Captor Capital Corp. Drives Strategic Expansion with US$500,000 Bitcoin Acquisition and US$450,000 Convertible Loan Note from European Institutional Investor

Toronto, Ontario – (May 27, 2025) Captor Capital Corp. ("**Captor**" or the "**Company**") (CSE: CPTR) is excited to announce a significant milestone in its growth strategy with the acquisition of US$500,000 in Bitcoin for treasury holdings and the issuance of unsecured convertible loan notes (the "**Notes**") in the aggregate amount of US$450,000 to a European-based institutional investor (the "**Noteholder**"). These strategic moves reinforce Captor's commitment to innovative financial strategies and delivering exceptional value to its shareholders. The Notes will be convertible into common shares in the capital of Captor (the "**Common Shares**") at a price equal to the closing price of the Common Shares trading on the Canadian Securities Exchange (the "**CSE**") on the day immediately before the earlier of May 27, 2026 (the "**Maturity Date**") or the conversion of the Notes.

Key Highlights of the Convertible Loan Note Agreement:

- **Cost-Effective Capital**: The Notes, maturing on the Maturity Date, are unsecured and bear interest at a rate of 6.5%, providing Captor with flexible, low-cost capital to support its ambitious growth plans.
- **Flexible Conversion Terms**: The Notes may convert into Common Shares under the following conditions:
    - Upon a qualified equity fundraising of US$10 million or more.
    - Following a share sale resulting in a change of control.
    - Prior to the Maturity Date with the consent of the Company.
    - On the Maturity Date, if no prior conversion event occurs and with the consent of the Company.
- **Controlled Transferability**: The Notes are transferable only with Captor's written consent and in minimum denominations of US$1,000, ensuring structured and secure transactions.

The Notes are not listed on any stock exchange, including the CSE, and no application for listing is currently planned, ensuring a focused and efficient investment structure.

Strategic Use of Proceeds

The proceeds from the Notes will bolster Captor's general working capital and fuel its dynamic investment strategies, enabling the Company to drive sustainable growth across its diversified portfolio.

Leadership Perspective

John Zorbas, Director of Captor, commented: "We are thrilled to partner with a leading institutional investor in this financing. This agreement provides us with the financial flexibility to execute our strategic vision. Combined with our recent Bitcoin acquisition, Captor is well-positioned to capitalize on emerging opportunities and deliver long-term value to our shareholders."

About Captor Capital Corp.

Captor Capital Corp. is a forward-thinking Canadian investment firm dedicated to creating shareholder value through strategic financing and high-impact partnerships. By leveraging innovative investment opportunities, including digital assets like Bitcoin, Captor is building a diversified portfolio designed for growth.

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Forward-Looking Information

This press release includes certain "forward-looking information" within the meaning of applicable Canadian securities legislation. All statements herein, other than statements of historical fact, constitute forward-looking information. Forward-looking information is frequently, but not always, identified by words such as "expects", "anticipates", "believes", "intends", "estimates", "potential", "possible", and similar expressions, or statements that events, conditions, or results "will", "may", "could", or "should" occur or be achieved. Forward-looking information in this press release includes, but is not limited to, statements regarding the issuance, conversion and terms of the Notes; the intended use of proceeds; the Company's aim to provide to investors the potential for significant equity upside; the Company's ability to seize high-potential opportunities and drive sustainable growth across its portfolio; and the Company's vision and business and investment strategies. Forward-looking information reflects the beliefs, opinions and projections on the date the statements are made and are based upon a number of assumptions and estimates that, while considered reasonable by the Company, are inherently subject to significant business, technical, economic, and competitive uncertainties and contingencies. Many factors, both known and unknown, could cause actual results, performance or achievements to be materially different from the results, performance or achievements that are or may be expressed or implied by such forward-looking information. Such risks, uncertainties and other factors include, without limitation, the Company's ability execute on its vision and business and investment plans; growth and development of decentralized finance and the digital asset sector; rules and regulations with respect to decentralized finance and digital assets; and general business, economic, competitive, political and social uncertainties. There can be no assurance that such forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on the forward-looking information. The Company does not undertake to update any forward-looking information, except in accordance with applicable securities laws.