Roshni Capital Inc. Closes Private Placement

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Toronto, Ontario--(Newsfile Corp. – February 24, 2025) - Roshni Capital Inc. (TSXV: ROSH.P) (the "**Corporation**") is pleased to announce that after market on Friday, February 21st, it has completed a private placement (the "Private Placement") for a total of 1,900,000 common shares at a price of $0.05 per common share for gross proceeds of $95,000.

The proceeds of the Private Placement, together with the proceeds from prior sales of common shares, will be used by the Corporation to identify and evaluate assets or businesses for acquisition with a view to completing a "Qualifying Transaction" under the TSX Venture Exchange (the "**Exchange**") policies and for general working capital purposes.

All Shares issued pursuant to this Private Placement will be subject to a four (4) month hold period from the date of issuance. No Finder's Fee was paid on the private placement.

FORWARD-LOOKING STATEMENTS

This press release contains certain forward-looking statements, including statements about the Corporation's future plans and intentions, listing of the common shares on the Exchange, use of proceeds of the Private Placement and completion of a Qualifying Transaction. Wherever possible, words such as "may", "will", "should", "could", "expect", "plan", "intend", "anticipate", "believe", "estimate", "predict" or "potential" or the negative or other variations of these words, or similar words or phrases, have been used to identify these forward-looking statements. These statements reflect management's current beliefs and are based on information currently available to management as at the date hereof.

Forward-looking statements involve significant risk, uncertainties and assumptions. Many factors (including those discussed in the Corporation's MD&A and other continuous disclosure filings) could cause actual results, performance or achievements to differ materially from the results discussed or implied in the forward-looking statements. These factors should be considered carefully, and readers should not place undue reliance on the forward-looking statements. Although the forward-looking statements contained in this press release are based upon what management believes to be reasonable assumptions, the Corporation cannot assure readers that actual results will be consistent with these forward-looking statements. These forward-looking statements are made as of the date of this press release, and the Corporation assumes no obligation to update or revise them to reflect new events or circumstances, except as required by law.

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