

Centaurus Energy Announces Results of Annual Meeting of Shareholders and Change of Auditor

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Calgary, March 28, 2025 - [Centaurus Energy Inc.](#) (TSXV: CTA) (OTC Pink: CTARF) ("Centaurus" or the "Company") announces the results of its shareholder meeting on February 26, 2025. All the matters that were raised in the context of the Company's annual general and special meeting were approved. Specifically, relating to the Company's Change of Business, the shareholders approved the change of business of the Company from a Tier 2 Oil & Gas Issuer to a Tier 2 Investment Issuer and approved the change of the name of the Company from "Centaurus Energy Inc." to "Layer One Inc."

The Company has registered the trade name "Layer One Inc." and will begin operating on that basis.

The Company continues to work with the TSX Venture Exchange to complete all the conditions precedent to its approval of the Change of Business and Name Change, upon which the Company's name will be officially changed, along with the assignment of new stock ticker symbols. Specifically, the Company continues to be in discussions with potential partners to secure the Company's initial independent financing for investment in digital assets.

Mr. David D. Tawil, CEO of Centaurus, commented, "Our shareholders overwhelmingly approved the Company's new strategy and name. We are excited to be poised to take advantage of appreciation of Layer 1 cryptocurrencies as the world begins to adopt cryptocurrencies as payment vehicles and for recording and transferring interests in Real World Assets (RWAs)."

Auditor Change

Centaurus announces that it has changed its auditor from Gallo LLP ("Gallo") to Davidson & Company LLP ("Davidson") effective immediately. Davidson has been appointed as the successor auditor to hold office until close of Centaurus' next annual general meeting.

Gallo, Centaurus' former auditor, resigned on March 24, 2025, at the request of the Company, and the resignation was considered and approved by the Corporation's board of directors. The decision to appoint Davidson as successor auditor was also considered and approved by the Company's board of directors.

In the opinion of the Company, there have been no: (i) reservations in the auditor's reports on any of the Company's financial statements relating to the "relevant period" as that term is defined in Section 4.11 of NI 51-102; nor (ii) any "reportable events" as that term is defined in Section 4.11 of NI 51-102.

The change of auditor notice required under NI 51-102 and associated material will be filed on SEDAR+ under the Company's profile within the prescribed time period.

Mr. David D. Tawil, CEO of Centaurus, commented, "We are excited to work with Davidson & Co., a leading audit firm with cryptocurrency experience, to support our refocused business strategy in the area of digital asset investment."

About Centaurus Energy

Centaurus is a company focused on investing in Ether, Solana and other digital commodities. The

Company's shares trade on the TSX-V under the symbol "CTA" and on the OTC Pink Market under the symbol "CTARF".

FOR FURTHER INFORMATION, PLEASE CONTACT:

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

Forward-Looking Statements

This press release contains forward-looking statements which with respect to the possible approval of the Proposed Change of Business by the Exchange and the shareholders of the Company, and the implementation of the Proposed Change of Business, if implemented. These forward-looking statements may relate to, among other things, forecasts or expectations regarding business outlook for Centaurus or Ether, the requirements of the Exchange, and may also include other statements that are predictive in nature, or that depend upon or refer to future events or conditions, and can generally be identified by words such as "may", "will", "expects", "anticipates", "intends", "plans", "believes", "estimates", "guidance", or similar expressions. In addition, any statements that refer to expectations, projections or other characterizations of future events or circumstances are forward-looking statements.

Events or circumstances may cause actual results to differ materially from those predicted as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of Centaurus. The reader is cautioned not to place undue reliance on any forward-looking information. Although such information is considered reasonable by management at the time of preparation, it may prove to be incorrect and actual results may differ materially from those anticipated. Forward-Looking statements contained in this press release are expressly qualified by this cautionary statement. The forward-looking statements contained in this press release are made as of the date of this press release, and Centaurus do not undertake any obligation to update publicly or to revise any of the included forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

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