Exchange Income Corporation

NEWS RELEASE

Exchange Income Corporation Announces Plan of Arrangement to Acquire TerraPro

The Acquisition of TerraPro Expands EIC's Environmental Access Solutions

WINNIPEG, Manitoba – August 24, 2026 – Exchange Income Corporation (TSX: EIF) ("EIC" or the "Corporation") a diversified, acquisition-oriented company focused on opportunities in the Aerospace & Aviation and Manufacturing segments, is pleased to announce that it has signed an agreement to acquire TerraPro Inc. ("TerraPro" or the "Company") via a plan of arrangement for a purchase price of $30 million, (the "Transaction"). The acquisition is expected to close early in the fourth quarter, subject to the approval of the Transaction by TerraPro's shareholders and receipt of final court approval. The purchase price will be funded through the issuance of up to $4 million in EIC common shares to Company shareholders and the remainder from the Corporation's credit facility. The purchase price of $30 million is net of the Sherwood Park, Alberta property which will be acquired by EIC and subsequently sold with the proceeds being distributed to the TerraPro shareholders. The acquisition of TerraPro allows EIC to opportunistically expand its Environmental Access Solutions business as the Canadian matting market enters a growth cycle.

TerraPro, operating out of Sherwood Park, Alberta, is a fully integrated access-matting platform providing services across Western Canada. The Company is supported by its internal mat manufacturing capabilities, matting fleet, and specialized equipment. TerraPro will be integrated with EIC's Environmental Access Solutions' Canadian operations, allowing it to further expand its capabilities and ability to service customers throughout Canada.

"We are starting to see heightened interest and investment in long linear projects throughout Canada," said Mike Pyle, CEO of EIC. "In the latter half of 2026, and the years to follow, we expect to see substantial need for access matting solutions. The addition of TerraPro will not only boost our Canadian matting fleet, it will further strengthen our team and ability to serve clients across the country."

"Over the last two decades, our team at TerraPro has done an exceptional job growing our business and serving our clients," stated Colin Schmidt, President & CEO of TerraPro. "As we enter our next phase of growth, we are excited to continue to build alongside the team under EIC's ownership. Access to their industry leading network and operational capabilities put us in the best position to benefit from upcoming industry tailwinds."

"Since entering the market, the TerraPro team has built a strong business," added Darren Francis, CEO of Northern Mat & Bridge. "As we prepare to meet the upcoming demand, we are excited to add the exceptional people from TerraPro to strengthen our team and grow our operations. The integration of TerraPro will allow us to continue offering our clients top-tier support across the country. We look forward to working closely with TerraPro's team as we enter an exciting growth cycle."

About Exchange Income Corporation

Exchange Income Corporation is a diversified acquisition-oriented company, focused in two segments: Aerospace & Aviation and Manufacturing. The Corporation uses a disciplined acquisition strategy to identify already profitable, well-established companies that have strong management teams, generate steady cash flow, operate in niche markets and have opportunities for organic growth. For more information on the Corporation, please visit www.ExchangeIncomeCorp.ca. Additional information relating to the Corporation, including all public filings, is available on SEDAR+ (www.sedarplus.ca).

Caution concerning forward-looking statements

The statements contained in this news release that are forward-looking are based on current expectations and are subject to a number of uncertainties and risks, and actual results may differ materially. Many of these forward-looking statements may be identified by looking for words such as "believes", "expects", "will", "may", "intends", "projects", "anticipates", "plans", "estimates", "continues" and similar words or the negative thereof. These uncertainties and risks include, but are not limited to, external risks, operational risks, financial risks and human capital risks. External risks include, but are not limited to, risks associated with economic and geopolitical conditions, competition, government funding for Indigenous health care, access to capital, market trends and innovation, general uninsured loss, climate, acts of terrorism, armed conflict, labour and/or social unrest, pandemic, level and timing of government spending, government-funded programs and environmental, social and governance. Operational risks include, but are not limited to, significant contracts and customers, operational performance and growth, laws, regulations and standards, acquisitions (including receiving any requisite regulatory approvals thereof), concentration and diversification, maintenance costs, access to parts and relationships with key suppliers, casualty losses, environmental liability, dependence on information systems and technology, cybersecurity, international operations, fluctuations in sales prices of aviation related assets, fluctuations in purchase prices of aviation related assets, warranty, performance guarantees, global offset and intellectual property risks. Financial risks include, but are not limited to, availability of future financing, income tax matters, commodity risk, foreign exchange, interest rates, credit facilities, trust indentures, dividends, unpredictability and volatility of securities pricing, dilution, credit and credit rating risk. Human capital risks include, but are not limited to, reliance on key personnel, employees and labour relations and conflicts of interest.

Except as required by Canadian Securities Law, Exchange Income Corporation does not undertake to update any forward-looking statements; such statements speak only as of the date made. Further information about these and other risks and uncertainties can be found in the disclosure documents filed by Exchange Income Corporation with the securities regulatory authorities, available at www.sedarplus.ca.

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