

# Graph Blockchain Enters into a Binding Letter of Intent to Acquire Third Eye Insights Corp

Toronto, Ontario--(Newsfile Corp. - August 6, 2020) - **Graph Blockchain Inc. (CSE: GBLC)** ("**Graph**" or the "**Company**") announces it has entered into a binding letter of intent ("**LOI**") in connection with the proposed acquisition of Third Eye Insights Corp. ("**Third Eye**" or "**Seller**"), to acquire 100% of all issued and outstanding shares of Third Eye (the "**Third Eye Shares**"), a corporation established pursuant to the *Business Corporations Act* (British Columbia) by way of: (i) an amalgamation, or (ii) any other form of business combination to be determined by the legal and tax advisors of the respective parties, acting reasonably (the "**Proposed Transaction**").

Christian Scovenna, CEO of Graph Blockchain comments, "This acquisition of Third Eye is a great direction for the company and our shareholders. The AI technology of Third Eye's deep analytics platform will allow our ecommerce marketplace BluStem to capture and visualize a vast amount of consumer data. This will allow BluStem to understand target audiences in real-time, and make better decisions by pinpointing specific trends, risks and opportunities when selling various Wellness brands and products."

## Key Transaction Terms:

Subject to the terms and conditions of the LOI, Graph Blockchain Inc. (the "**Acquirer**") intends to acquire all of the issued and outstanding share capital of Seller pursuant to the following terms:

- The LOI contemplates that the consideration for the Proposed Transaction will consist of an aggregate of 120 million common shares in the capital of Graph Blockchain Inc. to be issued at a deemed price of \$0.02 per share for aggregate consideration of \$2.4M Cdn dollar value of the Proposed Transaction (the "**Common Shares**").
- The LOI is subject to completion of formal due diligence, execution of a definitive agreement in connection with the Proposed Transaction, receipt of all regulatory approvals, including the approval of the Canadian Securities Exchange (the "**CSE**"), approval of the board of directors of both the Seller and the Company and, such other conditions customary for a transaction of this nature. There is no assurance that the Proposed Transaction will be completed in the manner presently proposed or at all.
- Closing of the Proposed Transaction is currently expected to occur on or about Aug 31<sup>st</sup>, 2020 (the "**Acquisition Closing**"). or such other date as mutually agreed to by the parties.

## About Third Eye Insights Corp.

Third Eye Insights Corp. is a private British Columbia corporation that provides a cloud-based analytics platform using AI to cleanse and analyze data-intensive information helping the alternative medicines industry, while also analyzing trends, critical social data in the recreational and medicinal sectors. Third Eye's deep analytics platform captures, structures, and visualizes vast amounts of unstructured social media data which, used as a discovery tool, allows organizations to understand target audiences in real time to help make better decisions by pinpointing specific trends, risks and opportunities taking place.

Additional Information on Third Eye is available at [www.thirdeyecorp.com](http://www.thirdeyecorp.com)

## About Graph Blockchain Inc.

The Company develops leading-edge private blockchain business intelligence and data management solutions that it will implement into a blockchain supported e-commerce marketplace for the sale of psychedelic and ancillary products in legal jurisdictions.

Additional Information on the Company & eCommerce Marketplace is available at:

[www.graphblockchain.com](http://www.graphblockchain.com)  
[www.BluStem.com](http://www.BluStem.com)

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**Forward Looking Statements**

*This news release contains "forward-looking statements" within the meaning of applicable securities laws. All statements contained herein that are not clearly historical in nature may constitute forward-looking statements. In some cases, forward-looking statements can be identified by words or phrases such as "may", "will", "expect", "likely", "should", "would", "plan", "anticipate", "intend", "potential", "proposed", "estimate", "believe" or the negative of these terms, or other similar words, expressions and grammatical variations thereof, or statements that certain events or conditions "may" or "will" happen, or by discussions of strategy. Readers are cautioned to consider these and other factors, uncertainties and potential events carefully and not to put undue reliance on forward-looking statements. Such statements may prove to be incorrect and actual results may differ materially from those anticipated.*

*Forward-looking statements contained in this news release are expressly qualified by this cautionary statement and reflect the Company's expectations as of the date hereof and are subject to change thereafter. The Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, estimates or opinions, future events or results or otherwise or to explain any material difference between subsequent actual events and such forward-looking information, except as required by applicable law.*



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