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Spirit Blockchain Capital Closes Second Tranche of Private Placement

Vancouver, January 16, 2025 — Spirit Blockchain Capital (“**SBC**” or the “**Company**”) (CSE: SPIR), is pleased to announce the successful closing of the second tranche of its previously announced non-brokered private placement (the “**Offering**”).

Under this second tranche, SBC has issued 883,009 units (“**Units**”) at a price of \$0.165 per Unit, raising gross proceeds of \$145,696.49. Each Unit comprises one common share of SBC (a “**Common Share**”) and one-half of one common share purchase warrant (a “**Warrant**”). Each full Warrant entitles the holder to acquire an additional Common Share at an exercise price of \$0.255 for a period of 24 months from the date of issuance.

The net proceeds of this Offering will be strategically allocated to accelerate revenue expansion opportunities, enhance investor relations, and support general corporate operations. All securities issued under the Offering are subject to a statutory hold period lasting four months and one day from the date of issuance.

Spirit Blockchain Capital continues to work closely with our key international investors, reflecting their strong confidence in our vision and strategy. While the investment process faces delays due to regulatory frameworks and settlement requirements, both parties remain fully committed to finalizing the transaction. This strategic partnership highlights the trust placed in Spirit Blockchain Capital’s leadership and long-term potential.

Our dedication to transparency and regulatory compliance ensures that we are well-positioned to deliver sustainable value for shareholders. As we finalize this significant investment, Spirit Blockchain Capital continues to strengthen its role as a trusted innovator in the blockchain and digital asset space, driving growth and innovation in tokenized finance.

About Spirit Blockchain Capital

Spirit Blockchain Capital is a leading investment company at the forefront of the blockchain industry. Through our operational business line and asset management business, we provide investors with a range of opportunities for capital appreciation. With a strong focus on innovation, strategic investments, and operational excellence, Spirit Blockchain is poised to unlock the potential of the digital economy.

For media inquiries, please contact:

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Forward-Looking Statements

This news release contains forward-looking statements and forward-looking information within the meaning of applicable securities laws. The use of any of the words “expect”, “anticipate”, “continue”, “estimate”, “objective”, “may”, “will”, “project”, “should”, “believe”, “plans”, “intends” and similar expressions are intended to identify forward-looking information or statements. Forward looking statements in this news release include the Company’s expectation of additional investments from international subscribers and the timing for completion of these investments, the Company’s proposed use of proceeds of the Offering and the company’s business plans. The forward-looking statements and information are based on certain key expectations and assumptions made by the Company. Although the Company believes that the expectations and assumptions on which such forward-looking statements and information are based are reasonable, undue reliance should not be placed on the forward-looking statements and information because the Company can give no assurance that they will prove to be correct. Since forward-looking statements and information address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks, including without limitation the risk that the Company may not receive additional subscriptions from international subscribers in a timely manner or at all, and that even if such subscriptions are received they may not be in the amounts expected. Factors that could materially affect such forward-looking information are described under the heading “Risk Factors” in the Company’s long form prospectus dated August 8, 2022, that is available on the Company’s profile on SEDAR at www.sedar.com. The Company undertakes no obligation to update forward-looking information except as required by applicable law. Such forward-looking information represents managements’ best judgment based on information currently available. No forward-looking statement can be guaranteed and actual future results may vary materially. Accordingly, readers are advised not to place undue reliance on forward-looking statements or information.

The CSE has not reviewed, approved or disapproved the content of this press release.