

Form 62-103F1
REQUIRED DISCLOSURE UNDER THE EARLY WARNING REQUIREMENTS

Item 1 – Security and Reporting Issuer

1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.

This report relates to subordinate voting shares (“SVS”) in the capital of TelyRx Holdings Inc. (“TelyRx” or the “Company”), formerly known as Apolo V Acquisition Corp.

The address of TelyRx’s head office is:

24761 US Highway 19 North
Clearwater, Florida
USA 33763

1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.

Not applicable.

Item 2 – Identity of the Acquiror

2.1 State the name and address of the acquiror.

Hyperion Capital Inc. (the “Acquiror”)

The address of the Acquiror is:

200 Bay Street
Suite 1200
Toronto, ON M5J 2J2
Canada

2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.

On March 31, 2026, the Company completed the proposed transaction contemplated by the business combination agreement dated January 19, 2026, as amended (the “**Business Combination Agreement**”) involving TelyRx, Inc., TelyRx Finco Inc., 1001474388 Ontario Inc. and Apolo V MergerCo Inc to complete a go-public transaction for TelyRx, Inc. (the “**Transaction**”). The Transaction constitutes Apolo V Acquisition Corp.’s “Qualifying Transaction” under Policy 2.4 – *Capital Pool Companies* of TSX Venture Exchange (the “**TSXV**”).

In connection with the Transaction, as more fully described in Apolo V Acquisition Corp.’s filing statement (the “**Filing Statement**”) dated March 24, 2026, the parties completed a series of steps

(as defined in the Filing Statement) including the following: TelyRx Private Placement; Consolidation; Share Capital Reorganization; conversion of Subscription Receipts; Amalgamation and Merger.

Following completion of the Transaction, the Acquiror together with parties who may be considered to be joint actors of the Acquiror under applicable Canadian securities laws, acquired control and direction of a total of 3,792,423 SVS. The aforementioned SVS are hereinafter referred to as the “**Acquired Securities**”.

2.3 State the names of any joint actors.

Messrs. Kyle Gould and Steve Ottaway, directors and shareholders of the Acquiror, may be considered to be joint actors of the Acquiror under applicable Canadian securities laws.

Item 3 – Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file the report and the change in the acquiror’s securityholding percentage in the class of securities.

See Item 2.2.

3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file the report.

See Item 2.2.

3.3 If the transaction involved a securities lending arrangement, state that fact.

Not applicable.

3.4 State the designation and number or principal amount of securities and the acquiror’s securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.

Prior to the closing of the transactions contemplated by the Business Combination Agreement and Filing Statement, the Acquiror and Mr. Kyle Gould did not hold any securities of TelyRx. Mr. Steve Ottaway held 3,333 SVS resulting from the consolidation and conversion of 100,000 Apolo V Acquisition Corp. common shares originally acquired in connection with Apolo V Acquisition Corp.’s initial public offering completed on October 24, 2025 (the “**Apolo V IPO**”) at a price of C\$0.10 per common share, which common shares were subsequently consolidated and converted into 3,333 SVS pursuant to the Consolidation and Share Capital Reorganization steps of the Transaction.

Following closing of the transactions contemplated by the Business Combination Agreement and Filing Statement, the Acquiror, together with parties who may be considered to be joint actors of the Acquiror under applicable Canadian securities laws, acquired control and direction of an aggregate of 3,792,423 SVS.

On the basis of 26,353,729 SVS issued and outstanding at closing of the Transaction, the Acquiror, together with parties who may be considered to be joint actors of the Acquiror under applicable Canadian securities laws, holds 14.39% (3,792,423) SVS on a non-diluted basis.

3.5 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities referred to in Item 3.4 over which

- (a) **the acquiror, either alone or together with any joint actors, has ownership and control,**

See Items 2.2 and 3.4 above.

- (b) **the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor, and**

Not applicable.

- (c) **the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.**

Not applicable.

3.6 If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.

Not applicable.

3.7 If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable.

3.8 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.

Not applicable.

Item 4 – Consideration Paid**4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.**

The Acquiror, together with parties who may be considered to be joint actors of the Acquiror under applicable Canadian securities laws, purchased an aggregate of 166,910 subscription receipts at a price of C\$4.50 in connection with the TelyRx Private Placement, for a total purchase price of C\$751,095.00.

4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.

See Item 4.1.

4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.

See Items 2.2, 3.4 and 4.1.

Item 5 – Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;**
- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;**
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;**
- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;**
- (e) a material change in the present capitalization or dividend policy of the reporting issuer;**
- (f) a material change in the reporting issuer's business or corporate structure;**

- (g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;
- (j) a solicitation of proxies from securityholders;
- (k) an action similar to any of those enumerated above.

See Item 2.2 above. The Acquired Securities were acquired pursuant to the Transaction. The securities acquired by the Acquiror, together with any securities held, directed or controlled by parties who may be considered to be joint actors of the Acquiror under applicable Canadian securities laws, are being held for investment purposes.

Item 6 – Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

Not applicable.

Item 7 – Change in material fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer's securities.

Not applicable.

Item 8 – Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

Not applicable.

Item 9 – Certification

I, as the acquiror, certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

May 8, 2026
Date

(signed) *Steven Ottaway*
Signature

Steven Ottaway, CEO
Name/Title