



DealNet Announces Incentive for Early Conversion of Convertible Debentures

Toronto, Ontario, December 16, 2014 – [DealNet Capital Corp.](#) (the “Company”) (CSE: DLS) is pleased to announce that it is offering an incentive to holders of the Company’s outstanding convertible debentures (the “Convertible Debentures”), which mature in December 2015, to surrender the Convertible Debentures for conversion on or before December 31, 2014.

Holders of the Convertible Debentures are currently entitled to convert the Convertible Debentures into common shares of the Company at the ratio of five (5) common shares for every \$1.00 of Convertible Debentures held. The Company is offering an incentive (the “Incentive Program”) to holders of the Convertible Debentures to convert their debentures on or before December 31, 2014. The Incentive Program shall consist of the following:

- For every common share issued pursuant to a conversion of Convertible Debentures on or before December 31, 2014, the Convertible Debenture holder will be issued one common share purchase warrant, exercisable for one additional common share of the Company at an exercise price of \$0.30 for a period of 18 months following the conversion date; and
- The equivalent of an additional six (6) months of interest beyond the conversion date on the principal portion of the Convertible Debenture only, settled through the issuance of common shares of the Company at the rate of five (5) common shares for every \$1.00 of interest.

The Company will pay a five percent (5%) cash commission to eligible brokers (if applicable) on the gross proceeds of the Convertible Debentures converted.

As of September 30, 2014, the total outstanding principal on the Company’s Convertible Debentures was \$2,415,000. Under the Incentive Program, assuming that 100% of the Convertible Debenture holders participated, the Company would issue 12,075,000 common shares as part of the regular conversion and 12,075,000 common share purchase warrants and 724,500 shares for bonus interest, as part of the Incentive Program.

The Company has received preliminary approval from the Canadian Securities Exchange for the Incentive Program.

About DealNet Capital Corp.

DealNet Capital Corp. is a public company that trades under the symbol DLS on the Canadian Securities Exchange. DealNet Capital has an investment mandate to acquire and develop investee companies focused on generating high margin recurring revenue through innovative customer engagement models. The Company has focused its investments towards two key industry verticals: the thriving North American business process outsourcing (“BPO”) market through its wholly-owned subsidiaries, OC Communications Group Inc. (“OCCGI”) and Impact Mobile Inc. (“Impact Mobile”); and the consumer financing market through its wholly-owned subsidiary, One Dealer Inc. (“One Dealer”).

ON BEHALF OF DEALNET CAPITAL CORP.

For additional information please visit www.sedar.com.

The Canadian Securities Exchange does not accept responsibility for the adequacy or accuracy of this release.

Forward-looking Statements

This press release contains certain forward-looking statements with respect to the Corporation. These forward-looking statements, by their nature, involve risks and uncertainties that could cause actual results to differ materially from those contemplated. We consider the assumptions on which these forward-looking statements are based to be reasonable, but caution the reader that these assumptions regarding future events, many of which are beyond our control, may ultimately prove to be incorrect. These statements involve risks and uncertainties including, without limitation, DealNet’s ability to successfully develop and market its products, consumer acceptance of such products, competitive pressures relating to price reductions, new product introductions by third parties, technological innovations, and overall market conditions. Consequently, actual events and results in future periods may differ materially from those currently expected.

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