



SOPERIOR ANNOUNCES PRIVATE PLACEMENT FINANCING

September 10, 2021, Toronto, ON, Canada – SOPerior Fertilizer Corp. (“SOP” or the “Company”) (NEX: SOP.H) is pleased to announce that it intends to offer for sale, on a non-brokered private placement basis, securities of the Company (the “Offering”) consisting of units (the “Units”) at a price of \$0.025 per Unit, for aggregate proceeds of up to \$500,000.

Each Unit is comprised of one common share of the Company and one Share purchase warrant (a “Warrant”), with each Warrant being exercisable to acquire one common share at a price of \$0.05 per share for a period of 12 months from the date of closing of the Offering. Assuming the maximum proceeds are raised, the Company will issue 20,000,000 Shares and 20,000,000 Warrants.

The Offering is subject to the final approval of the TSXV and all regulatory approvals.

The Company is relying on the temporary relief measures announced by the TSXV on April 8, 2020, as extended on September 16, 2020 (the “Temporary Relief”) in offering the Units at a price that is less than \$0.05 per share. Pursuant to the Temporary Relief, an issuer may not issue more than 100% of the issued and outstanding Shares as of April 7, 2020 (the “Temporary Relief Cap”). The Company will not issue more Shares than the Temporary Relief Cap permitted under the Offering. All securities issued under the Temporary Relief will be subject to a TSXV hold period of four months plus one day and will be legended accordingly.

In connection with this offering, the Company may pay finders’ fees in cash of up to 6% of the gross proceeds.

The proceeds from the Offering will be used to pay certain expenses of the Company including trade payables, professional fees and general and administrative expenses. The proceeds of the Offering will not primarily be used to pay management fees or for investor relations activities.

There can be no assurances that the Offering will be completed on the terms set out herein, or at all, or that the proceeds of the Offering will be sufficient for the purposes set out herein.

Subject to the approval by the TSXV, it is anticipated that the closing of the Offering will occur on or about September 15, 2021.

On Behalf of the Board of Directors

SOPERIOR FERTILIZER CORP.

“Andrew Squires”
Chief Executive Officer

Contact Information

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NEITHER THE NEX OR THE TSX VENTURE EXCHANGE NOR ITS REGULATION SERVICES PROVIDER (as that term is defined in policies of the TSX Venture Exchange) ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.

***FORWARD LOOKING STATEMENTS:** This news release contains forward-looking statements, which relate to future events or future performance and reflect management's current expectations and assumptions. Such forward-looking statements reflect management's current beliefs and are based on assumptions made by and information currently available to the Company. Investors are cautioned that these forward looking statements are neither promises nor guarantees, and are subject to risks and uncertainties that may cause future results to differ materially from those expected. These forward-looking statements are made as of the date hereof and, except as required under applicable securities legislation, the Company does not assume any obligation to update or revise them to reflect new events or circumstances. All of the forward-looking statements made in this press release are qualified by these cautionary statements and by those made in our filings with SEDAR in Canada (available at www.sedar.com).*

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