# G2 Energy achieved a Debt Settlement Agreement with Debenture Holders.

***Vancouver, British Columbia – September 22, 2025.*** **G2 Energy Corp. (CSE: GTOO, FWB: UD9)** (the "Company" or "G2") announces that, further to its news release dated September 17, 2025, the Company and its subsidiary G2 Energy TX1 Inc. ("TX1") have entered today into a Debt Settlement Agreement with the Debenture Holders, settling the outstanding principal and interest in the amount of **USD $2,419,556.82.**

## Background

On May 31, 2022, the Company and TX1 entered into a Secured Convertible Debenture ("SCD") with the Debenture Holders. The SCD had a maturity date of May 31, 2024, and was amended on several occasions, most recently on March 1, 2024, when the parties executed a Secured Convertible Debenture Amending Agreement ("SCDAA"), which extended the maturity date to May 31, 2025.

On December 28, 2024, the Company received a Cease Trade Order from the British Columbia Securities Commission ("BCSC") due to its inability to file audited consolidated financial statements, management's discussion and analysis, and related officer certifications for the year ended June 30, 2024, by the prescribed deadline of October 28, 2024. On December 31, 2024, the Company's shares were suspended from trading on the Canadian Securities Exchange ("CSE") pursuant to Policy 3 as a Regulatory Halt under National Instrument 23-101.

On September 17, 2025, the Company received a Default Notice from the Debenture Holders. The SCD and SCDAA are currently in default in several areas, including failure to file financial statements, maintain CSE listing, make quarterly interest and royalty payments, maintain positive working capital, provide updated NI 51-101 Reserve Reports, and repay principal at maturity.

## Settlement Terms

Given its financial position, the Company determined it could not remedy these defaults within the permitted period and agreed to a full and final settlement with the Debenture Holders. Under the agreement, the SCD will be deemed repaid in full upon:

- *The Company transferring to the Debenture Holders all issued and outstanding shares of G2 Energy Holdings US Inc., which is the parent company of G2 Energy TX1 Inc. ("TX1"). TX1 is the direct owner of the Masten Unit. The shares of G2 Energy Holdings US Inc. will be transferred free and clear of all liens and encumbrances, together with directors' resolutions approving the transfer.*

The Company also has approximately **CAD $1,543,544** in unsecured liabilities and intends to pursue a shares-for-debt program with these unsecured creditors as part of its broader restructuring strategy.

## Future Plans

The Company intends to submit an application under National Policy 11-207 Failure-to-File Cease Trade Orders and Revocations in Multiple Jurisdictions ("NP 11-207") to the BCSC for partial revocation to permit a private placement. Proceeds will be used to prepare and file continuous disclosure documents and complete a shares-for-debt transaction to recapitalize the Company.

The Company representatives are in advanced discussions with new partners to introduce revenue-generating business operations into the Company, which can significantly enhance shareholder and creditor value.

The Company confirms that it is not aware of any other material information concerning its affairs that has not been generally disclosed.

On Behalf of the Board,

***"Slawek Smulewicz"***
Slawek Smulewicz
Chairman, CEO

For further information, please contact:


Slawek Smulewicz
T: +1 778 300 5387
E: slawek@g2.energy
W: WWW.G2.ENERGY


***About G2 Energy Corp.***
G2 is a junior oil and gas producer listed on the CSE exchange. Its primary focus is to acquire and develop additional overlooked, low risk, high return opportunities in the oil and gas sector. G2's strategy is to obtain a portfolio of risk-managed production and development opportunities onshore, U.S.A. In May 2022, G2 acquired the Masten Unit in the Permian Basin, Texas. The Masten Unit is the Company's first producing asset. G2 is targeting top tier projects with operating netbacks and infrastructure facilities which will fast track overall oil and gas production growth.

*The Canadian Securities Exchange has neither approved nor disapproved the information contained herein.*

**Forward Looking Statements Caution**

*Statements in this press release regarding the Company which are not historical facts are "forward-looking statements" that involve risks and uncertainties. Such information can generally be identified by the use of forwarding-looking wording such as "may", "expect", "estimate", "anticipate", "intend", "believe" and "continue" or the negative thereof or similar variations. Since forward-looking statements address future events and conditions, by their very nature, they involve inherent risks and uncertainties. The Company provides forward-looking statements for the purpose of conveying information about current expectations and plans relating to the future, including expectations regarding the Company's ability to meet its outstanding obligations, and readers are cautioned that such statements may not be appropriate for other purposes. By its nature, this information is subject to inherent risks and uncertainties that may be general or specific and which give rise to the possibility that expectations, forecasts, predictions, projections or conclusions may not prove to be accurate, that assumptions may not be correct and that objectives, strategic goals and priorities may not be achieved. These risks and uncertainties include but are not limited to those identified and reported in the Company's public filings under the Company's SEDAR+ profile at www.sedarplus.ca. The Company's ability to meet its outstanding obligations could differ materially from those currently anticipated due to factors such as: the performance of facilities and pipelines, commodity prices, price volatility, price differentials and the actual prices received for the Company's products, royalty regimes and exchange rates, the availability of capital, labour and services, the creditworthiness of industry partners, G2's ability to acquire additional assets, unexpected increases in operating costs, and risks associated with potential future lawsuits and regulatory actions made* *against the Company including but not limited to being found in default of the Company's obligations to Cloudbreak or Clarmond. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate as actual results and future events could differ materially.*