

ThreeD Capital Inc. and Joint Actor Acquire Controlling Interest of AMPD Ventures Inc.

Toronto – March 10, 2021 – ThreeD Capital Inc. (“ThreeD” or the “Company”) (CSE:IDK / OTCQB:IDKFF) a Canadian based venture capital firm that invests in disruptive companies and promising junior resources companies, is pleased to announce that it and Sheldon Inwentash, (the “Joint Actor”) has acquired ownership and control of an aggregate of 5,500,000 common shares (the “Subject Shares”) and 5,500,000 common share purchase warrants (the “Subject Warrants” and together with the Subject Shares, the “Subject Units”) of AMPD Ventures Inc. (“AMPD”) on March 10, 2021. Furthermore, 900,000 common share options (the “Subject Options”) were granted by the Company to an entity controlled by the Joint Actor pursuant to an advisory agreement (the “Option Grant”). The Subject Shares represented approximately 10.2% of all issued and outstanding common shares of AMPD as of March 10, 2021 immediately following the transaction described above (or approximately 19.7% on a partially diluted basis, assuming exercise of the Subject Warrants and Subject Options only), resulting in a corresponding increase in the percentage of shares held by ThreeD and its Joint Actor as a result of the transaction.

Immediately before the transaction described above, ThreeD and the Joint Actor did not hold any securities of AMPD.

Immediately following the transaction and Option Grant described above, ThreeD and the Joint Actor held an aggregate of 5,500,000 common shares (the “Post-Closing Shares”) and convertible securities entitling ThreeD and the Joint Actor to acquire an additional 6,400,000 common shares of AMPD (the “Post-Closing Convertible Securities”), representing approximately 10.2% of the issued and outstanding common shares of AMPD (or approximately 19.7% assuming exercise of such Post-Closing Convertible Securities only). Of this total, ThreeD held an aggregate of 3,500,000 of the Post-Closing Shares and 3,500,000 of the Post-Closing Convertible Securities, representing approximately 6.5% of the issued and outstanding common shares of the Company (or approximately 12.2% assuming exercise of such Post-Closing Convertible Securities only), and the Joint Actor held an aggregate of 2,000,000 of the Post-Closing Shares and 2,900,000 of the Post-Closing Convertible Securities, representing approximately 3.7% of the issued and outstanding common shares of AMPD (or approximately 8.6% on a partially diluted basis, assuming exercise of such Post-Convertible Securities only).

The Subject Units were acquired in a private placement and not through the facilities of any stock exchange. The holdings of securities of AMPD by ThreeD and the Joint Actor are managed for investment purposes, and ThreeD and the Joint Actor could increase or decrease their investments in AMPD at any time, or continue to maintain their current investment position, depending on market conditions or any other relevant factor. The aggregate consideration payable for the Subject Units was \$825,000, or \$0.15 per Subject Unit.

The trade was effected in reliance upon the exemption contained in Section 2.3 of National Instrument 45-106 on the basis that each of ThreeD and the Joint Actor is an “accredited investor” as defined herein.

About ThreeD Capital Inc.

ThreeD is a publicly-traded Canadian-based venture capital firm focused on opportunistic investments in companies in the junior resources and disruptive technologies sectors. ThreeD’s investment strategy is to invest in multiple private and public companies across a variety of sectors globally. ThreeD seeks to invest in early stage, promising companies where it may be the lead investor and can additionally provide investees with advisory services and access to the Company’s ecosystem.

For further information:

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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.