



COTEC HOLDINGS CORP. FILES FIRST QUARTER FINANCIAL STATEMENTS AND MD&A

Vancouver, British Columbia – May 29, 2025 – CoTec Holdings Corp. (TSXV: CTH; OTCQB: CTHCF) (“CoTec” or the “Company”) is pleased to announce that it has filed its unaudited interim condensed consolidated financial statements and the accompanying management discussion and analysis (“MD&A”) for the three months ended March 31, 2025. The financial statements and MD&A can be accessed under the Company’s SEDAR profile at www.sedarplus.ca.

Julian Treger, CoTec CEO commented; “CoTec had an exceptional start to the year. Our main priority for the quarter was the continued roll-out of HyProMag USA, our Joint Venture U.S. based rare earth elements (“REE”) magnet recycling and permanent magnet manufacturing Project. HyProMag USA selected its preferred bidder for engineering, procurement and construction management (“EPCM”) services, culminating in the engagement of PegasusTSI Inc. (“Pegasus”) and BBA USA Inc. (“BBA”) and the commencement of the detailed design and engineering phase shortly after quarter-end. We have also expanded the scope of the detailed engineering to include three HPMSⁱ vessels and initiated concept studies for further expansion and complementary “Long Loop” Recycling.”

“The Project will play a key role in supporting the U.S. strategy of reshoring manufacturing capability, reducing dependence on foreign magnets and rare earths, which is a top priority for the Trump administration. The increased production capacity could also allow the flexibility to produce a wider range of products and specialist magnets, further improving both financial returns and the Project’s ability to become a supplier of choice. HyProMag USA is continuing its ongoing discussions with high-ranking officials in the U.S. Government regarding financial support and project acceleration. The HPMS process remains extremely cost competitive and has independently quantified its exceptionally low CO₂ footprint compared to industry alternatives.

“CoTec secured two new complementary critical mineral technologies targeting the use of Multi-Gravity Technology for the recovery of ultra fine iron and manganese and a joint collaboration with McGill University, Québec, Canada (“McGill”) “WaveCracker™” which will investigate extended applications of microwave technologies with the aim of improving low-carbon, economic recovery of valuable metals from a range of mineral targets, with a starting focus on copper recoveries particularly in advanced sulphide leaching application.”

“CoTec believes the significant strategic and commercial value presented by our 60.3 % direct and indirect stake in HyProMag USA combined with the value of our Lac Jeannine project and our other investments, far exceed our current share price. We are encouraged by recent improvements in our share price, but our market valuation still significantly lags the recent uplift in our REE peer group and the disconnect between our share price and the intrinsic value of our assets remains material. We are working hard to address this matter through various investor outreach programs which have been initiated.”

The Company announced a comprehensive loss for the quarter of \$1,7 million mainly driven by G&A expenses of \$709k and non-cash foreign exchange losses on equity investments and share based compensation of \$200k and \$269k respectively.

Highlights for the quarter include:

Operational

- Invested US\$148,500, and US\$132,071 into MagIron LLC (“MagIron”) on February 4, 2025, and on March 25, 2025, respectively to maintain its undiluted equity interest
- Completed the selection process and commenced negotiations with Pegasus and BBA for their engagement to provide EPCM services for HyProMag USA project with an engagement contract signed on April 20, 2025. Environment and permitting studies will be supported by U.S.-based Weston Solutions, Inc.
- Commenced Project WaveCracker™ with McGill University, Québec, targeting the application of microwave technology to accelerate sulphide copper leaching
- Entered exclusivity and collaboration agreement with Salter for the use of its multi-gravity technology for the recovery of ultra fine iron and manganese
- HyProMag USA expanded detailed design and engineering phase to include three hydrogen processing of magnet scrap (“HPMS”) vessels and initiate concept studies for further expansion, including long loop recycling
- HyProMag USA completed independent ISO-Compliant Product Carbon Footprint Study with Minviro Limited (“Minviro”). Minviro confirmed an exceptionally low CO₂ footprint of 2.35 kg CO₂ eq. per kg of NdFeB cut sintered block

Corporate

- Executive informational overview report on the Company released by Crystal Research Associates LLC. on February 18, 2025
- Drew down \$500k on January 6, and February 6, 2025, respectively on the Kings Chapel Convertible Loan Agreement
- Agreed an amendment to the Convertible Loan Agreement with Kings Chapel International Limited on February 28, 2025. Pursuant to the amendment, the principal amount available to the Company under the Convertible Loan Agreement was increased by up to \$2.5 million. All other terms remain unchanged
- Drew down an additional \$500 under the Kings Chapel Convertible Loan Agreement on March 5, and March 19, 2025, respectively
- Engaged Investing News Network to support an advertising and investor awareness campaign

About CoTec

CoTec is a publicly traded investment issuer listed on the Toronto Venture Stock Exchange (“TSX-V”) and the OTCQB and trades under the symbols CTH and CTHCF respectively. CoTec Holdings Corp. is a forward-thinking resource extraction company committed to revolutionizing the global metals and minerals industry through innovative, environmentally sustainable technologies and strategic asset acquisitions. With a mission to drive the sector toward a low-carbon future, CoTec employs a dual approach: investing in disruptive mineral extraction technologies that enhance efficiency and sustainability while applying these technologies to undervalued mining assets to unlock their full potential. By focusing on recycling, waste mining, and scalable solutions, the Company accelerates the production of critical minerals, shortens development timelines, and reduces environmental impact. CoTec’s strategic model delivers low capital requirements, rapid revenue generation, and high barriers to entry, positioning it as a leading mid-tier disruptor in the commodities sector.

Please visit www.cotec.ca.

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Forward-Looking Information Cautionary Statement

Statements in this press release regarding the Company and its investments which are not historical facts are "forward-looking statements" which involve risks and uncertainties, including statements relating to the roll out of its HyProMag USA and Lac Jeannine projects and its investment in Salter, as well as management's expectations with respect to other current and potential future investments and the benefits to the Company 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, due to known and unknown risks and uncertainties affecting the Company, including but not limited to resource and reserve risks; environmental risks and costs; labor costs and shortages; uncertain supply and price fluctuations in materials; increases in energy costs; labor disputes and work stoppages; leasing costs and the availability of equipment; heavy equipment demand and availability; contractor and subcontractor performance issues; worksite safety issues; project delays and cost overruns; extreme weather conditions; and social disruptions. For further details regarding risks and uncertainties facing the Company please refer to "Risk Factors" in the Company's filing statement dated April 6, 2022, a copy of which may be found under the Company's SEDAR profile at www.sedar.com. The Company assumes no responsibility to update forward-looking statements in this press release except as required by law. Readers should not place undue reliance on the forward-looking statements and information contained in this news release and are encouraged to read the Company's continuous disclosure documents which are available on SEDAR at www.sedar.com.

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.

ⁱ Hydrogen Processing of Magnet Scrap (HPMS)