



PROPHECY DEFI INC.

BUCEPHALUS CAPITAL CORP. ANNOUNCES NAME CHANGE, OPTION GRANT, SHARE CONVERSION & DIGITAL MARKETING ENGAGEMENT

June 23, 2021 (Toronto, Ontario): Bucephalus Capital Corp. (“**Bucephalus**” or the “**Company**”) (CSE: BCA) is pleased to announce that it has filed articles of amendment to change the name of the Company to “Prophecy DeFi Inc.” and to provide for the conversion of all of the subordinated voting shares (“**SVS**”), multiple voting shares (“**MVS**”) and preferred shares (“**PS**”) into common shares (“**Common Shares**”) of the Company (the “**Share Conversion**”). Pursuant to the Share Conversion, all of the issued and outstanding SVS and MVS of the Company will be automatically converted into Common Shares of the Company on the basis of one (1) Common Share for each SVS and MVS outstanding. The Company does not have any PS outstanding. The Common Shares are expected to commence trading under the new name “Prophecy DeFi Inc.” on June 28, 2021, under the Company’s new symbol “PDFI”.

The Name Change and Share Conversion were approved by shareholders of the Company at its annual and special meeting held on June 8, 2021. In connection with the Name Change and Share Conversion, the Company has reserved a new CUSIP (74349R105) and ISIN (CA74349R1055).

“Our new name, Prophecy DeFi, is designed to emphasize our investment focus in this new and transformative financial sector. The goals of Decentralized Finance (“**DeFi**”) are ambitious, and have significant implications to the global banking and financial markets. As a company, we believe in the disruptive characteristics of this technology and the growth opportunities it presents for our investors.” said John McMahon, CEO.

No action will be required by existing shareholders with respect to the Name Change and Share Conversion. All registered shareholders wishing to receive a new share certificate for Common Shares under the name Prophecy DeFi Inc., must submit their old share certificate in exchange for a new share certificate for Common Shares under the name Prophecy DeFi Inc. Should you require assistance, please contact the Investor Services Department of the Company’s registrar and transfer agent, TSX Trust, tmxeinvestorservices@tmx.com or toll-free in North American at 1-866-600-5869. Shareholders who hold their SVS or MVS through a broker, investment dealer, bank or trust company, no action is required as these shares will be automatically converted. The Company encourages any shareholder with any questions or concerns to contact the Company or to discuss any of the foregoing with their broker or agent.

Bucephalus is also pleased to formally welcome Charlie Morris to its Board of Directors, following his election by the shareholders of the Company at its annual and special meeting held on June 8, 2021. Mr. Morris is the Managing Partner of CMCC Global, an asset manager focused solely on digital assets. Mr. Morris co-founded CMCC Global in 2016 and has grown the business to over US\$300m in assets under management, with offices in Asia and North America. Previously, Mr. Morris was a software engineer in Hong Kong focused on iOS app development and a technology sector management consultant in London. Mr. Morris has acted as an expert adviser on blockchain technology for multinational enterprises and was an Ethereum ICO investor in 2014.

Bucephalus has granted 875,000 incentive stock options to directors, officers, and consultants. The options are exercisable at a price of \$0.60 per share for a term of three years. The options are granted pursuant to the Company's incentive stock option plan.

Bucephalus is also pleased to announce that it has entered into a 6-month marketing and consulting contract with Toronto-based marketing firm, North Equities Corp. (the "Contract"). North Equities Corp. specializes in various social media platforms and will be able to facilitate greater awareness and widespread dissemination of the Company's news. The Contract has a fee payable of \$150,000, which will be satisfied through the issuance of 250,000 common shares at a deemed price of \$0.60 per share (the "Shares"). These Shares will be subject to a statutory holding period expiring on the date that is four (4) months and one day from the issuance date.

About Bucephalus Capital Corp.

Bucephalus Capital Corp. (CSE: BCA) is an investment company that is seeking investment opportunities in private and publicly listed entities.

Additional information about the Company can be found on the Company's website at www.bucephaluscapital.ca

For further information, please contact:

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Forward-Looking Information

Certain information set forth in this news release may contain forward-looking information that involves substantial known and unknown risks and uncertainties. This forward-looking information is subject to numerous risks and uncertainties, certain of which are beyond the control of the Company, including, but not limited to, the impact of general economic conditions, industry conditions, and dependence upon regulatory approvals and the possibility that the completion of the transaction may not occur. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking information. The parties undertake no obligation to update forward-looking information except as otherwise may be required by applicable securities law.

Neither the Canadian Securities Exchange nor the Investment Industry Regulatory Organization of Canada accepts responsibility for the adequacy or accuracy of this release.