



galaxy

NEWS RELEASE

Galaxy Digital Inc. Announces Public Offering of Common Stock

2025-05-27

NEW YORK, May 27, 2025 /CNW/ - Galaxy Digital Inc. ("Galaxy" or the "Company") (NASDAQ: GLXY) (TSX: GLXY), a global leader in digital assets and data center infrastructure, today announced an underwritten offering of 29,000,000 shares of its Class A common stock, consisting of 24,150,000 shares offered by Galaxy and 4,850,000 shares offered by certain stockholders of Galaxy. The underwriters for the offering also have a 30-day option to purchase up to 4,350,000 additional shares of its Class A common stock from secondary shares. This is Galaxy's first underwritten public offering of its Class A common stock as a listed company on the Nasdaq Global Select Market.

Galaxy intends to use the net proceeds from the sale of the shares of Class A common stock offered in the offering by Galaxy to purchase newly issued limited partnership units ("LP Units") from its operating subsidiary, Galaxy Digital Holdings LP ("GDH LP"). GDH LP will use the proceeds from the sale of LP Units to finance the continued expansion of its artificial intelligence and high-performance computing infrastructure at its Helios data center campus in the panhandle region of West Texas, and for general corporate purposes. Galaxy will not receive any proceeds from the sale of the shares of the selling stockholders.

Goldman Sachs & Co. LLC, Jefferies and Morgan Stanley are acting as active joint book-running managers for the offering; Canaccord Genuity, Cantor, Keefe, Bruyette & Woods, A Stifel Company, Piper Sandler and BTIG are acting

as additional joint book-running managers for the offering; and ATB Capital Markets, The Benchmark Company, Compass Point, H.C. Wainwright & Co. and Rosenblatt are acting as co-managers for the offering. Galaxy Digital Partners acted as strategic advisor for the offering.

Galaxy has filed a registration statement (including a prospectus) with the Securities and Exchange Commission ("SEC") for the offering to which this communication relates, but such registration has not yet become effective. The shares of Class A common stock proposed to be offered pursuant to such registration statement may not be sold, nor may offers to buy be accepted, prior to the time the registration statement becomes effective. Before you invest, you should read the prospectus in that registration statement and other documents Galaxy has filed with the SEC for more complete information about Galaxy and this offering. You may get these documents for free by visiting EDGAR on the SEC website at www.sec.gov.

Alternatively, Galaxy, any underwriter or any dealer participating in the offering will arrange to send you the preliminary prospectus if you request it from: Goldman Sachs & Co. LLC, attention: Prospectus Department, 200 West Street, New York, NY 10282, by telephone: 1-866-471-2526 or by email at Prospectus-ny@ny.email.gs.com; Jefferies LLC, Attention: Equity Syndicate Prospectus Department, 520 Madison Avenue, New York, NY 10022, by telephone (877) 821-7388 or by email at Prospectus_Department@Jefferies.com; or Morgan Stanley & Co. LLC, Attention: Prospectus Department, 180 Varick Street, 2nd Floor, New York, NY 10014.

The proposed offering is being made only by means of a prospectus. This press release shall not constitute an offer to sell or the solicitation of an offer to buy any shares of Class A common stock, nor shall there be any sale of shares of Class A common stock, in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

The shares of Class A common stock subject to the offering have not been qualified for distribution by a prospectus in Canada and consequently may not be offered, sold or delivered in Canada or for the account of any Canadian resident except in transactions exempt from, or not subject to, the prospectus requirements of applicable Canadian securities laws. Shares of Class A common stock issued by the Company in Canada as part of the offering will be subject to resale restrictions for a period of four months and one day from the date of their issuance in accordance with applicable Canadian securities law. The TSX has neither approved nor disapproved the contents of this press release. No securities commission or similar regulatory authority in Canada has reviewed or passed on the merits of the offering.

ABOUT GALAXY DIGITAL INC.

Galaxy Digital Inc. (NASDAQ/TSX: GLXY) is a global leader in digital assets and data center infrastructure, delivering solutions that accelerate progress in finance and artificial intelligence. Our digital assets platform offers institutional

access to trading, advisory, asset management, staking, self-custody, and tokenization technology. In addition, we invest in and operate cutting-edge data center infrastructure to power AI and high-performance computing, meeting the growing demand for scalable energy and compute solutions in the U.S. The Company is headquartered in New York City, with offices across North America, Europe, the Middle East and Asia.

NOTE REGARDING FORWARD-LOOKING STATEMENTS

This press release may contain "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act") and "forward-looking information" under Canadian securities laws (collectively, "forward-looking statements"). Forward-looking statements are statements other than historical facts and may include statements that address future operating, financial or business performance or Galaxy's strategies or expectations, including those about the offering. The words "anticipate," "believe," "continue," "could," "estimate," "expect," "forecast," "intend," "may," "might," "plan," "possible," "potential," "predict," "project," "should," "would" and similar expressions may identify forward-looking statements, but the absence of these words does not mean that a statement is not forward-looking. The forward-looking statements contained in this document are based on our current expectations and beliefs concerning future developments and their potential effects on us taking into account information currently available to us. There can be no assurance that future developments affecting us will be those that we have anticipated. These forward-looking statements involve a number of risks, uncertainties (some of which are beyond our control) or other assumptions that may cause actual results or performance to be materially different from those expressed or implied by these forward-looking statements. These risks include, but are not limited to the risks contained in filings we make with the Securities and Exchange Commission (the "SEC") from time to time, including in the prospectus for the offering and in our Quarterly Report on Form 10-Q for the quarter ended March 31, 2025, filed with the SEC on May 13, 2025. Forward-looking statements speak only as of the date they are made. Except as required by law, we assume no obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, or to update the reasons if actual results differ materially from those anticipated in the forward-looking statements. You should not take any statement regarding past trends or activities as a representation that the trends or activities will continue in the future. Accordingly, you should not put undue reliance on these statements.

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