



X1 Esports Enters Into Agreement to Acquire Assets of Rocket League Community, Octane.GG

Following completion of the acquisition, X1 intends to merge media assets of Octane with recently acquired media assets of ShiftRLE into a new super destination for 80 million-strong Rocket League players and fan community.

- The transaction is anticipated to strengthen X1's position in video game media, with Octane's 16,500 social media followers, and Shift's existing 40,000+ followers
- Octane's unique Rocket League statistics database will allow new Shift/Octane hybrid the ability to launch Rocket League fantasy sports
- Rocket League globally averages over 80M players per month
- The acquisition will help deliver on X1's core strategic priorities of building a diverse portfolio of gaming-related assets and providing global brands with unique access to Gen Z audiences

VANCOUVER, BC – September 15, 2022 – X1 Esports and Entertainment (CSE:XONE; OTCQX: XOEEF; FSE: ZI0) ("X1" or the "Company"), a video games and media portfolio company, is pleased to announce it has entered into an asset purchase agreement (the "APA") to acquire Octane.GG ("Octane"), an online fan statistics platform focused on the popular video game, Rocket League.

"Adding Octane to the X1 portfolio will significantly strengthen our position within the Rocket League ecosystem", said Mark Eifenbein, CEO of X1. "Through strategically combining Octane's community-facing assets with those of our recently announced acquisition, ShiftRLE, we believe we can fill and capitalize on a highly valuable void for a Rocket League media destination."

Information Related to Octane

Octane is the leading Rocket League Esports statistics platform providing in-depth match statistics across the top events in the space. Since its inception in 2017, Octane has collected data for hundreds of thousands of games and thousands of players, teams, and events. As the primary source of statistics for Rocket League, Octane has amassed a valuable trove of data on the history and evolution of players and teams from their rookie days to playing on the world

stage. Using the platform, fans are able to check-in live during game days to see how their favorite players and teams are performing, while coaches and commentators can use the data to draw better conclusions and create narratives around how players and teams are trending. Octane's robust set of filters and comprehensive data makes it an unmatched resource for the large community of Rocket League esports fans.

"I built Octane as a college student back in 2017 to fill a void I saw as a Rocket League Esports fan. It's incredible to see how much the space has evolved since then, and I'm excited that Octane will have a new home with X1 to further this valuable resource" said Kartik Patel, founder of Octane.

The Company anticipates utilization of Octane's Rocket League statistics database in launching future offerings, such as a possible Rocket League fantasy product, as discussed in X1's prior news release dated July 25th, 2022.

About Rocket League

Rocket League is one of the world's leading esports¹. With 5-minute games that feature non-stop action, the car-soccer hybrid game has seen significant growth with players across demographics since its launch, now seeing global averages of 80M players per month, according to Active Player².

Transaction Terms

Completion of the proposed acquisition remains subject to satisfaction of, or waiver of, closing conditions under the APA, including X1 entering into consulting agreements with key persons at Octane (the "Consulting Agreements"). The closing date is anticipated to occur on or prior to the tenth business day following the execution of the APA.

Pursuant to the APA, X1 will acquire 100% of the assets comprising Octane and have the benefit of ongoing services by the key personnel of Octane for an aggregate price of (i) US\$35,000 cash, of which US\$17,500 is payable at Closing and US\$17,500 payable within 45 days after Closing.

Pursuant to the Consulting Agreements, X1 will hire each of the two key personnel of Octane as consultants to X1 to continue operations of the Octane media business. Elliot McSheen, will act as writer of Octane, and Finn Groothengel, will act as Statistician.

About

X1

¹ "Top 15 most popular PC games of 2022", Active Player, <https://activeplayer.io/top-15-most-popular-pc-games-of-2022/> (accessed July 22, 2022).

² See note 1.

X1 Esports and Entertainment Ltd. is a gaming and entertainment company that helps connect brands with Gen-Z and millennial audiences all over the world through a diverse portfolio of assets which includes an Esports team, a talent management agency, and other integrated media assets. The company's assets are in three main verticals: Media & Network, Creator Economy, and Gaming & Esports. X1 is continuing to build upon its existing portfolio of assets through a combination of organic growth and accretive M&A

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FORWARD LOOKING STATEMENTS:

All information contained in this news release with respect to the Company and Octane was supplied by the parties, respectively, for inclusion herein, and the Company and its respective directors and officers have relied on Kartik Patel, as founder of Octane, for any information concerning Octane.

Completion of the acquisition of Octane is subject to a number of conditions precedent, including but not limited to, entry into consulting agreements with the key personnel of Octane and delivery of closing documents as contemplated by the APA. The transaction cannot close until all such conditions are satisfied. There can be no assurance that the transaction will be completed as proposed or at all.

Certain information in this news release may contain forward-looking statements that involve substantial known and unknown risks and uncertainties. Forward-looking statements are often identified by terms such as "will", "may", "should", "anticipate", "expects" and similar expressions. All statements other than statements of historical fact included in this news release are forward-looking statements that involve risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Forward-looking information in this news release includes the closing of the acquisition of the assets comprising Octane, continued growth and popularity of Rocket League, entry into consulting agreements with the key personnel of Octane, the ability of Octane to integrate with ShiftRLE or at all, and expected synergy between ShiftRLE and Octane, [including by allowing for the provision of Rocket League fantasy sports options]. Important factors that could cause actual results to differ materially from the Company's expectations include the failure to satisfy the conditions of the relevant securities exchange(s)

and other risks detailed from time to time in the filings made by the Company with securities regulations, as well as a failure to consummate the transaction, changing market and industry conditions, the ability of each of X1 and Octane to implement their respective business strategies, including plans to integrate Octane and ShiftRLE, the continued relevance of Octane's media capabilities, competitive conditions, adverse industry events, availability of capital and financing as needed. The reader is cautioned that assumptions used in the preparation of any forward-looking information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of the Company. The reader is cautioned not to place undue reliance on any forward-looking information. Such information, although considered reasonable by management at the time of preparation, 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. The forward-looking statements contained in this news release are made as of the date of this news release and the Company disclaims any intention or obligation to update or revise such information, except as required by applicable law.

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