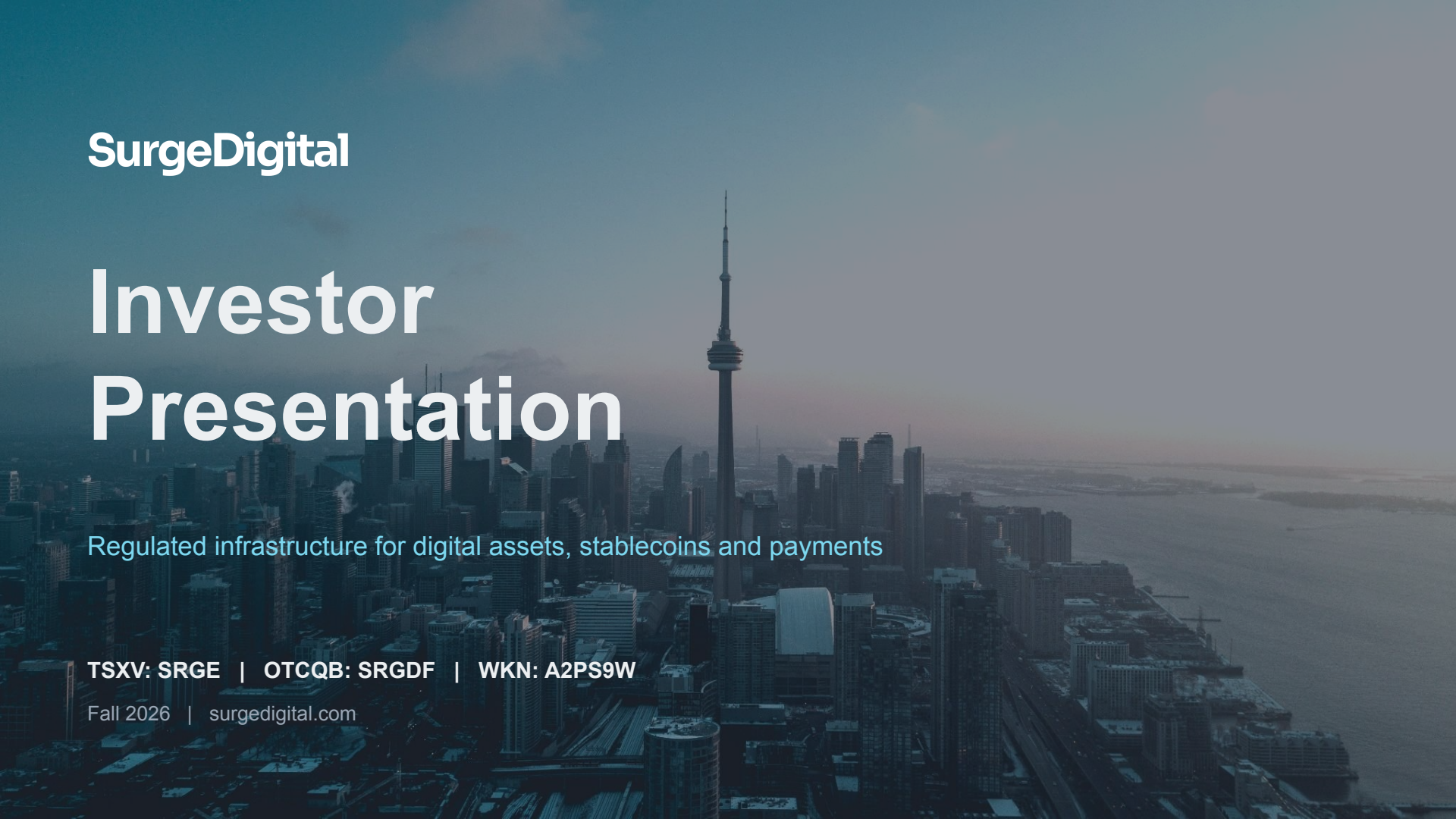




SurgeDigital

# Investor Presentation

Regulated infrastructure for digital assets, stablecoins and payments

TSXV: SRGE | OTCQB: SRGDF | WKN: A2PS9W

Fall 2026 | [surgedigital.com](https://surgedigital.com)

# Cautionary Statements

This presentation contains forward-looking statements and forward-looking information within the meaning of applicable Canadian securities legislation, including statements regarding the Company's strategy, the four strategic pillars, the anticipated timing and outcome of Netcoins' CIRO membership application, product roadmap, expansion into stablecoin and payments services, potential acquisitions, and expected market conditions. Forward-looking statements are based on current expectations and assumptions and are subject to known and unknown risks and uncertainties, many of which are beyond the Company's control, including regulatory approvals, market conditions for digital assets, competition, the ability to execute on strategic initiatives, and the risks described in the Company's continuous disclosure filings available on SEDAR+ ([www.sedarplus.ca](http://www.sedarplus.ca)). Actual results may differ materially. The Company undertakes no obligation to update forward-looking statements except as required by law.

CIRO membership is subject to CIRO's review and approval and there is no assurance it will be obtained on the timeline indicated or at all. Any references to exploring merger and acquisition opportunities are general in nature; no agreement has been entered into and there is no assurance any transaction will be completed.

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# Surge Digital at a Glance

A publicly listed, regulated digital asset group - evolving with the growing digital assets market

**9 yrs**

Publicly traded since 2017; TSXV-listed since Sep 2024

**\$12.9M**

2025 consolidated revenue (CAD)

**~\$183M**

Assets under custody at Dec 31, 2025

**257,000**

Registered Netcoins users (year-end 2025)

**\$1.06B**

Netcoins trading volume in 2025

**\$Nil**

Debt on the balance sheet

Three operating businesses: Netcoins (regulated crypto trading, Canada and U.S.), Blockchain Intelligence Group (blockchain analytics and forensics) and TerraZero (immersive media / Web3). 2025 revenue per audited annual financial statements; assets under custody are client assets, not Company assets.

# From BIGG to Surge: A Deliberate Reset

August 2026 — new name, new share structure, new strategic direction

## 1

### New identity

- BIGG Digital Assets became Surge Digital Inc. on August 26, 2026
- New TSXV symbol: SRGE
- Name reflects the shift from a holding company of Web3 companies to a digital financial services organization

## 2

### Share consolidation

- 7-for-1 consolidation effective August 26, 2026
- 355.8M shares reduced to ~50.8M shares outstanding
- Tighter capital structure ahead of the next phase of growth

## 3

### Strategic direction

- Four pillars: Everything Crypto App (Netcoins), Crypto as a Service, Intelligence, Payments
- Evolution toward stablecoins and payments with a focus on merchant payments, agentic finance and yield
- Global aspirations, anchored by a regulated Canadian core

*“Digital assets are no longer a category we invest in. They are the financial stack we operate.”*

# The Market Has Moved Beyond Trading

Stablecoins are becoming payments infrastructure — and regulated operators are positioned to carry the flow

**\$308B**

Global stablecoin supply (Aug 2026), up  
~14% year over year

**\$8.8T**

Adjusted stablecoin transaction volume  
in 1H 2026 alone

**\$1.79T**

Record monthly stablecoin transfer  
volume, June 2026

- **Payments** Merchant settlement, cross-border and payroll are moving to stablecoin rails as regulation (GENIUS Act, MiCA, Canadian stablecoin framework) clarifies who may hold and move them.
- **Agentic finance** AI agents are beginning to transact on behalf of businesses and consumers. They need programmable money, policy controls, and a regulated counterparty for KYC, AML and reporting.
- **Yield** Capital is rotating toward yield-bearing on-chain assets — tokenized treasuries, staking, and lending — creating demand for compliant distribution of yield products.
- **Institutional entry** Banks, fintechs and enterprises entering digital assets need embedded infrastructure, custody and compliance rather than building it themselves.

# One Platform, Four Pillars

From a crypto exchange to a global digital-finance infrastructure layer

## SURGE DIGITAL

Public markets (TSXV / OTCQB) • Capital allocation • Regulatory and compliance backbone • Shared infrastructure

01

### Everything Crypto App

Netcoins

Own the retail and HNW digital-asset relationship end to end: trade, swap, stake, borrow, send, spend and more. Everything on-chain in one app.

**Demand**

02

### Crypto as a Service

Embedded platform

Regulated custody, fiat rails, liquidity and compliance delivered by API to fintechs, banks and platforms.

**Infrastructure**

03

### Intelligence

Blockchain Intelligence Group

Forensics, risk scoring and transaction monitoring that let capital move on-chain safely.

**Trust**

04

### Payments

Stablecoin rails

Merchant payments, agentic finance and yield on stablecoin rails that are built for global money movement.

**Flow of Funds**

Pillars 1–3 are operating today. Pillar 4 is the focus of the Company's evolution and is expected to be delivered through a combination of build, partnership and acquisition.

# Netcoins: The Everything App for Digital Assets 01

## PILLAR 1 • DEMAND

**Objective** Own the Canadian retail and HNW digital-asset relationship end to end, and expand revenue per user well beyond spot trading.

### Live today

- 65+ crypto assets, web and mobile
- Market and limit orders; Talos institutional-grade execution
- Staking (ETH, SOL, ATOM)
- Crypto-backed loans with APX Lending
- OTC desk; USD funding and trading pairs
- Trading API for traders, ATMs and fintechs

### Building next

- Crypto swap and cross-chain trading
- Recurring buys / auto-invest
- Advanced order types and new trading UI
- P2P send, receive and request
- Stablecoin Expansion
- Card spending program

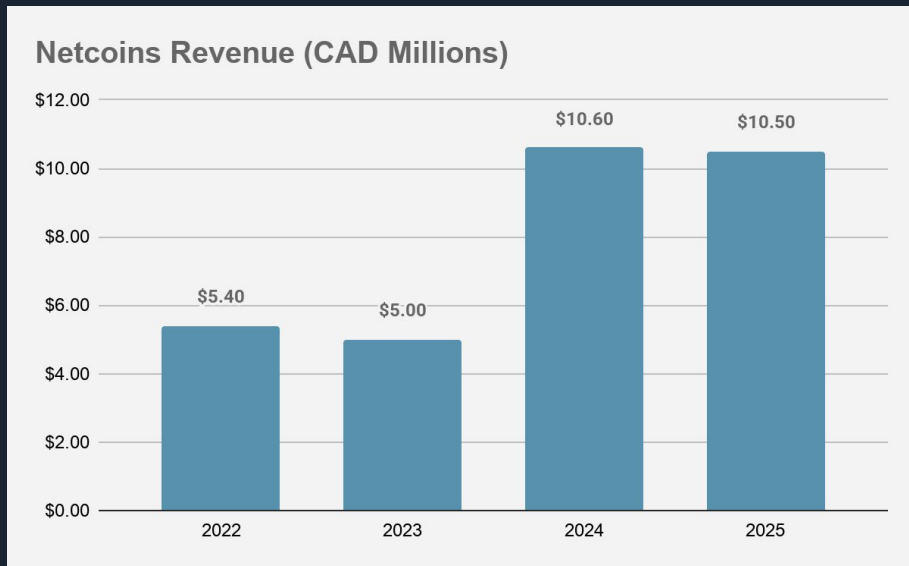
### Expansion

- Equities and FX: multi-asset investing
- Futures, options and derivatives
- Prediction markets
- International transfers
- DeFi wallet and yield products
- API Platform growth

**Why it matters** Highest brand equity in the group, direct customer ownership, and the natural distribution channel for every payments and stablecoin product Surge launches. Regulatory status (Restricted Dealer; CRO applicant) is the moat.

# Netcoins by the Numbers

Ten years of operating history; the product base the Everything App is built on



|                           | 2022   | 2023   | 2024   | 2025    |
|---------------------------|--------|--------|--------|---------|
| Registered users          | 186K   | 216K   | 243K   | 257K    |
| Active traders            | 27.5K  | 17.1K  | 20.7K  | 20.1K   |
| Trading volume            | \$419M | \$288M | \$829M | \$1.06B |
| Assets under custody (YE) | \$47M  | \$96M  | \$220M | \$183M  |

Trading volume grew 28% in 2025 to a record \$1.06B. The 2026 roadmap — swaps, lending, staking, USD pairs, cards — is designed to lift revenue per active trader and reduce dependence on trading cycles.

# Regulatory Path: CIRO Membership

The milestone that converts Netcoins from a Restricted Dealer into a full investment dealer



## Certainty

Removes the reliance on time-limited exemptive relief that every Canadian crypto platform currently operates under.

## Product scope

A dealer licence is the foundation for advanced trading, multi-asset investing and institutional services.

## Growth

As a CIRO Member, Netcoins will be able to provide a new scope of products and services to its client base.

CIRO membership is subject to CIRO's review and approval; timing is a management estimate and there is no assurance membership will be granted on this timeline or at all. See cautionary statements.

# Crypto as a Service

02

## PILLAR 2 • INFRASTRUCTURE

**Objective** Become the regulated crypto infrastructure layer for fintechs, banks, platforms and enterprises via one counterparty, one API, full compliance.

### Platform model

- API-first, modular services
- White-label or embedded experiences
- Enterprise onboarding and advisory to seed the pipeline
- Usage-based, recurring revenue

### Core modules

- Regulated, segregated custody
- Non-custodial wallet infrastructure
- Fiat on / off ramps (CAD, USD)
- Trading and liquidity through APIs
- Stablecoin mint / burn and settlement

### Compliance built in

- KYC / KYB and identity
- AML transaction monitoring
- Blockchain analytics via Pillar 3
- Regulatory reporting

**Why it matters** High-margin, recurring revenue that scales without consumer acquisition cost, deepens the regulatory moat, and powers the distribution partners for Pillar 4. Enterprise engagements to date are evidence of pipeline; the platform is the value.

# Intelligence

03

## PILLAR 3 • TRUST

**Objective** Blockchain Intelligence Group provides the forensics, risk scoring and monitoring for capital moving on-chain — for law enforcement, financial institutions, and Surge's own platforms.

### Products

- QLUE and QLUE Express — investigations and forensics
- BitRank Verified — risk scoring, monitoring, EDD reports
- Entity Report — VASP due diligence
- TokenEyes — real-time wallet monitoring
- Certified training (CCI, CCIE, CCIA)

### Customers

- Law enforcement and government agencies
- Financial institutions and exchanges
- Global crypto businesses
- Payment processors
- Court-admissible intelligence

### Next

- Attribution and data rebuild with AI
- Embedded risk scoring inside Pillars 1, 2 and 4
- Compliance-as-a-service for CaaS clients
- Renewal-driven, subscription revenue base

**Why it matters** Every stablecoin payment, custody account and API call across Surge needs transaction monitoring. Owning the intelligence layer turns a compliance cost into a product — and gives Surge a trust story no unregulated competitor can match.

# Payments and Stablecoin Rails

04

## PILLAR 4 • FLOW OF FUNDS

**Objective** Move money globally, instantly and compliantly on stablecoin rails. This is the pillar that carries Surge's evolution and its global ambitions.

### Merchant payments

- Merchant acquiring and settlement in stablecoins
- Cross-border B2B settlement
- Payroll and contractor payouts
- Consumer spend via cards and wallets

### Agentic finance

- Wallets and policy controls for AI agents transacting on behalf of users and businesses
- Programmable authorization, limits and audit trail
- KYC / AML and reporting as the regulated layer under agent-to-agent payments

### Yield

- Compliant distribution of on-chain yield: staking, tokenized treasuries, lending
- Treasury products for SMEs and enterprises
- Designed for a post-GENIUS Act market where yield sits beside, not inside, payment stablecoins

**Why it matters** A TAM far larger than crypto trading, enterprise and SME adoption, a strong regulatory narrative, and network effects across B2B and B2C. Delivery through build, partnership and acquisition.

# Growth Through Disciplined M&A

Surge is actively exploring acquisitions that accelerate the four pillars

## What we look for

- Payments, stablecoin and settlement capability that shortens time-to-market for Pillar 4
- Licences and regulatory footprints in target markets (U.S., international)
- Enterprise customer bases that can be served by CaaS
- Technology and talent, not just revenue

## How we structure

- Share-based consideration where alignment matters; cash preserved
- Earn-outs tied to delivered milestones
- Clean governance and audit-ready reporting from day one
- No transaction at the expense of Netcoins' regulatory capital

## Why now

Regulatory tightening in Canada and the U.S. is forcing smaller operators to find a home. Surge has a listed vehicle, a clean balance sheet with no debt, is a CIRO-track dealer, and an intelligence business that de-risks every target we look at.

We would rather buy proven rails than spend three years building them.

# What to Watch: Next Four Quarters

Milestones that build the four pillars, quarter by quarter

## Q4 2026

- CIRO review progress updates
- Advanced order types and new trading UI
- Crypto swap trading live
- CaaS commercial re-launch with new API clients
- M&A pipeline progress

## Q1 2027

- Stablecoin settlement rails with first merchant and B2B use cases
- International transfers
- Intelligence: AI-enabled attribution rebuild

## 1H 2027

- Target: CIRO dealer membership
- Multi-asset review of equities and FX
- Agentic finance: wallet and policy layer for AI agents
- Yield products for Retail and enterprises
- Scale M&A Integration

## 2H 2027

- Expansion into additional markets under the CaaS and payments model
- Prediction markets and derivatives scoping

# Capital Markets Profile

Post-consolidation, as at September 10, 2026 unless otherwise noted

|                                        |                                                                       |
|----------------------------------------|-----------------------------------------------------------------------|
| Exchange listings                      | TSXV: SRGE   OTCQB: SRGDF  <br>WKN: A2PS9W                            |
| Shares outstanding                     | 50,825,782 (post 7:1 consolidation, effective<br>August 26, 2026)     |
| Share price / market cap               | 0.32 / \$16.3M                                                        |
| Average daily volume (last 60<br>days) | 25,461 shares (consolidation-adjusted)<br>178,229 shares (unadjusted) |
| Insider ownership                      | 2.1M shares (4%)                                                      |
| Options and warrants                   | 2.7M options   5.3M warrants (post-consolidation)                     |
| Debt                                   | \$Nil                                                                 |
| Assets under custody (client)          | ~\$183M CAD at December 31, 2025                                      |

## 50.8M

Shares outstanding after 7:1 consolidation —  
down from 355.8M

## 30,000+

Shareholders globally; nearly a decade as a  
public company

Consolidation was completed before, not as a  
condition of, any financing it was a deliberate  
restructuring to reposition the company.

# Why Surge

What makes us different, and why it matters now

01

## Regulated core

Restricted Dealer, FINTRAC MSB and a CIRO applicant with an accepted application. This is the regulatory foundation the rest of the platform is built on.

02

## Four connected pillars

Demand (Netcoins), infrastructure (CaaS), trust (Intelligence) and flow of funds (Payments) reinforce one another rather than compete for capital.

03

## Stablecoin and payments upside

A \$300B+ stablecoin market moving into real-economy payments, agent finance and yield, this is a TAM well beyond crypto trading.

04

## Clean capital structure

50.8M shares post-consolidation, no debt, significant client assets under custody, and a listed vehicle ready for accretive M&A.

05

## Global aspirations

Canadian regulatory credibility as the launch pad for U.S. and international expansion through CaaS and payments.

06

## Operating track record

Nearly ten years public, ten years operating Netcoins, \$12.9M 2025 revenue and 257,000 registered users.



# Thank you

Surge Digital Inc.

TSXV: SRGE | OTCQB: SRGDF | WKN: A2PS9W

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