NOT FOR DISTRIBUTION TO U.S. NEWS WIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES

NTG Clarity Announces Closing of its Brokered LIFE Offering

Toronto, ON / September 27, 2024 / NTG Clarity Networks Inc. (TSXV: NCI) (OTC: NYWKF) (the "**Company**" or "**NTG**"**)**, is pleased to announce the closing of its previously announced brokered financing. Canaccord Genuity Corp. (the "**Agent**") acted as the sole agent and bookrunner on the transaction, pursuant to which NTG issued an aggregate of 3,720,000 units (the "**Units**") at a price of C$1.40 per Unit, for aggregate gross proceeds of C$5,208,000 (the "**Offering**").

Each Unit consists of one common share (a "**Common Share**") and one-half of one Common Share purchase warrant of the Company (each whole Common Share purchase warrant, a "**Warrant**"). Each Warrant is exercisable to acquire one Common Share of the Company (a "**Warrant Share**") at a price of C$2.00 per Warrant Share for a period of 24 months following the date hereof.

The Units were issued pursuant to the listed issuer financing exemption under Part 5A of National Instrument 45-106 – Prospectus Exemptions. The securities offered under the listed issuer financing exemption will not be subject to a hold period, in accordance with applicable Canadian securities laws.

The Company intends to use the net proceeds of the Offering to support the expansion and delivery of digital transformation solutions through the Company's Egypt Offshore Centre and Saudi sales office and for working capital and general corporate purposes.

In connection with the Offering and as consideration for their services, the Company paid to the Agent a cash commission of up to 6.0% of the aggregate gross proceeds of the Offering and issued to the Agent non-transferable warrants of the Company (the "**Broker Warrants**") in an amount equal to 6.0% of the number of Units issued under the Offering. Each Broker Warrant entitles the holder thereof to acquire one Common Share at a price of C$1.40, subject to adjustment in certain events, at any time on or before September 27, 2026.

About NTG Clarity Networks Inc.
NTG Clarity Networks' vision is to be a global leader in digital transformation solutions. As a Canadian company established in 1992, NTG Clarity has delivered software, networking, and IT solutions to large enterprises including financial institutions and network service providers. More than 700 IT and network professionals provide design, engineering, implementation, software development and security expertise to the industry's leading enterprises.

Forward Looking Information

Certain statements in this release, other than statements of historical fact, are forward looking information that involves various risks and uncertainties. Such statements relating to, among other things, the use of proceeds of the Offering, are necessarily subject to risks and uncertainties, some of which are significant in scope and nature.

These uncertainties may cause actual results to differ from information contained herein. There can be no assurance that such statements will prove to be accurate. Actual results and future events could differ materially from those anticipated in such statements. These and all subsequent written and oral forward-looking statements are based on the estimates and opinions of the management on the dates they are made and expressly qualified in their entirety by this notice. The Company assumes no obligation to update forward looking statements should circumstances or management's estimates or opinions change.

For Further Information:

Adam Zaghloul, Vice President, Strategy & Planning
NTG Clarity Networks Inc.
Ph: 905-305-1325
Fax: 905-752-0469
Email: adam@ntgclarity.com