

February 15, 2024



XORTX Raises \$2.5 Million Under Prospectus Supplement and Concurrent Private Placement for the Offering of Units

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CALGARY, Alberta, Feb. 15, 2024 (GLOBE NEWSWIRE) -- XORTX Therapeutics Inc. ("**XORTX**" or the "**Company**") (NASDAQ: XRTX | TSXV: XRTX | Frankfurt: ANU), a late stage clinical pharmaceutical company focused on developing innovative therapies to treat progressive kidney disease, is pleased to announce an initial closing of gross proceeds of \$2,474,301 under previously announced offering, including \$690,000 in a concurrent private placement of the Company in connection with international subscribers.

The initial closing of the non-brokered offering comprised 824,767 common share units ("**Common Share Units**") at \$3.00 per Common Share Unit, with each Common Share Unit consisting of one common share, no par value, and one warrant ("**Warrant**") to purchase one common share at \$4.50 per common share for a period of two years for aggregate gross proceeds of \$2,474,301, prior to deducting offering expenses (the "**Offering**"). The common shares and Warrants contained in the Common Share Units are immediately separable upon issuance. The Warrants have an initial exercise price of \$4.50 per share, will be immediately exercisable, and may be exercised for two years from the date of issuance, provided, however that, if, the common shares on the TSX Venture Exchange ("**TSXV**") trade at greater than \$6.00 for 10 or more consecutive trading days, the Warrants will be accelerated and the Warrants will expire on the 30th business day following the date of such notice.

In connection with the Offering, the Company paid finder's fees of \$122,208, representing a 5% finder's fee on certain subscriptions in the Offering to qualified finders.

The Company anticipates that a second tranche closing under the same terms of the Offering will close on or about February 20, 2024 (the "**Second Tranche Closing**").

Under Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions ("**MI 61-101**"), the Offering constitutes a "related party transaction" because a portion of the Offering was subscribed for by a "related party". However, the Transaction is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 in reliance on the exemptions set forth in sections 5.5(a) and 5.7(1)(a) of MI 61-101.

The Offering is made under the short form base shelf prospectus dated April 24, 2023, which provides for the issue of up to \$50 million principal amount of securities. Complete details of the Offering are set out in the amended and restated prospectus supplement filed with the Canadian securities regulatory authorities and made available on SEDAR+ at

www.sedarplus.ca.

This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the United States *Securities Act of 1933*, as amended (the “**U.S. Securities Act**”) or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

About XORTX Therapeutics Inc.

XORTX is a pharmaceutical company with two clinically advanced products in development: 1) our lead, XRx-008 program for ADPKD; and 2) our secondary program in XRx-101 for acute kidney and other acute organ injury associated with Respiratory Viral infection. In addition, XRx-225 is a pre-clinical stage program for Type 2 Diabetic Nephropathy. XORTX is working to advance its clinical development stage products that target aberrant purine metabolism and xanthine oxidase to decrease or inhibit production of uric acid. At XORTX, we are dedicated to developing medications to improve the quality of life and future health of patients with kidney disease. Additional information on XORTX is available at www.xortx.com.

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Neither the TSX Venture Exchange nor Nasdaq has approved or disapproved the contents of this news release. No stock exchange, securities commission or other regulatory authority has approved or disapproved the information contained herein.

Forward Looking Statements

This press release contains express or implied forward-looking statements pursuant to U.S. Federal securities laws. These forward-looking statements and their implications are based on the current expectations of the management of XORTX only, and are subject to a number of factors and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements. The Second Tranche Closing may not occur, may be delayed or may be completed with different terms than are currently contemplated. Except as otherwise required by law, XORTX undertakes no obligation to publicly release any revisions to these forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events. More detailed information about the risks and uncertainties affecting XORTX is contained under the heading “Risk Factors” in XORTX’s Registration Statement on Form F-1 filed with the SEC, which is available on the SEC’s website, www.sec.gov (including any documents forming a part thereof or incorporated by reference therein), as well as in our reports, public disclosure documents and other filings with the securities commissions and other regulatory bodies in Canada, which are available on www.sedar.com.



Source: XORTX Therapeutics Inc.