



**GRAPH BLOCKCHAIN INC.**

**For Immediate Release**

## **Graph Blockchain to Acquire NFT Company New World Inc.**

**TORONTO, ONTARIO – June 1, 2021** – Graph Blockchain Inc. ("**Graph**" or the "**Company**") (CSE: GBLC) (OTC: REGRF) is pleased to announce that it has entered into a non-binding Letter of Intent to acquire all of the shares of New World Inc., ("**New World**"), an augmented reality-art-focused NFT company that allows creators, musicians, and celebrities to have access to an NFT distribution canvas to create and sell digital art. By selling digital art, artists are able to reach a broader market (both geographically and demographically), and as a result of the blockchain, continue to benefit financially through economic participation in future sales. New World has built this platform and has already signed such notable artists as Diogo Snow, who has produced numerous pieces for celebrity clients including Drake, and Fetty Wap, an American rapper, singer and songwriter, who has over 6.5 million Instagram Followers, as well as many others. <http://newworldinc.io>

"One of our goals when we launched Graph into the DeFi space back in March was to position ourselves as more than just a company providing exposure to altcoins. By acquiring New World, we will be able to give our shareholders exposure to the explosive NFT market that just reached over US\$2 billion in sales in the first quarter of 2021<sup>1</sup>, as we continue to announce major milestones in our journey to build and diversify our DeFi business," said Paul Haber, Chief Executive Officer of Graph Blockchain, Inc.

It is anticipated that, Graph will pay \$7,000,000 for all of the issued and outstanding shares of New World through the issuance of Consideration Units. Each Consideration Unit will consist of one common share at a deemed price of \$0.13 and a common share purchase warrant. Each warrant will allow the holder to purchase an additional share in the capital of the Company for \$0.18 any time in the 24-month period following closing. In addition, New World can earn additional payments of up to \$13,000,000 also payable in Consideration Units based on achieving minimum net revenue of \$1,500,000 in 2021 with a minimum net profit percentage of 25% and net revenue of \$6,000,000 in 2022 with a minimum net profit percentage of 50%.

Closing of the acquisition New World shares is subject to a number of conditions including the completion of satisfactory mutual due diligence as well as approval by the Canadian Securities Exchange. There can be no assurances that the acquisition will be completed.

<sup>1</sup> CNBC

**About Graph Blockchain Inc.**

Graph Blockchain provides our shareholders with exposure to various areas of Decentralized Finance. Graph, through its wholly owned subsidiary Babbage Mining Corp., a Proof of Stake ("POS") miner that focuses on altcoins, can provide our investors with exposure to the vast emerging market of cryptocurrencies with the significant technological disruption and potential gains that altcoins represent.

Additional information on the Company is available at [www.graphblockchain.com](http://www.graphblockchain.com) and [www.babbagemining.com](http://www.babbagemining.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.

Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.

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