

**BOTHWELL ROAD CAPITAL CORP., BROOMLOAN ROAD CAPITAL CORP.,  
EDMISTON DRIVE CAPITAL CORP., GORAM CAPITAL CORP., AND JAMES BELL  
CAPITAL CORP. ANNOUNCE THE CLOSING OF  
PRIVATE PLACEMENTS**

**VANCOUVER, British Columbia**, August 2, 2023 – Bothwell Road Capital Corp., Broomloan Road Capital Corp., Edmiston Drive Capital Corp., Goram Capital Corp., and James Bell Capital Corp. (each a “**Company**” and collectively the “**Companies**”) are pleased to announce the closing of non-brokered private placement financings (collectively, the “**Offering**”) through the issuance of 1,945,250 Class A Common shares (the “**Common Shares**”) in the capital of each Company at a price of \$0.10 per Share for gross proceeds of \$194,525 for each Company.

The gross proceeds raised from the Offering will be used by the Companies for working capital and general corporate purposes. The securities issued upon closing of the Offering are subject to a hold period of four months plus a day from the date of closing, pursuant to applicable securities laws.

This news release does not constitute an offer to sell or a solicitation of an offer to sell any securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

The Offering constituted a related party transaction within the meaning of Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). Insiders of the Companies subscribed for an aggregate of 225,000 Common Shares of each Company pursuant to the Offering. The Companies are relying on the exemptions from the valuation and minority shareholder approval requirements of MI 61-101 contained in sections 5.5(b) and 5.7(1)(a) of MI 61-101, as the Companies are not listed on a specified market and the fair market value of the participation in the Offering by the insiders does not exceed 25% of the market capitalization of the Companies in accordance with MI 61-101. The Companies did not file material change reports in respect of the related party transaction at least 21 days before the closing of the Offering, which the Company deems reasonable in the circumstances in order to complete the Offering in an expeditious manner.

Prior to the participation in the Offering, Copland Road Capital Corporation (“**Copland Road**”) held 1,253,253 Common Shares. Upon completion of the Offering, Copland Road exercises control or direction over 1,378,878 Common Shares, representing approximately 22.98% of the Company’s issued and outstanding Common Shares on an undiluted basis and partially diluted basis. The Common Shares were acquired for investment purposes. Copland Road has a long-term view regarding this investment and reserves the right to acquire additional securities of the Company or to dispose of some or all of the Common Shares, in either case on the open market or through private transactions, in the future depending on market conditions and other relevant factors. A copy of the early warning reports will be available on the Companies’ issuer profiles at [www.sedar.com](http://www.sedar.com).

## **About the Companies**

Bothwell Road Capital Corp., Broomloan Road Capital Corp., Edmiston Drive Capital Corp., Goram Capital Corp., and James Bell Capital Corp. are Canadian companies whose purpose is to seek investments through mergers or other business combinations.

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## **Forward Looking Statements**

This news release includes certain "forward-looking statements" within the meaning of that phrase under Canadian securities laws. Without limitation, statements regarding future plans and objectives of each of the Companies are forward looking statements that involve various degrees of risk. Forward-looking statements reflect management's current views with respect to possible future events and conditions and, by their nature, are based on management's beliefs and assumptions and subject to known and unknown risks and uncertainties, both general and specific to each of the Companies. Although the Companies believe the expectations expressed in such forward-looking statements are reasonable, undue reliance should not be placed on such information and statements and such statements are not guarantees of future performance and actual results or developments may differ materially from those in such forward-looking statements. Additional information regarding the material factors and assumptions that were applied in making these forward looking statements as well as the various risks and uncertainties are described in greater detail in the "Risk Factors" section of the annual Management's Discussion and Analysis of each of the Companies and other continuous disclosure documents and financial statements under the respective profiles of each Company available at [www.sedar.com](http://www.sedar.com). The Company undertakes no obligation to update this forward-looking information except as required by applicable law. The Companies rely on litigation protection for forward looking statements.

## **Reader Advisory**

Neither the Canadian Securities Exchange nor the Canadian Investment Regulatory Organization accepts responsibility for the adequacy or accuracy of this release.