



SHARC Energy Announces Allotment of 35% Greenshoe

VANCOUVER, British Columbia, June 12, 2020 -- **SHARC International Systems Inc. (CSE: SHRC) (FSE: IWIA) (OTCQB: INTWF) ("SHARC Energy" or the "Company")** announces that due to high demand of the financing closed May 29th, 2020, the Company has allotted a 35% greenshoe option and it has closed a non-brokered private placement of convertible debenture units ("**Debenture Units**") for gross proceeds of \$700,000 (the "**Offering**"). The proceeds will be used for sales and marketing and general working capital purposes.

Each Debenture Unit consists of: (i) \$1,000 principal amount of 2.0% unsecured convertible debentures (the "**Debentures**"); and (ii) 3,333 warrants (the "**Warrants**"). The Debentures will bear interest from their issue date at 2.0% per annum calculated and payable semi-annually in arrears on June 30 and December 31 of each year commencing on June 30, 2020 and will mature three years following the closing of the Offering (the "**Maturity Date**"). The Debentures are unsecured and will rank pari passu in right of payment of principal and interest with all the existing and future unsecured indebtedness of the Company.

The Debentures, (including any accrued and unpaid interest) will be convertible at the option of the holder into common shares of the Company (the "**Common Shares**") at any time after June 12, 2021 and prior to the close of business on the last business day prior to the Maturity Date at a conversion price of \$0.15 per Common Share.

Each Warrant will be exercisable to acquire one Common Share (a "**Warrant Share**") at an exercise price of \$0.25 per Warrant Share for a period of three years following the Closing Date.

The Debenture Units will be eligible for RRSP, RESP, RRIF, TFSA and DPSP accounts. The Debentures and the Warrants comprising each Debenture Unit, and any Common Shares issuable upon conversion or exercise thereof, are subject to a statutory four month and one day hold period until October 13, 2020.

In connection with the Offering, the Company paid eligible finders an aggregate cash fee of \$34,475 and issued 69 compensation warrants to eligible finders (the "**Compensation Warrants**"). Each Compensation Warrant entitles the holder thereof to purchase one Unit of the Company at an exercise price of \$1,000 for a period of three years following the date of issuance. The Debenture Units issuable upon exercise of the Compensation Warrants are on the same terms as the Debenture Units sold under the Offering.

The securities being offered have not been, nor will they be, registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons absent registration or an applicable exemption from the registration requirements. This press release shall 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.

"This financing provides additional capital that will be used to support sales and marketing efforts," says Hanspaul Pannu, Chief Financial Officer of Sharc International Systems Inc. "As we continue to build our customer lead pipeline and work to bring leads to close, this capital also provides the Company some additional flexibility in dealing with current and future challenges created by COVID-19 related delays."

About SHARC International Systems

SHARC International Systems Inc. is a world leader in thermal heat recovery. SHARC systems recycle thermal energy from wastewater, generating one of the most energy efficient and economical systems for heating, cooling & hot water preheating for commercial, residential and industrial buildings. SHARC is publicly traded in Canada (CSE: SHRC), the United States (OTCQB: INTWF) and Germany (Frankfurt: IWIA).

Further information about the Company is available on our website at www.sharcenergy.com or under our profile on SEDAR at www.sedar.com.

ON BEHALF OF THE BOARD

"Lynn Mueller"

Chairman and Chief Executive Officer

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The Canadian Securities Exchange does not accept responsibility for the adequacy or accuracy of this release.

Forward-Looking Statements

Certain statements contained in this news release may constitute forward-looking information. Forward-looking information is often, but not always, identified by the use of words such as "anticipate", "plan", "estimate", "expect", "may", "will", "intend", "should", and similar expressions. Forward-looking information involves known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking information. SHARC's actual results could differ materially from those anticipated in this forward-looking information as a result of regulatory decisions, competitive factors in the industries in which the Company operates, prevailing economic conditions, and other factors, many of which are beyond the control of the Company. SHARC believes that the expectations reflected in the forward-looking information are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking information should not be unduly relied upon. Any forward-looking information contained in this news release represents the Company's expectations as of the date hereof, and is subject to change after such date. The Company disclaims any intention or obligation to update or revise any forward-looking information whether as a result of new information, future events or otherwise, except as required by applicable securities legislation.