

PROMINO NUTRITIONAL SCIENCES INC. COMPLETES ACQUISITION OF CASH AND SECURITIES OF HELIOS HELIUM CORP.

Burlington, ON – (August 2, 2024) – Promino Nutritional Sciences Inc. (CSE:MUSL) (OTC: MUSLF) (FRANKFURT:93X) (“**Promino**” or the “**Company**”) is pleased to announce, further to its news releases dated April 29, 2024 and June 27, 2024, the completion of the acquisition of all of the outstanding shares of Helios Helium Corp. (“**Helios**”) by way of a three-cornered amalgamation (the “**Transaction**”).

Pursuant to the closing adjustments in the Transaction agreement, the Company issued 35,033,889 common shares (“**Promino Shares**”) to the Helios shareholders based on a share exchange ratio of 0.959044 Promino Share for each Helios common share (of which an aggregate of 22,105,972 Promino Shares are subject to resale restrictions and cannot be traded before December 3, 2024), and the Helios consideration was adjusted accordingly. On completion of the Transaction, there were outstanding Helios warrants exercisable to acquire 11,850,000 common shares, 1,088,800 common shares and 497,000 common shares at exercise prices of \$0.20, \$0.25 and \$0.10, respectively, until March 28, 2026. The holders of the outstanding Helios warrants will be entitled, in accordance with the terms of such warrants, to receive Promino Shares on the exercise of such warrants.

Further to the Company’s April 19, 2024 News Release, the Helios bridge loan in the principal amount of \$1-million to the Company is forgiven on completion of the transaction.

Unrelated to the Transaction, further to the Company’s news release dated July 23, 2024, the Company wishes to correct the number of shares being issued under the advisory agreements. In consideration for the services provided to the Company, the advisors will receive an aggregate of 1,700,000 common shares of the Company (rather than 1,600,000) issuable in equal tranches during the initial eighteen-month term of the agreements.

About Promino

Promino is an innovative and research driven Canadian nutraceutical company specializing in the development of patented and science-based products for the global consumer packaged goods market, with a portfolio focused specifically on muscle health. Promino's lead product, Rejuvenate™, is a patented proprietary formulation that is clinically proven to assist in the building, rebuilding, restoration and rejuvenation of natural muscle mass. Promino also offers Promino™, an elite performance supplement for both professional and amateur athletes to accelerate muscle recovery, build strength and accelerate recovery from injury. Promino was founded in 2015 and is located in Burlington, Ontario.

To learn more about Promino, visit <http://www.drinkpromino.com>

More information about Rejuvenate™ can be found <https://www.rejuvenatemuscle.com>

Forward-Looking Statements

This news release contains "forward-looking information" and "forward-looking statements" (collectively, "forward-looking statements") within the meaning of applicable Canadian securities legislation. All statements, other than statements of historical fact, are forward-looking statements and are based on expectations, estimates and projections as at the date of this news release. All statements that address activities, events, or developments that the Company expects or anticipates will, or may, occur in the future, are forward-looking statements, including statements regarding: the Transaction, including the timing, terms and completion of the Transaction and the receipt of all necessary corporate, regulatory and shareholder approvals for the Transaction; the Bridge Loan; and the Company's business prospects, future trends, plans and strategies. In some cases, forward looking statements are preceded by, followed by, or include words such as "may", "will," "would", "could", "should", "believes", "estimates", "projects", "potential", "expects", "plans", "anticipates", "continues", or the negative of those words or other similar or comparable words. In preparing the forward-looking statements in this news release, the Company has applied several material assumptions, including, but not limited to, the Company will receive all requisite approvals necessary for the Transaction in a timely fashion, that the conditions precedent to completion of the Transaction will be satisfied in a timely manner; that protein supplement market growth will continue as anticipated by the Company, and that general business and economic conditions will not change in a materially adverse manner. There can be no assurance that the proposed Transaction will be completed on the proposed terms and conditions or at all. These forward-looking statements are based on reasonable assumptions and estimates of management of the Company at the time such statements were made. Actual future results may differ materially as forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to materially differ from any future results, performance or achievements expressed or implied by such forward-looking statements. Although the forward-looking statements contained in this news release are based upon what management of the Company believes, or believed at the time, to be reasonable assumptions, the Company cannot assure shareholders that actual results will be consistent with such forward-looking statements, as there may be other factors that cause results not to be as anticipated, estimated or intended. Readers should not place undue reliance on the forward-looking statements and information contained in this news release. The Company assumes no obligation to update the forward-looking statements of beliefs, opinions, projections, or other factors.

For further information about Promino:

Vito Sanzone, Chief Executive Officer, ir@elementnutrition.com, 289-348-1970 ext. 222;

Marc Charbin, Investor Relations, ir@elementnutrition.com, 416-467-5229