

ANEESH CAPITAL ANNOUNCES QUALIFYING TRANSACTION WITH EMUSIC

TORONTO, ON - December 5, 2025 - Aneesh Capital Corp. (TSXV: EESH.P) (the “Company” or “Aneesh Capital”) is pleased to announce that it has entered into a Letter of Intent dated December 2, 2025 with eMusic.com Inc. (“eMusic”), a pioneer in the digital music industry that has connected millions of fans with artists for over 25 years, to enable eMusic to complete a going-public transaction in Canada (the “Proposed Transaction”).

Upon completion, Aneesh Capital will acquire 100% of eMusic, and the resulting issuer (the “Resulting Issuer”) will carry forward eMusic’s strategy.

“eMusic has a long history of innovation in the digital music space. This transaction will provide us with the capital and public currency to accelerate our growth, specifically with the launch of our new eMusic Royalties eXchange platform which will modernize music financing and create additional value for rightsholders,” said Tamir Koch, President of eMusic.

“We are pleased to have entered into this LOI with eMusic and look forward to working toward the completion of the Qualifying Transaction,” said Peeyush K. Varshney, CEO of Aneesh Capital.

Transaction Terms

For the purposes of the Proposed Transaction, the deemed value of the currently outstanding common shares of Aneesh Capital (“Aneesh Capital Shares”) will be US\$750,000. Pursuant to the Proposed Transaction, it is currently intended that holders of shares of eMusic (“eMusic Shares”) will receive Aneesh Capital Shares in exchange for their eMusic Shares based on a deemed valuation of US\$18,000,000 for eMusic.

Final terms remain subject to tax, legal, and regulatory review. A Definitive Agreement is expected to be executed by January 5, 2025, with closing targeted on or before March 31, 2026.

Concurrent Financing

In conjunction with, or prior to the closing of the Proposed Transaction, the parties intend to complete a private placement of approximately US\$3,000,000 (the “Concurrent Offering”). The terms of the Concurrent Offering will be determined in the context of the market.

Management and Governance

Following the transaction, eMusic’s existing management team will assume leadership of the Resulting Issuer. All but one of the directors of Aneesh Capital shall resign and the board of directors will be comprised of directors nominated by eMusic. Full details will be disclosed upon execution of the Definitive Agreement.

Aneesh Capital intends that the Proposed Transaction will constitute its “Qualifying Transaction” under Policy 2.4 - *Capital Pool Companies* of the TSXV. The Proposed Transaction will be an arm’s length transaction. A comprehensive news release with further particulars relating to the Proposed Transaction, financial particulars, transaction structure, descriptions of the proposed management and directors of the Resulting Issuer, terms of any sponsorship, if applicable, among other particulars, will follow in accordance with the policies of the TSXV.

Conditions and Approvals

Completion of the Proposed Transaction is subject to standard conditions, including:

- Execution of the Definitive Agreement
- Completion of satisfactory due diligence
- Receipt of all required regulatory, corporate, and shareholder approvals
- Acceptance of the Proposed Transaction as Aneesh Capital's Qualifying Transaction by the TSXV
- Receipt of approval for the listing of the common shares of the Resulting Issuer by the TSXV
- Completion of the Concurrent Offering
- Delivery of financial statements of both Aneesh Capital and eMusic
- Aneesh Capital shareholders' equity being equal to or greater than zero
- No material adverse changes in either party

There can, however, be no assurance that the Proposed Transaction will be completed as proposed or at all.

In connection with the Proposed Transaction, Aneesh Capital has agreed to pay a finder's fee equal to two percent (2%) of the Transaction Value to Baer Investments Limited (the "Finder"), subject to the policies of the TSXV. Aneesh Capital shall also pay to JDJ Merchant Partners Inc. an arrangement fee of US\$100,000 payable in cash or common shares. Additionally, the Company shall pay Exiteam Ltd. a finder's fee in accordance with the terms of an agreement between the Company and Exiteam Ltd.

Trading in securities of a capital pool company should be considered highly speculative. Shares of Aneesh Capital have been halted from trading on the TSXV, and trading is not expected to resume until closing of the Proposed Transaction.

This press release is not an offer of securities for sale in the United States. The securities described in this press release have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the U.S. Securities Act of 1933, as amended) absent registration or an exemption from registration. This press release shall not constitute an offer to sell or a solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction where such offer, solicitation, or sale would be unlawful.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

FORWARD-LOOKING STATEMENTS

This news release contains “forward-looking statements” within the meaning of applicable securities laws. All statements contained herein that are not clearly historical in nature may constitute forward-looking statements. Generally, such forward-looking information or forward-looking statements can be identified by the use of forward-looking terminology such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases or may contain statements that certain actions, events or results “may”, “could”, “would”, “might” or “will be taken”, “will continue”, “will occur” or “will be achieved”. The forward-looking information and forward-looking statements contained herein include, but are not limited to, statements regarding: the completion of the Proposed Transaction; the ability of Aneesh Capital and eMusic to complete the terms on which the Proposed Transaction is intended to be completed, the ability of Aneesh Capital and eMusic to obtain regulatory and shareholder approvals; and other factors.

Forward-looking information in this news release are based on certain assumptions and expected future events, namely: the ability of Aneesh Capital and eMusic to continue as going concerns; a lack of any adverse effects on the business of Aneesh Capital and eMusic as a result of the general economic conditions; and the continued commercial viability and growth in popularity of digital music and royalty products.

These statements involve known and unknown risks, uncertainties and other factors, which may cause actual results, performance or achievements to differ materially from those expressed or implied by such statements, including but not limited to: the inability of Aneesh Capital and eMusic to complete the Proposed Transaction; the inability of Aneesh Capital and eMusic to complete the terms on which the Proposed Transaction is intended to be completed; the inability of Aneesh Capital and eMusic to obtain regulatory and shareholder approvals; risks regarding the digital music industry; market conditions; economic factors; the inability of management to manage and to operate the business of the Resulting Issuer; and the risks inherent in equity markets generally.

Although Aneesh Capital and eMusic have attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results to differ from those anticipated, estimated or intended. Accordingly, readers should not place undue reliance on any forward-looking statements or information. No forward-looking statement can be guaranteed. Except as required by applicable securities laws, forward-looking statements speak only as of the date on which they are made and neither Aneesh Capital and eMusic undertake any obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

ABOUT ANEESH CAPITAL CORP.

Aneesh Capital is a capital pool company created to identify and evaluate potential acquisitions of commercially viable businesses and assets. The Company has not commenced commercial operations and has no assets other than cash. Except as permitted under the TSXV Policy 2.4, until the completion of the Qualifying Transaction, Aneesh Capital will not carry on business, other than the identification and evaluation of companies, businesses or assets with a view to completing a Qualifying Transaction.

ABOUT EMUSIC.COM INC.

eMusic is a digital music pioneer with more than 25 years of innovation at the forefront of the industry. Since its founding in 1998, the company has connected over 50 million music fans with artists and facilitated nearly one billion transactions across a catalog of more than 26 million tracks.

Today, eMusic is developing the **eMusic Royalties eXchange**, a next-generation platform that modernizes music financing by directly connecting rightsholders with investors—unlocking new sources of capital, liquidity, and long-term value.

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For further information, please contact:

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