



Transaction Announcement



November 19, 2025

Dear Grafta Shareholders,

We are writing to provide an update regarding the previously announced transaction with Wittering Capital Corp. ("WCC") whereby WCC will acquire all of the issued and outstanding securities of Grafta and issue new shares to Grafta shareholders on a one for one basis.

The Company is pleased to announce a private placement offering of subscription receipts for gross proceeds of up to **C\$2 million at a price of \$0.30 per subscription receipt** to be completed in conjunction with the transaction. The closing of the offering is expected on or around December 15, 2025 with the use of proceeds allowing Grafta to expand the capabilities of our manufacturing facility in Calgary as well as for general corporate and working capital purposes.

Further details regarding pricing and terms are included in the attached term sheet along with the press release which provides additional detail on the transaction and concurrent financing. Should you have any immediate questions or are interested in participating in the private placement, please contact us at your earliest convenience.

Thank you for your ongoing confidence and support.

Sincerely,

Mark Bentsen

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