

dynaCERT Announces a Non-Brokered Private Placement Financing

written by Raj Shah | April 11, 2023

April 11, 2023 ([Source](#)) – *dynaCERT* Inc. (TSX: DYA) (OTCQX: DYFSF) (FRA: DMJ) (“*dynaCERT*” or the “Company”) is pleased to announce a fully-subscribed arm’s length non-brokered offering for aggregate gross proceeds of \$2,000,000 (the “Offering”). The Company will issue one Unit at a price of \$2,000,000 per Unit, such Unit consisting of (a) one (1) Convertible Note bearing an annualized interest of ten percent (10%) maturing on December 31, 2023 and convertible at the option of the holder in whole or in part into 6,666,667 common shares of the Company (the “Shares”) being a conversion price of \$0.30 per Share, and (b) 666,667 common share purchase warrants (the “Warrants”). Each Warrant entitles the holder thereof to purchase one (1) Share at an exercise price of \$0.30 per Share on or before March 31, 2026, subject to 30-day notice of acceleration expiry at the option of the Company at any time if, for any ten consecutive trading days during the unexpired term of such Warrants, the closing price of the Company’s Shares on the Toronto Stock Exchange is greater than \$0.45.

The net proceeds of the Offering will be used for working capital purposes.

Jim Payne, President & CEO of *dynaCERT* stated, “It is great to see the strong commitment and unwavering belief in the future of our Company by investors. The proceeds of this Offering further expedites the prompt deliveries of orders which are of great strategic importance to *dynaCERT*”.

Closing of the Offering is subject to completion of formal documentation and receipt of all necessary regulatory approvals, including the Toronto Stock Exchange. In accordance with applicable securities laws, all of the Shares and Warrants issued under the Offering will be subject to a hold period which will expire four (4) month plus one (1) day after the date of Closing. No commissions or finders fees are payable in respect of the Offering.

The securities offered hereby have not and will not be registered under the United States Securities Act of 1933 (the "1933 Act") and may not be offered or sold in the United States or to U.S. persons (as defined in Regulation S under the 1933 Act) unless the securities have been registered under the 1933 Act, or are otherwise exempt from such registration.

About *dynaCERT* Inc.

dynaCERT Inc. manufactures and distributes Carbon Emission Reduction Technology along with its proprietary HydraLytics™ Telematics, a means of monitoring fuel consumption and calculating GHG emissions savings designed for the tracking of possible future Carbon Credits for use with internal combustion engines. As part of the growing global hydrogen economy, our patented technology creates hydrogen and oxygen on-demand through a unique electrolysis system and supplies these gases through the air intake to enhance combustion, which has shown to lower carbon emissions and improve fuel efficiency. Our technology is designed for use with many types and sizes of diesel engines used in on-road vehicles, reefer trailers, off-road construction, power generation, mining and forestry equipment. Website: www.dynaCERT.com.

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Except for statements of historical fact, this news release

contains certain “forward-looking information” within the meaning of applicable securities law. Forward-looking information is frequently characterized by words such as “plan”, “expect”, “project”, “intend”, “believe”, “anticipate”, “estimate” and other similar words, or statements that certain events or conditions “may” or “will” occur. Although we believe that the expectations reflected in the forward-looking information are reasonable, there can be no assurance that such expectations will prove to be correct. We cannot guarantee future results, performance or achievements. Consequently, there is no representation that the actual results achieved will be the same, in whole or in part, as those set out in the forward-looking information.

Forward-looking information is based on the opinions and estimates of management at the date the statements are made and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking information. Some of the risks and other factors that could cause the results to differ materially from those expressed in the forward-looking information include, but are not limited to: uncertainty as to whether our strategies and business plans will yield the expected benefits; availability and cost of capital; the ability to identify and develop and achieve commercial success for new products and technologies; the level of expenditures necessary to maintain and improve the quality of products and services; changes in technology and changes in laws and regulations; the uncertainty of the emerging hydrogen economy; including the hydrogen economy moving at a pace not anticipated; our ability to secure and maintain strategic relationships and distribution agreements; and the other risk factors disclosed under our profile on SEDAR at www.sedar.com. Readers are cautioned that this list of risk factors should not

be construed as exhaustive.

The forward-looking information contained in this news release is expressly qualified by this cautionary statement. We undertake no duty to update any of the forward-looking information to conform such information to actual results or to changes in our expectations except as otherwise required by applicable securities legislation. Readers are cautioned not to place undue reliance on forward-looking information.

Neither the Toronto Stock Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Toronto Stock Exchange) accepts responsibility for the adequacy or accuracy of the release.

On Behalf of the Board

Murray James Payne, CEO

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