



Victory Square Portfolio Company V2 Games Inc. Announces Private Placement of \$3,000,000 CAD

Raising capital for investments in new royalty generating gaming projects and potential stand-alone go-public strategy

VANCOUVER, British Columbia, Oct 24, 2019 -- Victory Square Technologies Inc. ("**Victory Square**" or the "**Company**") (CSE:VST) (OTC:VSQTF) (FWB:6F6) is pleased to announce V2 Games Inc. ("**V2 Games**"), a wholly-owned subsidiary of the Company, is raising \$3,000,000 CAD in a private placement offering (the "**Private Placement**") of unsecured convertible debentures (each, a "**Debenture**") for gross proceeds of \$3,000,000.

Each Debenture issued pursuant to the Private Placement has an issue price of \$1,000, a term of two years from the date of issuance and will accrue interest at a rate of 8% per annum. The principal amount of the Debentures, plus accrued and unpaid interest, will be payable in cash on the maturity date unless otherwise converted into common shares of V2 Games prior to such date.

V2 Games is a video and mobile game ventures firm focusing on royalty investments in high-value gaming projects featuring globally-recognized intellectual properties. The company generates cash flow by streaming revenue share from recognizable gaming projects. Examples of these projects include: Pacific Rim: Breach Wars, Rune: Ragnarok, and Hello Kitty. V2 Games previously developed the hit mobile game PAC-MAN Bounce, which got over 20 million downloads.

V2 Games has also incubated and invested in some leading eSports start-ups, including Pepper Esports Inc. and Cash Live. Cash Live recently received an additional \$150,000 USD investment from SnapChat.

V2 Games intends to use the net proceeds of the Private Placement for investments in royalty generating gaming projects, general working capital purposes and to prepare for an arrangement to potentially spin-out V2 Games.

"It has been exciting to witness and be a part of the rapid growth of this space in recent years," said Shafin Diamond Tejani, Chief Executive Officer of Victory Square. "This financing will allow us to build on our growing portfolio of high-value gaming projects featuring globally recognized intellectual properties and our strategy to maximize shareholder value, which includes a working towards the arrangement to spin-out V2 Games."



"With additional funding into V2 Games, we're excited to lay the groundwork for our possible public listing, work alongside an even more extensive collection of Internationally renowned IP holders," said Sam Chandola, founder of V2 Games.

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ABOUT VICTORY SQUARE TECHNOLOGIES INC.

Victory Square (VST) builds, acquires and invests in promising startups, then provides the senior leadership and resources needed to fast-track growth. The result: rapid scale-up and monetization, with a solid track record of public and private exits.

VST's sweet spot is the cutting-edge tech that's shaping the 4th Industrial Revolution. Our portfolio consists of 20 global companies using AI, VR/AR and blockchain to disrupt sectors as diverse as fintech, insurance, health and gaming.

What we do differently for startups

VST isn't just another investor. With real skin in the game, we're committed to ensuring each company in our portfolio succeeds. Our secret sauce starts with selecting startups that have real solutions, not just ideas. We pair you with senior talent in product, engineering, customer acquisition and more. Then we let you do what you do best — build, innovate and disrupt.

What we do differently for investors

VST is a publicly-traded company headquartered in Vancouver, Canada, and listed on the Canadian Securities Exchange (VST), Frankfurt Exchange (6F6) and the OTCQX (VSTQF). For investors, we offer early-stage access to the next unicorns before they're unicorns.

Our portfolio represents a transparent, audited and liquid way for investors to get access to the latest cutting-edge technologies. Because we focus on market-ready solutions that scale quickly, we're able to provide strong and stable returns while also tapping into emerging global trends with big upsides. For more information, please visit www.victorysquare.com.



ABOUT THE CANADIAN SECURITIES EXCHANGE (CSE)

The Canadian Securities Exchange, or CSE, is operated by CNSX Markets Inc. Recognized as a stock exchange in 2004, the CSE began operations in 2003 to provide a modern and efficient alternative for companies looking to access the Canadian public capital markets.

FORWARD-LOOKING INFORMATION

This news release contains “forward-looking information” within the meaning of applicable securities laws relating to the outlook of the business of Victory Square, including, without limitation, statements relating to V2 Games, the Private Placement, the conversion of the Debentures, the use of proceeds of the Private Placement, and other factors beyond our control. Such forward-looking statements may, without limitation, be preceded by, followed by, or include words such as “believes”, “expects”, “anticipates”, “estimates”, “intends”, “plans”, “continues”, “project”, “potential”, “possible”, “contemplate”, “seek”, “goal”, or similar expressions, or may employ such future or conditional verbs as “may”, “might”, “will”, “could”, “should” or “would”, or may otherwise be indicated as forward-looking statements by grammatical construction, phrasing or context. All statements other than statements of historical facts contained in this news release are forward-looking statements. Forward-looking information is based on certain key expectations and assumptions made by the management of Victory Square. Although Victory Square believes that the expectations and assumptions on which such forward looking information is based are reasonable, undue reliance should not be placed on them because Victory Square can give no assurance that they will prove to be correct. Actual results and developments may differ materially from those contemplated by these statements. The statements contained in this news release are made as of the date of this news release. Victory Square disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws. The Canadian Securities Exchange has neither approved nor disapproved the contents of this news release and accepts no responsibility for the adequacy or accuracy hereof.