

Veji Announces Debt Settlement

Vancouver, British Columbia – February 27, 2025 – Veji Holdings Ltd. (CSE:VEJI.X) (OTC Pink: VEJIF) (“**Veji**” or the “**Company**”) announces that it has entered into debt settlement agreements (the “**Settlement Agreements**”) to settle outstanding debts totaling \$128,375 owned to certain non-arm’s length creditors and arm’s length creditors (the “**Creditors**”) for management fees, consulting fees and loans made to the Company.

Pursuant to the Settlement Agreements, the Company has agreed to issue an aggregate of 389,013 common shares (“**Shares**”) at a deemed price of \$0.33 per Share to the Creditors (the “**Debt Settlement**”). The Company anticipates closing the Debt Settlement on or about March 7, 2025. The board of directors of the Company has determined that it is in the best interests of the Company to settle the outstanding debts by the issuance of the Shares in order to preserve the Company's cash for working capital and to improve the Company’s financial situation.

Two Insiders of the Company will be participating in the Debt Settlement to settle an aggregate of \$36,000 in debts and are related parties of the Company pursuant to Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions (“MI 61-101”). Related party involvement in the Debt Settlement constitutes a “related party transaction”. The Company will be relying on the exemptions from the formal valuation and minority shareholder approval requirements of MI 61-101 pursuant to Sections 5.5(b) and 5.7(1)(g), respectively.

All securities issued pursuant to the Debt Settlement will be subject to a statutory hold period of four months and one day, in accordance with Canadian Securities laws.

The securities being referred to in this news release have not been, nor will they be, registered under the United States (U.S.) Securities Act of 1933, as amended, and may not be offered or sold in the U.S. or to, or for the account or benefit of, U.S. persons absent registration or an applicable exemption from the registration requirements. This news release does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

About the Company

The Company is a reporting issuer in Canada and is listed on the Canadian Securities Exchange under the symbol “VEJI.X” and on the OTC under the symbol “VEJIF”.

For more information, please visit www.VejiHoldings.com.

On Behalf of the Board of Directors

“Guy Bourgeois”

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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, fluctuations in commodity prices, delays in obtaining required regulatory or governmental approvals, and includes those risks set out in the Corporation’s management’s discussion and analysis as filed under the Corporation’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 Corporation 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 Corporation disclaims any intention or obligation to update or revise any forward-looking information, other than as required by applicable securities laws.