

Graphite One Announces Closing of Public Offering for C\$35 Million

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[Graphite One Inc.](#) (TSXV: GPH) (OTCQX: GPHOF) ("Graphite One", "G1" or the "Company") is pleased to announce that it has closed its previously announced marketed public offering, pursuant to which the Company sold 20,002,000 units ("Units") for aggregate gross proceeds of C\$35 million (the "Offering"), which includes the full exercise of the agents' option. The Offering was conducted by a syndicate of agents, led by BMO Capital Markets (the "Agents").

Each Unit consists of one common share of the Company (a "Common Share") and one common share purchase warrant of the Company (a "Warrant"), at a price of C\$1.75 per Unit. Each Warrant entitles the holder to acquire one Common Share at a price of C\$2.25 per share for a period of 36 months following the date hereof.

The Offering was made pursuant to a prospectus supplement (the "Prospectus Supplement") dated February 11, 2026 to the Company's existing Canadian base shelf prospectus filed on January 20, 2026 and in the United States on a private placement basis pursuant to exemptions from the registration requirements of the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), and in certain other jurisdictions outside of Canada and the United States.

The Company intends to use the net proceeds of the Offering for AAM plant related expenditures including the design and engineering, permitting and equipment purchases, and for general working capital purposes, as is more fully described in the Prospectus Supplement.

As consideration for their services, the Company has paid the Agents a cash fee totaling C\$2,010,210.

The securities offered have not been registered under the U.S. Securities Act, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any State in which such offer, solicitation or sale would be unlawful.

About Graphite One Inc.

GRAPHITE ONE INC. continues to develop its Graphite One Project (the "Project"), with the goal of becoming an American producer of high grade anode materials that is integrated with a domestic graphite resource. The Project is proposed as a vertically integrated enterprise to mine and process natural graphite and to manufacture artificial and natural graphite anode active materials primarily for the lithium‐ion electric vehicle battery and energy storage markets.

On Behalf of the Board of Directors

"Anthony Huston" (signed)

For more information on Graphite One Inc., please visit the Company's website, www.GraphiteOneInc.com

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Neither the 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 release.

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All statements in this release, other than statements of historical facts, including, but not limited to, statements regarding the expected use of proceeds of the Offering and any events or developments that the Company intends, expects, plans, or proposes are forward-looking statements. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "proposes", "expects", "is expected", "scheduled", "estimates", "projects", "plans", "is planning", "intends", "assumes", "believes", "indicates", "to be" or variations of such words and phrases that state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". The Company cautions that there is no certainty that the Company will use the proceeds of the Offering as anticipated. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continuity of mineralization, uncertainties related to the ability to obtain necessary permits, licenses and title and delays due to third party opposition, changes in government policies regarding mining and natural resource exploration and exploitation, and continued availability of capital and financing, and general economic, market or business conditions. Readers are cautioned not to place undue reliance on this forward-looking information, which is given as of the date it is expressed in this press release, and the Company undertakes no obligation to update publicly or revise any forward-looking information, except as required by applicable securities laws. For more information on the Company, investors should review the Company's continuous disclosure filings that are available at www.sedavision.ca.
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