

ZOGLO'S ANNOUNCES \$700,000 PRIVATE PLACEMENT OF UNITS



Vancouver, BC – January 31, 2024: [Zoglo's Food Corp.](#) (**CSE: ZOG**) (**FSE: KX9**) ("Zoglo's" or the "Company"), is pleased to announce a non-brokered private placement offering (the "Offering") of up to 12,727,272 units at a price of \$0.055 per unit (each, a "Unit") for gross proceeds of up to \$700,000. Each Unit consists of one common share (a "Common Share") of the Company and one whole Common Share purchase warrant (a "Warrant"). Each Warrant will entitle the

holder thereof to acquire one Common Share at an exercise price of \$0.10 per common share for a period of 36 months from the closing date of the Offering.

The net proceeds of the Offering are expected to be used for general working capital purposes and to pay the Company's outstanding payables. The securities issued under the Offering will be subject to a statutory hold period in Canada expiring four months and one day from the closing of the Offering. No Finder's fees are payable in connection with the Offering.

All references to currency in this news release are to Canadian currency. The Company shall obtain securityholder approval for the Offering, by consent resolution, in accordance with section 4.6(2) of CSE Policy 4 – *Corporate Governance, Security Holder Approvals and Miscellaneous Provisions*.

The securities issued pursuant to the Offering have not, nor will they be registered under the United States Securities Act of 1933, as amended, and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons in the absence of U.S. registration or an applicable exemption from the U.S. registration requirements. This news release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in the United States or in any other jurisdiction in which such offer, solicitation or sale would be unlawful.

About Zoglo's Food Corp.

Zoglo's Food Corp. is a publicly-traded company listed on the Canadian Securities Exchange under the ticker: ZOG and the Frankfurt Stock Exchange under the ticker: KX9.

ON BEHALF OF THE BOARD OF DIRECTORS

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Neither the CSE nor its regulation services provider accepts responsibility for the adequacy or accuracy of this release

This press release includes "forward-looking information" that is subject to a number of assumptions, risks and uncertainties, many of which are beyond the control of the Company. Forward-looking statements may include but are not limited to, statements relating to the closing of the Offering and the Company's use of proceeds and are subject to all of the risks and uncertainties normally incident to such events. Investors are cautioned that any such statements are not guarantees of future events and that actual events or developments may differ materially from those projected in the forward- looking statements. Such forward-looking statements represent management's best judgment based on information currently available. No securities regulatory authority has either approved or disapproved of the contents of this news release. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements, except as may be required by law.