



ORTHOGONAL GLOBAL GROUP

Orthogonal Global Group Announces Completion of Vertical Amalgamation, Change of Name and Trading Symbol

Toronto, Ontario – July 9, 2024 – Orthogonal Global Group Inc. (“**Orthogonal**” or the “**Company**”) (CSE: [OGG](#)) (OTC Pink: [OGGIF](#)) (FSE: [8M9](#)), a global accelerator and public investment platform focused on furthering initiatives in the wellness, healthcare, AI, digital ownership, deep tech and fintech spaces, is pleased to announce that it intends to complete a vertical short form amalgamation pursuant to the *Canada Business Corporations Act* with the Company’s wholly-owned subsidiary 16156754 Canada Inc. (the “**Amalgamation**”). Upon completion of the Amalgamation, the Company will change its name from “Orthogonal Global Group Inc.” to “Cloud3 Ventures Inc.” The Company expects to begin trading on the Canadian Securities Exchange under the new name on or about July 12, 2024, under new stock symbol “CLDV” on the CSE and “CLDVF” on the OTC Pink, which remain subject to regulatory approvals.

No action is required to be taken by shareholders with respect to the amalgamation and name change. Outstanding share certificates are not affected by the name change and do not need to be exchanged. Letter of transmittals with respect to the name change will be mailed to registered shareholders. Shareholders who wish to exchange their share certificates issued under the previous name of the Company with share certificates under the new name may do so by returning the completed letter of transmittal to the Company’s registrar and transfer agent, Endeavor Trust Corporation. The Company’s ISIN and CUSIP numbers for the subordinate voting shares will change to 18914M108 and CA18914M1086.

About Cloud3 Ventures Inc.

Orthogonal Global Group Inc. is a global accelerator, and public investment platform focused on accelerating and investing in the top companies and projects in disruptive industries. Orthogonal provides access to these groundbreaking companies and private projects in a public investment vehicle with liquidity and transparency. We believe it is in the Orthogonal intersection of wellness, healthcare, AI, tokenization, deep tech and fintech spaces that will move humanity towards a more utopian society.

Orthogonal remains focused on developing a Utopian Asset Class portfolio – a portfolio that provides investor returns and collectively bends the arc of humanity towards a utopian society through accelerating and investing in the top companies and projects in emerging industries.

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Cautionary Note Regarding Forward-Looking Statements

Certain information set forth in this news release may contain forward-looking statements that involve substantial known and unknown risks and uncertainties, certain of which are beyond the control of the Company. Forward-looking statements are frequently characterized by words such as "plan", "continue", "expect", "project", "intend", "believe", "anticipate", "estimate", "may", "will", "potential", "proposed" and other similar words, or statements that certain events or conditions "may" or "will" occur or be achieved and other similar expressions. Forward-looking statements are based on the estimates and opinions of management on the date the statements are made. In the news release, such forward-looking statements include, but are not limited to, statements regarding the Company's performance, business objectives, milestones and the potential outcomes from its development contained therein.

In making the forward-looking statements in this news release, the Company has applied several material assumptions, including without limitation: the Company's ability to comply with all applicable regulations and laws, including environmental, health and safety laws; the success of 4worlds as a metaverse universe and a DAO on the Bitcoin blockchain; the experience of Orthogonal's advisory board to oversee the project; the Company has sufficient working capital for future operating activities; the ability of the Company to achieve its business objectives and milestones and the anticipated timing of execution; the Company's ability to continue as a going concern; the Company's ability to achieve profitability in the 2024 fiscal year; the Company's ability to obtain additional financing for continued operations on terms acceptable to the Company outlined herein.

The above lists of forward-looking statements and assumptions are not exhaustive. Since forward-looking statements address future events and conditions, by their very nature, they involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated or implied by such forward-looking statements due to a number of factors and risks. These include: changes in general economic, business and political conditions, including changes in the financial markets; consents or authorizations required; changes in laws, regulations and policies affecting the Company's operations; currency fluctuations; environmental issues and liabilities; the inability of the Company to obtain additional financing for continued operations on terms acceptable to the Company; the lack of control over the Company's investees; risks relating to investing in the SVS; volatility in the market price of the Company's SVS; dilution of shareholders' holdings; negative operating cash flow; the negative effects of interest rate and exchange rate changes; the potential impact of health crises and market instability due to the COVID-19 pandemic; risks relating to the Company's reliance on key employees; limitations in the liquidity of the SVS; litigation risks; risks with the integration of new businesses and acquisitions; risks related to the Company's status as an "emerging growth company" under the U.S. securities laws; the Company's inability to expand into new business areas and geographic markets; management of growth; the risk of defaulting on existing debt; the Company's inability to continue as a going concern; and the Company's inability to achieve profitability in 2024.

Should one or more of these risks or uncertainties materialize, or should assumptions underlying the forward-looking statements prove incorrect, actual results may vary materially from those

described herein as intended, planned, anticipated, believed, estimated or expected. Although the Company has attempted to identify important risks, uncertainties, and factors that could cause actual results to differ materially, there may be others that cause results not to be as anticipated, estimated, or intended. The Company does not intend and does not assume any obligation to update this forward-looking information except as otherwise required by applicable law.