

***No securities regulatory authority or regulator has assessed the merits of these securities or reviewed this document. Any representation to the contrary is an offence. This Offering (as defined herein) may not be suitable for you and you should only invest in it if you are willing to risk the loss of your entire investment. In making this investment decision, you should seek the advice of a registered dealer.***

*These 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 of the securities laws of any state of the United States, and may not be offered or sold within the United States or for the account or benefit of U.S. persons or persons in the United States except pursuant to an exemption from the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. This Offering Document does not constitute an offer to sell, or the solicitation of an offer to buy, any of these securities within the United States or to, or for the account or benefit of, U.S. persons or persons in the United States. “United States” and “U.S. person” have the meanings ascribed to them in Regulation S under the U.S. Securities Act.*

**OFFERING DOCUMENT  
UNDER THE LISTED ISSUER FINANCING EXEMPTION**

September 18, 2025

**ANONYMOUS INTELLIGENCE COMPANY INC.**  
(the “**Company**” or “**ANON**”)

**SUMMARY OF OFFERING**

**What are we offering?**

|                  |   |
|------------------|---|
| Offering:        | <p>A non-brokered private placement of a minimum of 1,750,000 units and a maximum of 2,625,000 units (“<b>Units</b>”) of the Company at a price of \$0.20 per Unit.</p> <p>Each Unit will consist of one common share (each, a “<b>Common Share</b>”) and one Common Share purchase warrant (each, a “<b>Warrant</b>”). Each Warrant will be exercisable into one Common Share at an exercise price of \$0.25 per Share for a period of 24 months.</p> <p>If, during the term of the Warrants, the closing price of the Common Shares on the Canadian Securities Exchange (the “<b>Exchange</b>”) is equal to or greater than \$0.50 for 10 consecutive trading days, the Company may accelerate the expiry date of the Warrants by issuing a news release providing notice (the “<b>Acceleration Notice</b>”) to holders. In such event, the Warrants will expire on the 30th day following the date of the Acceleration Notice.</p> |
| Offering Price:  | \$0.20 per Unit   |
| Offering Amount: | Minimum of \$350,000 and Maximum of \$525,000   |
| Closing Date:    | On or about October 31, 2025.   |
| Exchange:        | The Common Shares are listed on the Canadian Securities Exchange (the “ <b>Exchange</b> ”) under the symbol “ANON” and quoted for trading on the  |

|                     |   |
|---------------------|---|
|                     | OTCQB (U.S.) under the symbol “ANICF” and the Frankfurt Stock Exchange under the symbol “1JIA”. |
| Last Closing Price: | On September 12, 2025, the closing price of the Shares on the Exchange was \$0.25.              |

**ANON is conducting a listed issuer financing under section 5A.2 of National Instrument 45-106 - Prospectus Exemptions. In connection with this Offering, the Company represents that the following is true:**

- **The Company has active operations and its principal asset is not cash, cash equivalents or its Exchange listing.**
- **The Company has filed all periodic and timely disclosure documents that it is required to have filed.**
- **The issuer is relying on the exemption in Coordinated Blanket Order 45-935 *Exemptions from Certain Conditions of the Listed Issuer Financing Exemption* (the “Order”) and is qualified to distribute securities in reliance on the exemptions included in the Order.**
- **The total dollar amount of this Offering, in combination with the dollar amount of all other offerings made under the listed issuer financing exemption and under the Order in the 12 months immediately preceding the date of the news release announcing this Offering, will not exceed \$25,000,000.**
- **The Company will not close this Offering unless the Company reasonably believes it has raised sufficient funds to meet its business objectives and liquidity requirements for a period of 12 months following the distribution.**
- **The Company will not allocate the available funds from this Offering to an acquisition that is a significant acquisition or restructuring transaction under securities law or to any other transaction for which the Company seeks security holder approval.**

Unless otherwise indicated, all references to “\$” or “dollars” in this offering document refer to Canadian dollars.

#### **CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION**

The Offering Document contains certain information that may constitute forward-looking information and forward-looking statements as such terms are defined under applicable securities laws (collectively, the “Forward-Looking Statements”) which are based on management’s current internal expectations, estimates, projections, assumptions and beliefs. Forward-Looking Statements can be identified by the use of forward-looking terminology such as “expect”, “likely”, “may”, “will”, “should”, “intend”, “anticipate”, “potential”, “proposed”, “estimate”, and other similar words, including negative and grammatical variations thereof. The Forward-Looking Statements may include estimates, plans, expectations, opinions, forecasts, projections, targets, guidance and other statements that are not statements of fact. The Forward-Looking Statements are made only as of the date of this Offering Document. The Forward-Looking Statements include, but are not limited to, statements with respect to:

- timelines;
- the Company's anticipated cash needs and its needs for additional financing;
- the Company's business objectives and milestones;
- the Company's ability to protect, maintain and enforce its intellectual property;
- the Company's future growth plans, including growth of its userbase;
- the Company's expectations with respect to advancement of its business, technology, operations, products and services, including its monetization strategies;

- the Company's ability to attract new customers and develop and maintain existing customers;
- the Company's competitive position;
- anticipated trends and challenges in the Company's business;
- completion of the Offering;
- the Company's expectations with respect to the use of proceeds and the use of the available funds following completion of the Offering;
- raising the proceeds of the Offering; and
- completion of the Offering and the date of such completion.

The actual results, performance or achievements of the Company could differ materially from those anticipated in the Forward- Looking Statements as a result of the risk factors set forth below, including, but not limited to, risks related to: (i) the Company's ability to generate sufficient cash flow from operations and obtain financing, if needed, on acceptable terms or at all; (ii) general economic, financial market and regulatory conditions in which the Company operates; (iii) advancement of technology to support the Company's operations; (iv) customer interest in the Company's products; (v) competition; (vi) anticipated and unanticipated costs; (vii) government regulation of the Company's products and operations, including privacy, cryptocurrency and cybersecurity laws and regulations; (viii) the timely receipt of any required regulatory approvals; (ix) the Company's ability to obtain qualified staff, equipment and services in a timely and cost efficient manner; (x) the Company's ability to conduct operations in a safe, efficient and effective manner; and (xi) the Company's plans and timeframe for completion of such plans.

Readers are cautioned that these factors are difficult to predict and that the assumptions used in developing the Forward- Looking Statements may prove to be incorrect. Readers are also cautioned that the list of risk factors contained in this Offering Document or the documents incorporated by reference herein is not exhaustive. Accordingly, readers are cautioned that the Company's actual results may vary from the Forward-Looking Statements, and the variations may be material.

Although the Company believes that the expectations reflected in the Forward-Looking Statements are reasonable, it can give no assurance that such expectations will prove to be correct, and the Forward-Looking Statements are expressly qualified in their entirety by this cautionary statement. The purpose of the Forward-Looking Statements is to provide the reader with a description of management's expectations, and the Forward-Looking Statements may not be appropriate for any other purpose. The reader should not place undue reliance on the Forward-Looking Statements. The Forward-Looking Statements are made as at the date hereof and the Company undertakes no obligation to update or revise any of the Forward-Looking Statements, whether as a result of new information, future events or otherwise, except as required by applicable securities laws.

## **SUMMARY DESCRIPTION OF BUSINESS**

### **What is our business?**

ANON is a computational intelligence and decentralized network technology company focused on developing and commercializing a proprietary suite of artificial intelligence ("AI") and privacy-enabled products designed to enhance consumer and business confidence in technology. Its core offering is the "Limitless" Virtual Private Network (VPN), a privacy-first, AI-enabled platform that allows decentralized users and machines to interact with data, value, and counterparties without reliance on third parties. This approach provides significant benefits, including user privacy, full control, and ownership of both personal and corporate data.

The Company's product portfolio currently includes:

- **Limitless VPN** – a functional privacy-driven VPN offered free to the public;
- **Turminal.ai** – an AI platform presently in beta development; and
- **Haller.ai** – an AI-driven solution under active development.

All products are being enhanced to align with global industry standards, and the Company anticipates potential rebranding of its technologies in 2025 to better reflect evolving consumer and subscriber needs.

Although ANON remains in the pre-revenue stage, current efforts are focused on customer acquisition, product development, and product improvement. The Company is engaged in discussions with global enterprises regarding licensing and partnership opportunities to leverage its AI technology across multiple industries, including AI data solutions for the oil and gas sector as well as forest fire mitigation and response.

To support monetization, ANON has entered into a contract with a leading international web data collection and proxy B2B company. This agreement enables the commercialization of the Limitless VPN and Turminal.ai products through ANON's proprietary SDK public data mining plugin.

### **Recent developments**

On April 7, 2025, the Company completed a shares-for-debt transaction pursuant to debt settlement agreements (the "Settlement Agreements") with certain vendors. Under the Settlement Agreements, the Company settled aggregate indebtedness of \$161,864 for a discounted amount of \$120,243 through the issuance of an aggregate of 400,810 common shares in the capital of the Company at a price of \$0.30 per share.

On July 11, 2025, the Company announced its expansion into digital assets through the planned launch of *SimpliiCrypto*, an early-stage cryptocurrency initiative led by CEO Denis Franks. To support this initiative, the Company commenced a non-brokered private placement of up to 5,000,000 units at \$0.15 per unit for gross proceeds of up to \$750,000. Proceeds were earmarked for cryptocurrency investments, staking activities, and related initiatives. Concurrently, the Company advanced the redevelopment and rebranding of its SDK and VPN products as *Simplii Ai* and *Simplii VPN*. Further details are provided in the Company's news release dated July 11, 2025.

On August 13, 2025, the Company completed a non-brokered private placement of 5,313,552 units at a price of \$0.15 per unit for gross proceeds of \$797,033. Each unit consisted of one common share in the capital of the Company and one transferable common share purchase warrant (a "Warrant"). Each Warrant entitles the holder to purchase one additional share at an exercise price of \$0.25 per share expiring August 13, 2027. In connection with the Offering, the Company paid to the finder a cash fee of \$20,470 and 136,465 non-transferable share purchase warrants, having the same terms as the Warrants issued under the offering.

### **Material facts**

There are no material facts about the securities being distributed that have not been disclosed in this Offering Document or in any other document filed by the Company in the 12 months preceding the date of this Offering Document.

There can be no guarantee that the Company will be successful in raising the minimum amount under this Offering.

## Business Objectives and Milestones

### What are the business objectives that we expect to accomplish using the available funds?

The Company intends to use the net proceeds from the Offering for the Limitless VPN enhancements, product monetization, marketing, general and administrative expenses and working capital. With the anticipated minimum funding, the Company's priorities are to:

1. Advance the redevelopment and rebranding of its SDK and VPN products as *Simplii Ai* and *Simplii VPN* platforms.
2. Expend into digital assets through the launch of *SimpliiCrypto*, an early-stage cryptocurrency initiative.
3. Pursue cryptocurrency investments, staking activities, and related digital asset initiatives to drive growth and long-term value creation.
4. Execute targeted marketing campaigns and host special events aimed at increasing ANON's registered active user base to 100,000.

### USE OF AVAILABLE FUNDS

#### Available Funds

#### What will our available funds be upon the closing of the Offering?

|   |  | Assuming minimum<br>Offering (\$) | Assuming 100% of<br>Offering (\$) |
|---|--|-----------------------------------|-----------------------------------|
| A | Amount to be raised by this Offering                         | 350,000                           | 525,000                           |
| B | Selling commission and fees                                  | -                                 | -                                 |
| C | Estimated Offering costs (e.g., legal,<br>accounting, audit) | -                                 | -                                 |
| D | Net proceeds of Offering: $D = A - (B+C)$                    | 350,000                           | 525,000                           |
| E | Working capital as at most recent month end                  | 628,000                           | 628,000                           |
| F | Additional sources of funding                                | -                                 | -                                 |
| G | <b>Total available funds: <math>G = D+E+F</math></b>         | <b>978,000</b>                    | <b>1,153,000</b>                  |

## Use of Available Funds

### How will we use the available funds?

| Description of intended use of available funds listed in order of priority | Assuming minimum Offering (\$) | Assuming 100% of Offering (\$) |
|--|--------------------------------|--------------------------------|
| Research and development   | 270,000                        | 285,000                        |
| Marketing, rebranding and investor communications                          | 200,000                        | 300,000                        |
| Cryptocurrency investments, staking and related digital asset initiatives  | 200,000                        | 250,000                        |
| General and administration   | 228,000                        | 278,000                        |
| Working capital  | 80,000                         | 40,000                         |
| <b>Total</b>   | <b>978,000</b>                 | <b>1,153,000</b>               |

The allocation and anticipated timing described above represent the Company's current intentions regarding the use of proceeds, based on the knowledge, planning, and expectations of management at this time. While the Company intends to apply the proceeds of the Offering as outlined, circumstances may arise where, for sound business reasons, a reallocation of funds is considered prudent or necessary. Actual allocations and expenditures may therefore differ materially from those disclosed, as they will depend on a number of factors, including the Company's ability to successfully execute its business plan.

The Company's most recent audited annual financial statements and unaudited interim financial statements include a going concern note. The Company remains in the development stage, has not yet generated revenues, has experienced negative operating cash flows since inception, and continues to rely on external financing. These conditions may cast significant doubt on the Company's ability to continue as a going concern. The Offering is intended to enable the Company to further develop and enhance its products, initiate monetization efforts, and expand its user base. However, the Offering is not expected to affect the inclusion of a going concern note in the Company's next financial statements.

The available funds will not be paid to any insider, associate, or affiliate of the Company, except for normal course of salaries currently paid by the Company to its officers.

### Use of Funds from Previous Financings

#### How have we used the other funds we have raised in the past 12 months?

The following table outlines how the Company has utilized funds raised within the past 12 months:

| Date of Distribution and Funds Raised | Intended Use of Funds   | Explanation of Variances to Plan   |
|---------------------------------------|---|--|
| August 13, 2025<br>\$797,000          | The Company disclosed that the gross proceeds from the private placement would be used for strategic investments, product development, and general working capital. | The net proceeds have been allocated substantially as planned. To date, the Company has incurred approximately \$23,000 in research and development costs and \$18,000 in general and administrative expenses. |

## **FEES AND COMMISSIONS**

### **Involvement of Dealers or Finders and their Fees**

**Who are the dealers or finders that we have engaged in connection with this offering, if any, and what are their fees?**

The Company has not engaged any dealers, finders or other intermediaries in connection with this Offering, and no finder's fees, commissions or similar payments will be payable under the Offering.

**Do the Agents have a conflict of interest?**

Not applicable.

## **PURCHASERS' RIGHTS**

### **Purchasers' rights**

#### **Rights of Action in the Event of a Misrepresentation**

If there is a misrepresentation in this Offering Document, you have a right to:

- (a) rescind your purchase of these securities with the Company, or
- (b) damages against the Company and may, in certain jurisdictions, have a statutory right to damages from other persons.

These rights are available to you whether or not you relied on the misrepresentation. However, there are various circumstances that limit your rights. In particular, your rights might be limited if you knew of the misrepresentation when you purchased the securities.

If you intend to rely on the rights described in paragraph (a) or (b) above, you must do so within strict time limitations.

You should refer to any applicable provisions of the securities legislation of your province or territory for the particulars of these rights or consult with a legal adviser.

## **ADDITIONAL INFORMATION**

### **Where can you find more information about us?**

Additional information about the Company (including its continuous disclosure documents) may be found under the Company's SEDAR profile at [www.sedar.com](http://www.sedar.com) as well as on the Company's website at [anonintelligence.com](http://anonintelligence.com).

## DATE AND CERTIFICATE

### Certificate

This Offering Document, together with any document filed under Canadian securities legislation on or after September 18, 2024, such date being twelve months before the date of this Offering Document, contains disclosure of all material facts about the securities being distributed and does not contain a misrepresentation.

Dated: September 18, 2025

*"Denis Franks"*

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Denis Franks  
CEO

*"Nilda Rivera"*

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Nilda Rivera  
CFO