VICTORY OPPORTUNITIES 1 CORP. COMPLETES CHANGE OF DIRECTORS AND OFFICERS AND TRANSFER OF COMMON SHARES WITHIN ESCROW

News Release - Vancouver, British Columbia – July 25, 2024: Victory Opportunities 1 Corp. (**TSX-V: VOC.P**) (the "**Company**") announces, further to its news release dated June 19, 2024, Michael Yeung, Jeff Stevens, Andrew Ryu, and Paul Haber resigned as directors and officers of the Company and were replaced by Brian Shin (Director, CEO, CFO and Corporate Secretary), Ken Engquist (Director) and Charanjit Hayre (Director). The change of directors and officers were approved by the requisite number of disinterested shareholders of the Company by written consent.

In connection with the change of directors and officers, the news directors and officers acquired common shares within escrow. This news release is being disseminated as required by National Instrument 62-103 *The Early Warning System and Related Take Over Bids and Insider Reporting Issuers* in connection with the filing of early warning reports (the "**Early Warning Reports**") regarding the acquisition of common shares in escrow of the Company by Ken Engquist, Brian Shin, and Charanjit Hayre.

Brian Shin acquired 700,000 common shares of the Company pursuant to a private CPC escrow share purchase agreement. Mr. Shin paid $0.05 per common share for aggregate proceeds of $35,000 for the acquisition of the 700,000 escrowed common shares. After completion of the acquisition of the 700,000 common shares, Mr. Shin owns and controls 700,000 common shares which represents approximately 11% of 6,388,000 issued and outstanding common shares of the Company. The common shares acquired by Mr. Shin are held for investment purposes and are subject to an escrow agreement pursuant to TSX Venture Exchange Policy 2.4 – *Capital Pool Companies.*

Ken Engquist acquired 1,000,000 common shares of the Company pursuant to a private CPC escrow share purchase agreement. Mr. Engquist paid $0.05 per common share for aggregate proceeds of $50,000 for the acquisition of the 1,000,000 escrowed common shares. After completion of the acquisition of the 1,000,000 common shares, Mr. Engquist owns and controls 1,000,000 common shares which represents approximately 15.7% of 6,388,000 issued and outstanding common shares of the Company. The common shares acquired by Mr. Engquist are held for investment purposes and are subject to an escrow agreement pursuant to TSX Venture Exchange Policy 2.4 – *Capital Pool Companies.*

Charanjit Hayre acquired 1,000,000 common shares of the Company pursuant to a private CPC escrow share purchase agreement. Mr. Hayre paid $0.05 per common share for aggregate proceeds of $50,000 for the acquisition of the 1,000,000 escrowed common shares. After completion of the acquisition of the 1,000,000 common shares, Mr. Hayre owns and controls 1,000,000 common shares (500,000 of which are held by Mr. Hayre's holding company, 1184091 B.C. Ltd.) which represents approximately 15.7% of 6,388,000 issued and outstanding common shares of the Company. The common shares acquired by Mr. Hayre are held for investment purposes and are subject to an escrow agreement pursuant to TSX Venture Exchange Policy 2.4 – *Capital Pool Companies.*

The Early Warning Reports have been filed under the Company's profile on SEDAR+ and can be viewed at www.sedarplus.ca.

The Company is a capital pool company within the meaning of the policies of the TSX Venture Exchange. The Company has not commenced operations and has no assets other than cash.

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This news release may include “forward-looking information” that is subject to a few assumptions, risks and uncertainties, many of which are beyond the control of the Company. Investors are cautioned that any such statements are not guarantees of future events and that actual events or developments may differ materially from those projected in the forward-looking statements. Such forward-looking statements represent management’s best judgment based on information currently available.