

Optimind Pharma Enters into Letter of Intent with Monjin to Acquire AI Business

Toronto, Ontario--(Newsfile Corp. - March 24, 2025) - Optimind Pharma Corp. (CSE: OMND) (the "**Optimind**" or the "**Company**") announces that it has entered into a non-binding letter of intent dated March 18, 2025, (the "**LOI**") to acquire all of the issued and outstanding shares (the "**Transaction**") of Monjin Interviews Private Limited ("**Monjin**"), a corporation formed under the laws of India. The Transaction is an arm's length transaction.

About Monjin - <https://www.monjin.com/>

Redefining Recruitment with AI, Data, and Human Intelligence Monjin is advancing talent acquisition by uniquely blending advanced artificial intelligence, big data, and a global network of expert interviewers. As the world's first "Interview-as-a-Service" platform, Monjin has modernized traditional hiring, completing over half a million interviews and accumulating 26 terabytes of rich candidate data ready to progress next-generation AI models.

Powered by proprietary technology, Monjin automates candidate screening, interview scheduling, and delivers real-time analytics, enabling precise, unbiased evaluations. With 45+ top-tier global clients-including Fortune 500 companies like Chevron Corporation, a global energy leader, and Eli Lilly, a pharmaceutical giant driving medical innovation-Monjin serves multiple industries, providing high-quality, expertly vetted talent at significant speed and scale.

Businesses partnering with Monjin experience dramatically shorter hiring cycles, reduced recruitment costs, and increased confidence in their hiring decisions. Monjin isn't just streamlining recruitment-it's reinventing it with data-driven, intelligent hiring solutions.

The Transaction

The key terms of the Transaction are as follows:

- Optimind shall complete a consolidation (the "**Consolidation**") of its common shares (the "**Optimind Shares**") such that prior to completion of the Transaction and the Concurrent Financing (as discussed below) Optimind will have 35 million Optimind Shares issued and outstanding;
- The shareholders of Monjin shall be issued 13,500,000 post-Consolidation Optimind Shares on closing of the Transaction, and an additional 3,500,000 Optimind Shares shall be issued to consultants and finders over a two year period following completion of the Transaction;
- Optimind shall complete an equity financing concurrent with completion of the Transaction for a minimum of \$600,000 and a maximum of \$1,000,000 at an issue price of \$0.10 per Optimind Share on a post-Consolidaiton basis;
- The board of directors of the Company following completion of the Transaction shall be comprised of four directors, two of which will be nominated by Optimind and two of which will be nominated by Monjin; and
- The Company shall change its name to reflect the new business of the Company following completion of the Transaction.

The anticipated capital structure of the Company following completion of the Transaction is as follows:

Party	Number of Shares (Post-Transaction)	% of Ownership (fully diluted)
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Optimind	35,000,000	56.5%
Monjin	13,500,000	21.8%
Concurrent Financing	10,000,000	16.1%
Annual Issuance of New Shares (Over 2 year period)	3,500,000	5.6%
Total	62,000,000	100%

Manitari JV

In connection with the Company's intention to complete the Transaction, the Company has terminated the joint venture with Manitari Pharma Inc. ("**Manitari**"). The Company has relinquished its 40% equity interest in Manitari and forgiven the funds advanced by the Company to Manitari (\$140,500) in exchange for the cancellation of 7 million Optimind Shares previously issued to a shareholder of Manitari.

About the Company

The Company is a reporting issuer in Canada and is listed on the Canadian Securities Exchange under the symbol "OMND".

Rakesh Malhotra
Chief Financial Officer
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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 release.

Forward-Looking Information

This news release contains forward-looking information which is not comprised of historical facts. Forward-looking information is characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate" and other similar words, or statements that certain events or conditions "may" or "will" occur. Forward-looking information involves risks, uncertainties and other factors that could cause actual events, results, and opportunities to differ materially from those expressed or implied by such forward-looking information. Factors that could cause actual results to differ materially from such forward-looking information include, but are not limited to, changes in the state of equity and debt markets, delays in obtaining required regulatory or governmental approvals, and includes those risks set out in the Company's management's discussion and analysis as filed under the Company's profile at www.sedarplus.ca. Forward-looking information in this news release is based on the opinions and assumptions of management considered reasonable as of the date hereof, including that all necessary governmental and regulatory approvals will be received as and when expected. Although the Company believes that the assumptions and factors used in preparing the forward-looking information in this news release are reasonable, undue reliance should not be placed on such information. The Company disclaims any intention or obligation to update or revise any forward- looking information, other than as required by applicable securities laws.

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