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NEWS RELEASE

January 21st, 2022

RevoluGROUP Canada Inc. Announces \$2 Million Private Placement Led by Steve Marshall

Vancouver, BC – RevoluGROUP Canada Inc. (TSX-V: [REVO](#)), (Frankfurt: [IJA2](#)) ("the Company") announces a non-brokered private placement of up to 10,000,000 units at a price of \$0.20 each, to raise gross proceeds of up to \$2,000,000. Each unit will consist of one common share and one warrant (each, a "Warrant") exercisable to purchase one additional common share at a price of \$0.40 each for a period of one (1) year from the date of issuance. The expiry of the Warrants may be accelerated at the sole discretion of the Company by written notice if the closing price for the Common Share on the TSX Venture Exchange shall be equal to or greater than CAD \$0.44 for a minimum of ten (10) consecutive trading days. A sizable lead order for this Private Placement is from CEO Steve Marshall.

The private placement is subject to TSX Venture Exchange approval, and all securities are subject to a four-month-and-one-day hold period. Finder fees may be payable in connection with the private placement, all in accordance with the policies of the TSX Venture Exchange. A portion of the Private Placement constitutes a "related party transaction" within the meaning of Exchange Policy 5.9 and Multilateral Instrument 61-101 -Protection of Minority Security Holders in Special Transactions ("MI 61-101") adopted in the Policy. The Company has relied on exemptions from the formal valuation and minority shareholder approval requirements of MI 61-101 contained in sections 5.5(a) and 5.7(1)(a) of MI 61-101 in respect of related party participation in the Private Placement.

Key Private Placement Allocations

Notable future revenue development goals requiring investment via the cited proceeds include, but are not limited to, strategic sectors for Q1 and Q2 of 2022 and beyond.

Primary Card Issuer Status – As per news dated [22 November 2021](#), RevoluPAY EP S.L. is in final stage discussions with one of the top 4 worldwide card issuers boasting

nearly 50% of all credit cards in circulation in the U.S. and over 50% in Europe. The Company has submitted a preliminary petition for Associate Membership status to begin issuing and acquiring operations. To comply with the recommended paid-up share capital criteria, management unanimously voted on the 28th of December 2021 to increase wholly-owned subsidiary RevoluPAY EP S.L. share capital by 880,000 euros (approx. 1.26 million \$CA) to a total of 1,615,000 Euros (approx. 2,312,355 \$CA). Card Issuer status should provide the Company with a key competitive advantage engendering the rapid conclusion of numerous pending topics related to revenue generation.

North American Market – The Company intends to allocate approximately 125,000 \$CA from the proceeds to advanced technology integration specifically associated with the continued deployment of the **United States MSB II license** and the analogous **Canadian FINTRAC license** to expand 2022 market penetration into North America via its locally domiciled subsidiaries in Vancouver, BC and Miami, FL.

RevoluTRANSFER - The Company intends to allocate approximately 100,000 \$CA from the proceeds to conclude the development of RevoluTRANSFER, a key white-label catalyst, and ultimately launch key FOREX activities related to **RevoluREALTY** and worldwide foreign buyer property acquisitions.

The Company intends to utilize the remaining net proceeds from the private placement to accelerate the launch of RevoluBET, RevoluMED, and RevoluESPORTS, increasing white-label exposure of its current and upcoming revenue verticals in 2022 and for general operating expenses.

RevoluPAY Unique PSD2 License Categories

The Company notified shareholders of granting the PSD2 license on **May 21st, 2020**. While the Company immediately introduced the utilization of the primary license, specific extended categories of the Central Bank approval have remained unexploited. More recently, the Company's ability to handle worldwide remittances was initiated. Initially through the self-launched **RevoluSEND** platform, **Million Bridges**, and later under white-label branded **Sendity**, with other white-labels forthcoming. One additional aspect of the specific license classifications granted to RevoluPAY was the "*Issuer of Payment instruments*". This feature of the PSD2 license permits RevoluPAY to ultimately develop into a Credit/Debit Card issuing entity. As cited previously, 1.26 million \$CA from the present private placement will ensure RevoluPAY EP S.L. paid-up share capital surpasses the minimum threshold recommended by the top 4 worldwide card issuer.

Links Used in this News Release.

RevoluSEND - <https://revolusend.com/>

Sendity - <https://sendity.com/>

Million Bridges - <https://millionbridges.com/>

RevoluREALTY - <https://revolurealty.com/>

About RevoluPAY®

The Company's flagship Neobanking technology is **RevoluPAY®**, the **Apple** and **Android** multinational payment app. Conceived entirely in-house, RevoluPAY features

proprietary, sector-specific technology of which the resulting source code is the Company's intellectual property. RevoluPAY's built-in features include Remittance Payments, Forex, Crypto-to-fiat exchange, Retail and Hospitality payments, Real Estate Payments, pay-as-you-go phone top-ups, Gift Cards & Online Credits, Utility Bill payments, Leisure payments, Travel Payments, etc. RevoluPAY employs blockchain protocols and is squarely aimed at the worldwide multi-billion dollar Open Banking sector and + \$595 billion family remittance market. RevoluPAY® is operated by the European wholly-owned subsidiary RevoluPAY EP S.L. situated in Barcelona. RevoluPAY is a licensed [United States MSB](#), [Canadian FINTRAC](#), and [European PSD2 payment institution 6900](#) under the auspices of E.U. Directive 2015/2366 with [EU Passporting](#). RevoluGROUP Canada Inc. controls [five wholly-owned subsidiaries](#) on four continents.

About RevoluGROUP Canada Inc.:

RevoluGROUP Canada Inc. is a multi-asset, multidivisional publicly traded Canadian Company deploying advanced technologies in; Banking, Mobile Apps, Money Remittance, Mobile Phone Top-Ups, EGaming, Healthcare Payments, Esports, Invoice factoring, Online Travel, Vacation Resort, Blockchain Systems, and Fintech app sectors. [Click here](#) to read more.

For further information on RevoluGROUP Canada Inc. (TSX-V: REVO), visit the Company's website at www.RevoluGROUP.com. The Company has approximately 175,480,592 shares issued and outstanding.

RevoluGROUP Canada, Inc.

"Steve Marshall"

STEVE MARSHALL
CEO

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This release includes certain statements that may be deemed to be "forward-looking statements". All statements in this release, other than statements of historical facts, that address events or developments that management of the Company expects, are forward-looking statements. Although management believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance, and actual results or developments may differ materially from those in the forward-looking statements. The Company undertakes no obligation to update these forward-looking statements if management's beliefs, estimates or opinions, or other factors, should change. Factors that could cause actual results to differ materially from those in forward-looking statements, include market prices, exploration and development successes, continued availability of capital and financing, and general economic, market or business conditions. Please see the public filings of the Company at www.sedar.com for further information.