



Overstock.com Files S-3 Registration Statement for Series A-1 Digital Preferred Stock

September 24, 2019

SALT LAKE CITY, Sept. 24, 2019 (GLOBE NEWSWIRE) -- Overstock.com, Inc. (NASDAQ:OSTK) filed a Form S-3 with the Securities and Exchange Commission on Tuesday, September 24, 2019 for registration of its Series A-1 Digital Preferred stock (OSTKO) as part of the execution of the company's previously announced dividend. This filing represents an initial step in the company's registration of the OSTKO dividend, and the company is engaged in active discussions with regulatory authorities to obtain approval of the registration.

"We remain committed to issuing the OSTKO dividend and appreciate the cooperation and guidance we are receiving from regulatory authorities," said Overstock CEO Jonathan Johnson. "This dividend will be a great introduction for many to how blockchain technology can enhance the investor experience."

The company expects that, through registration of OSTKO, non-affiliated shareholders will immediately be able to freely trade the digital shares without any holding period requirement.

The company will provide further updates regarding the OSTKO dividend as they become available.

For questions about the dividend, please contact the information agent, Georgeson, at (866) 203-9357; 1290 Avenue of the Americas, 9th Floor, New York, NY 10104. For any questions regarding account setup at Dinosaur Financial Group, please email the Dinosaur Financial team directly at securitytokensupport@dinogroup.com. For questions regarding the PRO Securities ATS, contact Alex Vlastikakis at avlastikakis@prosecats.com.

Investor Notice

This press release does not constitute an offer to sell or a solicitation of an offer to buy the Series A-1 Preferred and no offer, solicitation or sale of the Series A-1 Preferred shall be made 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. This press release is being issued pursuant to and in accordance with Rule 134 under the Securities Act of 1933, as amended. Offers, solicitations and sales of the Series A-1 Preferred will be made only by means of a prospectus supplement and the accompanying prospectus, forming a part of an effective registration statement. Investors should note that trading the Series A-1 shares could involve substantial risks, including no guarantee of returns, costs associated with selling and purchasing, no assurance of liquidity which could impact the price and ability to sell, and possible loss of principal invested. Investors can only trade the Series A-1 shares on the PRO Securities ATS through an account established with an ATS-subscribing broker-dealer, such as Dinosaur, with clearing and carrying of Series A-1 positions provided by ETC, a registered broker-dealer, and with Computershare as transfer agent.

No Offer, Solicitation, Investment Advice or Recommendations

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About Overstock.com

Overstock.com, Inc. *Common Shares (NASDAQ:OSTK) / Digital Voting Series A-1 Preferred Stock (Medici Ventures' tZERO platform:OSTKO) / Series B Preferred (OTCQX:OSTBP)* is an online retailer and technology company based in Salt Lake City, Utah. Its leading e-commerce website sells a broad range of new products at low prices, including furniture, décor, rugs, bedding, home improvement, and more. The online shopping site, which is visited by nearly 40 million customers a month, also features a marketplace providing customers access to millions of products from third-party sellers. Overstock was the first major retailer to accept cryptocurrency in 2014, and in the same year founded Medici Ventures, its wholly owned subsidiary developing and accelerating blockchain technologies to democratize capital, eliminate middlemen, and re-humanize commerce. Overstock regularly posts information about the company and other related matters on the [Newsroom](#) and [Investor Relations](#) pages on its website, Overstock.com.

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Forward-Looking Statements

This press release contains certain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Such forward-looking statements include all statements other than statements of historical fact, including but not limited to our expectations surrounding the Series A-1 dividend, its registration, the record and payment date, and any time estimates for such events. Additional information regarding factors that could materially affect results and the accuracy of the forward-looking statements contained herein may be found in the Company's Form 10-Q for the quarter ended June 30, 2019, which was filed with the SEC on August 8, 2019, and any subsequent filings with the SEC.

About tZERO

[tZERO Group, Inc.](#) (“tZERO”) is an indirectly-held majority-owned subsidiary of Overstock.com, focusing on the development and commercialization of financial technology (FinTech) based on cryptographically-secured, decentralized ledgers – more commonly known as blockchain technologies. Since its inception, tZERO has pioneered the effort to bring greater efficiency and transparency to capital markets through the integration of blockchain technology. For more information on tZERO, please visit: <https://www.tzero.com/>.

tZERO is not a registered broker-dealer, funding portal, underwriter, investment bank, investment adviser or investment manager, and is not providing brokerage, investment banking or underwriting services, recommendations or investment advice to any person, and does not provide any brokerage services. tZERO takes no part in the negotiation or execution of secondary market transactions for the purchase or sale of securities and at no time has possession of investor funds or securities in connection with such transactions.

About PRO Securities, LLC

PRO Securities, LLC is an indirectly held majority-owned subsidiary of Overstock.com, broker-dealer registered with the SEC and a member of FINRA and SIPC. More information about PRO Securities may be found at www.finra.org.

About Dinosaur Financial Group, LLC

[Dinosaur Financial Group](#), LLC (“Dinosaur”) is a broker-dealer registered with the SEC and a member of FINRA, SIPC, MSRB and NFA. Dinosaur is a full service, independent financial services firm headquartered in New York, New York with an office in Miami, Florida. It offers investment banking and sales and trading services across equity and debt products for its clients. Its affiliated entities offer global access through offices in London, United Kingdom, Milan, Italy and Madrid, Spain. Dinosaur is not affiliated with Overstock.com. Dinosaur is not affiliated with Overstock.com, tZERO, PRO Securities, LLC, or any Overstock affiliated company.

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