

December 23, 2025



Upexi Files Shelf Registration Statement on Form S-3 with the U.S. SEC

Announces Plans to Cancel Equity Line Upon S-3 Effectiveness

Move to Shelf Registration Statement Enables More Cost-Effective Capital Raising

TAMPA, Fla., Dec. 23, 2025 (GLOBE NEWSWIRE) -- Upexi, Inc. (NASDAQ: UPXI) ("Upexi" or the "Company"), a leading Solana-focused digital asset treasury company and consumer brands owner, today announced the filing of a shelf registration statement ("Shelf Registration") on Form S-3 with the U.S. Securities and Exchange Commission (the "SEC") on December 22, 2025. In addition, the Company plans to terminate its existing equity line of credit once the S-3 is effective, which has been unused to date.

The Company believes replacing the equity line of credit with a Shelf Registration will enhance its ability to access capital efficiently, providing greater flexibility over timing and pricing, while reducing overall transaction costs as it advances its Solana treasury strategy. The use of the Shelf Registration, once effective, will be at management's sole discretion and used only when doing so would be accretive to adjusted Solana per share.

The Shelf Registration relating to these securities has been filed with the SEC but has not yet become effective. These securities may not be sold nor may offers to buy be accepted prior to the time the Registration Statement is declared effective by the SEC. This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such state or jurisdiction.

About Upexi, Inc.

Upexi, Inc. (Nasdaq: UPXI) is a leading digital asset treasury company, where it aims to acquire and hold as much Solana (SOL) as possible in a disciplined and accretive fashion. In addition to benefiting from the potential price appreciation of Solana - the cryptocurrency of the leading high-performance blockchain - Upexi utilizes three key value accrual mechanisms in intelligent capital issuance, staking, and discounted locked token purchases. The Company operates in a risk-prudent fashion to position itself for any market environment and to appeal to investors of all kinds, and it currently holds over two million SOL. Upexi also continues to be a brand owner specializing in the development, manufacturing, and distribution of consumer products. Please see www.upexi.com for more information.

Follow Upexi on X - <https://x.com/upexitreasury>

Follow CEO, Allan Marshall, on X - <https://x.com/upexiallan>

Follow CSO, Brian Rudick, on X - <https://x.com/thetinyant>

Forward Looking Statements

This news release contains "forward-looking statements" as that term is defined in Section 27A of the United States Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Statements in this press release which are not purely historical are forward-looking statements and include any statements regarding beliefs, plans, expectations, or intentions regarding the future. For example, the Company is using forward looking statements when it discusses the anticipated use of proceeds. Actual results could differ from those projected in any forward-looking statements due to numerous factors. Such factors include, among others, the inherent uncertainties associated with business strategy, potential acquisitions, revenue guidance, product development, integration, and synergies of acquiring companies and personnel. These forward-looking statements are made as of the date of this news release, and we assume no obligation to update the forward-looking statements, or to update the reasons why actual results could differ from those projected in the forward- looking statements. Although we believe that the beliefs, plans, expectations, and intentions contained in this press release are reasonable, there can be no assurance that such beliefs, plans, expectations or intentions will prove to be accurate. Investors should consult all of the information set forth herein and should also refer to the risk factors disclosure outlined in our annual report on Form 10-K and other periodic reports filed from time-to-time with the Securities and Exchange Commission.

Company Contact

Brian Rudick, Chief Strategy Officer
(203) 442-5391
brian.rudick@upexi.com

Investor Relations Contact

KCSA Strategic Communications
Valter Pinto or Jack Perkins
Upexi@KCSA.com

Media Relations Inquiries

Greg or Katie @STiR-communications.com
STiR-communications.com



Source: Upexi Inc