

Vertiqal Studios and Viral Nation Collaborate to Strengthen Social Media and Content Creation in 2025

TORONTO, ON / December 19, 2024 / Vertiqal Studios Corp. (TSX:VRTS)(OTCQB:VERTF)(FSE: 9PY0) (the “Company” or “Vertiqal Studios”) – Vertiqal Studios, North America’s largest owner of gaming and lifestyle social media channels, is pleased to announce a collaboration with Viral Nation Inc. (“Viral Nation”), a global leader in influencer marketing and technology solutions. The collaboration is set to amplify Vertiqal Studios’ growth and further bolster its offerings through strategic acquisitions, revenue-sharing arrangements, and co-production initiatives.

Vertiqal Studios Acquires High-Performing Instagram Channels

Vertiqal Studios and Viral Nation have entered into an asset purchase agreement (the “APA”) dated December 19, 2024 pursuant to which Vertiqal Studios has acquired four high-performing social channels from Viral Nation, adding 1,773,000 followers to Vertiqal’s 52,000,000-person audience, 73% of which live in the United States. These channels complement Vertiqal Studios’ already robust portfolio of 130+ social media channels across Snapchat, Instagram, and TikTok. This acquisition further cements Vertiqal Studios’ status as one of the most dominant strategy, creative, and distribution entities in the digital media landscape, with the addition of these new channels being accretive to the overall value of Vertiqal’s content distribution network.

Under the APA, Vertiqal Studios acquired ownership of the Instagram channels and all ancillary assets and contracts in exchange for an aggregate consideration of US\$150,000 payable as follows: (i) US\$50,000 paid in cash on the closing of the acquisition; and (ii) US\$100,00 paid through the issuance of 5,737,200 common shares in the capital of the Company at a deemed price of \$0.025 per common share at an exchange rate of US\$1 ~ C\$1.4343.

All securities issued in connection with the APA are subject to a four-month plus one day hold period from the date of issuance and resale rules of applicable securities legislation.

The APA remains subject to final approval from the Toronto Stock Exchange.

Revenue-Sharing Model to Maximize Monetization

The APA also establishes a co-selling arrangement featuring a revenue-sharing model, where Vertiqal Studios will receive 70% of the revenue generated, and Viral Nation will receive 30% for media driven by Viral Nation through Vertiqal Studios’ owned and operated channel network. This innovative revenue-sharing strategy will enable both companies to streamline media sales

operations while maximizing profitability and market reach. By combining their expertise and resources, this collaboration enhances value for both brands and advertisers.

Leveraging Viral Nation's Cutting-Edge Technology

Viral Nation has agreed to provide Vertiqal Studios a license to its comprehensive suite of technology solutions, aiding them in delivering enhanced media sales strategies and results for their clients. With access to these tools, Vertiqal Studios can implement smarter analytics, improved campaign optimization, and connect more effectively with audiences. This partnership strengthens Vertiqal Studios' position as a leader in creative and innovative marketing solutions.

Co-Producing Original Content

The two entities will also co-produce original content for distribution across their respective channels and platforms. By combining their creative expertise and leveraging their expansive networks of both channels and creators, Vertiqal Studios and Viral Nation aim to deliver impactful and engaging content that resonates deeply with Gen Z and Millennial audiences. This collaboration is expected to set new benchmarks for quality and innovation in digital storytelling, further broadening both companies' influence in the content creation space.

A Key Milestone for Vertiqal Studios

This collaboration represents a pivotal moment in Vertiqal Studios' growth trajectory. By acquiring these Instagram channels, integrating advanced technology, and collaborating on original content, Vertiqal Studios is positioning itself as an even more influential force in the social media landscape, with diversity across platforms. The collaboration with Viral Nation solidifies Vertiqal Studios' status as one of North America's largest owners of gaming and lifestyle social media channels. This strategic alliance underscores Vertiqal Studios' commitment to continuous growth and innovation, further expanding its influence in the ever-evolving digital media ecosystem.

"This collaboration with Viral Nation is a major milestone in Vertiqal Studios' journey to redefine how brands engage with audiences in the digital age," said Max Desmarais, President of Vertiqal Studios. "I've always had immense admiration for Joe Gagliese and Mat Micheli at Viral Nation and the incredible company they've built. Their vision and leadership have set a benchmark in the influencer marketing and technology space, and this partnership is a testament to the shared values and innovative spirit that unite our two organizations. By acquiring these Instagram channels, integrating Viral Nation's technology, and collaborating on original content, we're positioned to set new standards for excellence in social media marketing."

Joe Gagliese, Co-CEO of Viral Nation, added, "We're thrilled to partner with Vertiqal Studios to drive innovation and growth in the social media ecosystem. This collaboration brings together two leaders in the digital space to create opportunities for brands and creators alike."

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About Vertiqal Studios

Vertiqal Studios, owners of one of North America’s largest gaming and lifestyle networks on social media, is a digital strategy, creative, and distribution holding company. The Company specializes in the creation and distribution of viral videos for brands and advertisers to create always-on digital strategies that live authentically in Gen Z and Millennial culture. Vertiqal Studios partners with leading brands to develop strategic solutions, creative ideation, and content production, while also providing distribution and amplification through its owned & operated channels — all delivered with boutique, white-glove service. Its expertise lies in managing over 130 channels across TikTok, Instagram, and Snapchat, while producing over 100+ pieces of content a day for a growing audience of 52 million-plus followers. By having such robust ownership of culture and communities on social, Vertiqal Studios provides innovative advertising solutions for brands such as RBC, Samsung, White Castle, Coca-Cola, ESPN, Chili’s, and more. For more information and to join our email subscriber list for direct press releases and newsletters, visit <https://vertiqalstudios.com/>.

About Viral Nation

Viral Nation is a global leader in social media innovation, uniting powerful marketing services, proprietary technology, and creator representation. Founded in 2014, Viral Nation evolved to fuel cultural resonance and predictable growth for brands through a social-first approach. The company’s belief that creators and social communities are the new media of today and tomorrow steers world-class services, which include influencer marketing, community management, social content production, social strategy, and a talent representation agency. Viral Nation’s creator intelligence technology, CreatorOS, and AI-powered brand safety solution, Secure, allow the company to maximize creator partnerships while safeguarding brand reputation. Viral Nation powers global growth for brands like e.l.f. Cosmetics, Audible, A24, The Coca-Cola Company, MGM Resorts International, Microsoft, Meta, Tencent, Vivid Seats, Zillow, and Walmart, redefining how brands engage and thrive in an ever-evolving digital world. For more information, please visit www.viralnation.com and follow Viral Nation on [LinkedIn](#), [X](#), [Instagram](#), [YouTube](#), and [TikTok](#).

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