



NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR THE DISSEMINATION, DISTRIBUTION, RELEASE OR PUBLICATION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES

NORTHSTAR REPORTS FIRST QUARTER 2026 RESULTS; PROVIDES CAPITAL MARKETS UPDATE AND ANNOUNCES WEBCAST

CALGARY, AB – June 1, 2026 – Northstar Clean Technologies Inc. (TSXV: **ROOF**, OTCQB: **ROOOF**) (“**Northstar**” or the “**Company**”) is pleased to announce its financial and operating results for the three-month period ended March 31, 2026. Selected financial and operational information is set out below and should be read in conjunction with the Company’s March 31, 2026 financial statements and the related management’s discussion and analysis, which are available for review at www.sedarplus.ca or the Company’s website at www.northstarcleantech.com.

“The first quarter of 2026 was focused on strategic execution for Northstar, highlighted by the advancement of our U.S. expansion plans, including the selection of Baltimore, MD as our first U.S. location, and the strengthening of our financial position to support the ramp up of the Empower Calgary facility and future growth,” said Aidan Mills, President & CEO of Northstar. “This month, ramp up activities at the Empower Calgary Facility have been ongoing and, we’re successfully processing front-to-back without encountering the material transfer and water processing issues initially at 80tpd. We’re getting very close to achieving 100tpd at the Calgary Facility, a key operational milestone aligned with ERA Milestone 4 and an important step toward commercial production.”

Q1 2026 Highlights

- January 2026: Northstar Selects Baltimore, Maryland as First United States Expansion Location
- January 2026: Northstar Raises \$1.0 Million in Debenture Proceeds
- February 2026: Northstar Extends Maturing Convertible Debentures
- March 2026: Northstar Announces US\$10 Million Non-Binding Term Sheet
- March 2026: Northstar Closes US\$9 Million First Tranche of US\$10 Million Private Placement

Highlights Subsequent to Q1 2026

- April 2026: Northstar Closes Final Tranche of US\$10 Million Private Placement

Financial Results

For the quarter ended March 31, 2026, the Company reported revenue of \$208,458 and gross profit of \$83,649 compared to revenue of \$175,517 and gross loss of \$47,790 for the quarter ended March 31, 2025. The Company reported a loss and comprehensive loss of \$4,839,819 compared to a loss and comprehensive loss of \$2,949,917 for the quarter ended March 31, 2025, reflecting the transition from a development-stage company to an operating organization preparing for commercial production at the Empower Calgary facility. As at March 31, 2026, the Company had cash and cash equivalents of \$12,662,356 (March 31, 2025 - \$2,853,382). Subsequent to quarter-end, the Company strengthened its cash position through the completion of a private placement of a US\$1 million convertible debenture, the second tranche of a US\$10 million convertible debenture, which closed in April 2026.

Investor Webcast

The Company will host a virtual investor webcast to discuss these financial results and to provide an operational update. The webcast will be held on Tuesday, June 2, 2026, at 06:30 MDT / 08:30 EDT. Details are provided below.

Title: Northstar Clean Technologies Q1 2026 Interim Results and Operational Update

Date: Tuesday, June 2, 2026

Time: 06:30 MDT / 08:30 EDT

Registration:

https://us06web.zoom.us/webinar/register/1417798306614/WN_TpPml0kPQsm7DaACzP8YAq

Approximately two hours after the Q&A session has ended, an archived version of the webcast will be available via the webcast URL above.

Capital Markets Update

The Company is also providing an update on recent warrant activity and the establishment of an at-the-market equity issuance program (the “**ATM Program**”) as part of its capital market strategy to add future flexibility.

“Since the start of the year, the Company has seen a meaningful number of warrants and options exercised or expire, generating additional capital for the Company while also simplifying and strengthening our capital structure as we advance toward commercial production,” said Mr. Mills. “With the recent completion of our US\$10 million financing, we do not anticipate any near-term use of the ATM Program. The establishment of the program follows the prior completion of our AIF

and base shelf prospectus and reflects work that was already underway as part of our broader efforts to enhance financial flexibility prior to the recent financing.”

Warrant and Option Activity; Capital Structure Update

During the first quarter of 2026, a total of 24,000 warrants expired or were forfeited, while 333,300 were exercised. In addition, during the first quarter of 2026, a total of 3,028,786 options expired or were forfeited, and 387,200 options were exercised. These activities generated aggregate proceeds of \$147,972 for the Company.

Subsequent to quarter end, an additional 11,933,980 warrants expired and 4,079,878 warrants were exercised for gross proceeds of \$815,976.

In total, 19,787,144 warrants and options have been removed from the Company’s capital structure year to date, with \$963,948 in proceeds generated.

The Company notes that the expiry of these legacy warrants and options have contributed to a meaningful simplification of the Company’s capital structure. Concurrently, warrant and option exercises have provided incremental capital to the Company through the conversion of previously issued securities, representing dilution that was already reflected on a fully diluted basis.

At-The-Market (ATM) Equity Program

The Company is pleased to announce that it has entered into an equity distribution agreement (the “**Equity Distribution Agreement**”) with Stifel Canada. (the “**Agent**”).

Under the Equity Distribution Agreement, the Company may offer and sell common shares of the Company (“**Common Shares**”) to raise aggregate gross proceeds of up to C\$10,000,000 (the “**Offering**”), pursuant to an “at-the-market” equity program. The Common Shares will be sold by the Company to the public from time to time, through the Agent, at the Company's discretion, at the prevailing market price at the time of sale, all in accordance with the terms and conditions of the Equity Distribution Agreement.

Sales of Common Shares under the ATM Program will be conducted by the Agent through “at-the-market distributions” as defined in National Instrument 44-102 – Shelf Distributions, on the TSX Venture Exchange or any other “marketplace” (as such term is defined in National Instrument 21-101 – Marketplace Operations) in Canada on which the Common Shares are listed, quoted or otherwise traded.

In connection with the Offering, the Company has filed a prospectus supplement dated June 1, 2026 (the “**Prospectus Supplement**”) to its short form base shelf prospectus (the “**Base Shelf Prospectus**”) dated December 5, 2025, with the securities regulators in each of the provinces and territories of Canada.

Prospectus Supplement and Base Shelf Prospectus are Accessible through SEDAR+

Access to the Base Shelf Prospectus, the Prospectus Supplement and any amendment thereto is provided in accordance with applicable securities legislation. The Prospectus Supplement and the Base Shelf Prospectus are accessible on the Company's profile at SEDAR+ at www.sedarplus.ca. An electronic or paper copy of the Base Shelf Prospectus, Prospectus Supplement and any amendment to the documents may be obtained, without charge, from the Chief Financial Officer of Northstar Clean Technologies Inc. at 101, 12111 – 40th Street SE, Calgary, Alberta, T2Z 4E6, by telephone 604-684-6730. Prospective investors should read the Base Shelf Prospectus and the Prospectus Supplement in their entirety before making an investment decision.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy securities in the United States, nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful. The securities being offered have not been, nor will they be, registered under the Securities Act of 1933 or under any U.S. state securities laws, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act of 1933, and applicable U.S. state securities laws.

About Northstar

Northstar is a Canadian waste to value technology company focused on the sustainable recovery and reprocessing of asphalt shingles. Northstar developed and owns a proprietary design process for taking discarded asphalt shingles, otherwise destined for already over-crowded landfills, and extracts the liquid asphalt for use in new hot mix asphalt shingle manufacturing and asphalt flat roof systems while also extracting aggregate, limestone and fiber for use in construction products and other industrial applications. Focused on the circular economy, Northstar plans to reprocess used or defective asphalt shingle waste back into its four primary components for reuse/resale with its first commercial scale up facility in Calgary, Alberta. As an emerging innovator in sustainable processing, Northstar's mission aims at leading the recovery and reprocessing of asphalt shingles in North America that would otherwise be sent to landfill addressing numerous stakeholder objectives.

For further information about Northstar, please visit www.northstarcleantech.com.

On Behalf of the Board of Directors,

Aidan Mills

President & CEO, Director

Northstar Investor Relations Inquiries:

Kin Communications

Phone: 604 684 6730

Email: ROOF@kincommunications.com

Cautionary Statement on Forward-Looking Information

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. The TSX Venture Exchange has neither approved nor disapproved the contents of this press release.

This press release may contain forward-looking information within the meaning of applicable securities legislation, which forward-looking information reflects the Company's current expectations regarding future events. Forward-looking statements are often identified by the words "may", "would", "could", "should", "will", "intend", "plan", "anticipate", "believe", "estimate", "expect", "aim" or similar expressions. Forward-looking statements in this press release include statements concerning: the Company's US expansion plans; timing and achievement of commercial production at the Empower Calgary Facility; the Company's strategic priorities, development plans and expected future activities; the Company's ability to execute its business plans; statements regarding potential sales under the ATM Program and the proceeds thereof; expectations relating to the timing and completion of sales under the ATM Program, if any, upon terms as presently proposed or at all; the anticipated duration of the ATM Program; and the use of proceeds raised pursuant to the ATM Program, if any.

Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements, including: risks related to factors beyond the control of the Company; inability of the Company to execute on its business plans; the Company may require additional financing which may not be obtainable or on favourable terms; regulatory approvals, filings or other requirements may impact the timing and terms of the Company's plans; economic uncertainty; and the risks and uncertainties which are more fully described under the heading "Risk Factors" in the Company's annual and quarterly management's discussion and analysis and other filings with the Canadian securities regulatory authorities under the Company's profile on SEDAR+. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them. The Company does not undertake any obligation to update such forward-looking information whether because of new information, future events or otherwise, except as expressly required by applicable law.

Should one or more of these risks or uncertainties materialize, or should assumptions underlying the forward-looking statements prove incorrect, actual results may vary materially from those described herein as intended, planned, anticipated, believed, estimated, expected or aimed. Although the Company has attempted to identify important risks, uncertainties and factors which could cause actual results to differ materially, there may be others that cause results not to be as anticipated, estimated or intended and such changes could be material. The Company does not

intend, and does not assume any obligation, to update the forward-looking statements except as otherwise required by applicable law.