

DXI Capital Corp. Files Filing Statement for RTO Transaction

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Toronto, May 21, 2025 - [DXI Capital Corp.](#) (TSXV: DXI.H) ("DXI"), V.V.T. Med Ltd. ("VVT") and Exiteam Acquisition Corp. ("EAC", together with VVT and DXI, the "Parties") are pleased to announce that, further to DXI's press release dated March 25, 2025, DXI has filed a filing statement, dated effective May 15, 2025, with the TSX Venture Exchange (the "Exchange") in connection with its previously announced reverse take-over transaction (the "RTO") of DXI by VVT and EAC (the "Proposed Transaction") (the "Filing Statement"). The Filing Statement may be viewed on DXI's SEDAR+ profile at www.sedarplus.ca, and contains complete information regarding the RTO. The resulting company following the completion of the Proposed Transaction is referred to as the "Resulting Issuer".

Completion of the Proposed Transaction is still subject to a number of conditions including, but not limited to receipt of all requisite regulatory, stock exchange, court or governmental approvals, authorizations and consents and the conditions set out in the definitive agreement between the Parties dated September 30, 2024 (the "Definitive Agreement"). There can be no assurance that the Proposed Transaction will be completed on the terms proposed above or at all.

Assuming all conditions are satisfied, the Parties anticipate closing of the Proposed Transaction in June 2025. DXI will issue a further press release once the Exchange issues its bulletin announcing its final approval of the Proposed Transaction and the date that trading of the common shares of the Resulting Issuer is expected to commence on the Exchange. The Resulting Issuer's trading symbol on the Exchange will be "VVTM".

Investors are cautioned that, except as disclosed in the Filing Statement, any information released or received with respect to the Proposed Transaction may not be accurate or complete and should not be relied upon.

Trading in securities of DXI should be considered highly speculative. Shares of DXI are currently halted from trading on the Exchange, and trading is not expected to resume until after closing of the Proposed Transaction in accordance with the policies of the Exchange.

About VVT

VVT develops, manufactures, and commercializes minimally invasive, non-thermal, and non-tumescent solutions for the treatment of varicose veins. VVT's products offer several key competitive advantages over traditional alternatives, including faster treatment times, reduced pain without the need for anesthesia, and quicker recovery and results.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This news release contains statements that constitute "forward-looking statements". Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause DXI's actual results, performance or achievements, or developments to differ materially from the anticipated results, performance or achievements expressed or implied by such forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "potential" and similar expressions, or that events or conditions "will", "would", "may", "could" or "should" occur.

Forward-looking statements in this news release include, among others, statements relating to expectations

regarding the anticipated completion of the Proposed Transaction (including all required approvals), that the closing of the Proposed Transaction will occur in June 2025, the satisfaction of conditions under the Definitive Agreement, and other statements that are not historical facts.

The forward-looking information in this news release is based on certain assumptions and expectations about future events, including: the ability of the Parties to continue as going concerns, ongoing approval of the Parties' activities by relevant governmental and regulatory authorities, the Parties' capacity to meet all conditions for closing the Proposed Transaction, and their ability to fulfill the listing requirements of the TSXV.

By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors and risks include, among others: (a) there is no assurance that the Parties to the Proposed Transaction will obtain the requisite director, shareholder and regulatory approvals for the Proposed Transaction; (b) the risk that the Proposed Transaction may not close within the anticipated timeframe or at all; (c) the potential inability to satisfy all conditions to closing, including the fulfillment of all regulatory and third-party approvals; (d) the risk that the business plans of the Parties may not be successfully executed or that unforeseen operational challenges may arise; (e) the risk that market conditions or external factors may impact the ability of the Parties to meet the listing requirements of the Exchange or face delays in commencement of trading; and (f) the risk of changes in applicable laws, regulations, or government policies that could negatively impact the Proposed Transaction or the future operations of the Resulting Issuer.

By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. The forward-looking information contained in this news release represents the expectations of DXI as of the date of this news release and, accordingly, is subject to change after such date. Readers should not place undue importance on forward-looking information and should not rely upon this information as of any other date. DXI does not undertake to update this information at any particular time except as required in accordance with applicable 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. DXI's 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 exemption from such registration is available.

DXI's common shares will remain halted until such time as permission to resume trading has been obtained from the Exchange. DXI is a reporting issuer in Alberta, British Columbia, Ontario and Québec.

Completion of the Proposed Transaction is subject to a number of conditions, including but not limited to, Exchange acceptance and if applicable pursuant to Exchange requirements, EAC and VVT shareholder approval. Where applicable, the Proposed Transaction cannot close until the required shareholder approval is obtained. There can be no assurance that the Proposed Transaction will be completed as proposed or at all.

Investors are cautioned that, except as disclosed in the Filing Statement, any information released or received with respect to the Proposed Transaction may not be accurate or complete and should not be relied upon. Trading in the securities of DXI, EAC, VVT and the Resulting Issuer should be considered highly speculative.

The TSXV has in no way passed upon the merits of the Proposed Transaction and has neither approved nor disapproved the contents of this news release.

For more information, please contact:

DXI CAPITAL CORP.

Robert L. Hodgkinson, CEO Email: rhodgkinson@dxicap.com Tel: (604) 638-5055

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

To view the source version of this press release, please visit <https://www.newsfilecorp.com/release/253001>

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