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PROSPECT PARK CAPITAL COMPLETES ACQUISITION OF TUTORS ON DEMAND

Vancouver, British Columbia – December 3, 2021 – Prospect Park Capital Corp. (the “**Company**”) (CSE:PPK), a public investment issuer, is pleased to announce that further to the Company’s news release dated November 30, 2021 (the “**Initial News Release**”), it has completed its acquisition of 102130706 Saskatchewan Inc. (dba Tutors on Demand) (“**Tutors on Demand**”), a corporation existing under the laws of Saskatchewan, in the business of operating a virtual marketplace through their Tutors on Demand Platform which enables the connection of qualified tutors and student learners who are seeking additional educational support.

The acquisition was completed pursuant to a share exchange agreement (the “**Share Exchange Agreement**”) dated November 29, 2021 among the Company, Tutors on Demand and its shareholders (the “**Tutors on Demand Shareholders**”), whereby the Company acquired all of the issued and outstanding shares of Tutors on Demand (the “**Transaction**”). In consideration for exchanging their common shares of Tutors on Demand, the Tutors on Demand Shareholders received an aggregate of 13,950,000 common shares of the Company at a deemed price of \$0.065 per common share. For further information on the Transaction, please refer to the Initial News Release.

Upon completion of the Transaction, 61,297,074 common shares of the Company are issued and outstanding, with the current shareholders of the Company holding approximately 77.24% of the common shares of the Company and the former shareholders of Tutors on Demand holding approximately 22.76% of the common shares of the Company.

“The closing of the acquisition of Tutors on Demand will give us a firm foundation in the online and distance learning space. The new normal has created a huge demand for the virtual classroom and our technology combined with the technology developed by our sister company Diitalk, will allow us to become a leader in online learning. Moreover, the closing of the acquisition before the end of the year is an accomplishment and our focus on highly scalable and easy to use communication platforms will continue to help us drive shareholder value well into the future. said James Greig, Chief Executive Officer of the Company.

The Transaction is not a “related party transaction” as such term is defined by Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions*. In addition, no new Related Person (as such term is defined by the Canadian Securities Exchange) was created as a result of the Transaction. The Transaction was negotiated at arm’s length. No finder’s fee was payable in connection with the Transaction.

The Company is an investment issuer listed on the Canadian Securities Exchange and management of the Company aim to continue to evaluate other investment opportunities that align with the Company’s Investment Policy of investing in enterprises that have the potential to be commercially viable and have visibility toward high growth.

Additional information will be released by the Company as it occurs. There can be no assurance that any investments will be completed as proposed or at all or the timing of any investments.

For more information please contact: James Greig
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The securities referred to in this news release 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 within the United States or to, or for the account or benefit of, U.S. persons absent U.S. registration or an applicable exemption from the U.S. registration requirements. This news release does not constitute an offer for sale of securities for sale, nor a solicitation for offers to buy any securities. Any public offering of securities in the United States must be made by means of a prospectus containing detailed information about the company and management, as well as financial statements.

Neither the Canadian Securities Exchange nor its Market Regulator (as that term is defined in the policies of the

Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this news release.