



TOTE C RESOURCES ANNOUNCES LISTING OF SHARES ON THE FRANKFURT STOCK EXCHANGE AND ADOPTION OF OMNIBUS INCENTIVE PLAN

Vancouver, British Columbia – February 6, 2026 – Totec Resources Ltd. (“Totec” or the “Company”) (TSXV: TOTC) (TSXV: U0Z0), a leading resource company focused on critical metals and supporting the North American supply chain, is pleased to announce that it has successfully listed its shares on the Frankfurt Stock Exchange (FSE) under the ticker symbol UOZ0. The listing marks a significant milestone in the Company’s growth and enhances its global visibility within the European investment community.

This listing comes on the heels of the company’s recent achievements and is expected to increase access to a broader pool of international investors while strengthening its presence in the European markets. The Company’s shares are now dual-listed, trading on both the TSX Venture Exchange (TSX-V) and the Frankfurt Stock Exchange, providing greater liquidity and market exposure.

The Company is also pleased to announce that its board of directors (the “**Board**”) has approved the adoption of a new omnibus equity incentive plan (the “**Plan**”). The Plan is intended to strengthen the Company’s ability to attract, retain, and incentivize qualified directors, officers, employees, and consultants, while aligning their interests with those of the Company’s shareholders. The Plan provides a broad and flexible structure for granting equity-based awards, including stock options, restricted share units (RSUs), performance share units (PSUs), deferred share units (DSUs), and stock appreciation rights (SARs).

The Plan is a “rolling up to 10% and fixed up to 10%” plan (as that term is defined in the rules and policies of the TSX Venture Exchange (the “**TSXV**”)) and replaces the Company’s previous rolling 10% stock option plan. The Plan permits such number of stock options to be granted as is equal to up to 10% of the Company’s issued and outstanding common shares from time to time, together with 3,856,300 common shares of the Company available for issuance pursuant to RSUs, PSUs, DSUs, and SARs (being 10% of the total issued and outstanding common shares of the Company when the Plan was approved by the Board).

The Plan remains subject to ratification by the Company’s shareholders, which will be sought at the Company’s annual general and special meeting to be held on March 5, 2026, and final approval from the TSXV.

About Totec Resources Ltd.

Totec Resources Ltd. is a North American mineral acquisition and exploration company focused on the development of quality properties that are drill-ready with high-upside and expansion potential. Totec’s flagship asset is the White Willow Lithium-Tantalum-REE Project, located approximately 170 kilometres west of Thunder Bay.

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Cautionary Statement Regarding Forward Looking Information

This press release contains “forward-looking information” and “forward-looking statements” within the meaning of applicable securities legislation. The forward-looking statements herein are made as of the date of this press release only, and the Company does not assume any obligation to update or revise them to

reflect new information, estimates or opinions, future events or results or otherwise, except as required by applicable law. Often, but not always, forward-looking statements can be identified by the use of words such as “plans”, “expects”, “is expected”, “budgets”, “scheduled”, “estimates”, “forecasts”, “predicts”, “projects”, “intends”, “targets”, “aims”, “anticipates” or “believes” or variations (including negative variations) of such words and phrases or may be identified by statements to the effect that certain actions “may”, “could”, “should”, “would”, “might” or “will” be taken, occur or be achieved. Forward-looking information in this press release includes, but is not limited to, statements with respect to the approval of the Plan by the Company's shareholders and the TSXV.

In making the forward-looking statements included in this news release, the Company has applied several material assumptions, including that the Company's financial condition and development plans do not change as a result of unforeseen events. Forward-looking statements and information are subject to various known and unknown risks and uncertainties, many of which are beyond the ability of the Company to control or predict, that may cause the Company's actual results, performance or achievements to be materially different from those expressed or implied thereby, and are developed based on assumptions about such risks, uncertainties and other factors set out herein, including, but not limited to, the risk that the Plan is not approved by the Company's shareholders or the TSXV.

There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements and forward-looking information. Readers are cautioned that reliance on such information may not be appropriate for other purposes. The Company does not undertake to update any forward-looking statement, forward-looking information, or financial outlook incorporated by reference herein, except in accordance with applicable securities laws.

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