November 20, 2026

Genius Group Announces Completion of Share Consolidation and Resumption of Trading on NYSE American

1-for-10 share consolidation effective November 20, 2026, ordinary shares to commence trading on a split-adjusted basis under the ticker symbol "GNS"

SINGAPORE, Nov. 20, 2026 (GLOBE NEWSWIRE) -- Genius Group Limited (NYSE American: GNS) ("Genius Group", "GNS" or the "Company"), a leading AI-powered education group, today announced that its previously disclosed 1-for-10 share consolidation became effective at 12:01 a.m. Eastern Time on November 20, 2026. The Company's ordinary shares are expected to commence trading on a split-adjusted basis on NYSE American at the opening of trading today, November 20, 2026, under the existing ticker symbol "GNS".

As a result of the 1-for-10 share consolidation, every ten (10) ordinary shares issued and outstanding have been combined into one (1) ordinary share. No fractional shares will be issued; fractional entitlements have been rounded down and the resulting fractional shares cancelled.

The share consolidation affects all shareholders uniformly and does not alter any shareholder's proportional ownership interest in the Company, except to the extent that the consolidation results in the cancellation of fractional shares.

The key details of the share consolidation are as follows:

- **Consolidation ratio:** 1-for-10
- **Effective date:** November 20, 2026, at 12:01 a.m. Eastern Time
- **Pre-consolidation ordinary issued shares:** Approximately 207 million
- **Post-consolidation ordinary issued shares:** Approximately 20.7 million
- **New CUSIP number:** Y3005A141
- **New ISIN:** SGXZ43821008
- **Ticker symbol:** GNS (unchanged)
- **Exchange:** NYSE American (unchanged)

As previously announced on November 10, 2026, the Board of Directors approved the 1-for-10 share consolidation to restore the per-share price to a level appropriate for continued listing on NYSE American. On the same day, NYSE Regulation halted trading in the Company's ordinary shares due to an abnormally low trading price. Authority for the share consolidation was approved by shareholders at the Company's Annual General Meeting held on July 7, 2026.

The Company thanks NYSE American for its collaboration throughout this process and is grateful for its shareholders' support and patience.

Shareholder Information

Shareholders who hold their ordinary shares in "street name" through a bank, broker or other nominee are not required to take any action. The consolidation will be reflected automatically in their brokerage accounts. Shareholders who hold shares in registered form through the Company's transfer agent, VStock Transfer, LLC, will receive separate instructions regarding the exchange of their share certificates or book-entry positions.

The Company's previously announced Share Loyalty Bonus Program, which offers eligible participating shareholders a bonus of $0.10 per pre-consolidation share held in book entry at the Company's transfer agent, VStock Transfer, LLC, remains in effect. Following the 1-for-10 share consolidation, the bonus equates to $1.00 per post-consolidation share for qualifying shareholders. The qualifying date for the current round of the program is January 30, 2027. Shareholders who have already registered their shares in book entry are not required to take any further action. Details of the program, including eligibility criteria, were provided in the Reports of a Foreign Private Issuer on Form 6-K and the Company's prior press releases on July 15, 2026 and July 27, 2026.

Additional details regarding the share consolidation can be found in the Company's Reports of a Foreign Private Issuer on Form 6-K filed with the U.S. Securities and Exchange Commission on November 10, 2026 and November 12, 2026, and in the Company's press release addressing shareholders' questions on November 17, 2026.

Change in dates for Upcoming Extraordinary General Meeting of shareholders (the "EGM")

The record date for the Company's EGM, announced on November 13, 2026, has been revised from November 24, 2026 to November 27, 2026, and the EGM will now be held on January 5, 2027 in place of December 29, 2026. The Company's record date notification to NYSE American, which requires at least ten calendar days' notice, was delayed until November 16, 2026 by the widely reported global Microsoft Outlook and Microsoft 365 service outage on November 12 and 13, 2026. The EGM has been rescheduled to preserve the full notice period required between distribution of the notice of EGM and the meeting. The resolutions to be considered at the EGM are unchanged.

About Genius Group

Genius Group (NYSE: GNS) is a global education group delivering AI powered, education and acceleration solutions for the future of work. Genius Group serves 6 million users in over 100 countries through its Genius City model and online digital marketplace of AI training, AI tools and AI talent. It provides personalized, entrepreneurial AI pathways combining human talent with AI skills and AI solutions at the individual, enterprise and government level. To learn more, please visit geniusgroup.ai.

Investor Notice

Investing in our securities involves a high degree of risk. Before making an investment

decision, you should carefully consider the risks, uncertainties and forward-looking statements described in our most recent Annual Report on Form 20-F, as amended for the fiscal year ended December 31, 2025, filed with the SEC on March 9, 2026. If any of these risks were to occur, our business, financial condition or results of operations would likely suffer. In that event, the value of our securities could decline, and you could lose part or all of your investment. The risks and uncertainties we describe are not the only ones facing us. Additional risks not presently known to us or that we currently deem immaterial may also impair our business operations. In addition, our past financial performance may not be a reliable indicator of future performance, and historical trends should not be used to anticipate results in the future. See “Forward-Looking Statements” below.

Forward-Looking Statements

Statements made in this press release include forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements can be identified by the use of words such as “may,” “will”, “plan,” “should,” “expect,” “anticipate,” “estimate,” “continue,” or comparable terminology. Such forward-looking statements are inherently subject to certain risks, trends and uncertainties, many of which the Company cannot predict with accuracy and some of which the Company might not even anticipate and involve factors that may cause actual results to differ materially from those projected or suggested. Readers are cautioned not to place undue reliance on these forward-looking statements and are advised to consider the factors listed above together with the additional factors under the heading “Risk Factors” in the Company's Annual Reports on Form 20-F, as may be supplemented or amended by the Company's Reports of a Foreign Private Issuer on Form 6-K. The Company assumes no obligation to update or supplement forward-looking statements that become untrue because of subsequent events, new information or otherwise. No information in this press release should be construed as any indication whatsoever of the Company’s future revenues, results of operations, or stock price.

Contacts
For enquiries, contact investor@geniusgroup.ai

Source: Genius Group Limited