

Hanna Announces Private Placement of Convertible Debentures

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TORONTO, April 09, 2025 - [Hanna Capital Corp.](#) (the "Corporation") is pleased to announce that it intends to raise gross proceeds of up to \$500,000 through a non-brokered private placement of either (i) secured convertible debenture units (the "Debenture Units") and/or (ii) units (the "Units").

Debenture Unit Offering

Each Debenture Unit consists of \$10,000 principal amount (the "Principal Amount") of secured convertible debt (the "Debentures") and 500,000 common share purchase warrants (the "Warrants"). Each Warrant will entitle the holder to acquire one (1) common share of the Corporation at an exercise price of \$0.05 for a period of one (1) year from the date of issuance (subject to adjustment in certain customary events).

The Debentures will mature three (3) years from the date of issuance (the "Maturity Date"), at which time any outstanding principal amount and any accrued and unpaid interest will be due. Subject to certain conditions, the Corporation may redeem all or any portion of the outstanding Debentures prior to the Maturity Date (the "Redemption Date"). The Debentures carry interest of 12% per annum. Interest shall be calculated and paid on a monthly basis. The Debentures will be convertible at the option of the holders into common shares at a price of \$0.01 per common share (the "Conversion Price").

Unit Offering

Each Unit will be priced at \$0.01 per Unit and 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 36 months following the date of issuance.

The non-brokered private placement is subject to all necessary regulatory approvals. The securities being issued in the private placement will be subject to a four-month hold period in accordance with applicable Canadian securities laws. The Corporation intends to use the net proceeds for general working capital.

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

Forward Looking Statements

This news release contains "forward-looking statements" within the meaning of the United States Private Securities Litigation Reform Act of 1995 and applicable Canadian securities legislation. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as "plans", "anticipated", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts",

"intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Hanna is subject to significant risks and uncertainties which may cause the actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward looking statements contained in this release. Hanna cannot assure investors that actual results will be consistent with these forward-looking statements and Hanna assumes no obligation to update or revise the forward-looking statements contained in this release to reflect actual events or new circumstances.

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