provide an update on activities completed during FY26.

The Company is a chemical and energy company focused on developing an end-to-end vanadium supply chain to supply vanadium electrolyte for vanadium flow battery (VFB) energy storage solutions. As part of its business model, CMG has focused on three distinct segments: Upstream (Vanadium Pentoxide production), Midstream (Vanadium Electrolyte manufacturing), and Downstream (VFB energy storage support). During FY26, significant progress was made across all the business streams, culminating in the delivery of a Pre-Feasibility Study for the integrated Lindfield Vanadium Project shortly after year end.

Upstream Vanadium Pentoxide Production

CMG progressed the Lindfield Vanadium Project through pilot scale metallurgical test work, further Environmental Impact Statement (EIS) field studies, and geological review, culminating in the completion of a Pre-Feasibility Study (PFS) for an integrated mine and electrolyte manufacturing operation.

Metallurgical and geological review work during FY26 confirmed the presence of highly weathered, friable, high-grade mineralisation at Lindfield, supporting a shallow, low strip-ratio, open-cut mining method that is expected to simplify the mining and processing flowsheet and support a lower cost base than earlier studies had assumed.

The PFS is underpinned by a Mineral Resource Estimate of 713 million tonnes at 0.32% V₂O₅, comprising 491 million tonnes of Indicated and 222 million tonnes of Inferred Mineral Resources. Further drilling is planned in 2027 during the DFS phase to increase geological confidence and support a maiden Ore Reserve.

Metallurgical test work progressed the Lindfield flowsheet from bench through pilot scale during the year, covering beneficiation by flotation, acid leaching, solvent extraction and final product precipitation, together with test work on settling, thickening and filtration performance across the main product and waste streams. The flowsheet was locked down for the PFS, targeting a product specification of at least 99.5% vanadium pentoxide purity, with further optimisation opportunities identified for the DFS phase. Improved recycling and re-use of water through the circuit, a key outcome of the year's test work, reduced evaporative losses and lowered the volume of new water required for the operation on an annual basis.

Field studies for the Lindfield EIS continued during the year, including surface water sampling, soil sampling, noise surveys and further ecological surveys, together with desktop cultural heritage assessments. CMG continued its engagement with the Traditional Owners of the area, building on the relationship established in FY25, with planning progressing for a full heritage field survey of the Lindfield project area.

CMG progressed applications for Coordinated Project Status with the Queensland Government and continued pre-lodgment engagement with the Federal Government in respect of the EPBC referral required as a result of matters of national environmental significance identified at Lindfield, including the Julia Creek Dunnart.



Directors' Report

Review of Operations and Principal Activities (cont.)

In a significant milestone reached shortly after year end, on 20 July 2026 the Company announced the completion of the Pre-Feasibility Study for the Lindfield Vanadium Project. The PFS assessed an integrated development combining a 3 million tonnes per annum open-cut mine near Julia Creek with a vanadium electrolyte manufacturing facility in New South Wales, and delivered a pre-tax Net Present Value of \$821 million and pre-tax Internal Rate of Return of 26.6% (post-tax NPV of \$458 million and post-tax IRR of 18%) for the preferred development scenario, with an estimated 31 year mine life, average annual vanadium pentoxide production of approximately 10,500 tonnes over the first 16 years, total capital expenditure of approximately \$981 million, a peak funding requirement of \$736 million and a payback period of seven years. Following these results, the Board intends to advance the project to a Definitive Feasibility Study, targeting a Final Investment Decision in calendar year 2027.

Reflecting CMG's capital-efficient, market driven development strategy, the PFS confirmed a staged approach under which the Parkes vanadium electrolyte facility is brought into production ahead of the Lindfield mine, initially using third party vanadium pentoxide feedstock to bring forward first revenue and reduce peak funding exposure. Once Lindfield is developed, CMG expects to transition its electrolyte facilities to its own vanadium pentoxide production, with investment in each stage supported by binding product offtake agreements.

Following the PFS, the Board endorsed three priority workstreams to advance the Project into the DFS which included the completion of the metallurgical pilot plant programme to confirm and improve vanadium recovery, securing long-term, competitively priced supply agreements for processing reagents including sulphuric acid, and advancing government concessional finance applications alongside binding offtake negotiations to establish pricing certainty and support project financing.

The Production Target underpinning the PFS includes both Indicated and Inferred Mineral Resources, and further drilling is planned during the DFS phase to increase geological confidence and support a maiden Ore Reserve. Investors should note that the PFS and the information above contain forward-looking statements which are subject to known and unknown risks, uncertainties and assumptions, and actual results may differ materially. Nothing in this report should be taken as a guarantee of future performance.

Midstream Vanadium Electrolyte Manufacturing

CMG progressed development of its demonstration vanadium electrolyte facility at Crestmead in the City of Logan, southeast Queensland, securing development approval for the one million litre per annum facility during the year. Front-End Engineering Design (FEED) work, completed with Sedgman in FY25, together with continued detailed design and procurement planning through FY26, progressed the Crestmead facility to a construction-ready state.

CMG subsequently incorporated the vanadium electrolyte plant into the overall Lindfield PFS to evaluate the complete, integrated value chain from mine to finished VE product. As part of this work, the Company assessed a larger, Phase 1 facility with a targeted capacity of 24 million litres per annum against the original Crestmead design, with the Parkes Special Activation Precinct in New South Wales identified as the preferred location following a location study weighing logistics and proximity to end-use markets.

The decision to prioritise the larger facility was driven by two factors 1) a growing market demand for vanadium electrolyte, as the case for VFBs as a firming and long-duration storage solution for AI-driven data centre load strengthened over the year, and 2) a materially improved capital efficiency, with the larger facility expected to lower the unit cost of VE production and deliver a stronger overall financial return than the original, smaller design. CMG accordingly paused further expenditure on the original small-scale Crestmead facility in favour of advancing the larger, PFS-supported design, while also assessing potential sites in the United States and United Kingdom as part of its strategy to position vanadium electrolyte supply close to international end-use markets.



Directors' Report

Review of Operations and Principal Activities (cont.)

Consistent with the PFS's staged, capital-efficient development strategy, CMG intends to bring the Parkes VE facility into production ahead of the Lindfield mine, initially processing third-party sourced vanadium pentoxide feedstock. This approach is designed to bring forward first product revenue, build customer relationships and offtake support ahead of Lindfield's larger capital commitment, and materially reduce the Group's peak funding requirement relative to a single, simultaneous development of the mine and VE facility. The supply arrangement for third-party vanadium pentoxide feedstock, secured in FY25 to support this initial electrolyte production, remained in place throughout FY26. Once Lindfield is developed, CMG expects to transition its VE manufacturing facilities to its own vanadium pentoxide production, with investment in each stage of development supported by binding product offtake agreements.

Downstream: VFB Energy Storage Solutions

CMG continued to build momentum in its downstream VFB strategy during FY26, strengthening engagement with technology partners, prospective customers and grid operators as global demand for long-duration energy storage has continued to grow.

In December 2025, the Company signed a Teaming Agreement with Accenture to jointly assess a pipeline of potential Australian vanadium flow battery projects, combining CMG's mine-to-market vanadium strategy with Accenture's project delivery and technology integration capability. CMG also engaged in the South Australian Firm Energy Reliability Mechanism tender process to refine the technical and commercial parameters for grid-connected VFB systems, and identified further opportunities in commercial and industrial markets, including the Kalgoorlie Vanadium Flow Battery initiative.

A key theme through the year has been the growing recognition of vanadium flow batteries as a candidate long-duration storage technology for data centre and AI-driven power demand. The rapid growth in computing infrastructure has intensified the need for reliable, scalable and safe energy storage capable of supporting always on loads, a profile that VFB technology, with its long cycle life and non-flammable chemistry, is well placed to service alongside the broader transition to renewable generation. CMG has continued to build its project pipeline accordingly, progressing offtake discussions with both vanadium flow battery manufacturers and data centre counterparties.

These developments demonstrate continued momentum in CMG's downstream strategy. By combining local partnerships with international expertise, CMG is building the foundations of a sustainable and scalable energy storage business, underpinned by the integrated upstream and midstream progress made during the year.

Tenements and Projects

The Group has maintained their strong position in the northwest minerals' province, holding four tenements prospective for vanadium near the town of Julia Creek, in north-west Queensland.

Its flagship project is known as the **Lindfield Project**, while the tenements for the **Whinmoor Project**, the **Lara Downs Project** and the **Lindfield North Project** are all within a less than 100km radius of Julia Creek.

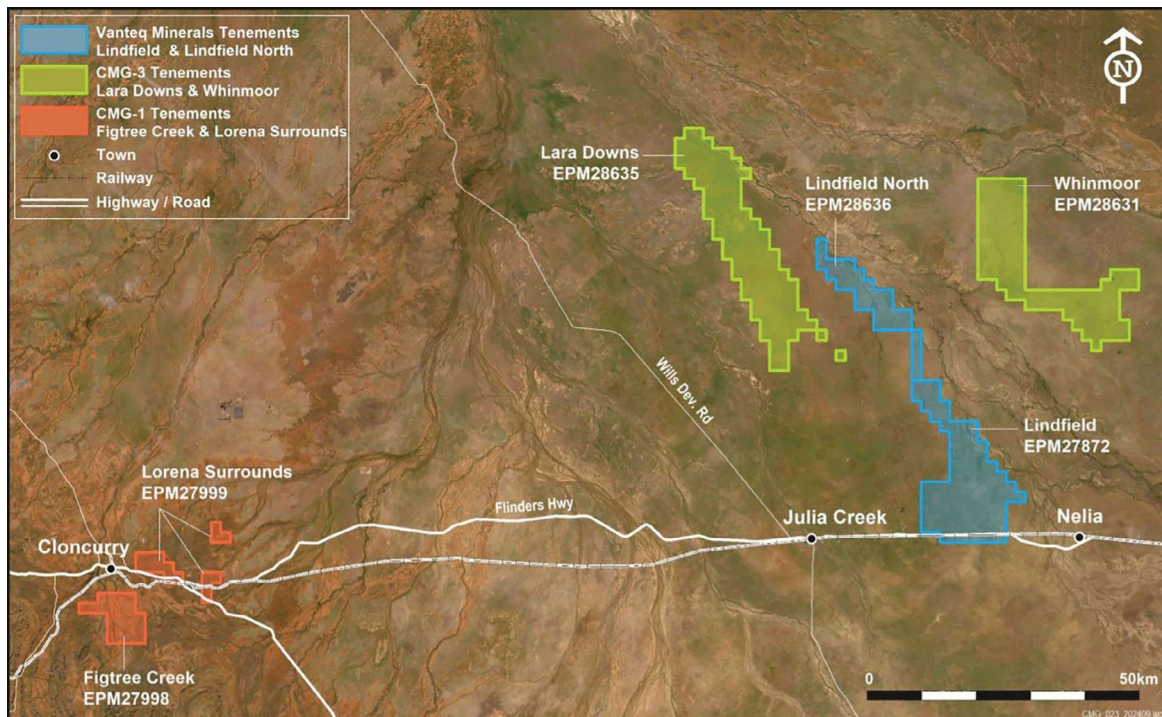
The Group further holds tenements for the **Figtree Creek Project** and **Lorena Surrounds Project**, both greenfield copper-gold projects near the Queensland town of Cloncurry.

Directors' **Report** **Group Projects**

Project Name	Tenement	Status	Date Granted	Expires	Area	Location	Target minerals	Interest
Lindfield Project	EPM 27872	Granted	07/12/21	06/12/26	92 sub-blocks	30km Northeast of Julia Creek	Vanadium	100%
Figtree Creek Project	EPM 27998	Granted	27/10/22	26/10/27	22 sub-blocks	10km South-Southeast of Cloncurry	Copper	100%
Lorena Surrounds Project	EPM 27999	Granted	27/10/22	26/10/27	16 sub-blocks	15km East of Cloncurry	Copper	100%
Whinmoor Project	EPM 28631	Granted	23/01/23	22/01/28	100 sub-blocks	60km North of Julia Creek	Vanadium	100%
Lara Downs Project	EPM 28635	Granted	30/05/24	29/05/29	118 sub-blocks	60km Northwest of Julia Creek	Vanadium	100%
Lindfield North Project	EPM 28636	Granted	31/05/24	30/05/29	36 sub-blocks	65km North of Julia Creek	Vanadium	100%

Image 1: Map of the Group's projects.

Source: Queensland Government, GeoResGlobe, Available at: <https://georesglobe.information.qld.gov.au>





Directors' Report

Group Projects

Lindfield Project (EPM 27872)

The Lindfield Project (Lindfield) comprises Queensland exploration permit for mining (EPM) 27872 and encompasses ninety-two subblocks covering 295km². Lindfield is located approximately 30km northeast of the township of Julia Creek. The project area is intersected by the Flinders Highway and the Great Northern Railway Line at the southern end of the tenement.

Lindfield is considered highly prospective for vanadium, HPA and molybdenum. The Lindfield Project area is characterised by the presence of the Toolebuc Formation, Allaru Mudstone and quaternary sediments. Please see above for progress on the Lindfield Project.

Whinmoor Project (EPM 28631)

The Whinmoor Project (Whinmoor) comprises one hundred sub-blocks covering 320 km² and is located 60km north of Julia Creek. The Group intends to extend exploration on Whinmoor by previous explorers and known extensions to vanadium mineralisation in the Company's Lindfield Project.

As the focus of the Company has been on the Lindfield Project in FY26, no substantive exploration activities and no field work have been undertaken at the Whinmoor Project.

Lara Downs Project (EPM 28635)

The Lara Downs Project (Lara Downs) consists of 118 sub-blocks covering 378 km². Lara Downs is located 60km northwest of Julia Creek. The Group intends to extend exploration on Lara Downs by previous explorers and known extensions to vanadium mineralisation in the Company's Lindfield Project.

As the focus of the Company has been on the Lindfield Project in FY26, no substantive exploration activities and no field work have been undertaken at the Whinmoor Project.

Lindfield North Project (EPM 28636)

The Lindfield North Project (Lindfield North) consists of 36 sub-blocks covering 115 km². Lindfield North is located 65km north of Julia Creek and directly adjacent to the Lindfield Project. The Group intends to extend exploration on Lindfield North by previous explorers and known extensions to vanadium mineralisation in the Company's Lindfield Project.

As the focus of the Company has been on the Lindfield Project in FY26, no substantive exploration activities and no field work have been undertaken at the Whinmoor Project.

Figtree Creek Project (EPM 27998)

The Figtree Creek Project consists of twenty-two sub-blocks covering 70km². The Figtree Creek Project is located approximately 10 km southeast of the township of Cloncurry and is 5km from the main infrastructure corridor of the Flinders Highway and the Great Northern Railway line.

The Figtree Creek Project is considered prospective for iron oxide copper and gold mineralisation based on historical surface sampling, local structural geology with similar rock types and structures present in the Figtree Creek Project area to that of the Great Australian Mine style of copper-gold mineralisation (which is just 3km north of the project) and electromagnetic anomalies identified.

Due to the Company focus on the Lindfield Project during FY26, no substantive exploration activities and no field work have been undertaken at the Figtree Creek Project.



Directors' Report

Group Projects

Lorena Surrounds Project (EPM 27999)

The Lorena Surrounds Project consists of sixteen sub-blocks covering 51km². The Lorena Surrounds Project is located 15km east of Cloncurry and intersects main infrastructure of the Flinders Highway and Great Northern Rail Line at the southern end of the tenement.

The Lorena Surrounds Project is considered prospective for iron oxide copper and gold mineralisation based on historical drilling, local structural geology and electromagnetic anomalies identified.

Due to the Company focus on the Lindfield Project, no substantive exploration activities and no field work have been undertaken at the Lorena Surrounds Project

Competent Person Statements

The information in this report that relates to the exploration results, exploration targets and mineral resources was first reported by the Company in the Company's Prospectus dated 25 May 2022 and ASX announcements dated 22 February 2023, 13 March 2023, 16 May 2023, 10 May 2024.

The Company confirms that it is not aware of any new information or data that materially affects the exploration results, exploration targets and mineral resources and that all material assumptions and technical parameters underpinning these continue to apply and have not materially changed.



Directors' Report

Company Activities

Significant Changes In The State Of Affairs

The principal activity of the Group during FY26 was the exploration, and evaluation of mineral resources, including the development of these resources and associated downstream manufacturing.

Other than those disclosed in the financial statements there were no significant changes in the state of affairs of the Company that occurred during FY26.

Events Subsequent to Balance Date

Post 30 June 2026, the Company note the following:

- 20 July 2026 completion of and release to the ASX of the Technical and Financial Pre-feasibility Study with a supplementary information release on 21 July 2026
- 12 August 2026 General meeting was held where shareholders approved a number of resolutions including Tranche 2 of the pre-30 June 2026 capital raise. Funds of \$369,242 (pre costs) were received, 6,548,585 shares and 11,072,067 options issued on 31 August 2026.
- 21 August 2026 received notification of the inclusion of Exploration Permits (EPM27872, 28631, 28635, 28636) now form part of "The Lindfield Project- PROJ0367"
- 1 September 2026 Scott Winter resigned as CEO and Managing Director; Patrick Kelly was announced as Interim CEO

No other matters or circumstances have arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Group, the result of those operations, or the state of affairs of the Group in future financial periods.

Likely developments

Following completion of the PFS, CMG intends to continue progressing the Lindfield Vanadium Project into a Definitive Feasibility Study (BFS), incorporating the outcomes of the metallurgical pilot plant programme, extended drilling and reagent supply negotiations identified as priority workstreams following the PFS. In parallel, CMG intends to progress the environmental studies required to support the Lindfield Environmental Impact Statement (EIS), building on the field studies, water studies and cultural heritage assessments undertaken to date, with a view to submitting the EIS in early Q1 CY2027. Preparation of the EIS document itself will be a key focus of the year, incorporating the Terms of Reference expected to follow acceptance of the Company's Coordinated Project and EPBC submissions, with CMG intending to secure Coordinated Project status for the Lindfield Project during the year.

CMG intends to complete pilot plant testing of Lindfield material during FY27, together with an extended drill program designed to both support the pilot test programme and grow the Project's mineralised material, with the objective of upgrading a portion of the current Mineral Resource to an Ore Reserve for inclusion in the BFS.

On the offtake and funding front, CMG intends to progress non-binding offtake terms currently in place with a vanadium electrolyte offtake partner in the United States to binding terms, and to establish vanadium electrolyte activities in the United States, building on the Company's engagement with US government finance groups including the Department of Energy, the Department of Defence and the Export-Import Bank of the United States (EXIM). CMG will also continue to engage with Australian government financing bodies, including Export Finance Australia (EFA), the Northern Australia Infrastructure Facility (NAIF) and the National Reconstruction Fund (NRF), to support progression toward a Final Investment Decision for the Lindfield Project.

To support this increased level of activity across the Project, CMG expects additional support may be required, adding capability across technical, commercial and corporate functions.



Directors' Report

Company Activities

Likely developments (cont.)

The above statements about likely developments in the operations of the Group and the expected results of those operations in future years are of a general nature and are given without limiting the generality of any other information contained elsewhere in this Annual Report. Actual results may differ materially given the risks and uncertainties associated with the Group's activities, including those outlined in this report.

Environmental Issues

The Group's operations are subject to environmental regulations in relation to its exploration activities. The Group is compliant with all aspects of these requirements. The Directors are not aware of any environmental law that is not being complied with.

Dividends

No dividends were paid during the year, and no recommendation is made as to the dividends.

Share Options

At the date of this report unissued share options are as follows:

• Unquoted (exercise price of \$0.205 and expiry date of 30 June 2028)	20,100,000
• Unquoted (exercise price of \$0.12 and expiry date of 1 March 2029)	11,072,067
Total Existing Options	31,172,607

Option holders do not have any right, by virtue of the option, to participate in any share issue of the Company or any related body corporate.

During FY26, no options were exercised to acquire ordinary shares.

Directors' Report

Information on Directors



Alan Broome, AM

Non-Executive Chair

Date of appointment: 18 October 2021

Qualifications:

Mr Broome, AM is a fellow of the Australian Institute of Company Directors, the Australian Institute of Mining and Metallurgy and the Institute of Materials, Minerals and Mining and a chartered fellow of the Institute of Directors New Zealand.

Experience and expertise:

Mr Broome, AM is a professional director and business advisor with over 40 years of experience in the metals, mining and energy industries. A metallurgist by training, he had an extensive background in steel production before joining the mining industry as managing director of a major Australian coal industry owned group.

Mr Broome, AM has extensive knowledge of the mining industry accumulated through involvement with mining technology companies, government agencies and major international mining companies in promoting Australian mining and developing global trade.

Mr Broome is currently the Chairman Emeritus of Austmine. He is the Non-Executive Chair of New Age Exploration Limited (ASX: NAE), the Deputy Chair & Non-Executive Director for Terramin Australia Limited (ASX: TZN) and is also a Non-Executive Director of North West Phosphate Ltd. He is an Advisor to a number of listed and unlisted Companies, mainly in the Resources sector.

Mr Broome received the Order of Australia (AM) for services to mining in 2000 and has received multiple awards during his career.

Mr Broome, AM, is an independent director.



Scott Winter

Chief Executive Officer and Managing Director

Date of appointment: 10 July 2023

Resigned: 1 September 2026

Qualifications:

Mr Winter holds a Bachelor of Engineering – Mining (Honours), a Graduate Diploma – Applied Finance and Investment (Securities Institute Australia) and an MBA from Melbourne Business School.

Experience and expertise:

Mr Winter is an experienced mining engineer with over 30 years working in Australia and internationally across all aspects of mining exploration, development, engineering, financing and operations. After early years at MIM, BHP and then managing mining, construction and major projects at Thiess, Mr Winter progressed to C-suite roles including CEO and MD of MACH Energy Australia, COO for Mineral Resources Ltd (ASX: MIN), CEO (Surface) at Perenti Group and Interim CEO and Director at Jupiter Mines Ltd (ASX: JMS).

Mr Winter currently holds the position of Non-Executive Director at Jupiter Mines Ltd as well as Ochre Australia, an indigenous mining services company.

Mr Winter has extensive project and mine development experience which has included early social engagement, financing, construction procurement and operational startup.

Mr Winter is not considered to be an independent director.

Directors' Report

Information on Directors (cont.)



Steve Kovac

Non-Executive Director

Date of appointment: 6 May 2022

Qualifications:

Mr Kovac holds a Bachelor of Engineering (Mining) Hons and a Master of Business Administration (Executive). Mr Kovac is also a graduate of the Australian Institute of Company Directors.

Experience and expertise:

Mr Kovac is employed by Idemitsu Australia Pty Ltd in the role of Director and Chief Executive Officer. Idemitsu Australia Pty Ltd, through its wholly owned subsidiary Idemitsu Lindfield Pty Ltd is a substantial holder of the Company.

Mr Kovac has over 25 years' experience in the resources sector including more than 15 years in senior management and executive roles. Mr Kovac is a Non-Executive Director of Delta Lithium Ltd (ASX:DLI) and Vecco Group Pty Ltd. He serves on the New South Wales Minerals Council Executive Committee, is a Fellow of the Australian Institute of Mining and Metallurgy and is a member of the Mine Managers Association of Australia.

Mr Kovac is not considered to be an independent director



Stuart McClure

Non-Executive Director

Date of appointment: 7 December 2022

Qualifications:

Mr McClure has a Bachelor of Business, majoring in Finance.

Experience and expertise:

Mr McClure has over 20 years of experience in finance and capital markets, specialising in the funding and development of emerging growth companies. He is the Managing Director of Vested Equities Pty Ltd, an Australian Financial Services licensee, and has supported companies from early stage through to ASX listing and beyond, with particular strength in capital strategy, investor engagement and corporate development.

Mr McClure is an experienced resources executive, having held positions across several minerals exploration companies, and is a founder of Critical Minerals Group.

Mr McClure is not considered to be an independent director.



Directors' Report

Information on Directors (cont.)

Company Secretaries

Adam Gallagher

Company Secretary

Date of appointment: 31 August 2023

Qualifications:

Mr Gallagher holds Graduate Diplomas in Applied Corporate Governance and Information Systems, a Masters in Commerce and a Bachelor of Economics.

Experience and expertise:

Mr Gallagher is an experienced Company Secretary with a broad corporate skillset, holding the office of Company Secretary on several ASX-listed companies.

Trudy Walsh

Company Secretary and CFO

Date of appointment: 20 June 2025

Qualifications:

Mrs Walsh is a CPA who holds an MBA, a Graduate Diploma in Risk & Corporate Governance and a Bachelor of Business.

Experience and expertise:

Trudy is an experienced Finance Executive and CFO having held a number of senior leadership roles in listed and unlisted companies.

Mrs Walsh has over 25 years in financial management and is highly experienced in corporate strategy and the financial and commercial development of companies involved in engineering, manufacturing and the renewables sector.



Directors' Report

Information on Directors

Directors Interests

	Other current Directorships	Former Directorships in the last 3 years	Interests in shares	Interests in options	Contractual rights to shares
Mr Alan Broome, AM	New Age Exploration Limited (ASX: NAE) Terramin Australia Limited (ASX: TZN)	DDH 1 Drilling Minerals plc (AIM);	Nil	Nil	Nil
Mr Scott Winter	Jupiter Mines Ltd (ASX: JMS)	Nil	193,000	100,000	5,850,000 LTI shares against specific KPI's
Mr Steven Kovac	Delta Lithium Ltd (ASX: DLI)	Nil	Nil	Nil	Nil
Mr Stuart McClure	Nil	Nil	5,087,222	Nil	Nil

Meetings of Directors

The number of meetings of the Company's board of directors held during FY26 and the number of meetings attended by each director were:

	Directors' Meetings		Audit & Risk Committee	
	Number eligible to attend	Number attended	Number eligible to attend	Number attended
Mr Alan Broome	11	10	2	2
Mr Steven Kovac	11	11	2	2
Mr Stuart McClure	11	11	2	2
Mr Scott Winter	11	11	2	2



Directors' Report

Remuneration Report (Audited)

This report provides information regarding the remuneration disclosures required under S300A of the Corporations Act 2001 and has been audited.

a. Principles used to determine nature and amount of remuneration.

The Board of Critical Minerals Group Limited believes the remuneration policy to be appropriate and effective in its ability to attract and retain the best key management personnel to run and manage the Group, as well as create goal congruence between directors, executives, and shareholders. The Board reviews key management personnel packages annually by reference to the Group's performance, executive performance, and comparable information from industry sectors. The remuneration policy of the Company has been designed to align key management personnel objectives with shareholder and business objectives by providing a fixed remuneration component and offering long-term incentives.

Compensation arrangements are determined after considering competitive rates in the marketplace for similar sized exploration companies with similar risk profiles and comprise:

Fixed Compensation

Key management personnel receive a fixed amount of base compensation which is based on factors such as length of service and experience. Any applicable statutory superannuation amounts will be paid based on this fixed compensation.

Service Agreements

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

Name	Alan Broome, AM
Title	Non-executive Chairman
Agreement commencement	18 October 2021
Term of Agreement	Until validly terminated by either party
Details	\$80,000 per annum (exclusive of GST but inclusive of superannuation if applicable)
Name	Scott Winter
Title	CEO and Managing Director
Agreement commencement	18 October 2023
Terms of Agreement	Until validly terminated by providing 6 months' notice
Details	Base salary of \$380,000, (excluding superannuation) Short term bonus of up to 30% of base salary Mr Winter to participate in the Company's long-term incentive plan with a Share incentive plan of 5,850,000 shares with KPI's approved at the General meeting held on 6 February 2026



Directors' Report

Remuneration Report (Audited)

Name	Steven Kovac
Title	Non-executive Director
Agreement commencement	24 November 2022
Terms of Agreement	Until validly terminated by either party
Details	\$45,000 per annum (exclusive of GST but inclusive of superannuation if applicable)

Name	Stuart McClure
Title	Non-executive Director
Agreement commencement	7 December 2022
Terms of Agreement	Until validly terminated by either party
Details	\$45,000 per annum (exclusive of GST but inclusive of superannuation if applicable)

Long Term Incentives

The shareholders of the Company approved a long-term employee incentive plan at a general meeting held on 28 February 2022, which is intended to align the interests of the Group with those of the shareholders. During FY26, no offers were made to participate in the long-term employee incentive plan.

Non-Executive Directors

The Group's policy is to remunerate non-executive directors at market rates for time, commitment, and responsibilities. The Board determines the level of individual fees payable to non-executive directors, which is then reviewed annually, based on market practice, duties, and accountability. Independent external advice is 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 total fees for all non-executive directors, as last approved by shareholders, must not exceed \$450,000 per annum.

Engagement of Remuneration Consultants

During FY26, the Group did not engage remuneration consultants.

Relationship Between Remuneration Policy and Company Performance

The remuneration policy has been tailored to increase congruence between shareholders, directors and executives. The methods applied to achieve this objective include performance-based incentives and the Long-Term Incentive Plan. The Company believes this policy is important in contributing to shareholder value in the current difficult market conditions for junior explorers.



Directors' Report

Remuneration Report (Audited)

b. Directors and executive/non-executive officers' remuneration (KMP)

The following table of benefits and payments details, in respect to FY26:

		Short-term Benefits		Post-employment Benefits	Share-based Payments Total		
		Salary and Fees	Bonus	Superannuation	Shares	Options	
		\$	\$	\$	\$	\$	\$
Directors:							
Non-executive							
Mr Alan Broome	2026	80,000	-	-	-	-	80,000
Mr Alan Broome	2025	80,000	-	-	-	-	80,000
Mr Art Malone	2025	43,375	-	-	-	-	43,375
Mr Steven Kovac	2026	45,000	-	-	-	-	45,000
Mr Steven Kovac	2025	43,509	-	1,547	-	-	45,056
Mr Stuart McClure	2026	45,000	-	-	-	-	45,000
Mr Stuart McClure	2025	45,000	-	-	-	-	45,000
Executive							
Mr William Scott Winter	2026	428,016¹	310,500²	30,000	-	-	768,516
Mr William Scott Winter	2025	330,000	-	29,932	-	-	359,932
Mrs Trudy Walsh	2026	291,667	77,500³	29,500	-	-	398,667
Mrs Trudy Walsh	2025	75,000	-	7,483	-	-	82,483
Ms Nicola Semler	2025	278,260	160,000⁴	30,000	-	-	468,260
Ms Nicola Semler	2025	260,000	-	29,900	-	-	289,900
Mr Patrick Kelly	2026	300,000	95,000⁵	30,000	-	-	425,000
Mr Patrick Kelly	2025	171,591	-	17,841	-	-	189,432
Total	2026	1,467,943	643,000	119,500	-	-	2,230,443
Total	2025	1,048,475	-	86,703	-	-	1,135,178

Note:

¹ Includes back pay for remuneration increases from \$330,000 to \$380,000 as per ASX Announcement 7 Feb 2025

² Includes bonuses for FY24, \$82,500 FY25 \$114,000, approved in FY26 (portion taken as shares post year-end) and FY26 accrual \$114,000

³ Includes bonus for FY25 \$17,500 approved in FY26 (taken as shares post year-end) and FY26 accrual \$60,000

⁴ Includes bonus for FY24 \$52,000, FY25 \$52,000 approved in FY26 (portion taken as shares post year-end) and FY26 accrual \$56,000

⁵ Includes bonus for FY25 \$35,000 approved in FY26 and FY26 accrual \$60,000

c. Share based compensation

There were no options issued to key management personnel during FY26.



Directors' Report

Remuneration Report (Audited)

d. Equity Instrument disclosure relating to key management personnel

Share holdings

The number of ordinary shares in the company during FY26 by directors and key management personnel and their personally related entities is set out below:

Name	Balance at the start of the year	Additions	Other changes	Balance at the end of the year
2026				
Mr Alan Broome	-	-	-	-
Mr William Scott Winter	43,333	150,000	-	193,333
Mr Stuart McClure	5,087,222	-	-	5,087,222
Mr Steven Kovac *	-	-	-	-
Trudy Walsh	25,000	100,000	-	125,000
Patrick Kelly	143,789	356,211	-	500,000
Total	5,299,344	606,211	-	5,905,555

*Steven Kovac is the Chief Executive Officer of Idemitsu Australia Pty Ltd, which through its subsidiary Idemitsu Lindfield Pty Ltd is a substantial shareholder of the Company. However, Steven is not considered to have control over shares held by Idemitsu Lindfield Pty Ltd.

Options holdings

The number of options over ordinary shares in the Company held during FY26 by directors and key management personnel and their personally related entities is set out below:

Name	Balance at the start of the year	Additions	Other changes	Balance at the end of the year
2026				
Mr Alan Broome	-	-	-	-
Mr William Scott Winter	-	150,000	-	150,000
Mr Stuart McClure	-	-	-	-
Mr Steven Kovac	-	-	-	-
Mrs Trudy Walsh	-	100,000	-	100,000
Mr Patrick Kelly	-	356,211	-	356,211
Total	-	606,211	-	606,211

e. Other transactions with Key Management Personnel and their related parties

Transactions with key management personnel and their related parties were made on normal commercial terms and conditions and at market rates.

At the date of this report the loan agreement and granting of a security interest to Idemitsu Australia detailed in the Notice of Meeting dated 11 May 2026 and approved at the General Meeting on 10 June 2026, has not been executed, no funds drawn and no security interest enacted. Mr S Kovac is Director and Chief Executive Officer of Idemitsu Australia Pty Ltd

Other than those disclosed in the financial statements; there were no other related party transactions in the financial year.

***** End of the Remuneration Report*****



Directors' Report

Deeds of Indemnity, Insurance and access

The Company has entered into Deeds of Indemnity, Insurance and Access with each of its directors. Under these deeds, the Company agrees to indemnify each officer to the extent permitted by the Corporations Act 2001 (Cth) against any liability arising as a result of the officer acting as an officer of the Company. The Company is also required to maintain insurance policies for the benefit of the relevant officer and must also allow the officers to inspect board papers in certain circumstances.

Proceedings on Behalf of Company

No person has applied for leave of Court to bring proceedings on behalf of the Company or 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 any part of those proceedings. The Company was not a party to any such proceedings during the year.

Corporate Governance

In recognising the need for the highest standards of behaviour and accountability, the directors support, and adhere to, good governance practices. Refer to the Company's Corporate Governance Statement at criticalmineralsgroup.com.au

Non-audit Services

Details of the amounts paid or payable to the auditor for non-audit services provided during the financial year by the auditor are detailed in Note 21 to the financial statements. The directors are satisfied that the provision of non-audit services during the financial year, by the auditor (or by another person or firm on the auditor's behalf) is compatible with the general standard of independence for auditors imposed by the Corporations Act 2001 (Cth).

The directors are of the opinion that the services as disclosed in Note 21 of the financial statements do not compromise the auditor's independence requirements of the Corporations Act 2001 (Cth) for the following reasons:

All non-audit services have been reviewed and approved to ensure that they do not impact the integrity and objectivity of the auditor; and

None of the services undermine the general principles relating to auditor independence as set out in APES 110 Code of Ethics for Professional Accountants issued by the Accounting Professional and Ethical Standards Board, including reviewing, or auditing the auditors own work, acting in a management or decision-making capacity for the company, acting as advocate for the Company or jointly sharing economic risks and rewards.

Auditor's Independence Declaration

Horizon Nexus (QLD) Audit Pty Ltd is the auditor in accordance with the Corporations Act 2001 (Cth). A copy of the auditor's independence declaration as required under section 307C of the Corporations Act 2001 (Cth) is set out on page 25.

Signed in accordance with a resolution of the board of directors:



Alan Broome, AM
Chair

Dated this 29th day of September 2026



Auditor's Independence Declaration

For the year ended 30 June 2026



Horizon Nexus (Qld) Audit Pty Limited (ABN 26 694 791 207)
Level 2, 66 Eagle Street Brisbane, Queensland, 4000
GPO Box 1568, Brisbane, Queensland, 4001
+61 7 3839 9733
horizonnp.com.au

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF CRITICAL MINERALS GROUP LIMITED

I declare that, to the best of my knowledge and belief, during the year ended 30 June 2026, there have been no contraventions of:

- (a) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
- (b) any applicable code of professional conduct in relation to the audit.

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

Horizon Nexus Partners

Horizon Nexus (Qld) Audit Pty Limited

Liam Murphy
Director

29 September 2026
Brisbane

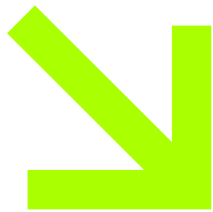
Liability limited by a scheme approved under Professional Standards Legislation.



ESG Report

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ESG Report

ESG Vision and Progress

1

Ethics and Accountability

2

Environmental Management

3

People and Community

4

Mineral Traceability

ESG Pillar	Commitment	Strategic Activity	Progress
E, S	Aligning our operational processes with the goal of sustainable and ethical development of mineral deposits through innovation and integration of our value chain including collaboration with strategic partnerships	Develop ESG reporting framework and underlying data capture and reporting structures within the business. Review and update annually for all operations. Participate in industry forums and work with strategic partners to identify, test and implement opportunities	FY26 review completed – no changes to structure required for this reporting year. Working with State government and education institutions on developing and progressing sustainable development options
S, G	Respecting the local communities where we operate by fostering strong relationships and embedding trust through exhibiting corporate transparency, accountability and ethical corporate governance	Create and embed community grievance process. Review and update policy and procedures to incorporate	Annual policy review completed. No changes required for FY26.
E, S	Actively engaging our stakeholders, particularly Traditional Owners, to integrate their positions, views and knowledge on material topics, thereby creating an inclusive interaction which drives mutually beneficial and positive outcomes, whilst mitigating and managing inherent risks	Establish who Traditional Owners are and establish relationships. Develop framework for ongoing relations and eventual establishment of Cultural Heritage Management Plan and ongoing business and employment opportunities.	Ongoing engagement with identified Traditional Owner groups.
S, G	We operate with ethics and integrity and foster trust through adhering to the promotion of strong values and a culture of support for a diverse, inclusive and equitable workforce, who are enabled and encouraged to pursue further training and education opportunities	Annual review of policies. Annual review of training and development requirements and opportunities. Annual review of all incidents and grievances.	Annual review conducted. Part-time employment of undergraduate. Priority conferences, summits, workshops identified and attended. No incidents or grievances received for FY26.
E, G	Striving to achieve maximum efficiency of the use of resources including energy, water, and mineral deposits, by continually improving processes, technology and equipment	Perform annual review of operational resources consumption – identify and progress opportunities for minimising resource consumption where appropriate	Opportunities for water reduction embedded into process flowsheet – significant new water reduction. Evaluation of opportunities for other resource reduction ongoing.
E, G	Mitigating environmental impacts by diligently rehabilitating influenced areas for the conservation and protection of the native, local biodiversity	Develop comprehensive environmental management plan including progressive rehabilitation targets for relevant projects. Report on progress against target timelines	No active disturbance. Opportunities for innovation around rehabilitation, offsets, MNES management and habitat improvement identified and being progressed.
S, G	Safeguard mineral traceability and ethical supply chain management by forming high quality, strategic partnerships which mitigate human rights risks and incorporate effective chain of custody	Develop new and review existing relevant policies and procedures as business evolves	Development of supply chain policies continues – finalization dependent on confirmation of site selection for downstream activities

ESG Report

Our ESG Commitment and Progress

Following the establishment of the Company's ESG foundations in FY25, activities during FY26 focused on supporting completion of the pre-feasibility study and preparing the Company to commence the definitive feasibility study and progress towards project execution.

The Company reviewed recent amendments to the Commonwealth Environment Protection and Biodiversity Conservation Act 1999 and associated regulations, together with relevant Queensland regulatory changes, to assess their implications for the development of the project portfolio. Identified requirements are being incorporated into forward planning.

Stakeholder engagement remained a key priority throughout FY26. The Company continued to strengthen existing relationships and establish new relationships as its projects advanced, and its stakeholder base expanded.

Environmental



CMG's environmental focus in FY26 has been on identifying water sourcing and saving opportunities for the Lindfield Project and progressing environmental studies required for upstream and downstream project development.

Key activities include:

- **Environmental Studies at Lindfield Project**

Progress on desktop and field studies progressed to support completion of the prefeasibility study. The focus in FY27 will be on supporting the definitive feasibility study (DFS) and environmental approvals.

- **Evaluation/identification of water supply options**

A comprehensive review of available options was undertaken utilising the Water Atlas, the Qld government Strategic Assessment of water delivery options in the Julia Creek/Richmond critical minerals zone, available field study results and available public data to determine the best option going forwards. This will be investigated further as part of the DFS

- **Minimisation of new water requirements**

Comprehensive investigations on how to reduce new water demand in the flowsheet for Lindfield were completed in FY26 and identified a number of internal recycling options which have now been included, reducing new water demand to less than half the original requirements.

- **Investigation of offset requirements / opportunities**

CMG have developed a number of innovative approaches to management of rehabilitation, general land management and offset requirements as part of its overall environmental management strategy. These are currently being socialised with affected stakeholders and the various levels of government for further development and refinement.

Social

In FY26 CMG has continued its commitment to social responsibility by fostering educational opportunities to encourage youth engagement in industry, maintained engagement with the local councils and relevant landholders as well as maintaining productive conversations with all levels of government on project progress and opportunities.

Key activities include:

- **Community and Government Engagement**

CMG has continued to engage with all levels of government, comprising a number of meetings with a wide range of stakeholders including a number of landholders impacted by our tenements, McKinlay Shire Council members, various Departments within the Qld State government and several meetings at the Federal Government level. Discussion areas have included updates on project progress, approval requirements and resource management.

ESG Report

Our ESG Commitment and Progress

Social cont.

- **Engagement with Educational Institutions**

Our CTO has maintained her engagement with the Goodna State School under the CSIRO STEM program, as well as regular engagement with the CMCI CRC (Critical Minerals for Critical Industries Co-operative Research Centre) and the Queensland University of Technology.

Governance

CMG has maintained its governance focus in FY26 continuing its commitment to maintaining a transparent, ethical, and sustainable business model. This includes strategic development, regulatory compliance, and active industry engagement to deliver equitable outcomes for all stakeholders.

- **Engagement with Traditional Owners**

CMG have continued to engage with traditional owners in the Julia Creek area, seeking a deeper understanding of cultural heritage through regular engagement and discussions.

- **Corporate Strategy Review**

CMG have made substantive progress on the achievement of our original 3-year strategy and is well progressed on the next iteration of our strategy as we progress our projects from evaluation towards execution.

- **Key Industry Engagement**

CMG has continued its active participation in leading industry forums in both the Resources and the Renewable Energy sectors, with regular attendance at the CMQ Industry Working Group, QREC and QRC events, industry summits and conferences and participation in research collaboration initiatives including the CMCI CRC (Critical Minerals for Critical Industries Co-operative Research Centre) and a Trailblazer Project with James Cook University.



Pat Kelly presenting at the Australian Battery Day 2026

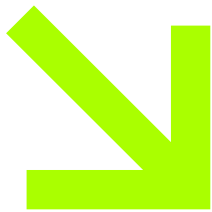
Our Stakeholders

Our stakeholders encompass a diverse group that includes employees, local communities, Traditional Owners, investors, regulatory bodies, Local State and Federal governments, suppliers, customers, industry partners and educational institutions.

Investors are crucial, providing the capital needed for exploration and development, while expecting transparent communication and responsible management. CMG's employees are key to our success, contributing their expertise and dedication to our projects. Local communities and Traditional Owners are integral to our operations, as we work to ensure our activities positively impact their environment and economic opportunities with long-term sustainable outcomes.

Regulatory bodies set the standards we must adhere to, ensuring compliance and sustainability in our practices. Government agencies play a critical role by setting regulatory standards and ensuring our compliance with environmental and safety requirements. Our customers are key stakeholders, relying on the quality and sustainability of our vanadium products for their own operations. Additionally, industry partners and suppliers play a vital role in supporting our development efforts and advancing technological innovations.

Engaging with and addressing the interests of these stakeholders is fundamental to our commitment to responsible and sustainable vanadium development.



ESG Report

ESG Reporting Frameworks

The ESG reporting framework used by the Company has been designed to adhere to industry best practice and incorporates leading global standards, including the United Nations Sustainable Development Goals (SDGs) and the Global Reporting Initiative (GRI).

The Australian Sustainability Reporting Standards (ASRS) and their mandatory reporting requirements under the Corporations Act (2001) were approved in September 2024 and mark a significant shift toward comprehensive, mandatory climate and sustainability reporting for Australian entities, with the intent to drive transparency, accountability, and informed decision-making in capital markets. We do not yet trigger the mandatory reporting aspects of the ASRS, however we are actively preparing the business for when we do, embedding data management and reporting practices as a normal part of how we do business. This also actively prepares the business for when we are operational, setting a firm foundation for reporting requirements at all levels of the business.

Each of the ESG reporting frameworks above have been outlined in more detail and are represented within our accompanying ESG Databook, which can be read in conjunction with this report.

Sustainable Development Goals and Vanadium Production

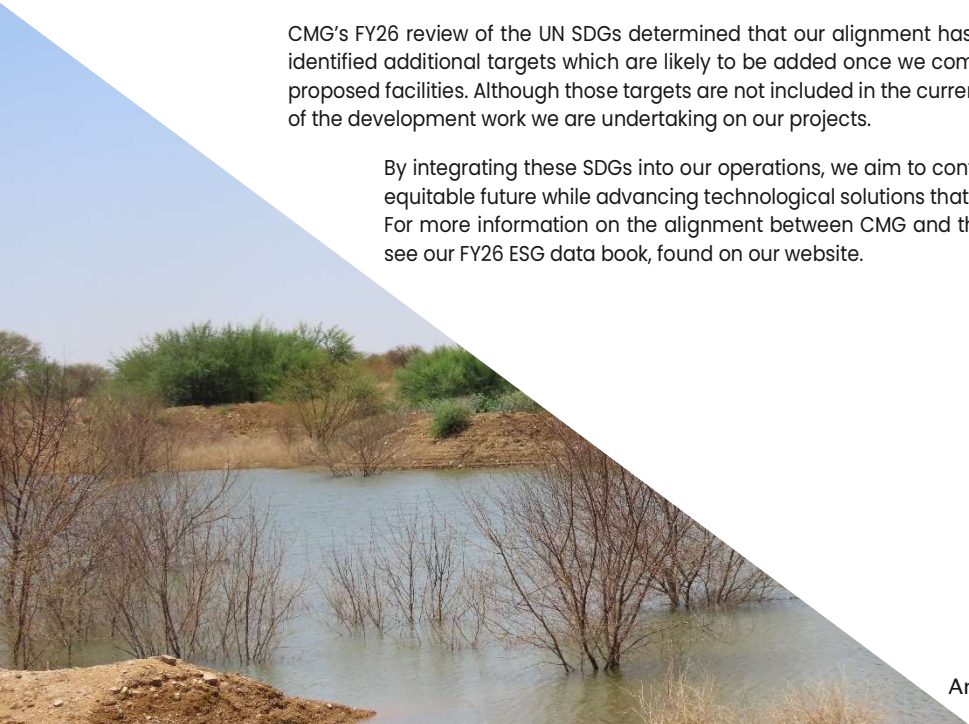
The United Nations Sustainable Development Goals (SDGs) provide a comprehensive framework for addressing global challenges such as climate change, resource scarcity, and social inequality. For a battery minerals company like ours, these goals are highly relevant and guide our approach to sustainable development.

Vanadium plays a crucial role in advancing SDG 7 (Affordable and Clean Energy) and SDG 13 (Climate Action) by enabling the development of efficient energy storage solutions, such as VFBs, which support the integration of renewable energy sources, enhancing grid stability and reducing emissions via the use of sustainable energy sources over the use of fossil fuels.

Furthermore, our commitment to responsible mining practices aligns with the SDGs of 3 (Good Health and Well-being), 8 (Decent Work and economic growth) and 12 (Responsible Consumption and Production) by minimising environmental impact, promoting resource efficiency, and ensuring safe and fair labor practices. CMG also recognises our responsibility for operating in an efficient manner which minimises our impact on nature in line with SDG 15 (Life on Land).

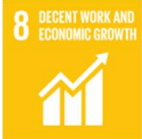
CMG's FY26 review of the UN SDGs determined that our alignment has not changed, however CMG has identified additional targets which are likely to be added once we commence operations in each of our proposed facilities. Although those targets are not included in the current report, they are informing some of the development work we are undertaking on our projects.

By integrating these SDGs into our operations, we aim to contribute to a more sustainable and equitable future while advancing technological solutions that drive the global energy transition. For more information on the alignment between CMG and the goals described above, please see our FY26 ESG data book, found on our website.



ESG Report

ESG Reporting Frameworks

Sustainable Development Goal	Sustainable Development Goal specific target	Our alignment and contribution
SDG 3 Good Health and Well-being 	Target 3.8 Achieve health coverage, including financial risk protection, access to quality essential health-care services and access to safe, effective, quality and affordable essential medicines and vaccines for all.	Trust and Ethical Values: CMG aims to foster trust and uphold ethical values in our operations, benefiting both our internal workforce and the local community, including Traditional Owners. Safe and Supportive Practices: We are committed to reliable and efficient workplace practices that protect all members from harm, while promoting well-being, education, and continuous improvement in a supportive professional environment.
SDG 7 Affordable and Clean Energy 	Target 7.2 Increase substantially the share of renewable energy in the global energy mix.	Renewable Power Storage: CMG's core business is built around supplying materials to enhance renewable power storage, making renewable energy more accessible, reliable, and affordable. Battery Storage Development: We are developing a vanadium electrolyte manufacturing facility and working with energy providers on the installation of vanadium flow batteries to reduce dependence on unsustainable fuel sources, enable better energy modulation, and lower energy costs while increasing the use of renewable sources
SDG 8 Decent Work and Economic Growth 	Target 8.3 Promote development-oriented policies that support productive activities, decent job creation, entrepreneurship, creativity, and innovation, and encourage the formalization and growth of micro-, small- and medium-sized enterprises, including through access to financial services.	Inclusive Practices: Where possible, we engage in procurement practices that share economic benefits with local suppliers and communities. Investments in Growth: We are investing in an electrolyte facility (downstream value-add), developing vanadium battery installation projects, and actively supporting R&D and initiatives that stimulate demand for supporting industries and expertise, creating professional development opportunities and competitive compensation to enhance skills.
SDG 12 Responsible Consumption and Production 	Target 12.2 Achieve sustainable management and efficient use of natural resources.	Efficient Resource Use and Waste Management: We are optimising our resource extraction processes to minimise waste and maximise resource efficiency. Implementing advanced technologies for mineral processing and adopting best practices for water and waste management to reduce environmental impact, ensure responsible use of raw materials, and support the creation of sustainable products. Sustainable Supply Chain Practices: CMG aims to foster responsible consumption by ensuring that our supply chain follows sustainable practices, including sourcing materials ethically and collaborating with suppliers who adhere to high environmental and social standards. By promoting transparency and accountability throughout our supply chain, we strive to ensure that vanadium production contributes to sustainable development and minimises adverse effects on ecosystems and communities.

ESG Report

ESG Reporting Frameworks

Sustainable Development Goal	Sustainable Development Goal specific target	Our alignment and contribution
SDG 13 Climate Action 	Target 13.1 Strengthen resilience and adaptive capacity to climate-related hazards and natural disasters in all countries	Renewable Energy Integration: From the outset of our mine construction planning, CMG has strategically designed infrastructure to integrate where feasible renewable energy solutions, ensuring the long-term sustainability and resilience of our vanadium operations. Environmental Impact and Efficiency: Our vanadium extraction, refinement and manufacturing processes support the production of efficient VFBs with minimal life-cycle environmental impact. This enhances our ability to store energy from renewable sources, thereby reducing emissions. Commitment to Energy Efficiency: CMG is dedicated to energy efficiency and the use of renewable energy in our operations, both of which help reduce emissions associated with our operations and production.
SDG 15 Life On Land 	Target 15.1 Ensure the conservation, restoration and sustainable use of terrestrial and inland freshwater ecosystems and their services, in particular forests, wetlands, mountains and drylands, in line with obligations under international agreements	Impact on Local Ecosystems: Mineral extraction unavoidably affects local flora and fauna. CMG will adhere to rehabilitation commitments and required approvals, operating responsibly and efficiently to minimize our environmental impact. CMG is actively engaging in development of options to restore local habitats and promote sustainable relationships between ecosystems, agriculture and project development. Resource Efficiency: We prioritise the efficient use of natural resources, especially water management, to minimize our impact on local ecosystems.

● SDG achieved
● Challenges remain
● Significant challenges remain
● Major challenges remain

Note: Colours and Rankings of icons in table show progress for Australia as a whole.



Global Reporting Initiative

The GRI standards are the most globally recognised framework for ESG and sustainability reporting. Widely adopted across the mining and metals sector, they offer best-practice reporting principles and established guidelines for both qualitative and quantitative ESG data. CMG's GRI Content Index is available for review at the end of this report.

The full GRI index was reviewed at the conclusion of FY26 and it was concluded that no additional indices needed to be added to the current list. As the various aspects of our business move closer to operation, we will revisit the list and determine which indices need to be added to our current list and when.

ESG Report

Our Material Topics

CMG's company strategy has continued to evolve through FY26. As with previous years, we have not identified a material change in key focus areas. Through our ongoing engagement with our stakeholders, we have continued to prioritise and address the key areas listed in the box to the right.

For more detail on the data and the analyses related to the material topics listed, please refer to our supporting document: CMG ESG Databook, available on our website. This data book provides an in-depth look at the quantitative ESG disclosures CMG reports, illustrating how we address and manage the key issues identified through our stakeholder engagement process. The content of the data book will evolve and expand as our operations develop and our potential impacts increase

CMG's Material Topics FY26

Our material topics in the ESG area remain unchanged in their key focus areas, however there have been minor changes in content in line with the evolution of the overall company strategy. The key areas are listed below and expanded in the next few pages.

Environmental

- GHG Emissions & Energy Efficiency
- Environmental Management (Biodiversity & Water)

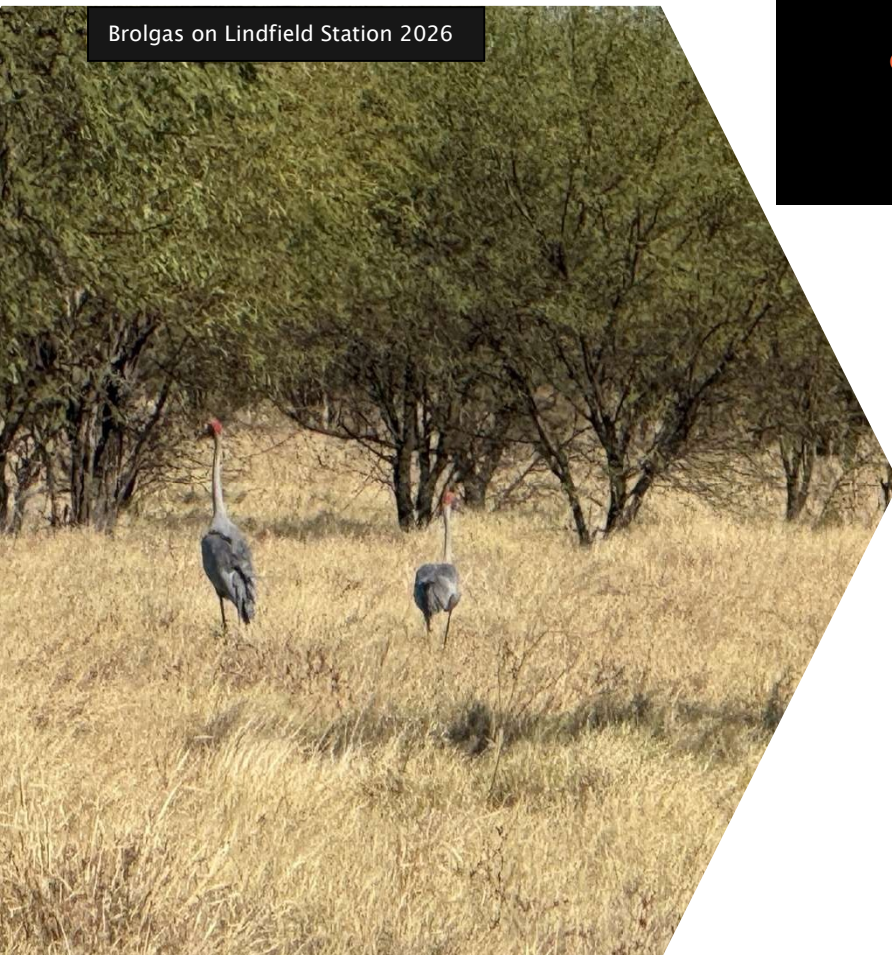
Social

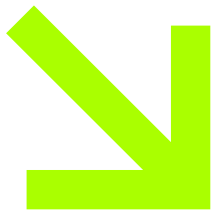
- Health, Safety and Wellbeing
- Local Communities

Governance

- Ethics, Integrity and Transparency
- Risk Management

Brolgas on Lindfield Station 2026





ESG Report

Our Material Topics

Environmental

Our environmental material topics focus on enhancing energy efficiency and reducing GHG emissions through renewable energy use, effective battery storage development (VFB), and stringent environmental management practices, including responsible resource use, water management, and site rehabilitation, all while supporting global decarbonisation and supporting the achievement of net zero by 2050.



GHG Emissions and Energy Efficiency

CMG is committed to improving energy efficiency and integrating renewable energy across its development and operating activities to reduce emissions and strengthen energy security. The planned electrolyte manufacturing facility and proposed hybrid renewable energy solution, incorporating vanadium flow battery storage at the Lindfield Project, are expected to reduce reliance on fossil fuels, improve energy efficiency and lower operating costs.

CMG's growing focus on downstream vanadium battery deployment also supports emissions reduction beyond its own operations. By participating across the vanadium value chain from mineral extraction and processing through to energy storage solutions—the Company aims to address stakeholder priorities by reducing emissions, supporting reliable energy supply and enabling the broader transition to renewable energy.

Vanadium flow batteries provide efficient, long-duration energy storage that can assist energy providers to balance supply and demand, stabilise electricity networks and reduce reliance on non-renewable energy sources. Vanadium extraction and refining are therefore integral to the production of high-performance, long-life energy storage systems that can support global decarbonisation.

CMG supports the global ambition to achieve net zero emissions by 2050. Through the efficient production of high-purity vanadium pentoxide and the development of downstream energy storage opportunities, the Company aims to demonstrate the role of responsibly produced critical minerals in delivering lower-emissions energy solutions and building confidence in sustainable resource development.



Environmental Management (Biodiversity and Water)

Mineral extraction and manufacturing operations inevitably affect local flora and fauna. CMG is committed to minimising these impacts through responsible and efficient operating practices, supported by innovative rehabilitation and land management initiatives.

CMG operates in areas containing natural resources of significance to local communities and Traditional Owners. The Company's ESG Policy supports the ethical use of these resources and the implementation of responsible environmental management practices.

CMG seeks to use natural resources efficiently and reduce its environmental footprint across the full life cycle of its activities. The Company remains committed to meeting applicable environmental and resource management requirements and to addressing stakeholder concerns relating to land and water use.

During the year, CMG continued to integrate ESG principles throughout its operations. The Company reviews its ESG reporting framework annually and updates relevant metrics to support transparent reporting and maintain alignment with emerging natural capital standards and reporting practices.

ESG Report

Our Material Topics

Social

Our social material topics focus on promoting health, safety, and well-being through reliable workplace practices and a diverse, engaged workforce, while fostering inclusive economic benefits and ethical relationships with local communities and Traditional Owners.



Health, Safety and Wellbeing

CMG aims to cultivate a rewarding culture that ensures mutual advancement for both the company and its employees. Our key objective is to build a diverse workforce that prioritises safety and well-being and thrives on positive performance and an inclusive and supportive organisational culture. CMG is developing reliable and efficient workplace practices that protect both internal and external members from harm, while promoting well-being, education, and continuous performance improvement in a supportive professional environment.

This approach will enhance our ability to attract and retain talented, respectful, and engaged staff, providing a competitive edge.



Local Communities



Mitez Long Lunch, Julia Creek. Sally Batt Photography



CMG's procurement practices are designed to extend the economic benefits of its activities to regional communities. Where practicable, the Company sources goods and services from local suppliers, supporting regional businesses and increasing the value retained within the communities surrounding its operations. CMG also seeks to contribute to community development by supporting local events, initiatives and business development opportunities.

CMG is committed to building relationships founded on trust, respect and ethical conduct across its workforce and in its engagement with local communities and Traditional Owners. Drawing on the experience of its management team, the Company promotes inclusive engagement and appropriate representation in stakeholder discussions. Through consistent and transparent conduct, CMG aims to establish enduring, mutually beneficial partnerships that support the Company and the broader community over the long term.

ESG Report

Our Material Topics

Governance

CMG is dedicated to building trust and upholding ethical values in our operations by engaging responsibly with all stakeholders, including local communities and Traditional Owners, while ensuring transparency and accountability. We manage risks through strategic investments in new projects, industry expertise, and professional development, as well as robust supply chain management for reliable mineral traceability. Proactive stakeholder engagement, governmental support, and strategic partnerships with downstream manufacturers and vanadium industry players further enhance our risk mitigation and streamline the approval process. Regular internal review processes including policy and procedure reviews and updates, and the annual ESG framework review ensure we are monitoring changes to our risk profile and identifying any emerging risks.



Ethics, Integrity and Transparency

CMG is committed to fostering trust and upholding ethical values in our operations, both for our internal workforce and in our interactions with local communities and Traditional Owners. We prioritise achieving our operational goals responsibly, with active consultation, co-operation, and consideration for the beliefs and views of material stakeholders. Our approach ensures consistency in our messaging and reinforces our principles of trust, integrity, and accountability.



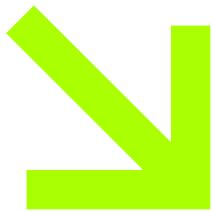
Risk Management

By pursuing strategic partnerships for development and ensuring reliable mineral traceability through efficient supply chain management, we mitigate risks in extraction and production. Engaging respectfully with stakeholders helps secure necessary mining approvals, while governmental support aids in streamlining the approval process and enhancing security. Building relationships with key downstream manufacturing partners, such as battery manufacturers and existing vanadium industry players, further supports our strategy and reduces operational risks.



CMG Policies

- | | |
|---|--------------------------------------|
| ❖ Corporate Governance Statement | ❖ Privacy Policy |
| ❖ Statement of Values | ❖ Anti Bribery and Corruption Policy |
| ❖ Securities Trading Policy | ❖ Supplier Engagement Policy |
| ❖ Diversity Policy | ❖ Whistleblower Protection Policy |
| ❖ Code of Conduct | ❖ Dividend Policy |
| ❖ First Nations Policy | ❖ ESG Policy |
| ❖ Community Grievance Policy | ❖ IT Policy |
| ❖ Continuous Disclosure and Shareholders Communication Policy | |



ESG Report

Disclosures – GRI Content Index

Statement of Use	Critical Minerals Group has reported the information cited in this Global Reporting Initiative (GRI) content index for this Reporting Period with reference to the GRI Standards and the Company's approach to the management of its most material topics
GRI 1	GRI 1: Foundation 2021

GRI Standard	Disclosure	Location
GRI 2: General Disclosures	2-1 Organisational Details	CMG Annual and ESG Report 2026
	2-2 Entities included in the organisation's sustainability reporting	CMG ESG Databook 2026
	2-3 Reporting period, frequency and contact point	CMG Annual and ESG Report 2026
	2-7 Employees	CMG ESG Databook 2026: Employees
	2-9 Governance structure and composition	CMG ESG Databook 2026: Our Leadership
	2-16 Communication of critical concerns	CMG ESG Databook 2026: Stakeholder engagement
	2-22 Statement on sustainable development strategy	CMG Annual and ESG Report 2026: Chairman's Letter
	2-23 Policy commitments	CMG Annual and ESG Report 2026: Governance – CMG Policies
	2-27 Compliance with laws and regulations	CMG ESG Databook 2026: Environmental Impacts and Environmental Compliance and Rehabilitation
	2-29 Approach to stakeholder engagement	CMG Annual and ESG Report 2026: Our Stakeholders
GRI 3: Materials Topics	3-2 List of material topics	CMG Annual and ESG Report 2026: Our Material Topics
GRI 201: Economic Performance	201-1 Direct Economic value generated and distributed	CMG ESG Databook 2026: Employees
	201-2 Financial implications and other risks and opportunities due to climate change	CMG ESG Databook 2026: GHG Emissions & Climate
GRI 202: Market Presence	202-2 Proportion of senior management hired from the local community	CMG ESG Databook 2026: Employees
GRI 204: Procurement Practices	204-1 Proportion of spending on local suppliers	CMG ESG Databook 2026: ESG Highlights
GRI 302: Energy	302-1 Energy consumption within the organization	CMG ESG Databook 2026: GHG Emissions & Climate
	302-3 Energy intensity	CMG ESG Databook 2026: GHG Emissions & Climate
GRI 303: Water and effluents	303-3 Water withdrawal	CMG ESG Databook 2026: Environmental Management (Biodiversity & Water)
	303-5 Water consumption	CMG ESG Databook 2026: Environmental Management (Biodiversity & Water)
GRI 304: Biodiversity	304-3 Habitats protected or restored	CMG ESG Databook 2026: Environmental Management (Biodiversity & Water)
GRI 305: Emissions	305-1 Direct (Scope 1) emissions	CMG ESG Databook 2026: GHG Emissions & Climate
	305-2 Indirect (Scope 2) emissions	CMG ESG Databook 2026: GHG Emissions & Climate

ESG Report

GRI Standard	Disclosure	Location
GRI 403: Occupational health & safety	403-1 Occupational health and safety management system	CMG ESG Databook 2026: Health, Safety & Wellbeing
GRI 404: Training & Education	404-1 Average hours of training per year per employee	CMG ESG Databook 2026: Health, Safety & Wellbeing
	404-3 Percentage of employees receiving regular performance and career development reviews	CMG ESG Databook 2026: Health, Safety & Wellbeing
GRI 411: Rights of Indigenous Peoples	411-1 Incidents of violations involving the rights of indigenous peoples	CMG ESG Databook 2026: Local Communities and Partnerships

Overburden at McKinlay Shire quarry on Lindfield Station



Groundwater monitoring on Lindfield Station early 2026





Financial Report

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Financial Report

Consolidated Statement of Profit or Loss and other Comprehensive Income

For the year ended 30 June 2026

	Note	30 June 2026 \$	30 June 2025 \$
Revenue			
Other income	2	151,831	546,870
Interest		19,235	14,295
Expenses			
Administration costs	3	(475,072)	(485,407)
Professional and consulting fees	4	(654,188)	(920,967)
Employee costs	27	(2,205,239)	(1,129,322)
Director fees		(177,500)	(215,000)
Other expenses	5	(118,737)	(196,739)
Interest expense		(120,538)	(111,165)
Depreciation and amortisation		(239,732)	(182,985)
Loss before income tax, attributable to members		(3,819,940)	(2,680,420)
Tax expense	6	-	-
Loss for the year, attributable to members		(3,819,940)	(2,680,420)
Other comprehensive income		-	-
Total comprehensive income for the year, net of tax, attributable to members		(3,819,940)	(2,680,420)
Earnings per share			
		Cents	Cents
Basic earnings per share	18	(3.86)	(3.74)
Diluted earnings per share	18	(3.86)	(3.74)

The accompanying notes form part of these financial statements

Financial Report

Consolidated Statement of Financial Position

As at 30 June 2026

	Note	30 June 2026 \$	30 June 2025 \$
Assets			
Current Assets			
Cash and cash equivalents	7	822,898	1,259,724
Trade receivables	8	1,100	-
Other assets	8	140,232	499,533
Total Current Assets		964,230	1,759,257
Non-Current Assets			
Right of use assets	9	159,364	2,142,860
Property, plant and equipment	10	691,633	661,158
Exploration and evaluation assets	11	5,421,274	4,440,595
Other non-current assets		715	715
Total Non-Current Assets		6,272,986	7,245,328
Total Assets		7,237,216	9,004,585
Liabilities			
Current Liabilities			
Trade and other payables	13	1,004,933	741,263
Lease liabilities	14	112,578	155,417
Provisions		105,935	67,799
Total Current Liabilities		1,223,446	964,479
Deferred income	15	1,650,000	750,000
Lease liabilities	14	60,991	2,064,459
Total Non-Current Liabilities		1,710,991	2,814,459
Total Liabilities		2,934,437	3,778,938
Net Assets		4,302,779	5,225,646
Equity			
Issued capital	16	14,333,310	11,741,570
Reserves	17	305,333	-
Accumulated losses		(10,335,864)	(6,515,924)
Total Equity		4,302,779	5,225,646

The accompanying notes form part of these financial statements

Financial Report

Consolidated Statement of Changes in Equity

For the year ended 30 June 2026

	Note	Issued Capital	Reserves	Accumulated losses	Total
		\$	\$	\$	\$
Balance at 1 July 2025		11,741,570	-	(6,515,924)	5,225,646
Loss for the year		-	-	(3,819,940)	(3,819,940)
Other comprehensive income for the year		-	-	-	-
Total comprehensive loss for the year				(3,819,940)	(3,819,940)
Shares issued	16	3,145,757	-	-	3,145,757
Share issue costs	16	(554,017)	-	-	(554,017)
Options issued		-	305,333	-	305,333
Transaction with owners, in their capacity as owners		2,591,739	305,333	-	2,897,072
Balance at 30 June 2026		14,333,310	305,333	(10,335,864)	4,302,779
Balance at 1 July 2024		7,066,843	334,733	(4,170,237)	3,231,339
Loss for the year		-	-	(2,680,420)	(2,680,420)
Other comprehensive income for the year		-	-	-	-
Total comprehensive loss for the year		-	-	(2,680,420)	(2,680,420)
Shares issued	16	4,992,050	-	-	4,992,050
Share issue costs	16	(317,323)	-	-	(317,323)
Transaction with owners, in their capacity as owners			(334,733)	334,733	-
		4,674,727	(334,733)	334,733	4,674,727
Balance at 30 June 2025		11,741,570	-	(6,515,924)	5,225,646

The accompanying notes form part of these financial statements

Financial Report

Consolidated Statement of Cash Flows

For the year ended 30 June 2026

	Note	30 June 2026 \$	30 June 2025 \$
Cash flows from operating activities			
Receipts from customers		13,294	-
Payments to suppliers and employees		(3,169,731)	(2,877,079)
Interest received		19,235	13,898
R&D tax offset		-	546,870
Net cash used in operating activities	19	(3,137,202)	(2,316,311)
Cash flows from investing activities			
Payments for exploration and evaluation		(980,680)	(2,139,732)
Proceeds from/ (payments for) deposits		199,000	(263,484)
Payment for acquisition of property, plant & equipment		(30,475)	(665,875)
Net cash used in investing activities		(812,155)	(3,069,091)
Cash flows from financing activities			
Proceeds from issue of shares		3,142,257	4,992,050
Payments for share issue costs		(245,184)	(317,323)
Repayment of lease liabilities		(284,542)	(212,020)
Proceeds from government grant		900,000	750,000
Net cash provided by financing activities		3,512,531	5,212,707
Net increase/(decrease) in cash held		(436,826)	(172,695)
Cash at beginning of financing year		1,259,724	1,432,419
Cash at end of financial year	7	822,898	1,259,724

The accompanying notes form part of these financial statements

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

1. Statement of Material Accounting Policies

These consolidated financial statements and notes represent those of Critical Minerals Group Limited (the “Company”) and its controlled entities (the “Group” or the “Consolidated Entity”). The separate financial statements of the parent entity, Critical Minerals Group Limited, have not been presented within this financial report as permitted by the *Corporations Act 2001* (Cth). The financial statements were authorised for issue on 29 September 2026 by the Directors of the Company. The Company is publicly listed and incorporated in Australia.

Basis of Preparation

The financial statements are general purpose financial statements that have been prepared in accordance with Australian Accounting Standards, Australian Accounting Interpretations and the Corporations Act 2001 (Cth) as appropriate for for-profit entities.

Australian Accounting Standards set out accounting policies that the AASB has concluded would result in financial statements containing relevant and reliable information about transactions, events and conditions to which they apply. Material accounting policies adopted in the preparation of these financial statements are presented below and have been consistently applied unless otherwise stated. The financial statements and notes also comply with International Financial Reporting Standards as issued by the IASB.

Except for the statement of cash flows, the financial statements have been prepared on an accruals basis and are based on historical costs, modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities.

The current financial year being 1 July 2025 to 30 June 2026 represents the group operations of Critical Minerals Group Limited and all its subsidiaries.

Principals of Consolidation

The consolidated financial statements incorporate the assets and liabilities of all subsidiaries of Critical Minerals Group Limited (‘company’ or ‘parent entity’) as at 30 June 2026 and the results of all subsidiaries for the year then ended. Critical Minerals Group 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.

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

1. Statement of Material Accounting Policies (cont.)

Principals of Consolidation (cont.)

Intercompany transactions, balances and unrealised gains or losses on transactions between group entities are fully eliminated on consolidation. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group. Intercompany transactions, balances and unrealised gains or losses on transactions between group entities are fully eliminated on consolidation. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group.

All balances and transactions arising from transactions between entities within the Group are eliminated in preparing the consolidated financial statements.

Going Concern

The financial report has been prepared on the going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the normal course of business.

For the year ended 30 June 2026, the Group has incurred a consolidated loss before income tax of \$3,819,940 (2025: loss of \$2,680,420) and the net cash outflows from operating and investing activities of \$3,949,357 (2025: \$5,385,402). As at 30 June 2026, the Group had \$822,898 (2025: \$1,259,724) in cash and cash equivalents and net current liabilities of \$259,216 (2025: net current assets \$794,778).

The directors, however, believe there are reasonable grounds that the Group will be able to continue its operations and meet its obligations as they fall due, after considering the following factors:

- The success of the group in raising capital when it has been required over recent years and the expected continued success to raise capital through;
 - Ongoing discussions with significant shareholders for additional support;
 - The support of major shareholder Idemitsu loan facility;
 - Ongoing discussion with state and federal government regarding future funding;
- The ability to reduce operating expenditure if and when required; and
- Closely monitoring cash flow forecasts.

Based on the cash flow forecasts and the assumptions described above, the directors expect the Group to have sufficient liquidity to meet its obligations as and when they fall due for at least 12 months from the date of signing this financial report. Accordingly, the directors consider that the going concern basis of preparation is appropriate.

The Group's ability to continue as a going concern is dependent on obtaining sufficient additional funding within the forecast timeframe and its ability to manage expenditure and implement cost reductions as required. These conditions indicate the existence of a material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern.

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

1. Statement of Material Accounting Policies (cont.)

Going Concern (cont.)

Should the Group be unable to obtain sufficient additional funding or implement the expenditure reductions assumed in the cash flow forecasts, it may be unable to realise its assets and discharge its liabilities in the ordinary course of business. The financial statements do not include any adjustments to the recoverability or classification of recorded assets, or to the amounts or classification of liabilities, that might be necessary if the Group is unable to continue as a going concern.

Financial Instruments

Financial instruments are initially measured at fair value plus transactions costs except where the instrument is classified 'at fair value through profit or loss', in which case transaction costs are expensed to profit or loss immediately.

Where available, prices quoted in an active market are used to determine fair value. In other circumstances, valuation techniques are adopted.

Right-of-use Assets

A right-of-use asset is recognised at the commencement date of a lease. The right-of-use asset is measured at cost, which comprises the initial amount of the lease liability, adjusted for, as applicable, any lease payments made at or before the commencement date net of any lease incentives received, any initial direct costs incurred, and, except where included in the cost of inventories, an estimate of costs expected to be incurred for dismantling and removing the underlying asset, and restoring the site or asset.

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the company expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life. Right-of-use assets are subject to impairment or adjusted for any remeasurement of lease liabilities.

The company has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss as incurred.

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

1. Statement of Material Accounting Policies (cont.)

Impairment of Assets

At the end of each reporting period, the Group assesses whether there is any indication that an asset may be impaired. The assessment will include considering external and internal sources of information. If such an indication exists, an impairment test is carried out on the asset by comparing the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use to the asset's carrying amount. Any excess of the asset's carrying amount over its recoverable amount is recognised immediately in profit or loss unless the asset is carried at a revalued amount in accordance with another Standard. Any impairment loss of a revalued asset is treated as a revaluation decrease in accordance with that Standard.

Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

Trade and Other Payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial period and which are unpaid. Due to their short-term nature, they are measured at amortised cost and are not discounted. The amounts are unsecured and are usually paid within 30 days of recognition.

Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of goods and services tax (GST), except: where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of an asset or as part of an item of expense; or for receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables.

Cash flows are included in the statement of cash flows on a gross basis. The GST component of cash flows arising from investing and financing activities which is recoverable from, or payable to, the taxation authority is classified within operating cash flows.

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

1. Statement of Material Accounting Policies (cont.)

Lease Liabilities

A lease liability is recognised at the commencement date of a lease. The lease liability is initially recognised at the present value of the lease payments to be made over the term of the lease, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the company's incremental borrowing rate. Lease payments comprise of fixed payments less any lease incentives receivable, variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, exercise price of a purchase option when the exercise of the option is reasonably certain to occur, and any anticipated termination penalties. The variable lease payments that do not depend on an index or a rate are expensed in the period in which they are incurred.

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index, or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of-use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

Income Tax

The income tax expense (revenue) for the year comprises current income tax expense (income) and deferred tax expense (income). Current income tax expense charged to the profit or loss is the tax payable on taxable income. Current tax liabilities (assets) are measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax assets and deferred tax liability balances during the period as well as unused tax losses. Current and deferred income tax expense (income) is charged or credited outside profit or loss when the tax relates to items that are recognised outside profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised, or the liability is settled, and their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

1. Statement of Material Accounting Policies (cont.)

Exploration and Evaluation Expenditure

Exploration, evaluation and development expenditure incurred is accumulated in respect of each separately identifiable area of interest. These costs are only carried forward where the right of tenure for the area of interest is current and to the extent that they are expected to be recouped through the successful development and commercial exploitation of the area, or alternatively sale of the area, or where activities in the area have not yet reached a stage that permits reasonable assessment of the existence of economically recoverable reserves.

Exploration and evaluation expenditure assets acquired in a business combination are recognised at their fair value at the acquisition date. Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, the exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to mining development.

Accumulated costs in relation to an abandoned area are written off in full against the result in the period in which the decision to abandon the area is made. A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

Operating Segments

Operating segments are presented using the 'management approach, where the information presented is on the same basis as the internal reports provided to the Chief Operating Decision Makers ('CODM'). The CODM is responsible for the allocation of resources to operating segments and assessing their performance. The Group is organised into one operating segment, being mining and exploration operations. The Group operates in one geographical segment being Australia.

Share-based Payments

The cost of equity-settled transactions are measured at fair value on grant date. Fair value is determined using either the Black-Scholes option pricing model that considers the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying shares.

The cost of equity-settled transactions are recognised as an expense with a corresponding increase in equity over the vesting period. The cumulative charge to profit or loss is calculated based on the grant date fair value of the award, the best estimate of the number of awards that are likely to vest and the expired portion of the vesting period. The amount recognised in profit or loss for the period is the cumulative amount calculated at each reporting date less amounts already recognised in previous periods.

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

1. Statement of Material Accounting Policies (cont.)

Issued Capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Earnings Per Share

Basic earnings per share

Basic earnings per share is calculated by dividing the profit/(loss) attributable to the owners of Critical Minerals Group Limited, excluding any costs of servicing equity other than ordinary shares, by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the financial year.

Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account the after-income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares.

Government Grants

Government grants are recognised when there is reasonable assurance that the entity will comply with the conditions attached to them and that the grants will be received.

Grants related to income are presented in the statement of financial position as deferred Income and recognised in profit or loss on a systemic basis over the periods in which the related costs, for which the grant is intended to compensate, are expensed.

Grants related to assets are also initially recorded as deferred income in the statement of financial position and recognised in profit and loss on a systematic basis over the useful life of the related asset, matching the depreciation or amortisation expense

Critical Accounting Estimates and Judgments

The directors evaluate estimates and judgments incorporated into the financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group.

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

1. Statement of Material Accounting Policies (cont.)

Critical Accounting Estimates and Judgments (cont.)

Share-based payment transactions

The Group measures the cost of equity-settled transactions by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using a Black-Scholes model considering the terms and conditions upon which the instruments were granted.

The accounting estimates and assumptions relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity. Refer to Note 17 for further information.

Leases – lease term

In valuation of the property related lease liabilities and the right of use asset, the Group has included the non-cancellable contracted periods of those leases.

Incremental Borrowing Rate

Where the interest rate implicit in a lease cannot be readily determined, an incremental borrowing rate is estimated to discount future lease payments to measure the present value of the lease liability at the lease commencement date. Such a rate is based on what the Group estimates it would have to pay a third party to borrow the funds necessary to obtain an asset of a similar value to the right-of-use asset, with similar terms, security, and economic environment.

Exploration and evaluation expenditure

The application of the Group's accounting policy for exploration and evaluation expenditure requires judgement in determining whether it is likely that future economic benefits are likely, which may be based on assumptions about future events or circumstances. Estimates and assumptions may change if new information becomes available. If after expenditure is capitalised, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalised is written off in the Statement of Profit or Loss in the period when the new information becomes available.

New Accounting Standards and Interpretations not yet mandatory or early adopted

At 30 June 2026, a number of accounting standards and amendments had been issued but were not yet mandatory for the Group. Management has not early adopted these standards. The most significant forthcoming change is AASB 18 Presentation and Disclosure in Financial Statements, which will modify the presentation of the statement of profit or loss and introduce additional disclosure requirements relating to management-defined performance measures and the aggregation/disaggregation of information. Management is currently assessing the potential impact on the Group's financial statements and related reporting processes. Based on the assessment performed to date, no other issued but not yet effective standards are expected to have a material impact on the Group's financial position or results of operations.

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

	30 June 2026 \$	30 June 2025 \$
2. Other income		
R&D tax offset	-	529,804
Gain on termination of lease	138,537	-
Rent Received	13,294	17,066
	151,831	546,870
3. Administration costs		
Licenses and permits	142,469	161,356
Rent including outgoings	79,007	19,104
Fees and charges	66,051	108,119
IT support	52,398	38,047
Insurance	50,603	35,095
Office expenses	23,647	16,520
Accounting fees	6,180	54,222
Other	54,717	52,944
	475,072	485,407
4. Professional and consulting fees		
Consulting fees	319,692	244,395
Professional fees	277,324	639,266
Legal expenses	57,172	37,306
	654,188	920,967
5. Other expenses		
Marketing expenses	44,530	137,629
Travel expenses	59,260	55,620
Other expenses	14,947	3,490
	118,737	196,739
6. Income tax expense		
Prima facie tax (receivable) on loss before income tax at 30% (2025 – 30%)	(1,145,983)	(804,126)
Add: Tax effect of:		
Tax losses not recognised	1,163,051	1,313,426
Non-deductible expenses	860	5,290
Blackhole expenses	(72,423)	(56,511)
Others	54,495	(458,080)
	-	-

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

	30 June 2026	30 June 2025
	\$	\$
7. Cash and cash equivalents		
Cash at bank	822,898	1,259,724
	822,898	1,259,724
8. Trade Receivables and other assets		
Trade receivables	1,100	-
GST receivable	75,748	199,796
Deposits held	64,484	264,484
Prepayments	-	34,883
Other receivables	-	370
	141,332	499,533
9. Right of use assets		
Net carrying amount at start of the year	2,142,860	-
Additions	-	2,321,128
Terminations	(1,743,764)	-
Less: Depreciation	(239,732)	(178,268)
Net carrying amount at end of the year	159,364	2,142,860
In February 2026 CMG terminated the lease at Crestmead		
10. Property, plant and equipment		
<u>Electrolyte Plant - WIP</u>		
Net carrying amount at start of the year	661,158	-
Additions	30,475	661,158
Less: Depreciation	-	-
Net carrying amount at end of the year	691,633	661,158
<u>Office Equipment</u>		
Net carrying amount at start of the year	-	-
Additions	-	4,717
Less: Depreciation	-	(4,717)
Net carrying amount at end of the year	-	-
Total property, plant and equipment	691,633	661,158

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

	30 June 2026	30 June 2025
	\$	\$
11. Exploration and evaluation assets		
Exploration and evaluation asset	5,421,274	4,440,595
Reconciliations of the written down values at the beginning and end of the current and previous financial year are set out below		
Balance at start of the year	4,440,595	2,300,862
Capitalised exploration costs	980,679	2,139,733
Balance at end of the year	5,421,274	4,440,595
12. Tax		
Deferred tax assets not brought to account, the benefits of which will only be realised if the conditions for deductibility set out in Note 1 occur:		
Tax losses	3,916,819	2,667,489
Capitalised exploration costs	(1,626,382)	(1,332,178)
Blackhole expenses	148,334	142,187
Others	618,042	268,444
	3,056,813	1,745,942
13. Trade and other payables		
Accounts payable	232,274	698,588
Other payables	772,659	42,675
	1,004,933	741,263
14. Lease liabilities		
Current		
Lease liabilities	112,578	155,417
Total current lease liabilities	112,578	155,417
Non-current		
Lease liabilities	60,991	2,064,459
Total non-current lease liabilities	60,991	2,064,459

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

14. Lease liabilities (cont.)

	30 June 2026	30 June 2025
	\$	\$
Change in lease liabilities during the year		
Balance at 1 July	2,219,876	-
Additions	-	2,321,068
Terminations	(1,882,301)	-
Interest expense	120,537	110,828
Lease repayments	(284,543)	(212,020)
	172,569	2,219,876
Lease Commitments		
Within one year	122,843	370,379
Later than 1 year but not later than 10 years	69,202	2,968,450
	192,045	3,338,829

15. Deferred income

Deferred income	1,650,000	750,000
	1,650,000	750,000

The IPCM Federal Grant is currently suspended, delays in the QRCUF shared processing facility have affected certain grant milestones. The Company is moving forward with alternative options and discussions are ongoing with the Department. A full acquittal against funds received to date has been submitted.

	2026 Shares	2025 Shares	2026 \$	2025 \$
16. Issued Capital				
Ordinary shares – fully paid	119,574,349	90,544,363	14,333,310	11,741,570

Ordinary shareholders participate in dividends in proportion to the number of shares held. At shareholder's meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has one vote on a show of hands.

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

16. Issued Capital (cont.)

Movement in Ordinary share capital

2026	Date	Shares	Issue price	\$
Balance	1 July 2025	90,544,363		11,741,570
Placement	17 Nov 2025	13,333,334	\$0.15	2,000,000
Placement	27 Feb 2026	100,000	\$0.15	15,000
Placement	29 June 2026	15,596,652	\$0.0725	1,130,757
Share issue costs				(554,017)
Balance	30 June 2026	119,574,349		14,333,310

2025	Date	Shares	Issue price	\$
Balance	1 July 2024	55,413,333		7,066,843
Rights issue	28 Aug 2024	16,624,059	\$0.15	2,493,609
Rights issue	19 May 2025	18,506,971	\$0.135	2,498,441
Share issue costs				(317,323)
Balance	30 June 2025	90,544,363		11,741,570

Capital Management

There are no externally imposed capital requirements.

Management effectively manages the Group's capital by assessing the Group's financial risks and adjusting its capital structure in response to changes in these risks and in the market. There have been no changes in the strategy adopted by the management to control the capital of the Group during the period.

Options

As a part of the placement in November 2025 and approved by shareholders at the 6 February 2026 General meeting 20,100,000 options were issued to shareholders and the placement broker with an exercise price of \$0.205 and expiry date of 30 June 2028.

Refer to Note 28 for options issued after 30 June 2026.

17. Reserves

Share based payment reserve

30 June 2026	30 June 2025
\$	\$
305,333	-
305,333	-

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

17. Reserves (cont.)

During the current financial year 6,666,666 broker options were granted. These options were valued using the Black Scholes methodology. Inputs used to determine the fair value at the grant date are as follows:

Valuation date	Expiry date	Share price at valuation date	Exercise price	Expected volatility	Risk-free interest rate	Fair value at grant date
6/02/26	30/6/28	\$0.115	\$0.205	90.0%	4.268%	\$0.0458

18. Earnings per Share

The following reflects the income and share data used in the calculation of basic and diluted earnings per share

	Units	2026	2025
Net loss attributable to ordinary shareholders	\$	(3,819,940)	(2,680,420)
Number of shares	Shares	98,919,283	71,576,034
Loss per share	Cents	(3.86)	(3.74)
Diluted loss per share	Cents	(3.86)	(3.74)

For the purpose of calculating the diluted earnings per share, the denominator has excluded 21,100,000 options (2025 – 0 options) as the effect would be anti-dilutive.

	30 June 2026 \$	30 June 2025 \$
19. Cash-flow information		
Reconciliation of cash flow from operations with profit / (loss) after income tax		
Profit / (Loss) after income tax	(3,819,940)	(2,680,420)
Non-cash and non-operating items in profit:		
Depreciation and amortisation	239,732	182,985
Interest expense	120,538	110,769
Gain on termination of lease	(138,539)	-
Changes in operating assets and liabilities:		
(Increase) / Decrease in trade and other receivables	159,201	(145,399)
(Increase) / Decrease in other assets	-	(715)
Increase / (Decrease) in trade and other payables	263,670	195,154
Increase / (Decrease) in provisions	38,136	21,315
Net cash inflow / (outflow) from operating activities	(3,137,202)	(2,316,311)

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

20. Financial risk management

The Group's financial instruments consist mainly of accounts with banks, other receivables and trade and other payables.

The totals for each category of financial instruments, measured in accordance with accounting policies in Note 1 to these financial statements are as follows:

Financial Assets

	30 June 2026	30 June 2025
	\$	\$
Cash and cash equivalents	822,898	1,259,724
Other assets	141,332	499,533
Total Financial Assets	964,230	1,759,257

Financial Liabilities

Trade and other payables	1,004,933	741,263
Total Financial Liabilities	1,004,933	741,263

Financial Risk Management Policies

The directors' overall risk management strategy seeks to assist the Group in meeting its financial targets, whilst minimising potential adverse effects on financial performance.

Risk management policies are approved and reviewed by the Board of Directors on a regular basis. These included the credit risk policies and future cash flow requirements.

Specific Financial Risk Exposures and Management

The main risk the Group is exposed to through its financial instruments is liquidity risk.

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 preparing forward-looking cash flow analyses in relation to its operational, investing and financing activities and obtaining funding from a variety of sources. An undiscounted contractual maturity analysis for financial liabilities is noted below.

The timing of cash flows presented in the table to settle financial liabilities reflects the earliest contractual settlement dates.

Trade payables and Other payables are expected to be paid as follows:

	30 June 2026	30 June 2025
	\$	\$
Less than 6 months	1,004,933	741,263
	1,004,933	741,263

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

20. Financial risk management (cont.)

Net Fair Values

The fair values of financial assets and financial liabilities are presented in the following table and can be compared to their carrying values as presented in the statement of financial position. Fair values are those amounts at which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction.

Fair values derived may be based on information that is estimated or subject to judgement, where changes in assumptions may have a material impact on the amounts estimated. Areas of judgement and the assumptions have been detailed below. Where possible, valuation information used to calculate fair value is extracted from the market, with more reliable information available from markets that are actively traded. In this regard, fair values for listed securities are obtained from quoted market bid prices. Where securities are unlisted, and no market quotes are available, fair value is obtained using discounted cash flow analysis and other valuation techniques commonly used by market participants.

	As at 30 June 2026		As at 30 June 2025	
	Carrying Amount	Net Fair Value	Carrying Amount	Net Fair Value
	\$	\$	\$	\$
Financial Assets				
Cash and cash equivalents	822,898	822,898	1,259,724	1,259,724
Other assets	141,332	141,332	499,533	499,533
Total Financial Assets	964,230	964,230	1,759,257	1,759,257
Financial Liabilities				
Trade and other payables	1,004,933	1,004,933	741,263	741,263
Total Financial Liabilities	1,004,933	1,004,933	741,263	741,263

21. Auditors' remuneration

The auditor of the Group is Horizon Nexus (QLD) Audit Pty Ltd, (formally PKF Brisbane audit).

	30 June 2026	30 June 2025
	\$	\$
Amounts received or due for full year audit and half-year review of the financial report of the Group	39,000	37,100
Tax and other matters	-	6,410
	39,000	43,510

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

22. Segment information

The Group is organised into one operating segment, being mining and exploration operations. This operating segment is based on the internal reports that are reviewed and used by the Board of Directors in assessing performance and in determining the allocation of resources. The accounting policies adopted for internal reporting are consistent with those adopted in the financial statements. The Group operates in one geographical segment being Australia, specifically in the state of Queensland.

23. Controlled Entities

Name of entity	Country of Incorporation
Critical Minerals Group Limited	Australia

The Consolidated Financial Statements incorporate the assets, liabilities and results of the following subsidiaries in accordance with accounting policy described in Note 1.

Name of entity	Country of Incorporation	Class of Share	2026	2025
Critical Minerals Group – Electrolyte Pty Ltd	Australia	Ordinary	100%	100%
Vanteq Minerals Pty Ltd	Australia	Ordinary	100%	100%
CMG 1 Pty Ltd	Australia	Ordinary	100%	100%
CMG 3 Pty Ltd	Australia	Ordinary	100%	100%

24. Commitments and contingencies

Exploration commitments

To maintain current rights to tenure of various exploration and mining tenements, the Company will be required to outlay amounts in respect of tenement rent to the relevant governing authorities and to meet certain annual exploration expenditure commitments. These outlays (exploration expenditure and rent), which arise in relation to granted tenements, inclusive of tenement applications granted after 30 June 2026, are as follows:

	\$
Exploration expenditure commitments payable	
• Within one year	592,296
• Later than 1 year but not later than 5 years	1,373,569
	1,966,165

Contingencies

There are no contingent liabilities at 30 June 2026 (2025, Nil)

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

25. Parent Entity Financial Information

a. Summary Financial Information

	2026	2025
	\$	\$
Balance Sheet		
Cash and cash equivalents	742,290	979,590
Other receivables	146,152	208,301
Right of use assets	159,364	265,607
Exploration and evaluation assets	-	-
Shares held in subsidiaries	635,715	635,715
Loans receivable from subsidiaries	10,713,350	8,041,560
Total assets	12,396,871	10,130,773
Trade and other payables	297,343	309,973
Lease liabilities	173,569	273,009
Deferred income	1,650,000	750,000
Total liabilities	2,120,912	1,332,982
Net assets	10,275,959	8,797,791
Issued capital	14,371,411	11,779,670
Reserves	305,333	-
Retained losses	(4,400,786)	(2,981,879)
Total equity	10,275,959	8,797,791
Loss for the year	(1,259,810)	(1,067,254)
Total comprehensive loss for the year	(1,259,810)	(1,067,254)

b. Guarantees entered into by the parent entity

The parent entity has provided no financial guarantees.

c. Contractual commitments

The parent entity has no material contractual commitments as at 30 June 2026

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

26. Related Parties

At the date of this report the loan agreement and granting of a security interest to Idemitsu Australia detailed in the Notice of Meeting dated 11 May 2026 and approved at the General Meeting on 10 June 2026, has not been executed, no funds drawn and no security interest enacted. Mr S Kovac is Director and Chief Executive Officer of Idemitsu Australia Pty Ltd.

There are no other related party transactions

27. Key Management Personnel Disclosures

Compensation

The aggregate compensation made to directors and other member of key management personnel of the consolidate entity is set out below:

	Consolidated	
	2026	2025
	\$	\$
Short-term employee benefits	2,110,943	1,048,475
Post employee benefits	119,500	86,703
Share based payments	-	-
	<u>2,230,443</u>	<u>1,135,178</u>

Short-term employee benefits include accruals and payments of Short-term incentives.

28. Events Subsequent to Balance Date

Post 30 June 2026, the Company note the following:

- 20 July 2026 completion of and release to the ASX of the Technical and Financial Pre-feasibility Study with a supplementary information release on 21 July 2026
- 12 August 2026 General meeting was held where shareholders approved a number of resolutions including Tranche 2 of the pre-30 June 2026 capital raise. Funds of \$369,242 (pre costs) were received, 6,548,585 shares and 11,072,067 options issued on 31 August 2026.
- 21 August 2026 received notification of the inclusion of Exploration Permits (EPM27872, 28631, 28635, 28636) now form part of "The Lindfield Project- PROJ0367"
- 1 September Scott Winter resigned as CEO and Managing Director; Patrick Kelly was announced as Interim CEO.

No other matters or circumstances have arisen since the end of the financial period which significantly affected or may significantly affect the operations of the Group, the result of those operations, or the state of affairs of the Group in future financial periods.

Financial Report

Notes to the Financial Statements

For the year ended 30 June 2026

29. Company Details

The registered office of the Group is:

Critical Minerals Group Limited
Level 15
100 Edward Street
Brisbane QLD 4000

The principal place of business is the as above.

Consolidated Entity Disclosure Statement

Name of entity	Type of entity	Trustee, partner or participant in JV	% of share capital	Place of business/ country of incorporation	Australian / Foreign resident
Critical Minerals Group Ltd	Parent	n.a.	100%	Australia	Australian
Critical Minerals Group – Electrolyte Pty Ltd	Body corporate	n.a.	100%	Australia	Australian
Vanteq Minerals Pty Ltd	Body corporate	n.a.	100%	Australia	Australian
CMG 1 Pty Ltd	Body corporate	n.a.	100%	Australia	Australian
CMG 3 Pty Ltd	Body corporate	n.a.	100%	Australia	Australian

Basis of Preparation:

This consolidated entity disclosure statement (CEDS) has been prepared in accordance with the *Corporation Act 2001* (Cth) and includes information for each entity that was part of the consolidated entity as at the end of the financial year in accordance with AASB 10 Consolidated Financial Statements.

Determination of tax residency

Section 295 (3A) (vi) of the *Corporations Act 2001* (Cth) defines tax residency as having the meaning in the Income Tax Assessment Act 1997.

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 Tax Ruling TR 2018/5

Directors' Declaration

In the Directors' opinion:

- the attached financial statements and notes comply with the *Corporations Act 2001* (Cth), the Accounting Standards, the *Corporations Regulations 2001* (Cth) and other mandatory professional reporting requirements;
- the attached financial statements and notes comply with International Financial Reporting Standards as issued by the International Accounting Standards Board as described in Note 1 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;
- the consolidated entity disclosure statement on page 64 is true and correct; and
- there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

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

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



Alan Broome AM

Chair

Dated this 29th day of September 2026

Auditor's Report

For the year ended 30 June 2026



Horizon Nexus (Qld) Audit Pty Limited (ABN 26 694 791 207)
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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CRITICAL MINERALS GROUP LIMITED

Report on the Financial Report

Opinion

We have audited the accompanying financial report of Critical Minerals Group Limited (the Company) and its subsidiaries (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, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

In our opinion the financial report of Critical Minerals Group Limited is in accordance with the *Corporations Act 2001*, including:

- a) giving a true and fair view of the Group's financial position as at 30 June 2026 and of its performance for the year ended on that date; and
- b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

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

Independence

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.

Liability limited by a scheme approved under Professional Standards Legislation.

Auditor's Report

For the year ended 30 June 2026



Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the financial report, which indicates that the Group incurred an operating loss of \$3,819,940 (2025: \$2,680,420) and combined operating and investing cash outflows of \$3,949,357 (2025: \$5,385,402) for the year ended 30 June 2026. As stated in Note 1, these events, or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Groups ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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. In addition to the matter described in the *Material Uncertainty Related to Going Concern* section, we have determined the matter described below to be key audit matter to be communicated in our report. For each matter below, our description of how our audit addressed the matter is provided in that context.

Carrying amount of exploration and evaluation assets

Why significant

As at 30 June 2026 the carrying value of exploration and evaluation assets was \$5,421,274 (2025: \$4,440,595), as disclosed in Note 11.

The Group's accounting policy in respect of exploration and evaluation expenditure is outlined in Note 1. Significant judgement is required:

- in determining whether facts and circumstances indicate that the exploration and evaluation assets should be tested for impairment in accordance with Australian Accounting Standard AASB 6 Exploration for and Evaluation of Mineral Resources ("AASB 6"); and

How our audit addressed the key audit matter

Our work included, but was not limited to, the following procedures:

- conducting a detailed review of management's assessment of impairment trigger events prepared in accordance with AASB 6 including:
 - assessing whether the rights to tenure of the areas of interest remained current at reporting date as well as confirming that rights to tenure are expected to be renewed for tenements that will expire in the near future;
 - holding discussions with the Directors and management as to the status of ongoing exploration programmes for the areas of interest, as well as assessing if there was evidence that a decision had been made to discontinue activities in any specific areas of interest; and

Auditor's Report

For the year ended 30 June 2026



Why significant

- In determining the treatment of exploration and evaluation expenditure in accordance with AASB 6, and the Group's accounting policy. In particular:
 - whether the particular areas of interest meet the recognition conditions for an asset;
 - and which elements of exploration and evaluation expenditures qualify for capitalisation for each area of interest.

How our audit addressed the key audit matter

- obtaining and assessing evidence of the Group's future intention for the areas of interest, including reviewing future budgeted expenditure and related work programme.
- considering whether exploration activities for the areas of interest had reached a stage where a reasonable assessment of economically recoverable reserves existed; and
- testing, on a sample basis, exploration and evaluation expenditure incurred during the year for compliance with AASB 6 and the Group's accounting policy; and assessing the appropriateness of the related disclosures in Notes 1 and 11.

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.

Auditor's Report

For the year ended 30 June 2026



Responsibilities of the Directors for the Financial Report

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

- a) 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
- b) 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:

- i. 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
- ii. 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 has 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: <http://www.auasb.gov.au/Home.aspx>. This description forms part of our auditor's report.]

Auditor's Report

For the year ended 30 June 2026



Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2026. 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.

Opinion

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

A handwritten signature in black ink, appearing to read 'Liam Murphy'.

Horizon Nexus (Qld) Audit Pty Limited

A handwritten signature in black ink, appearing to read 'Liam Murphy'.

Liam Murphy
Director

29 September 2026
Brisbane

Additional Information

(ASX Listing Rules)

Shareholdings

Number of holders in each class of equity and the voting rights attached

There are 639 holders of ordinary shares as at 8 September 2026. Each shareholder is entitled to one vote per share held.

On a show of hands every shareholder of ordinary shares present at a meeting in person or by proxy is entitled to one vote and upon each poll each is entitled to one vote.

There is no voting rights attached to options

There are no other classes of equity securities

Distribution of equitable securities

Analysis of number of equitable security holders by size of holding:

	Ordinary Shares		
	Number of holders	Total shares	% of total shares issued
1 to 1,000	16	4,167	0.00%
1,001 to 5,000	135	471,476	0.37%
5,001 to 10,000	139	1,200,094	0.95%
10,001 to 100,000	243	10,652,196	8.45%
100,001 and over	106	113,795,001	90.23%
	639	126,122,934	100.00%

Marketable Parcel

As at 8September 2026 there were 186 shareholders with unmarketable parcels of shares totalling 684,721 shares representing 0.54% of issued capital.

Unquoted equity Securities

There are 31,172,607 Unquoted equity securities on issue at 9 September 2026

Substantial Shareholders

The names of the substantial shareholders listed in the Company Register are:

	Ordinary Shares	
	Number held	% of total shares issued
IDEMITSU LINDFIELD PTY LTD	42,700,886	33.86%
MR GERHARDUS CORNELIS REDELINGHUYS & MRS TANIA PAULINE RED <REDELINGHUYS S/F A/C>	11,336,419	8.99%

Additional Information

(ASX Listing Rules)

Twenty largest security holders

The names of the twenty largest security holders are listed below:

Holder Name	Holding	% IC
IDEMITSU LINDFIELD PTY LTD	42,700,886	33.86%
MR GERHARDUS CORNELIS REDELINGHUYS & MRS TANIA PAULINE RED <REDELINGHUYS S/F A/C>	11,336,419	8.99%
LATIMORE FAMILY PTY LTD <LATIMORE FAMILY TRUST A/C>	5,389,497	4.27%
AUSTPEC INVESTMENTS PTY LTD <THE MINING INVESTMENTS 2 A/C>	5,010,000	3.97%
CAPE COAL PTY LTD	4,910,080	3.89%
IGS CAPITAL PTY LTD <IGS CAPITAL A/C>	4,025,147	3.19%
MR STUART JOHN SCHERHAG & MRS FIONA MARGARET RUTH SCHERHAG <THE SCHERHAG S/F A/C>	3,342,726	2.65%
MR CAMPBELL MCCLURE & MRS HEATHER MCCLURE <C & H MCCLURE S/F A/C>	2,476,250	1.96%
AUSTRALIAN STRATEGIC RESOURCES PTY LTD <THE DBAR A/C>	1,635,000	1.30%
HARBOUR CITY PRIME PTY LTD	1,518,413	1.20%
EZYQUIP HIRE PTY LTD	1,333,334	1.06%
FKG CIVIL PTY LTD	1,333,333	1.06%
A & D JOSEPH INVESTMENTS PTY LTD <A & D JOSEPH SUPER A/C>	1,241,380	0.98%
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	1,089,377	0.86%
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	1,066,669	0.85%
PAIF PTY LTD <PAIF FUND A/C>	827,587	0.66%
MR PATRICK GERARD KELLY & MRS MANDY ANNE KELLY <P M KELLY SUPER FUND A/C>	810,000	0.64%
MR TOM KOUTSOPIAS	700,000	0.56%
MR JOHN ANDREW LAIDSAAR	700,000	0.56%
MR JONATHAN THOMAS & MS CLAIRE LOUISE THOMAS	695,000	0.55%
MR REID JON ZULPO & MRS MELISSA CATHERINE ZULPO <RJ & MC ZULPO FAMILY A/C>	689,656	0.55%
RIN'S INVESTMENTS PTY LTD <PALKHIWALA SF A/C>	689,656	0.55%
KISHA MOKDAD	689,656	0.55%
Total	94,210,066	74.70%
Total issued capital - selected security class(es)	126,122,934	100.00%

Additional Information

(ASX Listing Rules)

Other Details

Tenement Directory

Minerals Tenements held by the Group at 8 September 2026 are as follows:

Project	Tenement Reference	Interest held
Lindfield Project	EPM 27872	100%
Figtree Creek Project	EPM 27998	100%
Lorena Surrounds Project	EPM 27999	100%
Whinmoor Project	EPM 28631	100%
Lara Downs Project	EPM 28635	100%
Lindfield North Project	EPM 28636	100%

Corporate Directory

Directors

Alan Broome, AM (Non-Executive Chair)

Scott Winter (Managing Director) resigned 1 September 2026

Steven Kovac (Non-Executive Director)

Stuart McClure (Non-Executive Director)

Company Secretaries

Adam Gallagher

Trudy Walsh

Registered Office

Critical Minerals Group Limited

Level 15, 100 Edward Street

Brisbane QLD 4000

Principal Place of Business

Critical Minerals Group Limited

Level 15, 100 Edward Street

Brisbane QLD 4000

Share Registry

Automic Group Pty Ltd

Level 5, 126 Philip St

Sydney NSW 2000

Auditor

Horizon Nexus (QLD) Audit Pty Ltd

Level 2, 66 Eagle Street

Brisbane QLD 4000

Website

www.criticalmineralsgroup.com.au

ASX Ticker

CMG