

COTEC HOLDINGS CORP. ANNOUNCES AVAILABILITY OF ANNUAL GENERAL AND SPECIAL MEETING MATERIALS AND ALTERNATIVE VOTING PROCEDURES

Vancouver, British Columbia – December 5, 2024 – CoTec Holdings Corp. (TSXV: CTH; OTCQB: CTHCF) (the “**Corporation**”) announces that the Corporation will be relying on CSA Coordinated Blanket Order 51-931 (the “**Order**”) for exemption from the requirements to send proxy-related materials (the “**Meeting Materials**”) for its upcoming annual and general special meeting being held on Friday, December 13, 2024 (the “**Meeting**”) at 11:00 AM (Toronto time) virtually at <https://meetnow.global/MNAPPF6> due to the current delays and suspension of mail service in Canada as a result of the nationwide strike of the Canadian Union of Postal Workers that commenced on November 15, 2024 (the “**Postal Strike**”).

As set out in the Meeting Materials, shareholders will be asked to consider and approve the following resolutions:

1. to receive and consider the financial statements for the fiscal year ended December 31, 2023 and the auditor’s report thereon;
2. to elect the directors of the Corporation for the ensuing year;
3. to appoint an auditor for the ensuing year and to authorize the directors to fix the auditor’s remuneration; and
4. to approve and confirm the equity incentive plan of the Corporation.

The Meeting Materials are accessible on the Corporation’s SEDAR+ profile at www.sedarplus.ca and on the Corporation’s website at www.cotec.ca. Shareholders of the Corporation are encouraged to access the Meeting Materials directly through the above-mentioned websites, or may contact the Corporation’s transfer agent, Computershare Shareholder Services Call Centre toll-free between the hours of 8:30 AM and 8:00 PM EST at 1-800-564-6253 or email at service@computershare.com to request copies of the Meeting Materials or voting control numbers for voting online at www.investorvote.com. Objecting beneficial shareholders should contact their broker to request their voting instruction forms, voting control numbers and instructions for voting. In the event that the Postal Strike ends prior to the Meeting, the Corporation will mail the Meeting Materials in the normal course, but there can be no assurance that the Meeting Materials will be received by the shareholders prior to the Meeting.

For further information about accessing the Meeting Materials, and how registered shareholders and beneficial shareholders may exercise their voting rights by proxy for the Meeting, please see the Corporation’s news release dated November 20, 2024, which is available on the Corporation’s SEDAR+ profile at www.sedarplus.ca or on the Corporation’s website at www.cotec.ca.

Pursuant to the Corporation’s news release dated November 20, 2024, as supplemented hereby, the Corporation has satisfied all of the conditions to rely on the Order.

About CoTec

CoTec is a publicly traded investment issuer listed on the TSX Venture Exchange (“TSX- V”) and the OTCQB and trades under the symbol CTH and CTHCF respectively. The Corporation is an environment, social, and governance (“ESG”)-focused company investing in innovative technologies. These technologies have the potential to fundamentally change the way metals and minerals can be extracted and processed for the purpose of applying those technologies to undervalued operating assets and recycling opportunities, as the Corporation transitions into a mid-tier mineral resource producer.

CoTec is committed to supporting the transition to a lower carbon future for the extraction industry, a sector on the cusp of a green revolution as it embraces technology and innovation. The Corporation has made four investments to date and is actively pursuing operating opportunities where current technology investments could be deployed.

For further information, please contact:

Braam Jonker – (604) 992-5600

Forward-Looking Information Cautionary Statement

Statements in this press release regarding the Corporation’s business which are not historical facts are "forward-looking statements" that involve risks and uncertainties, including statements relating to management’s expectations with respect to the adoption of new technologies across the mineral extraction industry and the benefits to the Corporation which may be implied from such statements. Since forward-looking statements address future events and conditions, by their very nature, they involve inherent risks and uncertainties. Actual results in each case could differ materially from those currently anticipated in such statements.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this news release.

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