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Metaworks Platforms, Inc. Announces Intention to Complete Non-brokered Private Placement

Fairfield, CA. September 6, 2023 – MetaWorks Platforms, Inc. (“MetaWorks” or the “Company”), (CSE and OTCQB: MWRK), an award-winning Web3 blockchain platform provider, is pleased to announce that it intends to complete a non-brokered private placement (the “Offering”) by the way of issuance of one promissory note to a single investor (the “Promissory Note”).

The anticipated terms of the Offering are as follows:

- The Promissory Note in the amount of US\$119,887.50, plus a one-time interest charge of 11% (\$13,187), which accrues on issuance of the Promissory Note, is unsecured and matures on June 30, 2024 (the “Maturity Date”)
- The Company also agreed to an original issuance discount of US\$15,637.50.
- The total amount of the Promissory Note of US\$133,074.50 (including principal and interest) will be repaid in ten (10) payments each in the amount of US\$13,307.40, the first payment due on September 30, 2023, with nine (9) subsequent payments each month thereafter. The Company shall have five (5) day grace period with respect to each payment.
- In the event of a default, the Promissory Note is convertible into shares of common stock of the Company. In a default situation the Holder shall have the right to convert all or any part of the outstanding and unpaid amount of the Note into shares of common stock of the Company at a conversion price that is equal to the lowest trading price for the shares of common stock during the twenty-five (25) trading days prior to the conversion date. Upon the occurrence and during the continuation of any event of default, the Promissory Note shall immediately become immediately and payable and, if the Company wishes to repay the Promissory Note in cash, the Company shall pay an amount equal to 150% of the then outstanding principal amount of the Promissory Note plus accrued and unpaid interest on the unpaid principal amount of the Promissory Note plus any default interest, if any.

The Offering is expected to close on or about September 14, 2023, or such other date or dates as may be determined by the Company. Completion of the Offering is subject to certain conditions including, but not limited to, the receipt of all necessary approvals. There can be no assurance that the Offering will be completed, whether in whole or in part.

The issuer intends to use the proceeds raised from this transaction to further several of its initiatives currently under development as well as for general working capital purposes. The Company does not intend to pay any finder's fees in connection with the Offering.

None of the securities issuable in the Offering have been, or will be, registered under the United States Securities Act of 1933, as amended (the "**1933 Act**"), and none of them may be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the 1933 Act. This news release shall not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction where such offer, solicitation, or sale would be unlawful.

About MetaWorks Platforms, Inc.

MetaWorks Platforms, Inc. (CSE: MWRK and OTCQB: MWRK) is an award-winning full-service blockchain and Web3 development platform that empowers Fortune 5000 brands to create and monetize their metaverse. www.MusicFX.io, is a leading digital community connecting artists to their fan bases through NFTs.

For more information on MetaWorks, please visit us at www.metaworksplatforms.io. For additional investor info, visit www.metaworksplatform.io or www.sedar.com, and www.sec.gov, searching MWRK.

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