BuildDirect Announces Secured Debt Financing for US $1 Million

Vancouver, British Columbia–(Newsfile Corp. – June 5, 2024) – BuildDirect.com Technologies Inc. (TSXV: BILD) ("**BuildDirect**" or the "**Company**") a leading omnichannel building material retailer, announces the closing of a secured debt financing pursuant to which it issued, via its wholly owned subsidiary BuildDirect Operations Limited ("**BuildDirect Operations**"), secured notes to Pelecanus Investments Ltd. ("**Pelecanus**"), Lyra Growth Partners Inc. ("**Lyra**") and Beedie Investments Ltd. ("**Beedie**" and, together with Pelecanus and Lyra, the "**Lenders**") in an aggregated amount of US $1 million (the "**2024 Additional Loan**").

The terms of the 2024 Additional Loan include the following:

- The 2024 Additional Loan bears interest at an annual rate of 12% compounded monthly and is payable upon repayment of the 2024 Additional Loan;
- The 2024 Additional Loan matures on April 1, 2026; and
- A commitment fee equal to 2% of the 2024 Additional Loan is payable upon repayment of the 2024 Additional Loan.

As previously announced, on June 29, 2022 the Company issued secured notes (the "**2022 Notes**") to the Lenders in an aggregate principal amount of US $4,500,000 (the "**Loans**") which 2022 Notes were subsequently amended on December 28, 2022 and September 29, 2023.

Pursuant to the 2024 Additional Loan, BuildDirect Operations issued amended and restated secured notes which amend and restate the 2022 Notes and consolidate the Loans and the 2024 Additional Loan in the same document.

The net proceeds of the 2024 Additional Loan will be used to continue to advance BuildDirect's growth strategies and for general working capital purposes of the Company. The TSX Venture Exchange has been provided notice of the 2024 Additional Loan under TSXV Policy 5.1 – Loans, Loan Bonuses, Finder's Fees and Commissions.

Pelecanus, Lyra and Beedie are insiders by virtue of holding 37.7%, 14.4% and 13.4% respectively of the issued and outstanding common shares of the Company on a partially diluted basis. As a result of the foregoing, the 2024 Additional Loan issued to the above entities constitutes a related party transaction as defined under Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**"). The Company relied upon the exemptions from the formal valuation and minority shareholder approval requirements in sections 5.5(b) – *Issuer not Listed on Specified Markets* and 5.7(1)(a) – *Fair Market Value Not More Than 25 Per Cent of Market Capitalization,* respectively of MI 61-101.

About BuildDirect

BuildDirect (TSXV: BILD) is a growing omnichannel building material retailer. BuildDirect connects North American home improvement B2B and B2C organizations, and homeowners with quality building materials and services through its robust global supply chain network. BuildDirect's growth trajectory, strong product offering, and proprietary heavyweight delivery network are delivering value today, solidifying its position as an innovative player in the home improvement industry. For more information, visit www.BuildDirect.com.

Forward-Looking Information:

This press release contains statements which constitute "forward-looking statements" and "forward-looking information" within the meaning of applicable securities laws (collectively, "forward-looking statements"), including statements regarding the plans, intentions, beliefs and current expectations of the Company with respect to future business activities and operating performance. Forward-looking statements are often identified by the words "may", "would", "could", "should", "will", "intend", "plan", "anticipate", "believe", "estimate", "expect" or similar expressions. These statements reflect management's current beliefs and expectations and are based on information currently available to management as at the date hereof.

Forward-looking statements in this press release may include, without limitation, statements relating to BuildDirect's use of the proceeds from the 2024 Additional Loan, BuildDirect's ability to repay the 2024 Additional Loan and BuildDirect's continued advancement of its growth strategies.

Many factors could cause actual results, performance or achievements to differ materially from the results discussed or implied in the forward-looking statements. Among those factors are changes in consumer spending, availability of mortgage financing and consumer credit, changes in the housing market, changes in trade policies, tariffs or other applicable laws and regulations both locally and in foreign jurisdictions, availability and cost of goods from suppliers, fuel prices and other energy costs, interest rate and currency fluctuations, retention of key personnel and changes in general economic, business and political conditions. These forward-looking statements may be affected by risks and uncertainties in the business of the Company and general market conditions.

Should one or more of these risks or uncertainties materialize, or should assumptions underlying the forward-looking statements prove incorrect, actual results may vary materially from those described herein as intended, planned, anticipated, believed, estimated or expected. These factors should be considered carefully and readers should not place undue reliance on the forward-looking statements.

Although the forward-looking statements contained in this press release reflect the

Company’s expectations, estimates or projections concerning future results or events based on the opinions, assumptions and estimates of management considered reasonable at the date the statements are made, the Company cannot assure readers that actual results will be consistent with these forward looking statements. There may be other risks, uncertainties and factors that cause results not to be as anticipated, estimated or intended and such changes could be material. These forward-looking statements are made as of the date of this press release, and BuildDirect assumes no obligation to update or revise them to reflect new events or circumstances, except as required by law.

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.

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