

# Koios Beverage Signs Non-Binding Letter of Intent to Sell Key Subsidiary

DENVER, Colorado and VANCOUVER, British Columbia, March 20th, 2024 - **Koios Beverage Corp. (CSE: FIT; OTC: FITSF) (the "Company" or "KOIOS")** is pleased to announce that it has entered into a non-binding letter of intent dated March 19th, 2024 (the "LOI") with a leading Canadian based beverage company (the "**Purchaser**"). The LOI outlines the terms for the potential sale of the Company's wholly owned subsidiary Koios Inc. (the "**Proposed Transaction**").

The Proposed Transaction is subject to, among other matters, a due diligence review by the Purchaser, board approvals of the Proposed Transaction by each party, execution of proprietary rights agreements with certain key employees, the assumption of the Company's premises lease obligations by the Purchaser, CSE approval, shareholder approval, if required, and the signing of a binding definitive agreement (the "**Definitive Agreement**"). The purchase price will be negotiated and based upon certain principal assumptions, including the existence of strong relationships with existing customers, gross and annualized revenue metrics and the expected results of the Purchaser's due diligence.

The LOI is non-binding and neither the Company nor the Purchaser is under any obligation to enter, or continue negotiations regarding the purchase price, the Definitive Agreement or to proceed with the Proposed Transaction. Other than as specifically set out in the LOI, no binding agreement will exist between the Company and the Purchaser relating to the Proposed Transaction unless and until the Definitive Agreement has been finalized and executed.

The Company has agreed to a non-exclusivity negotiation with a timeline of entering into the Definitive Agreement on or before April 30, 2024, during this time, the Company can negotiate with other companies interested in partnerships with the Company. There can be no assurances that any component of the Proposed Transaction will proceed, nor can there be any assurance as to the final definitive terms thereof.

On behalf of the Board of Directors of the Company,

**KOIOS BEVERAGE CORP.**

"Chris Miller"

Chris Miller, CEO, and Director

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THE CANADIAN SECURITIES EXCHANGE (CSE) HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE ACCURACY OR ADEQUACY OF THIS RELEASE.

## **About Koios Beverage Corp.**

The Company is an emerging functional beverage company which has an available distribution network of more than 5,100 retail locations across the United States in which to sell its products. Koios has relationships with some of the largest and most reputable distributors in the United States, including Europa Sports, Muscle Foods USA, KeHE, and Wishing-U-Well. Koios uses a proprietary blend of nootropics and natural organic compounds to enhance human productivity without using harmful chemicals or stimulants. Koios products have been shown to enhance focus, concentration, mental capacity, memory retention, cognitive function, alertness, brain capacity and create all day mental clarity. Its ingredients are specifically designed to target brain function by increasing blood flow, oxygen levels, and neural connections in the brain.

Koios produces one of the only drinks in the world infused with MCT oil. MCT oil is derived from coconuts and has been shown to help the body burn fat more effectively, create lasting energy from a natural food source, produce ketones in the brain, allowing for greater brain function and clarity, support healthy hormone production, and improve immunity. For more information, please visit our website: <https://www.koiosbeveragecorp.com>.

## **Forward-Looking Statements**

This news release contains “forward-looking information” within the meaning of applicable Canadian securities legislation. Often, but not always, forward-looking information and information can be identified by the use of words such as “plans”, “expects” or “does not expect”, “is expected”, “estimates”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases or state that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved. These forward-looking statements generally include statements that are predictive in nature and depend upon or refer to future events or conditions, including, but not limited to statements related to the Company’s business in general, the ability to complete the Proposed Transaction, including receipt of necessary approvals, the timing of completion of the contemplated transactions, including the parties’ ability to satisfy the conditions or approvals to the consummation of the transaction, the possibility of any termination of the agreement and the overall performance of the functional food and beverage market.

The forward-looking information reflects management's current expectations based on information currently available and are subject to a number of risks and uncertainties that may cause outcomes to differ materially from those discussed in the forward-looking information. Although the Company believes that the assumptions and factors used in preparing the forward-looking information are reasonable, undue reliance should not be placed on such information and no assurance can be given that such events will occur in the disclosed time frames or at all. Factors that could cause actual results or events to differ materially from current expectations include: (i) adverse market conditions; (ii) changes to the growth and size of the functional beverage markets; and (iii) other factors beyond the control of the Company. The Company operates in a rapidly evolving environment. New risk factors emerge from time to time, and it is impossible for the Company’s management to predict all risk factors, nor can the Company assess the impact of all factors on the Company’s business or the extent to which any factor, or combination of factors, may cause actual results to differ from those contained in any forward-looking information. The forward-looking information included in this news release are made as of the date of this news release and the Company expressly 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 law.

The statements in this news release have not been evaluated by Health Canada or the U.S. Food and Drug Administration. As each individual is different, the benefits, if any, of taking the Company's products will vary from person to person. No claims or guarantees can be made as to the effects of the Company's products on an individual's health and well-being. The Company's products are not intended to diagnose, treat, cure, or prevent any disease.

This news release may contain trademarked names of third-party entities (or their respective offerings with trademarked names) typically in reference to (i) relationships had by Koios with such third-party entities as referred to in this release and/or (ii) client/vendor/service provider parties whose relationship with Koios is/are referred to in this release. All rights to such trademarks are reserved by their respective owners or licensees.