

**PLANK VENTURES LTD.**

#401 – 750 West Pender Street, Vancouver, B.C. V6C 2T7

---

**Plank Announces Investment into Creator.co / Shop and Shout Ltd.**

**Vancouver, B.C. – December 5<sup>th</sup>, 2022. Plank Ventures Ltd. (“Plank” or the “Company”)** (CSE: **PLNK**) is pleased to announce that they have invested \$200,000 CAD into Shop and Shout Ltd, a Vancouver-based technology company doing business as Creator.co (“**Creator**”).

The follow-on investment is part of the original agreement from August 30<sup>th</sup>, 2022, whereby the Company agreed to a second loan of \$200,000 CAD in the form of a convertible promissory note (the “**Note**”) if Creator were to achieve set monthly recurring revenue targets, directly related to its main software as a service business. The monthly recurring revenue amount has now been reached by Creator. The convertible promissory note carries 10% annual interest rate and matures on August 30<sup>th</sup>, 2023 (the “**Maturity Date**”). Upon maturity, the Note is convertible into common shares of Creator at the election of the holder at a conversion price equal to: (i) the Valuation Cap divided by (ii) the aggregate number of common shares of Creator outstanding as of the Maturity Date. The Note is subject to additional conversion and maturity features as follows:

- a) in the event that, at any time when this Note remains outstanding, Creator completes equity financing resulting in the issuance and sale of its equity securities (the “Qualified Securities”) for the proceeds of at least \$1,000,000 (a “Qualified Financing”), excluding any proceeds resulting from conversion of Notes, then the outstanding principal and accrued Interest under this Note shall automatically convert into Qualified Securities at a conversion price equal to the lesser of: (a) 80% of the price per share paid upon Qualified Financing, or (b) price per share equal to: (ii) the valuation cap divided by (ii) the aggregate number of common shares of Creator outstanding immediately prior to the initial closing of the Qualified Financing. The Qualified Securities to be issued upon conversion of the Note shall be entitled to the same rights and subject to the same obligations provided in the purchase agreement entered into upon Qualified Financing.
- b) in the event Creator proposes to effect (x) the acquisition of Creator by means of any transaction or series of related transactions (including, without limitation, any reorganization, merger or consolidation, but not including a bona fide equity financing transaction) that results in the transfer of 50% or more of the outstanding voting power of Creator, or (y) the sale or transfer of all or substantially all of Creator’s assets other than to an affiliate of Creator (either, a “Corporate Transaction”) prior to the conversion or repayment in full of this Note, then at Plank’s election: (x) the Note will be converted into common shares of Creator at a conversion price equal to: the valuation cap divided by the aggregate number of common shares of Creator outstanding immediately prior to the closing of the Corporate Transaction (assuming conversion of all outstanding securities convertible into common shares and exercise of all outstanding options and warrants, including all common shares of reserved and available for future grant under any equity incentive or similar plan of Creator but excluding equity securities of Creator issuable upon the conversion of convertible notes, or other indebtedness), or (y) Creator will pay Plank an aggregate amount equal to the outstanding principal and unpaid accrued interest as of the closing of the Corporate Transaction.

**About Creator.co**

Creator.co is a globally recognized top 5 Influencer marketing platform originally built to automate and scale influencer campaigns for brands. Creator has evolved into an ecosystem for brands

and creators to collaborate, grow, and earn more - together. Over 140,000 influencers have registered to the platform so far, and over 6,000 new creators are signing up monthly to the platform.

### **About Plank Ventures Ltd.**

Plank is an investment company targeting investments and business opportunities in the technology arena, focusing on early-stage start-up companies that already have developed a customer and revenue base and were seeking funding for expansion.

### **ON BEHALF OF THE BOARD OF DIRECTORS**

*“Laurie Baggio”*

CEO and Director

For additional information please contact:

Laurie Baggio, CEO Tel: 778 300-7565

*All statements in this press release, other than statements of historical fact, are “forward-looking information” with respect to the Company, Shop and Shout Ltd., and their respective business within the meaning of applicable securities laws, including the business plans and prospects of the Company. The Company provides forward-looking statements for the purpose of conveying information about current expectations and plans relating to the future and readers are cautioned that such statements may not be appropriate for other purposes. By its nature, this information is subject to inherent risks and uncertainties that may be general or specific and which give rise to the possibility that expectations, forecasts, predictions, projections or conclusions will not prove to be accurate, that assumptions may not be correct and that objectives, strategic goals and priorities will not be achieved. These risks and uncertainties include but are not limited those identified and reported in the Company’s public filings under its SEDAR profile at [www.sedar.com](http://www.sedar.com). Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements. 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 unless required by law.*