
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 5, 2025

TON Strategy Company

(Exact Name of Registrant as Specified in Charter)

Nevada
(State or Other Jurisdiction
of Incorporation)

001-38834
(Commission
File Number)

90-1118043
(IRS Employer
Identification No.)

3024 Sierra Juniper Ct
Las Vegas, Nevada
(Address of Principal Executive Offices)

89138
(Zip Code)

Registrant's Telephone Number, Including Area Code: **(855) 250-2300**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.0001	TONX	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 7.01. Regulation FD Disclosure.

On September 5, 2025, TON Strategy Company (the “Company”) furnished on its website a corporate presentation (the “Presentation”) alongside the first “Chairman’s Message” of an anticipated series from Manuel Stotz, Executive Chairman of the Company’s Board of Directors, and issued a related press release. Copies of the Presentation and press release are attached hereto as Exhibits 99.1 and 99.2, respectively, and incorporated herein by reference.

Item 8.01. Other Events.

The Company announced as part of the Presentation that the Company’s previously stated Toncoin holdings, which equate to approximately 217 million Toncoin, represent approximately 4.23% of the total supply of Toncoin. The Company also announced a goal to increase its Toncoin holdings to more than 5% of the total supply.

As previously disclosed, the Company’s TON treasury strategy includes accumulating Toncoin, enabling it to generate sustainable staking rewards to initiate, manage, and grow its Toncoin exposure in a cash flow positive manner. The staking process involves the Company locking up Toncoin to help secure and stabilize TON. In exchange for Toncoin holders staking their tokens, they receive rewards in the form of Toncoin on a daily basis, creating revenue and cash flow opportunities. Staking can be accomplished in multiple ways, including through self-staking, staking through a third party for a fee, and staking for others to generate higher yields and fees.

The Company also announced as part of the Presentation that during the remainder of 2025 and 2026 it may consider (i) developing or purchasing its own proprietary staking infrastructure for both itself and for third parties, (ii) tokenizing its stock on the TON blockchain, and (iii) supporting TON’s open-source software development ecosystem.

Forward-Looking Statements

This Current Report contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements relating to the future Company’s Toncoin holdings, its TON treasury strategy and the execution thereof, potential staking activities, and the Company’s strategic plans for 2025 and 2026. Forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially, and reported results should not be considered as an indication of future performance. Important factors that may affect actual results or outcomes include, but are not limited to: the ability of the Company to successfully execute its business plan, including risks related to Toncoin and the digital asset industry; the Company’s implementation of its TON treasury strategy and its ability to achieve the intended benefits thereof; and other risks and uncertainties set forth in the Company’s Annual Report on Form 10-K for the year ended December 31, 2024 and the Company’s Quarterly Report on Form 10-Q for the quarter ended June 30, 2025 filed with the Securities and Exchange Commission (the “SEC”), and in the Company’s subsequent filings with the SEC. These forward-looking statements speak only as of the date hereof, and the Company disclaims any obligation to update these forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by law.

Disclosure Channels to Disseminate Information

Company investors and others should note that the Company announces material information to the public about the Company, its strategy and other items through a variety of means, including on the Company website (<https://www.tonstrat.com/>), the investor relations and email alerts subscription sections thereof, its filings with the SEC, press releases, public conference calls, webcasts, and its various social media accounts in order to achieve broad, non-exclusionary distribution of information to the public. The Company encourages its investors and others to review the information it makes public in the locations below as such information could be deemed to be material information.

The Company posts information about the Company (which may or may not be material) via the following social media accounts: the Company's Telegram handle (@tonstrat) and its X.com handle (@tonstrat). Mr. Stotz posts information about the Company (which may or may not be material) through his social media accounts, including his X.com handle (@ManuelStotz). The social media channels used by the Company and Mr. Stotz may be updated by the Company and Mr. Stotz, respectively, from time to time.

Although the Company does not intend for its social media accounts to be its primary method of disclosure for material information, it is possible that certain information the Company posts on its social media accounts may be deemed material to investors. Therefore, the Company is notifying investors, the media and other interested parties that it uses the aforementioned social media accounts, together with its investor relations website, traditional press releases, and filings with the SEC, to publish important information about the Company, including information that may be deemed material to investors. The Company encourages investors, the media and other interested parties to review the information it posts on its aforementioned investor relations website and social media channels, in addition to information announced by the Company through its filings with the SEC, press releases, webcasts and other presentations.

Item 9.01 Financial Statements and Exhibits

Exhibit No.	Description
99.1	Chairman's Message, dated September 5, 2025
99.2	Press Release, dated September 5, 2025
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 5, 2025

TON Strategy Company

By: /s/ Veronika Kapustina

Name: Veronika Kapustina

Title: Chief Executive Officer



CHAIRMAN'S MESSAGE

SEPTEMBER 2025



DISCLAIMER



TON Strategy Company (the "Company") is making this presentation ("Presentation") available in connection with a message given by its Executive Chairman that is being made available on the Company's website. The message and this Presentation should be considered together. This Presentation does not purport to be all-inclusive or to contain all the information that investors may desire or require. Investors are encouraged to conduct their own analysis and review of information contained in this Presentation as well as important additional information that the Company files with the Securities and Exchange Commission ("SEC") through the EDGAR system at www.sec.gov and makes available on its website at www.tonstrat.com.

In giving this Presentation, neither the Company nor its advisers and/or agents undertake any obligation to provide investors with access to any additional information or to update this Presentation or any additional information or to correct any inaccuracies in any such information which may become apparent, except as required by law.

Forward-Looking Statements

This Presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements relating to the Company's Toncoin holdings, its TON treasury strategy and the execution thereof, potential staking activities, the Company's strategic plans for 2025 and 2026, potential listings of Toncoin, Telegram's user base, the future of blockchains and The Open Network's ("TON") growth potential. Forward-looking statements are statements that are not historical facts and may be identified by words such as "plans", "targets", "aims", "believes", "expects", "anticipates", "intends", "estimates", "will", "may", "continues", "should" and similar expressions. Forward-looking statements are based on current expectations, estimates, forecasts, and projections, as well as management's beliefs and assumptions. Forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially, and reported results should not be considered as an indication of future performance. Important factors that may affect actual results or outcomes include, but are not limited to: the potential impact of market and other general economic conditions; the ability of the Company to successfully execute its business plan, including risks related to Toncoin and the digital asset industry; the Company's implementation of its TON treasury strategy and its ability to achieve the intended benefits thereof, including its capital allocation policy and share buyback program, among others; the Company's ability to manage growth effectively; changes in regulations affecting the Company's business; the effectiveness of the Company's data security controls in the event of a cybersecurity incident; and other risks and uncertainties set forth in the Company's Annual Report on Form 10-K for the year ended December 31, 2024 and the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2025 filed with the SEC, and in the Company's subsequent filings with the SEC. All statements other than statements of historical fact included in this Presentation are forward-looking statements. These forward-looking statements speak only as of the date of this Presentation. Except as required by law, the Company undertakes no obligation to update or revise any forward-looking statements to reflect subsequent events or circumstances.

Industry and Statistical Data

To the extent available, the industry, market and competitive position data contained in this Presentation comes from official or third party sources. Third party industry publications, studies and surveys generally state that the data contained therein have been obtained from sources believed to be reliable, but that there is no guarantee of the accuracy or completeness of such data. While the Company reasonably believes that each of these publications, studies and surveys has been prepared by a reputable source, it has not independently verified the data contained therein. In addition, certain of the industry, market and competitive position data contained in this Presentation comes from the Company's own internal research and estimates based on the knowledge and experience of the Company's management in the markets in which the Company operates. While the Company reasonably believes that such research and estimates are reasonable and reliable, they, and their underlying methodology and assumptions, have not been verified by any independent source for accuracy or completeness and are subject to change. Accordingly, undue reliance should not be placed on any of the industry, market or competitive position data contained in this Presentation.

Trademarks

All trademarks, service marks and trade names appearing in this Presentation are the property of their respective owners.

No Offer or Solicitation

This Presentation does not constitute or form part of any offer to sell or issue, or invitation to purchase or subscribe for, or any solicitation of any offer to purchase or subscribe for, any securities of the Company, nor shall there be any sale of any securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such jurisdiction.

Building the Premier Public Company around the \$TON & Telegram Ecosystem

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INTRODUCTION & RECAP: TON STRATEGY CO.

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\$TON INSIDE TELEGRAM

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\$TON'S MARKET OPPORTUNITY

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\$TONX: TREASURY FUNDAMENTALS & THESIS

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WHAT NEXT FOR TON STRATEGY CO.

OUR THESIS BEHIND TON STRATEGY CO. (NASDAQ: \$TONX)



A COMPELLING OPPORTUNITY

COMPELLING STANDALONE THESIS FOR \$TON

1. FIRST & LARGEST LISTED PERMANENT CAPITAL VEHICLE FOR \$TON – “WINNER TAKES MOST”

2. MORE DOMINANT THAN ANY OTHER LISTCO FOR ITS RESPECTIVE DIGITAL ASSET ECOSYSTEM

3. STAKING REVENUE & CASH FLOW OPPORTUNITIES

4. WORLD-CLASS BACKERS, BoD & MANAGEMENT

5. LOW mNAV / MARKET CAP OPPORTUNITY ⁽³⁾

1. TON's exclusive partnership with Telegram, powering its digital economy of >1Bn users ⁽¹⁾
2. Proven use cases: stablecoins, payments, digital goods, B2B Telegram platforms
3. Token market cap >60% below ATH, ⁽²⁾ ~67x smaller than ETH and ~14x smaller than SOL ⁽⁴⁾
4. Just entering the US market
5. “Super App” potential - Asia

1) Backlinkio as of March 2025 // <https://backlinkio.com/telegram-users>

2) CoinGecko current \$TON price of \$3.19 as of Sept 4, 2025 relative to all-time high of \$8.25 June 15, 2024

3) Relative to select competitors' median MNAV

4) Source: CoinGecko as of Sept 4, 2025

\$TONX - KEY STRATEGIC PARTNERS AND INVESTORS



KINGSWAY
CAPITAL

VY capital

Ribbit Capital

Blockchain.com



GRATICULE
ASSET MANAGEMENT ASIA

TOP

galaxy

PANTERA

DCG

CMCC Global

kraken

MEXC
Ventures

FALCONX

tvm ventures

HIVEMIND



arrington
CAPITAL



PRIMITIVE

Kenetic

ORBS

BitGo.

animoca
BRANDS

LUXOR
CAPITAL

uncap

PACIFIC COAST
CAPITAL
THE WAY TO PROSPERITY

KINGSWAY AMONG OTHER PIPE PARTICIPANTS ARE LOCKED UP TO TWELVE MONTHS ⁽¹⁾

1) Kingsway Capital has agreed to lock its PIPE allocation for twelve months post transaction. Certain others are subject to lockup restrictions whereby they agreed not to sell or transfer the purchased securities for six to 12 months from the signing of the Subscription Agreement (subject to customary exemptions), or in excess of 12 months.

KEY EVENTS TO DATE



Pre-transaction

AUG 5

AUG 7

AUG 7

AUG 8

AUG 21

SEPT 2

SEPT 3

Appt. of new
directors⁽²⁾

Up to
\$1B ATM⁽⁴⁾
authorized

Ticker Change
to \$TONX⁽⁶⁾

Public support from
Telegram Founder⁽¹⁾

\$558M PIPE
Transaction
closed⁽³⁾

Total treasury
asset update:
>\$780M⁽⁵⁾

Buyback
approved
of up to
\$250M⁽⁷⁾

TON Strategy Co. has sustained significant momentum since the PIPE transaction

1) Pavel Durov's X account <https://x.com/durov>

2) and 3) Verb Technology 8-K SEC filings, Aug 7, 2025

4) Verb Technology S3-ASR SEC filings, Aug 8, 2025

5) Verb Technology 8-K SEC filings, Aug 21, 2025

6) Announced in Verb Technology 8-K SEC filings, Aug 29, 2025, effective September 2, 2025

7) TON Strategy Company 8-K SEC filing, Sept 3, 2025

GROWING LIST OF EXCHANGES PROVIDING SPOT \$TON



ACTIVE LISTINGS ¹

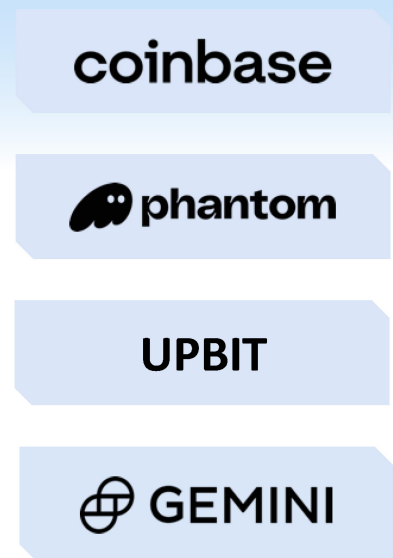


NEW LISTINGS ²



Listed since August 2025

POTENTIAL LISTINGS ³



And more to come...

1) Source: CoinGecko as of September 1, 2025
2) Source: Robinhood (August 29, 2025); NEXO (August 19, 2025) ; ZenGo (August 5, 2025)
3) Based on Company beliefs and expectations

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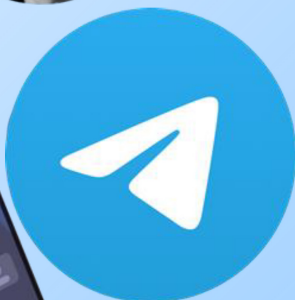
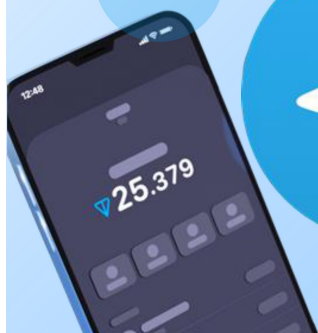
WHAT NEXT FOR TON STRATEGY CO.

TELEGRAM: AN “N OF 1” ASSET WITH AN “N OF 1” FOUNDER



Pavel Durov

Founder/CEO of Telegram



#1

Crypto messaging platform⁽¹⁾

#1

App by Monthly Downloads in App Store⁽²⁾



Exclusive commercial partnership:
TON blockchain integration inside
Telegram⁽³⁾

1B+

Monthly Active Users⁽⁴⁾

#6

App globally by monthly active users⁽⁵⁾

15B+

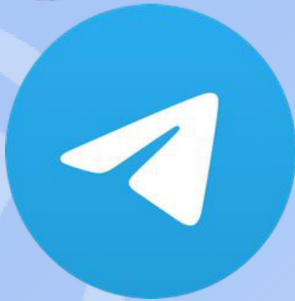
Daily Messages Exchanged
YTD 2025⁽⁶⁾

1) CoinGecko Survey 2024, Statista active user data, Feb 2025
2) Explodingtopics as of April 2025
3) Affmaven as of May 2025

4) Backlinko as of March 2025
5) Explodingtopics as of April 2025
6) Affmaven as of May 2025

Pavel Durov

Founder/CEO of Telegram



“TON (The Open Network) is an **infinitely scalable** blockchain that we helped develop years ago to meet the needs of Telegram’s **100s of millions of users**. Today, **TON is the economic backbone of Telegram** - much like a national currency powers a country's economy.”

Pavel Durov on



Source: Pavel Durov, x.com/durov, August 6, 2025

DEEPENING INTEGRATION BETWEEN TON AND TELEGRAM



We believe "TON inside Telegram" will allow leveraging the power of network effects: more utility means more users, usage, developers, DApps, and ultimately more value (\$/TON) ⁽¹⁾

Monthly Active Users

>1 Billion

As of Feb 2025

Daily Signups

~2.5 Million

New users signed up every day from Q2-Q4 2024

Daily Users

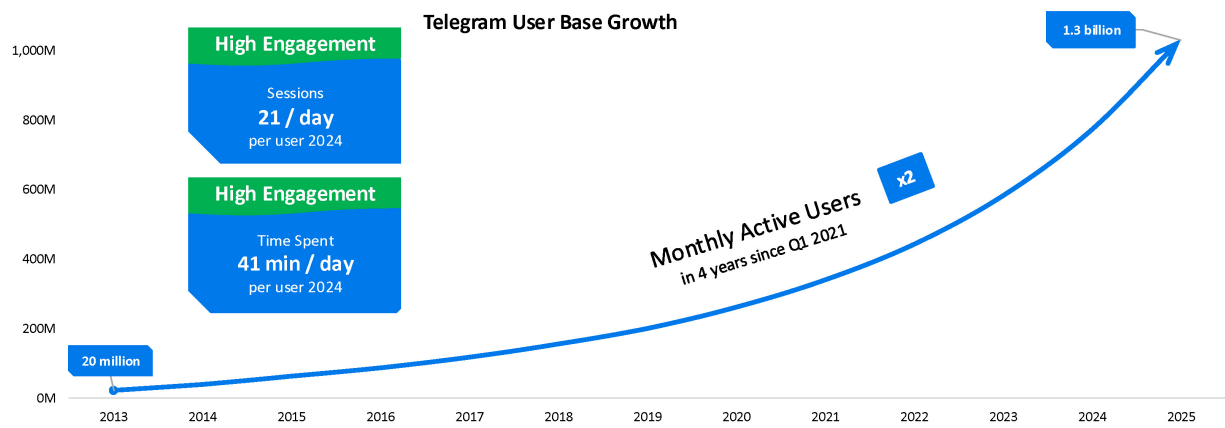
~46% MAU

Almost half of monthly users open the app daily

Retention Rate

~60%

6 months retention by unique phone numbers, Q1 2025

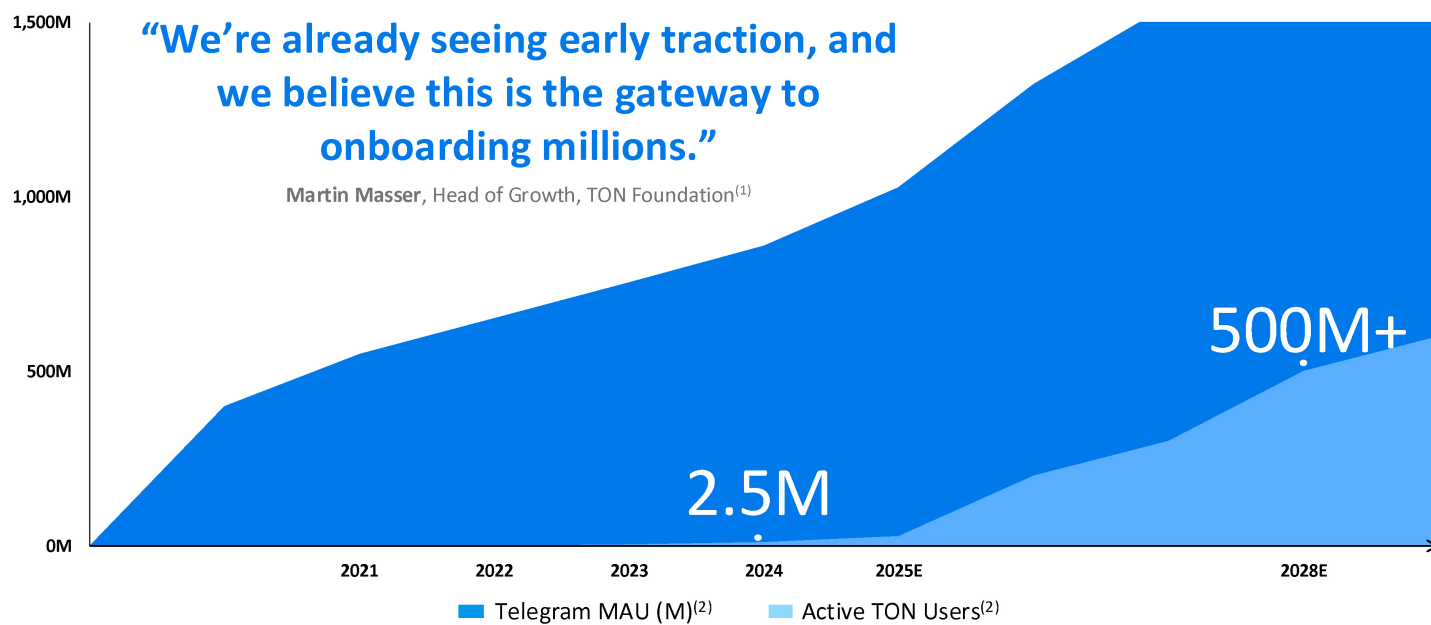


Source: Telegram
1) Based on Company beliefs and expectations

DEEPENING INTEGRATION BETWEEN TON AND TELEGRAM



TON Foundation aims to onboard 30% of active Telegram users to TON in the next 3 to 5 years ⁽²⁾

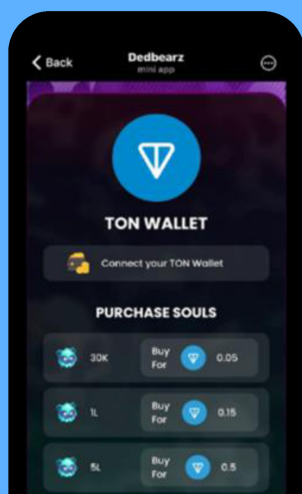


1) Blockchainreporter as of June 2025
2) Token2049 presentation



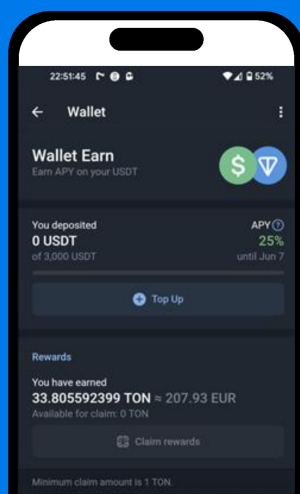
WALLET

Send, receive, and manage crypto directly within the app



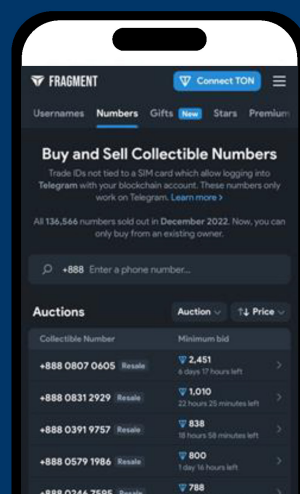
STABLECOINS

Save and earn interest, pay with cards, send money abroad and P2P transfers



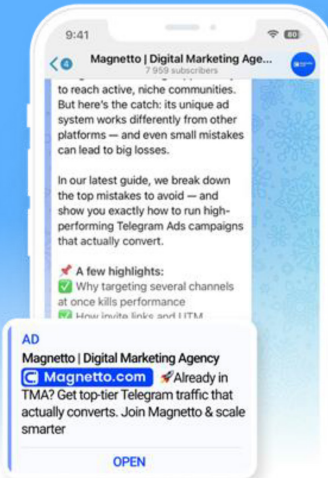
DIGITAL ASSETS

Username, phone numbers, gifts, stickers, gaming, content monetization



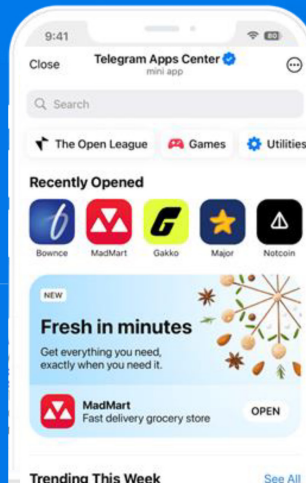
ADS PLATFORM

Integrated platform to assist creators to monetize the attention economy



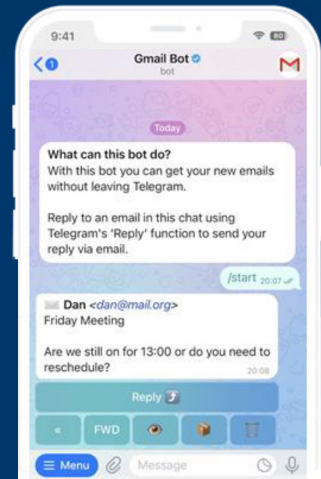
MINI APP PLATFORM

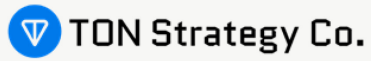
Superior discoverability
Developers paid in \$TON



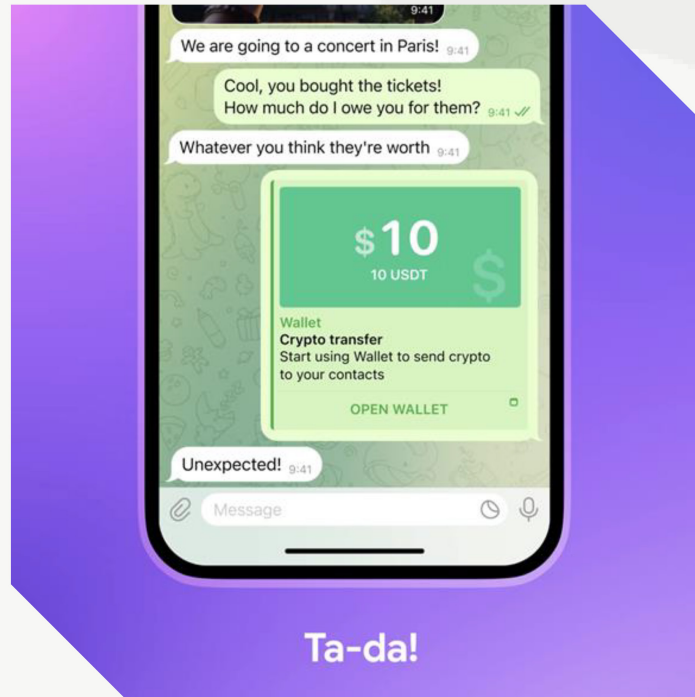
BOT PLATFORM

Digital assets tokenized on TON, including emojis, stickers and NFTs

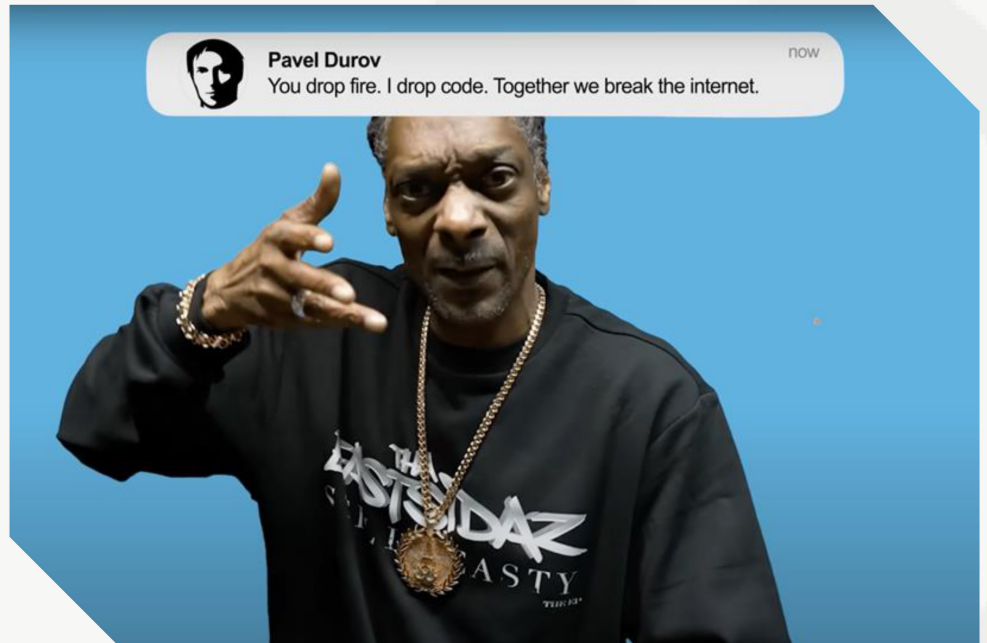




VIDEO REPLAY



VIDEO REPLAY





THE TON X TELEGRAM PARTNERSHIP CREATES A GATEWAY TO ONBOARD BILLIONS OF USERS ¹

Blockchains of today ²

- Focus on tech, not UI/UX
- Little to no real-world use cases
- Too complex for mass adoption
- Little to no native distribution
- ~60 million active crypto users³

Blockchains of tomorrow ²

- + Focus on utility, UI & UX
- + Clear real world use cases
- + Simple onboarding
- + Massive >1Bn user distribution
- + True mass adoption



Source: TON Foundation, a16z

1) Based on Company beliefs and expectations

2) TON Foundation presentation September 18, 2023 at NFTScan 2023 conference

3) a16z Big Ideas in Tech 2025 Report; Assuming top-end of estimated range of adoption (10%) on estimated number of crypto holders

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WHAT NEXT FOR TON STRATEGY CO.

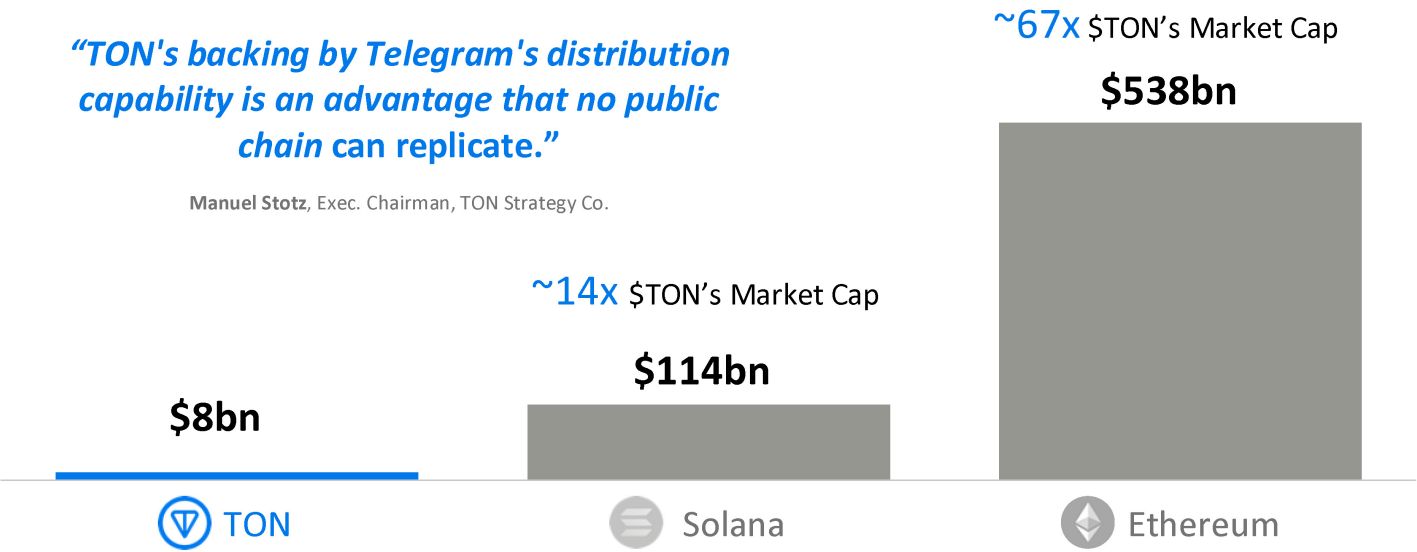
TON STANDS AT A STRATEGIC INFLECTION POINT WITH SUBSTANTIAL GROWTH POTENTIAL



\$TON'S MARKET CAP IS SIGNIFICANTLY SMALLER THAN ETH AND SOL

“TON's backing by Telegram's distribution capability is an advantage that no public chain can replicate.”

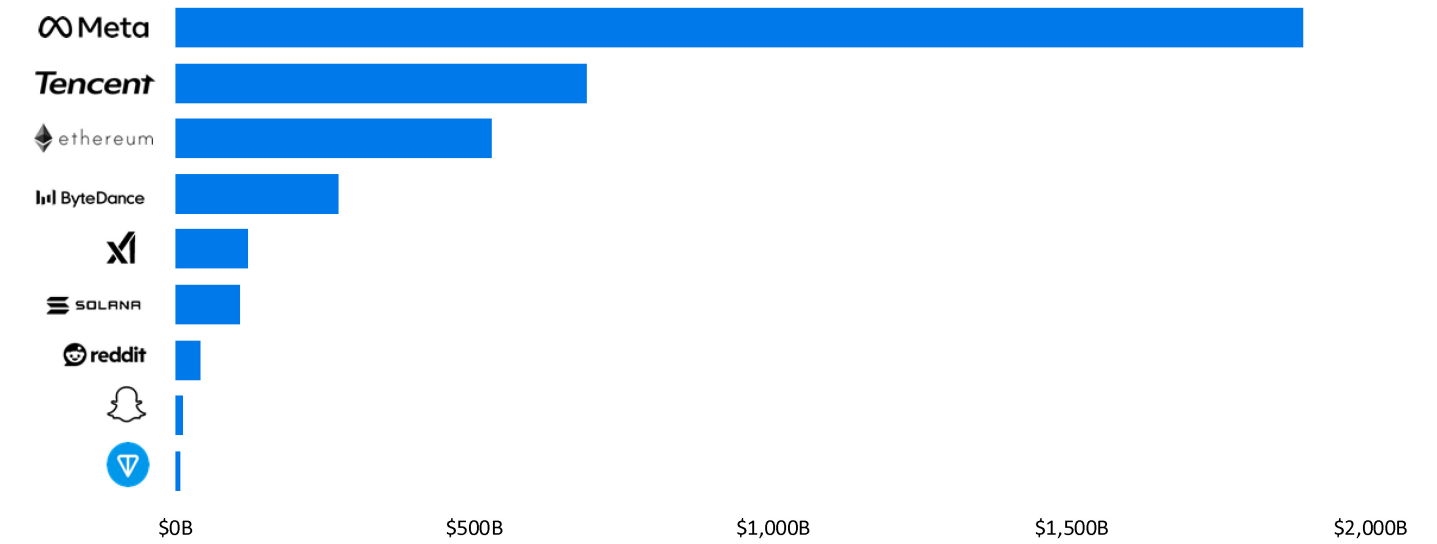
Manuel Stotz, Exec. Chairman, TON Strategy Co.



Source: Coinmarketcap as of August 1, 2025



Case Study: Market Comparison of Leading Companies



Source: Yahoo Finance and CoinGecko, as of September 04, 2025

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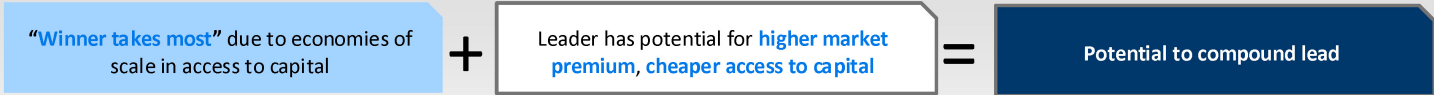
3) Relative to select competitors’ median MNAV

4) Source: CoinGecko as of Sept 4, 2025

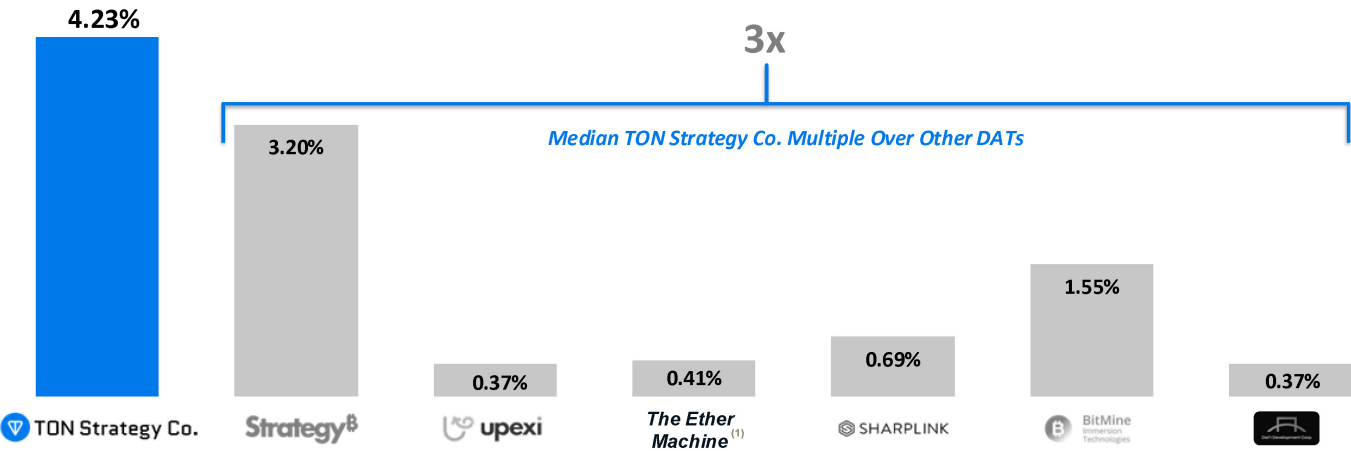
TON STRATEGY CO. UNRIVALLED DOMINANCE IN OUR ECOSYSTEM



MARKET SHARE LEADS TO MARKET IMPACT



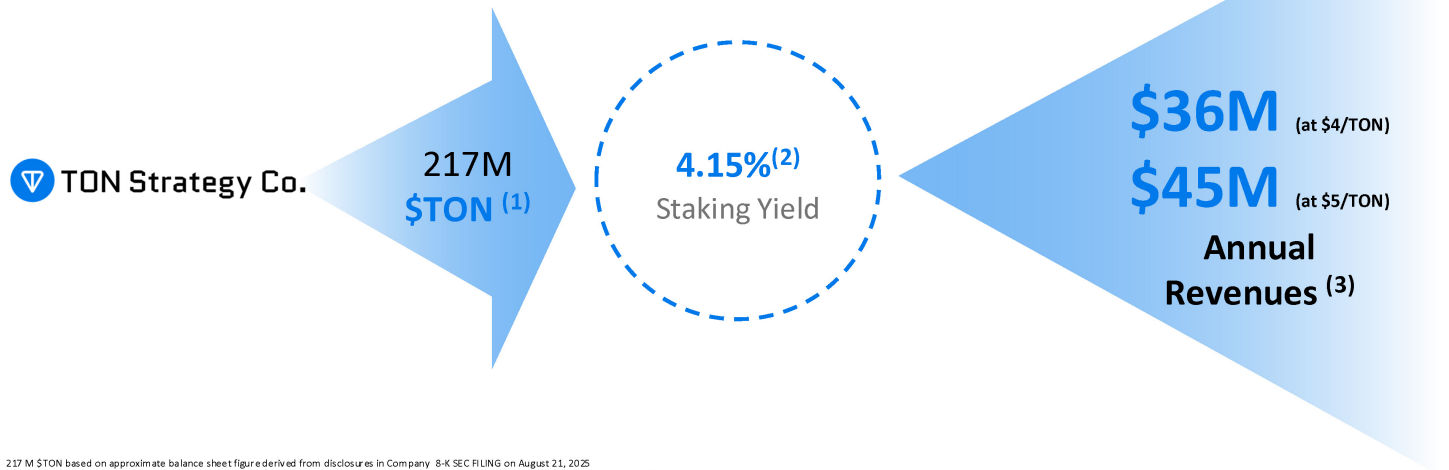
Proportion of total supply held by DATs



Source: CoinGecko.com as of September 4, 2025
1) Assumes \$407M of capital raised will be used for additional Ethereum acquisitions

ABILITY TO GENERATE HIGH REVENUES FROM STAKING ALONE,
AHEAD OF ANY DELEGATED STAKING CAPABILITIES BUILT

Illustrative example



1) 217 M \$TON based on approximate balance sheet figure derived from disclosures in Company 8-K SEC FILING on August 21, 2025
2) 4.15% annual percentage staking yield is generated from blockchain rewards in securing the TON proof of stake network and paid in kind. Yield figure is indicative of typical rates and subject to variation.
3) Assumes 217M TON fully staked at estimated APY

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WHAT'S NEXT?



STRATEGIC DEVELOPMENT

CONTINUING TO ACCUMULATE \$TON
AIMING TO EXCEED 5% OF SUPPLY
WOULD MAKE US THE FIRST PUBLIC COMPANY TO ACHIEVE 5%

CONSIDER OWNING PROPRIETARY STAKING INFRASTRUCTURE

CONSIDER TOKENIZING OUR STOCK ON TON BLOCKCHAIN

CONSIDER SUPPORTING TON'S OPEN-SOURCE ECOSYSTEM



22-26 September 2025 - Seoul



Follow us on
Telegram (@tonstrat)
X @tonstrat

TOKEN2049

1-2 October 2025 - Singapore



Follow Manny on
Telegram (@manuelstotz)
X @manuelstotz

TON Strategy Company Publishes Chairman's Message, Outlines Growth Strategy and Opportunity

- Video and slides of Executive Chairman Manuel Stotz's first Chairman's Message now available online
- Remarks lay out vision to exceed 5% of TON supply, expand staking revenues, and consider pursuing tokenization of the Company's own stock

LAS VEGAS – September 5, 2025 – TON Strategy Company (Nasdaq: TONX) (the "Company"), a digital asset treasury company committed to holding Toncoin (\$TON), today announced that it has published the video and presentation slides of Executive Chairman Manuel Stotz's first Chairman's Message. The message provides an update on the Company's strategy and the broader \$TON ecosystem, and is available for viewing on the Company's website, <https://www.tonstrat.com/>.

"This Chairman's Message marks a milestone for TON Strategy Company as we present a comprehensive update on our vision and strategy," said Mr. Stotz. "In these remarks, I outline why \$TON, through its exclusive integration with Telegram, has the potential to become one of the world's most widely used digital assets, and how TON Strategy Company intends to play a leading role in that growth."

\$TON is the native token of The Open Network (TON), a Layer-1 blockchain exclusively integrated into Telegram, where it provides the rails for payments, digital property, and decentralized applications across a platform with more than 1 billion monthly active users. In his remarks highlighted below, Mr. Stotz built on this foundation, presenting the Company's investment thesis and outlining the opportunity created by \$TON's integration with Telegram.

- **Investment case for \$TON** – Proven use cases already include stablecoin payments, digital property (such as Telegram usernames), and mini apps, with potential to evolve into a "super app." Despite this traction, \$TON remains 60% below its all-time high, with U.S. market access only just beginning.
 - **TON Strategy Company's position** – The Company is the first and largest listed permanent capital vehicle for \$TON. Backed by world-class investors through a \$558M PIPE (which closed on the 7th of August), it has since launched an up to \$1B at-the-market program, reported \$780M in treasury assets, rebranded and changed its ticker to TONX, and approved an up to \$250M stock buyback program.
 - **Staking and cash flow** – TON Strategy Company expects to generate meaningful staking revenues from its more than 217 million \$TON held, with plans to expand into proprietary staking infrastructure to capture additional value and potentially offer services to third parties.
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- **Telegram alignment** – Mr. Stotz positioned \$TON as the economic backbone of Telegram, giving its billion-plus digital citizens the ability to transact, hold stablecoins, and access applications within the messaging platform. Mr. Stotz compared this dynamic to the super app evolution in Asia, suggesting \$TON could enable Telegram to leapfrog Western peers in payments and digital property.
- **Vision and next milestones** – The Company’s goals include surpassing 5% of \$TON supply, considering pursuing tokenization of its own stock on-chain, and strengthening its role as a participant and infrastructure provider in the TON ecosystem.

“Our goal at TON Strategy Company is to build the premier public company that focuses on the \$TON ecosystem,” Mr. Stotz said during the Chairman’s message.

About TON Strategy Company

TON Strategy Company (Nasdaq: TONX) is focused on the accumulation of Toncoin (\$TON) for long-term investment, whether acquired through deployment of proceeds from capital raising transactions, staking rewards or via open market purchases. The Company aims to steadily expand its \$TON treasury, stake \$TON, and to support the development of a tokenized economy inside Telegram’s billion-user platform.

In addition, the Company continues to operate legacy business units, including MARKET.live, a multi-vendor livestream shopping platform, and LyveCom, an AI-powered social commerce innovator that enables brands and merchants to deliver omnichannel livestream shopping experiences across websites, apps, and social platforms.

Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements relating to the Company’s TON treasury strategy, the investment case for \$TON, the Company’s staking plans and expected benefits of staking, the Company’s goals for holding \$TON, and tokenization of the Company’s stock, and the Company’s long-term business plans. Forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially, and reported results should not be considered as an indication of future performance. Important factors that may affect actual results or outcomes include, but are not limited to: risks related to Toncoin and the digital asset industry; the ability of the Company to successfully execute its share repurchase program, its broader capital allocation strategy, and other business initiatives; and other risks and uncertainties set forth in the Company’s Annual Report on Form 10-K for the year ended December 31, 2024, the Company’s Quarterly Report on Form 10-Q for the quarter ended June 30, 2025, and in the Company’s subsequent filings with the SEC. These forward-looking statements speak only as of the date hereof, and the Company disclaims any obligation to update these forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by law.

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