

Hanna Announces Private Placement and Results of Shareholders' Meeting

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TORONTO, December 11, 2025 - [Hanna Capital Corp.](#) (the "Corporation") is pleased to announce that it intends to raise gross proceeds of up to \$170,000 through a non-brokered private placement (the "Private Placement") of up to 17,000,000 units (the "Units") of the Corporation at a price of \$0.01 per Unit.

Each Unit shall consist of one common share ("Share") in the capital of the Corporation and one common share purchase warrant ("Warrant"). Each Warrant will entitle the holder thereof to acquire one common share of the Company (each a "Warrant Share") at a price of \$0.05 per Warrant Share for a period of 12 months following the date of issuance.

The proceeds from the Private Placement will be used for general working capital.

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.

Shareholder Meeting Results

The Corporation would also like to announce the voting results from its annual and special meeting of shareholders (the "Meeting"), which was held on Thursday December 4, 2025. All meeting matters put before the shareholders of the Corporation, and as more fully described in the Corporation's Notice of Annual and Special Meeting of Shareholders and Management Information Circular, dated November 3, 2025, were approved by the requisite majority of votes cast at the Meeting.

A total of 68,250,495 common shares of the Corporation were voted at the Meeting, representing approximately 60.11% of the total issued and outstanding common shares of the Corporation as of the record date of the Meeting.

Appointment of Officers

The Corporation is pleased to announce that the following individuals have been appointed officers of the Corporation:

Hidir Hasgul - Chief Executive Officer
Ankit Gosain - Chief Financial Officer

Advance Notice Policy

One of the items that the shareholders approved at the Meeting was the ratification of an advance notice policy (the "Advance Notice Policy"), establishing a framework for advance notice of nominations of directors by shareholders of the Corporation.

The purpose of this Advance Notice Policy is to provide shareholders, directors and management of the Corporation with direction on the nomination of directors. The Advance Notice Policy is the framework by which the Corporation seeks to fix a deadline by which holders of record of common shares of the Corporation must submit director nominations to the Corporation prior to any annual or special meeting of shareholders and sets forth the information that a shareholder must include in the notice to the Corporation for the notice to be in proper written form.

For all meetings of shareholders of the Corporation:

1. In the case of an annual meeting of shareholders, notice of a director nomination must be given to the Corporation not less than 30 days nor more than 65 days prior to the date of the annual meeting of shareholders; provided, however, that in the event that the annual meeting of shareholders is called for a date that is less than 50 days after the date (the "Notice Date") on which the first public announcement of the date of the annual meeting was made, notice by the Nominating Shareholder may be made not later than the tenth (10th) day following the Notice Date.
2. In the case of a special meeting of shareholders (which is not also an annual meeting) called for the purpose of electing directors (whether or not called for other purposes), notice of a director nomination must be given to the Corporation no later than the fifteenth (15th) day following the day on which the first public announcement of the date of the special meeting of shareholders was made.

A copy and a summary of the Advance Notice Policy was included in the Corporation's Notice of Annual and Special Meeting of Shareholders and Management Information Circular, dated November 3, 2025.

For further information, please contact:
Hidir Hasgul
Director
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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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