

Critical One Signs Definitive Agreement for Uranium Properties

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TORONTO, Aug. 07, 2025 - [Critical One Energy Inc.](#) (formerly Madison Metals Inc.) ("Critical One" or the "Company") (CSE: CRTL) (OTCQB: MMTLF) (FSE: 4EF0) is pleased to announce that the Company's uranium asset sale to [Dark Star Minerals Inc.](#) ("Dark Star") (CSE: BATT) (FSE: POW), as announced on June 12, 2025, has closed.

Under the terms of the definitive agreement ("DA"), Dark Star will proceed with the second payment of US\$150,000 in cash and issue 14,000,000 common shares ("Dark Star Shares") to Critical One. Per terms of the DA, Dark Star will make further cash and share payments as per the following schedule to earn 100% of Critical One's interest in the Khan and Cobra Uranium Projects located in Namibia, Africa.

Payment Date	Cash Payment
On the date of execution of the letters of intent agreement (the "LOI Execution Date")	US\$10,000 (paid)
Upon the later of: (a) the date that is five (5) days of the LOI Execution Date; or (b) receipt of Exchange approval for the LOI	
Upon the execution of the DA (the "DA Execution Date")	US\$150,000
On or before the date that is four (4) months from the DA Execution Date	US\$100,000
On or before the first anniversary of the DA Execution Date	US\$250,000
On or before the second anniversary of the DA Execution Date	US\$250,000
Total:	US\$760,000

Once the staged cash and share issuances reach a combined value above US\$3.5 million, Critical One will be granted a 2% gross overriding royalty ("Royalty") on all metals produced from the two uranium projects. Dark Star can buy back 0.5% of either Royalty for US\$1.5 million within 30 days of the commencement of production from said uranium project(s).

"We are looking forward to working with Dark Star to accelerate the exploration and development of these two significant uranium projects in the world's third-largest uranium-producing country, according to the World Nuclear Association," said Duane Parnham, Founder, Executive Chairman and CEO of Critical One. "As a significant shareholder and director of Dark Star, I will continue to contribute to the development of these two exciting uranium projects."

About Critical One Energy Inc.

Critical One Energy Inc. (formerly Madison Metals Inc.) is a forward-focused critical minerals and upstream energy company, powering the future of clean energy and advanced technologies. The addition of the Howells Lake Antimony-Gold Project broadens the Company's exposure to antimony, one of the most in-demand critical minerals. Backed by seasoned management expertise and prime resource assets, Critical One is strategically positioned to meet the rising global demand for critical minerals and metals. Its mine exploration portfolio is led by antimony-gold exploration potential in Canada and uranium investment interests in Namibia, Africa. By leveraging its technical, managerial, and financial expertise, the Company upgrades and creates high-value projects, thereby driving growth and delivering value to its shareholders.

Additional information about Critical One Energy Inc. can be found at criticaloneenergy.com and on the Company's SEDAR+ profile at www.sedarplus.ca.

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Neither the Canadian Securities Exchange nor CISO accepts responsibility for the adequacy or accuracy of this release.

Forward-looking Statements

This news release contains "forward-looking information" within the meaning of applicable securities laws. All statements contained herein that are not clearly historical in nature may constitute forward-looking information. In some cases, forward-looking information can be identified by words or phrases such as "may", "will", "expect", "likely", "should", "would", "plan", "anticipate", "intend", "potential", "proposed", "estimate", "believe" or the negative of these terms, or other similar words, expressions, and grammatical variations thereof, or statements that certain events or conditions "may" or "will" happen, or by discussions of strategy. Forward-looking information contained in this press release includes, but is not limited to, statements relating to the terms and timing of the private placement described in this press release and the anticipated uses of the proceeds raised from such private placement.

Where the Company expresses or implies an expectation or belief as to future events or results, such expectation or belief is based on assumptions made in good faith and believed to have a reasonable basis. Such assumptions include, without limitation, that: the Company will receive all necessary approval required in order to complete the issuance of the securities pursuant to the private placement described in this press release; and that there will be sufficient interest from potential investors in order to complete the private placement on the terms as described herein or at all.

However, forward-looking statements are subject to risks, uncertainties, and other factors, which could cause actual results to differ materially from future results expressed, projected, or implied by such forward-looking statements. Such risks include, but are not limited to, the risk that the Company will not be able to proceed with the issuance of units on the terms described in this press release or at all.

Accordingly, undue reliance should not be placed on forward-looking statements and the forward-looking statements contained in this press release are expressly qualified in their entirety by this cautionary statement. The forward-looking statements contained herein are made as at the date hereof and are based on the beliefs, estimates, expectations, and opinions of management on such date. The Company does not undertake any obligation to update publicly or revise any such forward-looking statements or any forward-looking statements contained in any other documents whether as a result of new information, future events or otherwise or to explain any material difference between subsequent actual events and such forward-looking information, except as required under applicable securities law. Readers are cautioned to consider these and other factors, uncertainties, and potential events carefully and not to put undue reliance on forward-looking information.

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