



IMPACT ANALYTICS ENTERS INTO LETTER OF INTENT WITH DARKFLOW FOR JOINT VENTURE PARTNERSHIP

Calgary, Alberta / February 27, 2024 – Impact Analytics Inc. ("Impact Analytics" or the "Company") (CSE: PACT) (OTC: IPTNF) (FWB: 9YZ0), a risk assessment, data intelligence and financial services platform powered by AI, announces that it has entered into a letter of intent ("**Letter of Intent**") with Darkflow Holdings, Inc. ("**Darkflow**") dated February 26, 2024, in connection with a potential joint venture (the "**Proposed JV**").

Through its unique technology and proprietary software (the "**Darkflow Technology**"), Darkflow conducts entity resolution compliance, anti-corruption, embezzlement prevention and relationship awareness risk detection with perpetual monitoring. The Proposed JV is intended to allow the Company to integrate the Darkflow Technology into its current product suite and Darkflow to do the same with the Company's technology.

Pursuant to the terms of the Letter of Intent, the parties have period of one-hundred and twenty (120) days, to exclusively negotiate, in good faith, the terms and conditions a definitive agreement or joint venture agreement that give effect to the Proposed JV ("**Definitive Agreement**"), whether formally or pursuant to the creation of a special purpose vehicle ("**SPV**"), or otherwise.

The Letter of Intent provides a framework for negotiating the Definitive Agreement, which at this time, the parties are proposing the following key terms and conditions in connection with the Proposed JV:

- The Company will fund all development costs associated with the Proposed JV (the "**Development Costs**") in exchange for Darkflow providing the Proposed JV with use and access to the Darkflow Technology.
- Any intellectual property derived, produced, created, or otherwise owned, in any manner whatsoever, shall be owned by the Proposed JV.
- If and when any of the products developed pursuant to the Proposed JV generate revenue, Impact Analytics will be entitled to 70% of such net revenues until the Company recuperates the Development Costs. Once Development Costs have been fully recuperated, the parties will be entitled to split the net revenues on a 50-50 basis.

Eric Entz, the Company's CEO, commented "*We are excited to initiate this strategic JV with Dark Flow AI. Darkflow is a leader in its respective space, and we look forward to integrating their accretive technologies and vice versa. This JV again validates out novel technology stack and will also allow for broader use cases for the Impact platform*".

Michael Brigante, President of Darkflow, commented "*The team has been working on Darkflow.ai with some of the world's leading subject matter experts to provide real corporate intelligence for the private sector, leveraging federal grade technologies used by the most sophisticated government agencies.*" Mr. Brigante continued "*We look forward to working with the Impact Analytics team to adapt our underlying technology into commercial products to enhance SMB and enterprise analytics and risk management systems. Impact's vision to adapt Darkflow's technology is exciting, and we look forward to helping bring it to fruition.*"

Fairfax Partners

The Company also announces that it has re-engaged Fairfax Partners Inc. ("**Fairfax Partners**"), on a month-to-month basis to provide social media services, manage the Company's inbound investor outreach and manage the preparation and assist with the dissemination of the Company's press releases. The Company has budgeted CAD\$10,000.00 per month for the services, plus pre-approved expenses. The Company will not issue any securities to Fairfax Partners in consideration for the services. Fairfax Partners does not have any prior relationship with the Company and the Company and Fairfax Partners deal at arm's length.

About Darkflow

Darkflow is a company based in Virginia, USA that conducts entity resolution compliance, anti-corruption, embezzlement prevention and relationship awareness risk detection with perpetual monitoring. Learn more at <https://www.darkflow.ai/>.

About Impact Analytics

Impact Analytics is a risk assessment, data intelligence and financial services platform powered by AI. The Company is building a proprietary product stack to optimize and streamline financial decision making for enterprises and individuals. Learn more at <https://www.impactrisk.ai/>.

ON BEHALF OF THE BOARD OF DIRECTORS

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The CSE and Information Service Provider have not reviewed and does not accept responsibility for the accuracy or adequacy of this release.

Forward-Looking Information

Certain information in this news release may constitute "forward-looking" information that involves known and unknown risks, uncertainties, future expectations and other factors which may cause the actual results, performance or achievements of the Company or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward looking information. When used in this news release, this information may include words such as "anticipate", "estimate", "may", "will", "expect", "believe", "plan" and other terminology. This information reflects current expectations regarding future events and operating performance and speaks only as of the date of this news release.

Forward-looking statements in this news release may include, but are not limited to, the development of any product and service offerings in connection with the Proposed JV, including the terms and conditions of the Definitive Agreement, any potential business synergies stemming from the Proposed JV, the Company being able to successfully integrate and use the Darkflow Technology and the services rendered by Fairfax Partners to the Company.

Except as required by law, we assume no obligation to update or revise forward-looking information to reflect new events or circumstances. Additional information is available in the Corporation's Management Discussion and Analysis, which can be found on SEDAR+ at www.sedarplus.ca.