NORTHSTAR ANNOUNCES RECEIPT FOR FINAL PROSPECTUS AND CONVERSION OF SUBSCRIPTION RECEIPTS

VANCOUVER, British Columbia – June 22, 2021 – Northstar Clean Technologies Inc. (“Northstar” or the “Company”) is pleased to announce the Company has been issued a receipt for a final prospectus (the “Receipt”) by the British Columbia Securities Commission (the “BCSC”). A copy of the final prospectus is available under the Company’s issuer profile on SEDAR at www.sedar.com.

The Company is also pleased to announce the conversion of the 34,975,178 subscription receipts (the “Subscription Receipts”) issued by the Company as part of the non-brokered private placement offering (the “Offering”) completed on May 25, 2021 and May 26, 2021 for aggregate gross proceeds of approximately $12.24 million. Upon the issuance of the Receipt, the net proceeds from the Offering of approximately $11.54 million were released to the Company from escrow, and the Subscription Receipts were converted into an aggregate of 34,975,178 units of the Company (each, a “Unit”), with each Unit consisting of one (1) common share in the capital of the Company (each, a “Common Share”) and one-half of one warrant to purchase Shares (each, a “Warrant”). Each Warrant entitles the holder to purchase one additional Share at an exercise price of $0.50 per share for a period of two years from the date of issue. In addition, upon the issuance of the Receipt, an aggregate of 2,014,565 special warrants of the Company issued to certain registrants in connection with the Offering were automatically converted into broker warrants (each, a “Broker Warrant”), with each broker warrant entitling the holder to acquire one (1) Unit at an exercise price of $0.35 per unit for a period of two years from the date of issue. The Company also paid an aggregate of $705,098 in cash commissions to registrants in connection with the Offering.

The Company has received the conditional approval from the TSX Venture Exchange (the “Exchange”) for the listing of the Common Shares and the Warrants (the “Listing”). The Listing is subject to the Company fulfilling all the listing requirements of the Exchange.

For Further Information:

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About Northstar

Northstar has developed a proprietary process known as “Bitumen Extraction and Separation Technology” for taking discarded asphalt shingles, otherwise destined for already over-crowded landfills, and extracting the liquid asphalt, aggregate sands and fiber for usage in new hotmix asphalt, construction products and other industrial applications. Northstar’s proprietary process was developed over the last decade with technical and scientific assistance from the United Kingdom and Alberta. Northstar will process used or defective asphalt shingle waste back into their component parts for reuse/resale and eliminate the need for them to be disposed of in a landfill at its material recovery facility located on a 4.23
acre property with a 20,000 square foot building in Delta, British Columbia. Northstar’s mission is to be one of the leading shingle material recovery providers in North America, extracting 99% of the recovered components from asphalt shingles that would otherwise be sent to a landfill. For more information on Northstar, visit www.northstarcleantech.com.

Cautionary Statement on Forward-Looking Information

This press release may contain forward-looking information within the meaning of applicable securities legislation, including statements with regards to the completion of the Listing, which forward-looking information reflects the Company’s current expectations regarding future events. Forward-looking information is based on a number of assumptions and is subject to a number of risks and uncertainties, many of which are beyond the Company’s control, which could cause actual results and events to differ materially from those that are disclosed in or implied by such forward-looking information. Such risks and uncertainties include, but are not limited to, failure to satisfy all of the conditions to complete the Listing, and the factors discussed under “Risk Factors” in the final prospectus of the Company dated June 18, 2021. The Company does not undertake any obligation to update such forward-looking information whether because of new information, future events or otherwise, except as expressly required by applicable law.