

Hanna Announces Debt Conversion and Private Placement

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TORONTO, June 30, 2025 - [Hanna Capital Corp.](#) (the "Corporation") is pleased to announce that it has negotiated various debt conversion agreements (collectively, the "Debt Agreements") with six (6) creditors (collectively, the "Creditors"), all of which are arm's length parties to the Corporation. Pursuant to the terms of the Debt Agreements, the Corporation has agreed to issue an aggregate of 47,852,655 common shares ("Debt Shares") to the Creditors in exchange for the cancellation of \$478,526.55 in debt owing to the parties.

In addition, the Corporation is also pleased to announce that it intends to raise gross proceeds of up to \$90,000 through a non-brokered private placement of up to 9,000,000 units (the "Units") of the Corporation at a price of \$0.01 per Unit. Each Unit shall consist of one common share in the capital of the Corporation and one (1) common share purchase warrant ("Warrant"). Each Warrant will entitle the holder thereof to acquire one (1) common share in the capital of the Corporation ("Warrant Share") at a price of \$0.05 per Warrant Share for a period of 12 months following the date of issuance.

The issuance of Debt Shares and the non-brokered private placement are contingent upon obtaining all requisite regulatory approvals. The securities issued in connection with the debt conversion and private placement will be subject to a four-month holding period, as mandated by applicable Canadian securities laws. The Corporation plans to utilize the net proceeds from the private placement for general working capital purposes.

The Corporation announces it will not proceed with the proposed private placement of convertible debentures mentioned in its April 9, 2025 press release.

For further information, please contact:

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Cautionary Note regarding Forward-looking Statements

This news release includes certain information and forward-looking statements about management's view of future events, expectations, plans and prospects that constitute forward-looking statements. These statements are based upon assumptions that are subject to significant risks and uncertainties. Because of these risks and uncertainties and as a result of a variety of factors, the actual results, expectations, achievements or performance may differ materially from those anticipated and indicated by these forward-looking statements. Although the Corporation believes that the expectations reflected in forward-looking statements are reasonable, it can give no assurances that the expectations of any forward-looking statement will prove to be correct. Except as required by law, the Corporation disclaims any intention and assumes no obligation to update or revise any forward-looking statements to reflect actual results, whether as a result of new information, future events, changes in assumptions, changes in factors affecting such forward-looking statements or otherwise.

SOURCE: Hanna Capital Corp.

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