



## **VersaBank Announces Initial Public Offering in the United States and Public Offering in Canada**

**London, ON/CNW, September 13, 2021** -- VersaBank (“VersaBank” or the “Bank”) today announced the launch of a marketed public offering of VersaBank’s common shares in the United States and Canada, representing VersaBank’s initial public offering in the United States.

In connection with the initial public offering in the United States, VersaBank has filed an application to list its common shares on The Nasdaq Global Select Market (the “Nasdaq”) under the ticker “VBNK”. Trading of VersaBank’s common shares is expected to commence on the Nasdaq following pricing of the offering. VersaBank’s common shares will continue to trade on the Toronto Stock Exchange (the “TSX”) under the symbol “VB”.

The offering will be conducted through a syndicate of underwriters led by Raymond James & Associates, Inc. as sole bookrunning manager and Keefe, Bruyette & Woods, Inc., as co-manager. The offering will be priced in the context of the market, with the price and total size of the offering to be determined at the time of entering into an underwriting agreement for the offering (the “Underwriting Agreement”).

VersaBank expects that the net proceeds of the offering will be used for general banking purposes and will qualify as Common Equity Tier 1 capital for the Bank. Closing of the offering will be subject to a number of customary conditions, including the entering into of the Underwriting Agreement, the listing of VersaBank’s common shares on the Nasdaq and the TSX, and any required approvals of the Nasdaq and the TSX.

In connection with the offering, VersaBank filed a preliminary prospectus supplement to its base shelf prospectus with the securities regulatory authorities in each of the provinces and territories of Canada, except Québec. The preliminary prospectus supplement and a base shelf prospectus have also been filed with the U.S. Securities and Exchange Commission as part of a registration statement on Form F-10 under the U.S.-Canada multijurisdictional disclosure system (MJDS). The public offering will be made in Canada only by means of the base shelf prospectus and preliminary prospectus supplement and in the United States only by means of the registration statement, including the base shelf prospectus and preliminary prospectus supplement. Such documents contain important information about the offering. Copies of the base shelf prospectus and the preliminary prospectus supplement can be found on SEDAR at [www.sedar.com](http://www.sedar.com), and a copy of the registration statement can be found on EDGAR at [www.sec.gov](http://www.sec.gov). Copies of such documents may also be obtained from any of the following sources: Raymond James & Associates, Inc., Attention: Equity Syndicate, 880 Carillon Parkway, St. Petersburg, Florida 33716, by telephone at (800) 248-8863 or by e-mail at [prospectus@raymondjames.com](mailto:prospectus@raymondjames.com); and Keefe, Bruyette & Woods, Inc. A Stifel Company, 787 Seventh Avenue, Fourth Floor, New York, NY 10019, Attention: Equity Capital Markets, or by calling (800) 966-1559.

Prospective investors should read the base shelf prospectus and the preliminary prospectus supplement, the registration statement and, once available, the final prospectus supplement before making an investment decision.

No securities regulatory authority has either approved or disapproved the contents of this press release. This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the common shares in any province, state or jurisdiction in which such offer, solicitation or sale would be

unlawful prior to the registration or qualification under the securities laws of any such province, state or jurisdiction.

#### **About VersaBank:**

VersaBank is a Canadian Schedule I chartered bank with a difference. VersaBank became the world's first fully digital financial institution when it adopted its highly efficient business-to-business model using its proprietary state-of-the-art financial technology to profitably address underserved segments of the Canadian banking market in the pursuit of superior net interest margins while mitigating risk. VersaBank obtains all of its deposits and provides the majority of its loans and leases electronically, with innovative deposit and lending solutions for financial intermediaries that allow them to excel in their core businesses. In addition, leveraging its internally developed IT security software and capabilities, VersaBank established wholly owned, Washington, DC-based subsidiary, DRT Cyber Inc. to pursue significant large-market opportunities in cyber security and develop innovative solutions to address the rapidly growing volume of cyber threats challenging financial institutions, multi-national corporations and government entities on a daily basis.

VersaBank's Common Shares trade on the Toronto Stock Exchange under the symbol VB and its Series 1 Preferred Shares trade under the symbol VB.PR.A.

#### **Special Note Regarding Forward-Looking Statements:**

This press release contains statements that constitute "forward-looking statements" and "forward-looking information" within the meaning of U.S. and Canadian securities laws, including without limitation, statements regarding the conduct of the offering; the intended listing of the common shares on the Nasdaq and the TSX; obtaining required approvals from the Nasdaq and the TSX; the granting of the underwriters' over-allotment option; and the anticipated use of proceeds. Forward-looking statements give the Bank's current expectations and projections relating to its financial condition, results of operations, plans, objectives, future performance and business, including the Bank's expectations regarding the transactions described in this press release and the anticipated use of proceeds therefrom, and can be identified by the fact that they do not relate strictly to historical or current facts. Such forward-looking statements may include words such as "expect," "anticipate," "intend," "believe," "estimate," "plan," "target," "strategy," "continue," "may," "will," "should," variations of such words, or other words and terms of similar meaning. All forward-looking statements reflect the Bank's best judgment and are based on several factors relating to its operations and business environment, all of which are difficult to predict and many of which are beyond its control. Such factors include, but are not limited to: the Bank's inability to price and close the offering of the common shares; the strength of the Canadian economy in general and the strength of local economies within Canada in which VersaBank conducts operations; the impact of the COVID-19 pandemic; the effects of changes in monetary and fiscal policy, including changes in interest rate policies of the Bank of Canada; changing global commodity prices; the effects of competition in the markets in which VersaBank operates; capital market fluctuations; the timely development and introduction of new products in receptive markets; the impact of changes in laws and regulations pertaining to financial services; changes in tax laws; technological changes; unexpected judicial or regulatory proceedings; unexpected change in consumer spending and saving habits; and VersaBank's anticipation of and success in managing the risks resulting from the foregoing. Forward-looking statements are based on information available to the Bank on the date hereof, and it does not have, and expressly disclaims, any obligation to publicly release any updates or any changes in its expectations, or any change in events, conditions, or circumstances on which any forward-looking statement is based. The Bank's actual results and the timing of certain events could differ materially from the forward-looking statements. These

forward-looking statements do not reflect the potential impact of any mergers, acquisitions, or other business combinations that had not been completed as of the date of this release.

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