dynaCERT Announces Overnight Marketed Equity Financing

written by Raj Shah | June 3, 2020



June 2, 2020 (Source) – *dynaCERT* Inc. (TSX VENTURE: DYA) (OTCQB: DYFSF) (FRA: DMJ) ("***dynaCERT***" or the "**Company**") is pleased to announce that it has filed a preliminary short form prospectus in connection with an overnight marketed offering (the "**Offering**") of units (the "**Units**") from the treasury of the Company, at a price per Unit to be determined in the context of the market (the "**Offering Price**"). The Offering will be conducted through a syndicate of underwriters co-led by Eight Capital and PI Financial Corp. (collectively, the "**Underwriters**").

Each Unit will consist of one common share in the capital of the Company (each a "**Common Share**") and one-half of one common share purchase warrant (each whole warrant, a "**Warrant**"). Each Warrant shall entitle the holder to acquire an additional Common Share at an exercise price to be determined in the context of the market and for a period of time to be determined, to be measured from the date of issuance of such Warrants.

The size and pricing of the Offering will be determined in the context of the market at the time of entering into a definitive underwriting agreement between the Company and the Underwriters. The Company has granted the Underwriters an option (the "**Over-Allotment Option**") to purchase up to an additional 15% of the Offering on same terms exercisable at any time up to 30 days following the closing of the Offering, for market stabilization

purposes and to cover over-allotments, if any.

Closing of the Offering is expected to occur on or about June 18, 2020 and is subject to certain conditions, including regulatory approval, including that of the TSX Venture Exchange.

The net proceeds of the Offering shall be used to finance raw materials and manufacturing and assembly costs in order to create and deliver finished goods inventory for the KarbonKleen Inc. subscription program, as well as for working capital and general corporate purposes.

The Units to be issued under the Offering will be offered by way of short form prospectus in each of the Provinces of Ontario, British Columbia and Alberta, and may be offered in the United States on a private placement basis pursuant to the exemption from the registration requirements the United States Securities Act of 1933, as amended, and applicable state securities laws, and certain other jurisdictions outside of Canada and the United States.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. This press release does not constitute an offer of securities for sale in the United States. The securities being offered have not been, nor will they be, registered under the United States Securities Act of 1933, as amended, and such securities may not be offered or sold within the United States absent registration under U.S. federal and state securities laws or an applicable exemption from such U.S. registration requirements.

About *dynaCERT* Inc.

dynaCERT Inc. manufactures and distributes Carbon Emission Reduction Technology 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, resulting in lower carbon emissions and greater 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, marine vessels and railroad locomotives. 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. In particular, forward-looking information in this press release includes, but is not limited to completion of the Offering, satisfaction of TSX listing conditions and regulatory approvals. 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 of 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 TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of the release.