

# VOYAGER

## VOYAGER DIGITAL (CANADA) LTD.

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### NEWS RELEASE

#### **Voyager Digital Announces Private Placement and Debt Settlement for Shares**

**Vancouver, British Columbia** -- Voyager Digital (Canada) Ltd. (“Voyager” or the “Company”), announces it has undertaken a non-brokered private placement (the “Private Placement”) to raise C\$1,104,069 (US\$830,814.21) through the sale and distribution of 4,416,276 common shares in the capital of the Company (the “Shares”) at a price of C\$0.25 per Share.

Proceeds from the Private Placement will be used for continued product development, working capital and general corporate purposes.

In addition, the Company advises that it has settled outstanding debts by the issuance of 648,484 common shares of the Company at a deemed price of \$0.25 per share (the “Debt Settlement”).

Philip Eytan and Guy Elliott, directors of the Company, will be participating in the Private Placement for a total of 465,780 Shares; and Steve Ehrlich, Philip Eytan, Serge Kreiker and Gaspard de Dreuzy, directors and/or officers of the Company, participated in the Debt Settlement for a total of 427,355 Shares. Each of these participations constitutes a “related party transaction” for the purposes of Multilateral Instrument 61-101, *Protection of Minority Security Holders in Special Transactions* (“MI 61-101”). The Company is relying upon exemptions from the requirement to obtain a formal valuation and seek minority shareholder approval for the Private Placement and the Debt Settlement on the basis that the fair market value of the participation by related parties in those transactions is less than 25% of the Company’s current market capitalization.

The Private Placement and the Debt Settlement are subject to the acceptance of the Canadian Securities Exchange. All shares issued in connection with the Private Placement and Debt Settlement will be subject to trading restrictions.

## **About Voyager Digital (Canada) Ltd.**

Voyager Digital (Canada) Ltd. is a crypto-asset broker that provides retail and institutional investors with a turnkey solution to trade crypto-assets. Voyager offers customers best execution and safe custody on a wide choice of popular crypto-assets. Please visit us at <https://www.investvoyager.com> for more information and to review the latest Corporate Presentation.

*Neither the Canadian Securities Exchange nor its Market Regulator (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release. No securities regulatory authority has either approved or disapproved of the contents of this press release.*

*Cautionary Statement Regarding Forward-Looking Information: The forward-looking statements contained herein are made as of the date of this release and, other than as required by applicable securities laws, the Company does not assume any obligation to update or revise it to reflect new events or circumstances. The forward-looking statements contained in this release are expressly qualified by this cautionary statement.*

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