

## **GTA Financecorp Enters into Letter of Intent for Reverse Takeover by Tiidal Gaming**

**TORONTO, ONTARIO – February 16, 2021** – GTA Financecorp Inc. (“GTA” or the “Company”) and Tiidal Gaming Group Inc. (“Tiidal”) are pleased to announce that they have entered into a letter of intent dated February 16, 2021, pursuant to which GTA and Tiidal intend to complete a business combination or other similarly structured transaction (the “**Resulting Issuer**”) which will constitute a reverse take-over of GTA (the “**Transaction**”) and result in the Resulting Issuer applying to list its common shares on the Canadian Securities Exchange (the “CSE”).

### **About Tiidal**

Tiidal is an esports and gaming platform company focused on owning and operating synergistic businesses across the gaming ecosystem, including its wholly-owned subsidiaries Sportsflare and Lazarus Esports. Tiidal is focused on enabling competitive gaming and building the future of game-based entertainment. For more information visit [www.tiidal.gg](http://www.tiidal.gg).

Sportsflare’s product suite delivers robust odds feed and advanced betting solutions for sportsbooks and online betting companies. Using applied deep learning and artificial intelligence (“AI”) research, Sportsflare has established a state-of-the-art technology platform for its products that comprises an AI esports engine that accurately produces predictions for hundreds of in-game outcomes in real-time, a data platform that conducts the aggregation and analysis of various data sources, and a trading platform that not only updates in-play and pre-match prices based on betting activity but also offers automated bet settlements. For more information visit [www.sportsflare.io](http://www.sportsflare.io).

Lazarus Esports is Canada’s first established esports team dedicated to industry growth, developing the global gaming market, and supporting professional gamers at the highest level for greater success. Lazarus Esports is a professional esports organization with more than 25 digital athletes and 50 content creators across 10 countries. For more information visit [www.lazarus.gg](http://www.lazarus.gg).

### **About GTA**

GTA was incorporated under the *Business Corporations Act* (Ontario) on August 9, 2006 and is a reporting issuer in good standing in the Provinces of Ontario, British Columbia and Alberta. GTA has no commercial operations and no assets other than cash.

### **The Transaction**

The Transaction will be an arm’s length transaction.

A comprehensive news release will be issued by GTA and Tiidal setting out the terms of the Transaction, which shall include information about GTA upon closing of the Transaction and the proposed brokered subscription receipt financing of Tiidal to be undertaken in connection with the Transaction (the “**Concurrent Financing**”).

### **Cautionary Note Regarding Forward Looking Information**

This press release contains statements that constitute “forward-looking information” (“**forward-looking information**”) within the meaning of the applicable Canadian securities legislation. All statements, other than statements of historical fact, are forward-looking information and are based on expectations,

estimates and projections as at the date of this news release. Any statement that discusses predictions, expectations, beliefs, plans, projections, objectives, assumptions, future events or performance (often but not always using phrases such as “expects”, or “does not expect”, “is expected”, “anticipates” or “does not anticipate”, “plans”, “budget”, “scheduled”, “forecasts”, “estimates”, “believes” or “intends” or variations of such words and phrases or stating that certain actions, events or results “may” or “could”, “would”, “might” or “will” be taken to occur or be achieved) are not statements of historical fact and may be forward-looking information. In disclosing the forward-looking information contained in this press release, the Company has made certain assumptions, including that the Concurrent Financing will be completed on acceptable terms and all applicable shareholder and regulatory approvals for the Transaction will be received. Although the Company believes that the expectations reflected in such forward-looking information are reasonable, it can give no assurance that the expectations of any forward-looking information will prove to be correct. Forward-looking statements involve known and unknown risks, uncertainties, and other factors which may cause the actual results and future events to differ materially from those expressed or implied by such forward-looking information. Such factors and risks include, but are not limited to: availability of financing; delay or failure to receive board, shareholder or regulatory approvals; legislative changes concerning betting and esports in jurisdictions in which the Tiidal now operates and in which the Resulting Issuer may in the future operate; currency fluctuations in jurisdictions in which the Tiidal now operates and in which the Resulting Issuer may in the future operate; changes in technology which may directly impact the business of the Tiidal and the Resulting Issuer; execution risk; and, general business, economic, competitive, political and social uncertainties. Accordingly, readers should not place undue reliance on the forward-looking information contained in this press release. Except as required by law, the Company disclaims any intention and assumes no obligation to update or revise any forward-looking information to reflect actual results, whether as a result of new information, future events, changes in assumptions, changes in factors affecting such forward-looking information or otherwise.

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*All information provided in this press release relating to Tiidal has been provided by management of Tiidal and has not been independently verified by management of the Company. As the date of this press release, the Company has not entered into a definitive agreement with Tiidal with respect to the Transaction (the “**Definitive Agreement**”), and readers are cautioned that there can be no assurances that a Definitive Agreement will be executed.*

*Completion of the Transaction is subject to a number of conditions, including but not limited to, CSE acceptance and if applicable pursuant to CSE requirements, majority of the minority shareholder approval. Where applicable, the Transaction cannot close until the required shareholder approval is obtained. There can be no assurance that the Transaction will be completed as proposed or at all.*

*Investors are cautioned that, except as disclosed in the management information circular or filing statement to be prepared in connection with the Transaction, any information released or received with respect to the Transaction may not be accurate or complete and should not be relied upon.*