



## **VSBLTY ANNOUNCES ASSUMPTION OF WINKEL MEDIA CONTRACT**

**CONTRACT ASSUMPTION WILL ADD \$1.7M ANNUAL RECURRING REVENUE**

PHILADELPHIA, PA., May 6, 2024 VSBLTY Groupe Technologies Corp. (the “Company” or “VSBLTY”) (OTCQB: VSBGF) (CSE: VSBY) (Frankfurt 5VS), a leading software provider of security and retail analytics technology, announces that a definitive agreement has been reached assume the contract supporting Winkel Media effective February 1, 2024.

VSBLTY’s wholly-owned subsidiary, VSBLTY SPV I, LLC, will assume the balance of the debt of approximately \$2.16M USD from Creative Climate Capital, LLC (CCC) In addition, CCC has agreed to providing an additional allocation of \$800K USD in a credit facility for the general operating requirements of VSBLTY. The debt will be secured and subject to a SOFR floating interest rate plus of  $SOFR + 12\%$ . The debt service is expected to be approximately 30% of gross revenues on a monthly basis. This makes the deal accretive immediately, and VSBLTY expects it will become more accretive as the principal of the debt gets paid down. This positions VSBLTY to increase margins and allows for the continued growth of the network.

In connection with the transaction with CCC, VSBLTY has agreed to issue 4.8M 3 year warrants with an exercise price of .135 cents per share, subject to regulatory approval.

Mark Paris, Managing Partner and CEO commented, “While we at CCC are focused primarily on various debt-based financings, we were so impressed with VSBLTY, its partners, its plan and its team that we waived many of our typical structural components in favor of an equity option in VSBLTY. We believe in the future and have committed to VSBLTY over the long term.”

In addition, the members of the Winkel Media joint venture have agreed to finalize a contract extension that will allow the amortization of the debt over a longer period and will increase the revenues associated with the contract.

Jay Hutton, CEO of VSBLTY commented, “The Winkel Media investment was made more than two and a half years ago. The Winkel team is reporting month over month revenue growth as well as several strategic wins that ensure that long term viability and profitability of the joint venture. VSBLTY has always played a key role in ensuring operational excellence in the delivery of the network. This contract assumption merely formalizes that fact and introduces a new source of revenue for VSBLTY that helps to support the business logic of the investment. The participation of CCC, and the unexpected show of support, is icing on the cake. We think we have found a long-term partner that shares our vision for growth.”



*On Behalf of the Board of VSBLTY Groupe Technologies Corp.*

"Jay Hutton"  
CEO & Director

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### **About VSBLTY (<http://vsblty.net/>)**

Headquartered in Philadelphia, VSBLTY (OTCQB: VSBGF) (CSE: VSBY) (Frankfurt: 5VS) (OTC: VSBGF) ("VSBLTY") is the world leader in Proactive Digital Display™, which transforms retail and public spaces as well as place-based media networks with SaaS-based audience measurement and security software that uses artificial intelligence and machine learning. Its proprietary technology effectively integrates with other digital retail solutions, including QR codes and mobile applications. The firm is also recognized for its leadership role in the growing Store as a Medium movement that enables brands to reach customers when and where buying decisions are being made while producing a new revenue stream for retailers.

### **FORWARD LOOKING INFORMATION STATEMENT**

This news release includes certain "forward-looking statements" under applicable Canadian securities legislation. Forward looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors which may cause the actual results and future events to differ materially from those expressed or implied by such forward-looking statements. All statements that address future plans, activities, events or developments that the Company believes, expects or anticipates will or may occur including the Company's anticipated pipeline and value of current and customer deployments and future opportunities are the management's best estimates and cannot be guaranteed or relied upon and is forward-looking information. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The Company



disclaims any intention or obligation to update or revise any forward-looking statements in this news release, whether as a result of new information, future events or otherwise, except as required by law.

### *Financial Outlook*

*This news release also contains future-oriented financial information and financial outlook (collectively, “FOFI”) about the Company’s projected revenue and margins from its agreement with Creative Climate Capita and the expansion of the contractual service elements with Winkel Media, which is subject to the same assumptions, risk factors, limitations, and qualifications as set forth in the above paragraphs. Although the financial projections contained in this news release are based on reasonable expectations developed by the Company’s management, the assumptions and estimates underlying the financial projections are subject to significant business, economic, and competitive uncertainties and contingencies, many of which will be beyond the control of the Company. The assumptions used by the Company’s management to derive these financial projections include: (i) the Company’s ability to successfully deliver on the additional services elements defined by the contract; (ii) the Company’s pricing targets remaining in place and cost of sales and expenses being consistent with VSBLTY’s historical performance; (iii) the Company’s partners’ timely payment pursuant to the contract delivery. Accordingly, the financial projections are only estimates and are necessarily speculative in nature. It is expected that some – and perhaps all – of the assumptions in the financial projections will not be realized and that actual results will vary from the projections.*

*FOFI contained in this news release was prepared using the same accounting principles that the Company expects to use in preparing its financial statements for the applicable periods covered by such FOFI. FOFI contained in this news release was made by management as of the date of this news release and was provided for the purpose of providing readers with an understanding of the potential significance of these business developments to the Company’s business, and are not an estimate of profitability or any other measure of financial performance. In particular, revenue estimates do not take into account the cost of such estimated revenue, including the cost of goods and the cost of sales. In addition, and for greater certainty, revenue estimates do not take into account the operating costs of the Company. Readers are cautioned that the FOFI contained in this document should not be used for purposes other than for which it is disclosed herein.*