

Treatment

NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR
DISSEMINATION IN THE UNITED STATES

TREATMENT.COM AI INC. ANNOUNCES NON-BROKERED PRIVATE PLACEMENT OF UP TO \$2,000,000

Vancouver, British Columbia, February 16, 2024 – Treatment.com AI Inc. (the “**Company**” or “**Treatment**”) (CSE: TRUE; OTC: TREIF; FFA: 939) is pleased to announce a non-brokered private placement of up to 5,000,000 special warrants of the Company (each, a “**Special Warrant**”) at a price of \$0.40 per Special Warrant, for aggregate gross proceeds of up to \$2,000,000 the “**Offering**”).

Each Special Warrant will automatically convert without payment of any additional consideration into one unit of the Company (a “**Unit**”) on the date that is the earlier of (i) the third business day after a) a receipt for a final prospectus or b) the date of filing a prospectus supplement to a short form base shelf prospectus qualifying the distribution of the Shares and Warrants issuable upon the conversion of the Special Warrants, and (ii) 4 months and one day after the issue date of the Special Warrants.

Each Unit will be comprised of one common share of the Company (each, a “**Share**”) and one-half of one share purchase warrant (each whole, a “**Warrant**”) of the Company, with each Warrant exercisable into one additional Share at an exercise price of \$0.60 for two (2) years from the date of closing.

The Company may pay a finder’s fee of up to 8% of the gross proceeds of the Offering and may issue to certain eligible finders non-transferable broker warrants (the “**Broker Warrants**”) equal up to 8% of the number of Special Warrants sold under the Offering. Each Broker Warrant will entitle the holder to purchase one Common Share (a “**Broker Share**”) at an exercise price of \$0.60 per Broker Share for a period of two (2) years from the date of closing.

The Company intends to use the proceeds raised from the Offering for working capital purposes. The Offering is expected to close on or before February 29, 2024. The Offering is subject to certain conditions including, but not limited to, receipt of all necessary approvals including the approval of the Canadian Securities Exchange. All securities issued in connection with the Offering will be subject to a statutory hold period of four months plus one day from the date of issuance in accordance with applicable securities legislation. The Offering is not subject to a minimum aggregate amount of subscriptions.

The securities issued pursuant to the Offering have not, nor will they be registered under the United States Securities Act of 1933, as amended, and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons in the absence of U.S. registration or an applicable exemption from the U.S. registration requirements. This news release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in the United States or in any other jurisdiction in which such offer, solicitation or sale would be unlawful.

FOR ADDITIONAL INFORMATION, CONTACT:

Dr. Essam Hamza, CEO
<mailto:ehamza@treatment.com>
1 (612) 788-8900
Toll Free:
1 (888) 788-8955

Cautionary Statement

This news release contains forward-looking statements relating to the future operations of Treatment and other statements that are not historical facts. Forward-looking statements are often identified by terms such as "will", "may", "should", "anticipate", "expects" and similar expressions. All statements other than statements of historical fact, included in this release, including, without limitation, statements regarding the Offering, the use of proceeds of the Offering, and future plans and objectives of Treatment, are forward-looking statements that involve risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from Treatment's expectations include other risks detailed from time to time in the filings made by Treatment with securities regulators.

The reader is cautioned that assumptions used in the preparation of any forward-looking information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of Treatment. The reader is cautioned not to place undue reliance on any forward-looking information. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement. The forward-looking statements contained in this news release are made as of the date of this news release and Treatment will only update or revise publicly the included forward-looking statements as expressly required by Canadian securities law.