Two Hands Corporation Announces AI Business Update and Financial Update

Locust Valley, New York--(Newsfile Corp. - February 12, 2026) - Two Hands Corporation (CSE: TWOH) (OTCID: TWOH) ("**Two Hands**" or the "**Company**") is pleased to announce significant progress in its strategic transformation into an AI- and mobile app-focused technology platform, targeting high-growth markets in India and Southeast Asia. The Company has invested in ON GRAPH, a project to develop a n AI platform centered on character creation and companion experiences. This platform will integrate directly with popular messaging apps such as WhatsApp and Telegram, leveraging India's over 958 million[1] active users on these platforms, as well as users in Southeast Asia.

Inspired by the success of similar ventures, Two Hands has partnered with a established 150-person AI and technology development center in Delhi, India. This center has nearly 15 years of continuous operation, having delivered over 1,000 projects to more than 500 global customers and previously secured venture capital from prominent international funds. Users will be able to create personalized AI companion characters. Following a total working capital investment of US$500,000 by Two Hands, the transaction agreements provide for the full merger of the platform's intellectual property and software applications into Two Hands, expected to conclude by the first quarter of 2026.

This initiative aligns with Two Hands' focus on AI applications and Gig Economy in the rapidly expanding Asian digital economies.

Additionally, the Company would like to make reference to the news release dated December 23, 2025 whereby it announced it had eliminated its external debt in the amount of US$2,352,304 by the issuance of 724,257,560 common shares of the Company, which completed the total extinguishment of all legacy debt existing since the change of control of the Company on December 30, 2024. In addition to completing the aforementioned debt extinguishment, the Company also eliminated $850,972 of debt in connection with the certain Line of Credit Agreement (as defined below) by the issuance of 170,194,403 common shares of the Company. The Company would like to provide further details with respect to such legacy debt that was converted into common shares of the Company since the change of control of the Company on December 30, 2024. Specifically, the Company converted:

- an amount equal to US$1,836,000, reflecting the total amount of debt owed by the Company under the Termination of Employment Contract & Transfer of Liabilities agreement dated December 31, 2024 between the Company and a certain arm's length creditor, pursuant to the Conversion and Settlement Agreement between the Company and such creditor for 500,000,000 common shares of the Company at a deemed price of US$0.003672 (C$0.00521424) per common share;
- an amount equal to US$374,603, reflecting the total amount of debt owed by the Company under the Sale and Assignment of Notes agreement dated December 30, 2024 between the Company and a certain arm's length creditor, pursuant to the Conversion and Settlement Agreement between the Company and such creditor for 153,407,000 common shares of the Company at a deemed price of US$0.002419 (C$0.00343498) per common share (the "**First Note Settlement Agreement**");
- an amount equal to US$141,701, reflecting the total amount of debt owed by the Company under the Assignment of Note agreement dated December 30, 2024 and Transfer of Liabilities agreement dated December 30, 2024, between the Company and a certain arm's length creditor, pursuant to the Conversion and Settlement Agreement between the Company and such creditor for 70,850,560 common shares of the Company at a deemed price of US$0.002 (C$0.00284) per common share (the "**Second Note Settlement Agreement**" and together with the First Note Settlement Agreement, the "**Note Settlement Agreements**"); and
- an amount equal to US$850,972 pursuant to the Amended Line of Credit between the Company and a certain arm's length creditor for 170,194,403 common shares of the Company at a deemed price of US$0.005 (C$0.0071) per common share.

Further to the above, the Company would like to announce that it has initiated the process of the cancellation of 77,627,224 common shares that were issued in error with respect to Note Settlement Agreements. Specifically, the common shares issued pursuant to the Note Settlement Agreements were issued at an incorrect issue price pursuant to the policies of the Canadian Securities Exchange (the "**CSE**"), which requires as a general rule, a minimum conversion price of C$0.05. The CSE has provided the Company with approval settle the debt by issuing common shares at the allowable 20 day VWAP of $0.005. Accordingly, 47,019,748 common shares under the First Note Settlement Agreement and 30,607,476 common shares under the Second Note Settlement Agreement were issued in excess. The Company will be entering into amended and restated conversion and settlement agreements with each of the respective creditors to reflect this change in the number of common shares issued under each of the Note Settlement Agreements. The Company's board of directors has authorized the cancellation of these common shares to correct the Company's capital structure and return the share count to its intended level.

Following the cancellation, the total number of issued and outstanding common shares of the Company will be 6,423,882,467. The cancellation will be processed through the Company's transfer agent.

Separately, the Company is pleased to announce that it entered into three purchase agreements with Vanquish Funding Group Inc. ("**Vanquish**"). Details of such purchase agreements are as follows:

- On November 13, 2025, the Company entered into a securities purchase agreement with Vanquish pursuant to which the Company issued a convertible promissory note in the principal amount of $115,000, for a purchase price of $100,000. The convertible note accrues interest of 10% per annum, and is convertible into common shares, of the Company at any time 180 days after the date of the note. The Company and Vanquish will be entering into an amendment to this agreement to confirm that the price per common share upon conversion of any debt under the agreement shall not be less than the minimum pricing requirements under the CSE (being C$0.05 or as otherwise approved by the CSE).
- On December 2, 2025, the Company entered into a securities purchase agreement with Vanquish pursuant to which the Company issued a convertible promissory note in the principal amount of $94,300, for a purchase price of $82,000. The convertible note accrues interest of 10% per annum, and is convertible into common shares of the Company at any time 180 days after the date of the note. The Company and Vanquish will be entering into an amendment to this agreement to confirm that the price per common share upon conversion of any debt under the agreement shall not be less than the minimum pricing requirements under the CSE (being C$0.05 or as otherwise approved by the CSE).
- On January 16, 2026, the Company entered into a securities purchase agreement with Vanquish pursuant to which the Company issued a convertible promissory note in the principal amount of $100,050, for a purchase price of $87,000. The convertible note accrues interest of 10% per annum, and is convertible into common shares of the Company at any time 180 days after the date of the note. The Company and Vanquish will be entering into an amendment to this agreement to confirm that the price per common share upon conversion of any debt under the agreement shall not be less than the minimum pricing requirements under the CSE (being C$0.05 or as otherwise approved by the CSE).

About Two Hands Corporation

Two Hands Corporation (CSE: TWOH) (OTCID: TWOH) is a publicly traded company operating across the Canadian and U.S. markets. Along with existing activities Two Hands is focused on multi-vertical opportunities related to digital assets, fintech ventures as well as exploitation of intellectual property investments. Two Hands remains committed to operational excellence, customer satisfaction, and long-term value creation.

Neither the CSE nor its Regulation Services accepts responsibility for the adequacy or accuracy of this release.

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Forward-Looking Information

This news release contains forward-looking information within the meaning of applicable Canadian securities laws. Forward-looking information is based on management's current expectations and assumptions and is subject to a number of risks and uncertainties that could cause actual results to differ materially. Readers are cautioned not to place undue reliance on forward-looking information.

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[1] See: https://www.thehindu.com/sci-tech/technology/india-now-has-958-million-active-internet-users-57-of-these-are-from-rural-areas/article70566646.ece#:~:text=Rural%20regions%20now%20account%20for,548%20million%20active%20internet%20users

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