



CHESSWOOD GROUP LIMITED ANNOUNCES CLOSING OF FIRST SALE OF RECEIVABLES TO PREVIOUSLY ANNOUNCED JOINT VENTURE

TORONTO, February 2, 2024 – Chesswood Group Limited (“Chesswood”) (TSX: CHW), a specialty finance company with 40 years of experience in the commercial equipment finance market, today announces the closing of the first sale of receivables to the joint venture (the “Joint Venture”) previously announced between Chesswood subsidiary Pawnee Leasing Corporation and a fund managed by Wafra Inc. (the “Wafra Fund”).

In connection with the formation of the Joint Venture and the closing of the first sale of receivables, Chesswood has issued to an affiliate of Wafra Fund share purchase warrants (the “Warrants”) to purchase 2,083,949 Chesswood common shares (“Common Shares”) exercisable until the eighth anniversary of issuance, provided that such affiliate is not permitted to exercise Warrants to acquire beneficial ownership of, or control or direction over, more than 9.9% of the number of then-outstanding Chesswood Common Shares. The Warrants are exercisable at CAD\$10 per Common Share, can be exercised at the option of the holder on a cashless basis and has certain features to protect the holder from dilution and other material corporate events.

1,041,975 Warrants vested immediately upon issuance, and the remaining Warrants will vest on a linearly interpolated basis as receivables are purchased by the Joint Venture. The Warrants and the Common Shares issuable upon exercise of the Warrants are subject to a four month hold period from the date of issuance in accordance with applicable Canadian securities laws.

ABOUT CHESSWOOD GROUP LIMITED

Chesswood Group Limited is a Toronto, Canada based holding company whose subsidiaries engage in the business of specialty finance (including equipment finance throughout North America and vehicle finance and legal sector finance in Canada), as well as the origination and management of private credit alternatives for North American investors. Our shares trade on the Toronto Stock Exchange (under the symbol CHW).

For information on Chesswood Group Limited and its operating subsidiaries:

www.ChesswoodGroup.com

www.PawneeLeasing.com
www.VaultPay.ca
www.Rifco.net
www.EasyLegal.ca

www.TandemFinance.com
www.VaultCredit.com
www.WaypointInvestmentPartners.com

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