



ADVANTAGEWON OIL CORP. ANNOUNCES PARTIAL REVOCATION OF CEASE TRADE ORDER AND PROPOSED PRIVATE PLACEMENT

TORONTO, ONTARIO, CANADA, January 15, 2026 /EINPresswire.com/ -- NOT FOR DISTRIBUTION IN THE UNITED STATES OR TO U.S. NEWSPWIRE SERVICES

Advantagewon Oil Corp. (the "Company") has applied for and obtained a partial revocation of the cease trade order (the "CTO") issued against the Company by the Ontario Securities Commission (the "OSC") on November 27, 2025. The CTO was issued due to the Company's failure to file certain financial disclosure documents in compliance with National Instrument 51-102 – Continuous Disclosure Obligations.

As a result, the Company intends to complete a non-brokered private placement of up to \$150,000 by way of convertible debentures (each a "Convertible Debenture") in the province of Ontario (the "Private Placement"), with each Convertible Debenture to be issued in the principal amount of \$1,000, bearing interest at an annual rate of 8% payable in arrears in equal installments semi-annually, and maturing on the date that is 24 months from the date of the issuance ("Maturity Date"). The principal amount and any accrued interest under the Convertible Debentures will be convertible into units at a price of \$0.0175 per unit, with each unit consisting of one common share and one warrant. Each warrant will entitle the holder to purchase one additional common share at an exercise price of \$0.05, expiring 24 months from the date of issuance. The terms and conditions of the Convertible Debentures and the warrants will provide that the Convertible Debentures can not be converted and the warrants can not be exercised for common shares until a full revocation order is obtained in respect of the CTO.

Each of Frank Kordy, Tom Bryson and Allen Greenspoon, directors of the Company, intends to subscribe for approximately \$25,000 under the Private Placement. This insider participation constitutes a "related party transaction" under Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions ("MI 61-101"). The Company will rely on the exemptions from (i) the formal valuation requirement in Section 5.5(b) of MI 61-101 (issuer not listed on specified markets) and (ii) the minority approval requirement in Section 5.7(1)(b) of MI 61-101 (Fair Market Value Not More Than \$2,500,000 – Distribution of Securities for Cash), on the basis that: (i) no securities of the Company are listed or quoted on the Toronto Stock Exchange, Aequitas NEO Exchange Inc., the New York Stock Exchange, the American Stock Exchange, the NASDAQ Stock Market, or a stock exchange outside of Canada and the United States other than the Alternative Investment Market of the London Stock Exchange or the PLUS

markets operated by PLUS Markets Group plc; (ii) at the time the transaction is agreed to, neither the fair market value of the securities to be distributed nor the consideration to be received for those securities, insofar as the transaction involves interested parties, exceeds \$2,500,000; (iii) the Company has one or more independent directors in respect of the transaction who are not employees of the Company; and (iv) at least two-thirds of such independent directors approve the transaction. Each interested director abstained from voting on the approving resolution.

The Company does not intend to file a material change report more than 21 days before closing as the Company has determined that it is in the Company's best interests to proceed expeditiously.

The Company intends to use the proceeds raised from the Private Placement to resolve outstanding fees, prepare audited financial statements, and pay all other costs associated with applying for full revocations of the CTO, with the remainder for working capital purposes.

About Advantagewon Oil Corp.

For more information, please visit www.aoc-oil.com.

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Forward-Looking Statements

This press release contains "forward-looking information" within the meaning of applicable Canadian securities legislation. Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words "could", "intend", "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 Company's current belief or assumptions as to the outcome and timing of such future events. The forward-looking information contained in this release is made as of the date hereof and the Company is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein. The forward-looking information and forward-looking statements contained herein include, but are not limited to, statements regarding: the

Company's completion of the Private Placement on the terms and timing intended herein; the statements regarding the OSC granting partial revocation order to the Company; and the intended use of the proceeds raised from the Private Placement.

The forward-looking information and forward-looking statements contained herein are based on assumptions that may prove to be incorrect, include, but are not limited to, the ability of the Company to successfully complete the Private Placement, the intended use of the proceeds raised from the Private Placement, the ability of the Company to obtain the approval of the partial revocation order by the OSC, the development and performance of the Company's business and future activities following the date hereof, the general state of the economy will not materially worsen and the Company is able to sustain its level of sales and earning margins. the Company considers these assumptions to be reasonable in the circumstances. However, there can be no assurance that any one or more of the operational or financial targets as set out herein will be achieved.

Inherent in the forward-looking statements are known and unknown risks, uncertainties and other factors that could cause actual results, performance or achievements, or industry results, to differ materially from those expressed or implied by such statements, including but not limited to, risks associated with the failure of the Company to successfully raise capital, the Company's inability to effectively use the proceeds of the Private Placement, the inability to obtain the regulatory approvals necessary for the Private Placement, deterioration in the financial market conditions that prevent the Company from raising the required funds in a timely manner and the Company's inability to develop and implement a business plan in general and for any reason whatsoever. Readers are cautioned that the foregoing list is not exhaustive. Readers are further cautioned not to place undue reliance on forward-looking statements, as there can be no assurance that the plans, intentions or expectations upon which they are placed will occur. 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 press release are expressly qualified by this cautionary statement and reflect the Company's expectations as of the date hereof and are subject to change thereafter. The forward-looking statements contained herein are current as of the date of this press release. Except as required by law, the Company does not have any obligation to advise any person if it becomes aware of any inaccuracy in or omission from any forward-looking statement, nor does it intend, or assume any obligation, to update or revise these forward-looking statements to reflect new events or circumstances. Any and all forward-looking statements included in this press release are expressly qualified by this cautionary statement, and except as otherwise indicated, are made as of the date of this press release.

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