

Focus Graphite Announces Amendment to Terms of Non-Brokered Private Placement and Extension of Closing Timeline

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OTTAWA, February 12, 2025 - [Focus Graphite Inc.](#) (TSXV:FMS)(OTCQB:FCSMF)(FSE:FKC) ("Focus" or the "Company"), is pleased to announce that, further to its news release dated February 5, 2025, the Company has extended its non-brokered private placement offering (the "Offering") until February 21, 2025 (the "Closing Date"), subject to approval by the TSX Venture Exchange.

In addition, the Company has amended the terms of the Offering such that the Company will now offer up to 5,000,000 unit (each, a "Unit") at a price of \$0.10 per Unit (the "Offering Price") for aggregate gross proceeds of up to \$500,000. Each Unit will consist of one common share of the Company (each, a "Common Share") and one non-transferable common share purchase warrant (each, a "Warrant"). Each Warrant will entitle the holder to acquire one Share in the capital of the Company (each, a "Warrant Share") at a price of \$0.20 per Warrant Share for a period of thirty-six (36) months from the date of issuance.

The proceeds from the private placement will be used to fund development activities at the Company's Lac Knife and Tétepísca Projects in Quebec, as well as for general corporate and working capital purposes.

All securities issued in the Offering will be subject to a statutory four month and one day hold period. Closing of the Offering is subject to the Company's receipt of all necessary regulatory approval, including approval of the TSX Venture Exchange ("the TSX Venture"). The Offering is expected to close on or about February 21, 2025.

The Company intends to pay a finder's fee of up to 7% in cash and issue up to 7% in finder's warrants (the "Finder's Warrants") to eligible finders who introduce subscribers to the Company participating in the Offering. The Finder's Warrants will be exercisable at a price of \$0.20 for a period of thirty-six (36) months from the closing date, in accordance with the policies of the TSX Venture Exchange and applicable securities laws.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemptions from such registration is available.

About Focus Graphite Inc.

Focus Graphite Inc. is an advanced materials company developing sustainable mining and technology innovations. At the heart of our operations is the Lac Knife flake graphite deposit, known for its high purity and grade-ideal for applications in the military, defense, and green energy revolutions. Currently advancing through Canada's mine permitting process, Focus Graphite is on the verge of transforming this resource into a viable supplier of critical mineral.

Our proprietary, environmentally sustainable processing technologies ensure a green, chemical-free pathway from mine to market. The Company's proprietary silicon-enhanced spheroidized graphite patent technology is aimed at improving battery performance. We specialize in producing advanced, high-purity graphite materials tailored for diverse industries, including EV batteries, military applications, and high-tech

manufacturing.

Focus Graphite's commitment extends beyond resource extraction-we are actively seeking partnerships with industry leaders, academic institutions, and government bodies to try and accelerate the commercialization of advanced materials and technologies derived from our flagship project. As a proud Canadian company, we are dedicated to contributing to North America's secure and sustainable critical minerals supply chain.

For more information on Focus Graphite Inc. please visit <https://focusgraphite.com/>

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Cautionary Note Regarding Forward-Looking Statements

Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words "could," "intend," "expect," "believe," "will," "projected," "estimated," and similar expressions, as well as statements relating to matters that are not historical facts, are intended to identify forward-looking information and are based on the Company's current beliefs or assumptions as to the outcome and timing of such future events.

In particular, this press release contains forward-looking information relating to, among other things, the completion of the non-brokered private placement (the "Offering"), the terms and expected closing date of the Offering, the receipt of regulatory approvals, the intended use of proceeds, and the Company's business objectives, plans, and strategies.

Forward-looking statements are subject to known and unknown risks, uncertainties, and other factors that may cause actual results, performance, or achievements to differ materially from those expressed or implied by such statements. These risks and uncertainties include, but are not limited to, risks related to market conditions, regulatory approvals, changes in economic conditions, the ability to raise sufficient funds on acceptable terms or at all, operational risks associated with mineral exploration and development, and other risks detailed from time to time in the Company's public disclosure documents available under its profile on SEDAR+.

The forward-looking information contained in this release is made as of the date hereof, and the Company is not obligated to update or revise any forward-looking information, whether as a result of new information, future events, or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties, and assumptions contained herein, investors should not place undue reliance on forward-looking information.

Neither TSX Venture Exchange nor its Regulation Services accepts responsibility for the adequacy or accuracy of this release.

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