Priority Technology Holdings, Inc., Files Shelf Registration Statement

November 29, 2024

ALPHARETTA, Ga. – November 29, 2024 – Priority Technology Holdings, Inc. (NASDAQ: PRTH) (“Priority” or the “Company”), the payments and banking solution that streamlines collecting, lending and sending money to unlock revenue opportunities, today announced that it has filed a shelf registration statement on Form S-3 with the Securities and Exchange Commission (SEC) for registration of shares of the Company’s common stock.

If and when declared effective by the SEC, the shelf registration statement will allow the Company the flexibility from time to time to offer and sell common stock on a registered basis in the U.S. Once declared effective by the SEC, the shelf registration statement will be in effect for three years, or such shorter period that the securities registered under the shelf registration statement have been issued or sold. The specific securities and terms of each such future offering of securities, if any, along with the intended use of any net proceeds therefrom, would be described in detail under a separate prospectus supplement at the time of any such offering.

“In line with the retirement of our preferred shares, opening a shelf registration will provide us with enhanced financial flexibility to meet our long-term strategic goals,” said Tom Priore, Chairman and CEO of Priority. “This registration will allow for future offerings to improve our capital markets liquidity so that we are positioned to prudently capitalize on opportunities that emerge for Priority to create value for our shareholders.”

The registration statement on Form S-3 filed by the Company with the SEC has not yet become effective. Securities may not be sold nor may offers to buy be accepted prior to the time that the registration statement becomes effective. This press release does not constitute an offer to sell or the solicitation of an offer to buy any securities. Any offers, solicitations of offers to buy, or any sales of securities will be made in accordance with the registration requirements of the Securities Act of 1933, as amended.

About Priority

Priority is the payments and banking solution that enables businesses to collect, store, lend and send funds through a unified commerce engine. Our platform combines payables, merchant services, and banking and treasury solutions so leaders can streamline financial operations efficiently — and our innovative industry experts help businesses navigate and build momentum on the path to growth. With the Priority Commerce Engine, leaders can accelerate cash flow, optimize working capital, reduce unnecessary costs, and unlock new revenue opportunities. For more information, visit prioritycommerce.com.