

Winston Capital Group Inc. Announces Closing of Initial Public Offering

Calgary, Alberta--(Newsfile Corp. - February 28, 2019) - Winston Capital Group Inc. (TSXV: WNST.P) (the "**Corporation**") announces it has completed its initial public offering (the "**Offering**") raising gross proceeds of \$500,000, pursuant to a final prospectus dated February 1, 2019. A total of 5,000,000 common shares in the capital of the Corporation (the "**Shares**") were subscribed for at a price of \$0.10 per Share. Mackie Research Capital Corporation (the "**Agent**") acted as the agent for the Offering. The Agent received a cash commission equal to 10% of the gross proceeds of the Offering, a corporate finance fee and non-transferable options to purchase up to 500,000 Shares at a price of \$0.10 per Share for a period of two years from the date the Shares are first listed on the TSX Venture Exchange (the "**TSXV**").

The Corporation now has 7,500,000 Shares issued and outstanding, with the directors, officers and seed shareholders of the Corporation, in aggregate, holding 2,500,000 Shares which are subject to escrow restrictions.

The Corporation has also granted 750,000 incentive stock options to its directors and officers which are exercisable for a period of ten years from the date of the grant at an exercise price of \$0.10 per Share.

The Shares are listed on the TSXV, are currently halt traded and the halt is expected to be lifted and trading is expected to commence on or about Monday, March 4, 2019.

This news release shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any state in the United States in which such offer, solicitation or sale would be unlawful. The securities referred to herein have not been and will not be registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

ABOUT THE CORPORATION

The Corporation is a capital pool company (a "**CPC**") that has not commenced commercial operations and has no assets other than cash. Except as specifically contemplated in the TSX Venture Exchange Inc.'s CPC policy, until the completion of its qualifying transaction, the Corporation will not carry on business, other than the identification and evaluation of businesses or assets with a view to completing a proposed qualifying transaction.

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Forward-Looking Information Cautionary Statement

Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or the Corporation's future performance. The use of any of the words "could", "expect", "believe", "will", "projected", "estimated" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Corporation's current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. In particular, the Corporation's stated use of proceeds and its expectation as to the resumption of trading of the common shares on the Exchange constitute forward-looking information. Actual results and developments may differ materially from those contemplated by forward-looking information. Readers are cautioned not to place undue reliance on forward-looking information. The statement made in this press release are made as of the date hereof. The Corporation disclaims any intention or obligation to publicly update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as may be expressly required by applicable securities laws.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this news release.

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