



NEWS RELEASE

Orion Nutraceuticals Voting Results of the Annual General and Special Meeting of Shareholders held on July 4, 2025

Vancouver, British Columbia – July 7, 2025 – Orion Nutraceuticals Inc., (CSE: ORI) (the “Company” or “Orion”) announces the results of the Annual General and Special Meeting held on July 4, 2025 (the “Meeting”).

The Company is pleased to announce that all matters submitted to shareholders for approval as set forth in the Company’s Notice of Meeting and Information Circular, both dated May 20, 2025, were approved at the Meeting. There were 16 shareholders represented in person or by proxy at the Meeting, holding 4,823,184 common shares, representing 16.46% of the Company’s total issued and outstanding common shares as of the record date for the Meeting. The voting results for each matter presented at the Meeting are set out below.

Number of Directors

The resolution to set the number of directors of the Company at three (3) was approved by the shareholders present or represented by proxy at the Meeting who voted on the resolution. The voting results are set out below:

Votes For		Votes Against	
4,784,636	99.20%	38,548	0.80%

Election of Directors

Each of the nominees listed in the Company’s Information Circular dated May 20, 2025, was elected as a director of the Company to hold office for the ensuing year, or until their successors are elected or appointed. The voting results are set out below:

	Votes For		Votes Withheld	
	#	%	#	%
Guy Bourgeois	4,175,708	86.58%	647,476	13.42%
Amanda Boudreau	4,200,498	87.09%	622,686	12.91%
Troy Grant	4,175,748	86.58%	647,436	13.42%

Appointment of Auditors

Dale Matheson Carr-Hilton Labonte LLP was reappointed as auditor of the Company for the ensuing year, with remuneration to be fixed by the board of directors. The voting results are set out below:

Votes For		Votes Against	
4,812,980	99.788%	10,204	0.212%

Voluntary Delisting from the Canadian Securities Exchange

The Company sought disinterested shareholder approval to voluntarily delist (the "**Delisting**") its common shares from the Canadian Securities Exchange (the "**CSE**" or the "**Exchange**"). The voting results are set out below:

Votes For		Votes Against	
3,511,566	72.81%	1,311,618	27.19%

While disinterested shareholder approval has been obtained for the Delisting, the board of directors continues to review its position. No decision has been made at this time, and the board continues to evaluate all available options in light of the Company's strategic and financial priorities.

Should the board of directors resolve to proceed with the Delisting from the CSE, a further announcement will be made by way of news release in accordance with applicable regulatory requirements.

Approval of Other Matters

The resolution to transact such other business as may properly come before the Meeting, or any adjournment or postponement thereof. The voting results are set out below:

Votes For		Votes Against	
3,521,762	73.02%	1,301,422	26.98%

About Orion Nutraceuticals Inc.

Orion Nutraceuticals Inc. is actively evaluating potential investment and acquisition opportunities. Orion shares trade in Canada on the CSE under the symbol ORI.

ON BEHALF OF THE BOARD

Guy Bourgeois, Director
Tel: (604) 687-2038

The CSE has neither approved nor disapproved the contents of this news release. Neither the CSE nor its Market Regulator (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this news release.

Forward-Looking Statements

This news release contains "forward-looking information" and "forward-looking statements" (collectively, "forward-looking statements") within the meaning of applicable securities laws, including statements regarding the Company's intention to delist from CSE, the anticipated benefits of the Delisting, the Company's ongoing obligations as a reporting issuer, and the potential impact on shareholders and trading liquidity. Forward-looking statements are based on the opinions, assumptions and estimates of management as of the date they are made and are subject to various known and unknown risks and uncertainties.

These risks include, but are not limited to, changes in market conditions, regulatory developments, the Company's ability to maintain compliance with applicable laws, and other factors that may cause actual outcomes to differ materially from those expressed or implied by such forward-looking statements.

Readers are cautioned not to place undue reliance on forward-looking statements. Except as required by applicable law, the Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.