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**WINSTON CAPITAL GROUP INC. ANNOUNCES CHANGES IN ACCORDANCE WITH
NEW CPC POLICY**

Calgary, Alberta--(Newsfile Corp. – July 30, 2021) - Winston Capital Group Inc. (the "**Company**") (TSX Venture: WNST.P) a capital pool corporation as defined under Policy 2.4 – Capital Pool Companies ("**CPC**") of the TSX Venture Exchange (the "**Exchange**"), announces changes that are in accordance with the new CPC policy.

Certain Escrow Amendments

On February 10, 2021, disinterested shareholders approved the implementation of the certain changes needed to transition to the TSX Venture Exchange ("TSXV") Policy 2.4 - Capital Pool Companies ("Policy 2.4"), which became effective as at January 1, 2021 (the "New CPC Policy"). The certain changes approved by disinterested shareholders, are as follows: (i) to remove the consequences of failing to complete a "Qualifying Transaction" (as defined in Policy 2.4) within 24 months of the date of the original capital pool companies listing on the TSXV; and (ii) to amend the escrow release conditions and certain other provisions of the Company's previously existing escrow agreement including allowing the Company's escrowed securities to be subject to an 18-month escrow release schedule as detailed in the New CPC Policy, rather than the 36-month escrow release schedule under the previous Policy 2.4. The amendment of the escrow policy only amends the escrowed securities issued prior to the completion of the qualifying transaction and was amended and restated on July 16, 2021.

The Company notes all other matters considered by shareholders were also approved at the meeting. Please refer to the Company's news release dated January 20, 2021 for further details with respect to the changes for further details regarding the escrow release conditions and matters considered at the meeting.

ABOUT THE COMPANY

The Company is a capital pool company (a "**CPC**") that has not commenced commercial operations and has no assets other than cash. Except as specifically contemplated in the Exchange's CPC Policy, until the completion of its qualifying transaction, the Company will not carry on business, other than the identification and evaluation of businesses or assets with a view to completing a proposed qualifying transaction.

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Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release. The Exchange has in no way passed upon the merits of the qualifying transaction and has neither approved nor disapproved the content of this press release.