

Form 51-102F3

Material Change Report

Item 1 **Name and Address of Company**

GLOBAL BLOCKCHAIN TECHNOLOGIES CORP. (the “Issuer”)

Suite 810 – 789 West Pender Street
Vancouver, British Columbia
V6C 1H2

Item 2 **Date of Material Change**

July 24, 2018

Item 3 **News Release**

The news release was disseminated on **July 24, 2018** by way of the facilities of Newsfile. The news release was also filed on SEDAR, posted to the Issuer’s disclosure hall with the CSE and posted to the Issuer’s website.

Item 4 **Summary of Material Change**

The Issuer announced that this it has closed a private placement and has issued 8,333,333 common shares ("Shares") at a subscription price of \$0.30 per Share, for gross proceeds to the Issuer of \$2,500,000 CAD. The Issuer has also made an investment into Hyperion Crypto Exchange Inc. (“Hyperion”) consisting of \$2,500,000 cash and \$2,500,000 worth of the Issuer’s Shares (8,333,333 Shares issued at a deemed value of \$0.30 per Share). Upon closing, the Issuer holds 5,000,000 Shares of Hyperion, being 12.82% of their total issued and outstanding share capital. No finders’ fees have been paid in connection with the private placement or the transaction with Hyperion. All securities issued will be subject to a statutory four-month holder period expiring on November 25, 2018.

Item 5 **Full Description of Material Change**

Item 5.1 **Full Description of Material Change**

Please see the attached news release dated July 24, 2018.

Item 5.2 **Disclosure for Restructuring Transactions**

Not applicable.

Item 6 **Reliance on subsection 7.1(2) of National Instrument 51-102**

Not applicable.

Item 7 **Omitted Information**

Not applicable.

Item 8 **Executive Officer**

Theo van der Linde, director and CFO

Business Telephone: 604 687 2038
Facsimile: 604 687 3141

Item 9 **Date of Report**

July 24, 2018

July 24, 2018



Global Blockchain Forms Subsidiary GBT Exchanges Corp., to House Exchange-Related Interests, Closes Private Placement

Global Blockchain's exchange-related developments continue across multiple fronts, aiming to enhance the usability and liquidity of cryptocurrencies and blockchain technologies in the operation of businesses across the globe.

VANCOUVER, British Columbia, July 23, 2018 (GLOBE NEWSWIRE) -- **GLOBAL BLOCKCHAIN TECHNOLOGIES CORP.** (CSE:BLOC) (CSE:BLOC.CN) (CSE:BLOC.CNX) (FSE:BWSP) (OTC:BLKCF) ("**BLOC**" or the "**Company**") is pleased to provide an update on its exchange-related activities, which include interests in multiple cryptocurrency exchanges, as well as pending deals for the development of additional new exchanges.

President and CEO Shidan Gouran stated "Our interests in this category form part of an additional and potentially stand-alone, critical mass business line for the company. As the assets continue to grow and mature, we believe the Company has put into place the right corporate structure to provide for a potential spinout of the Division in the future."

At this time, the Company's exchange division contains the following business activities:

1. **Hyperion Exchange** – Offering what will be the first advanced exchange for security tokens in North America, Hyperion is positioned to disrupt the world's technologically stagnant stock markets with tokenized securities traded on the blockchain. While the world's stock market has grown from \$32 trillion in 2008 to \$79 trillion today, these markets still rely on exchanges with features such as clearinghouses, whose functionality is mirrored by the blockchain both more efficiently, and at a lower cost. Hyperion's launch is expected to occur at around the same time as that of tZERO, a decentralized security token exchange that has raised more than \$250 million in its ICO.
2. **Laser Network** – Acting as a SWIFT-like network for cryptocurrencies, Laser is a service layer that enables the blockchains of different cryptocurrencies to interact with each other without the use of a centralized exchange. As cryptocurrencies have grown, it is clear from the level of public interest as well as the hundreds of billions of dollars in market capitalization, that there is strong upward momentum for these digital assets.

As this growth has occurred, it has become clear that some limitations exist for individual cryptocurrencies with respect to how much market share each currency can possibly acquire. Despite the fact that cryptocurrencies such as Bitcoin, Ethereum and Litecoin are each major players, no single one of them can become the world's primary cryptocurrency. This does not have any negative implications for cryptocurrencies, as this same reality is shared with fiat currencies, of which there are 180. They do not compete with one another for market share, as they each serve their own purpose in their respective jurisdictions.

These currencies can easily be transacted across borders and banking systems through systems such as SWIFT, making most currencies tradeable and fungible on a global scale. Laser will serve the same purpose for cryptocurrencies, enabling many different coins and tokens to coexist and grow together.

Laser will have its own cryptocurrency called the Photon, which will have a fixed supply of 42 million units, of which 30% (12.6 million) are owned by the Company. Further, the Company owns equity in Laser Technologies Corp., which will act both as a foundation for the Laser Network, and a consortium that operates service nodes, which are the computing infrastructure backbone of the network. The crowdsale for the Photon is expected to commence in the next few weeks, pending approvals from securities regulators. Further information about Laser can be found at www.laser.xyz.

3. **Singularity Exchange** – Built on a combination of the Laser Network and the Stellar distributed ledger network, Singularity will act as a decentralized exchange for fiat currencies and digital assets. Fiat currencies can be traded as tokenized assets (for e.g. Dollars, Euros, etc., will be represented by assets on Stellar), enabling a much broader scope of digital asset trading.

Singularity will have a federated sidechain that will connect the Laser network to the Stellar network, enabling assets on Laser to smoothly be traded on Stellar through Singularity. Singularity will also provide a custodianship and proxy issuance service for more than 30 fiat currencies and more than 200 digital currencies, built as a DAPP (decentralized application) on the Laser Network.

4. **State-Sponsored Exchanges** – BLOC has made significant progress in its previously disclosed initiative to form an Exchange in partnership with a major state actor. Updates will be provided to shareholders as they occur.

Hyperion co-founder and CEO Michael Zavet commented, “We are pleased to be part of BLOC’s exchange division, and with BLOC’s assistance we hope to build and propel the Hyperion exchange to compete with existing major stock exchanges and disrupt the world’s stock markets that have been largely under-exposed to innovation.”

President and CEO of BLOC, Shidan Gouran, added, “With these exchange projects on the go, we now have significantly increased movement in multiple areas of the cryptocurrency sector. With the scale of some of our current exchange projects, we hope

to continue breaking ground in the blockchain industry during Q3 and Q4 of 2018.”

Finally, the Company’s Chairman Steve Nerayoff added, “The reliability of exchanges is somewhat of an invisible gap in the cryptocurrency world. Several exchanges are just garage or basement operations that handle millions upon millions of dollars in trading volume. BLOC’s focus on exchanges addresses this, and it enables investors to benefit from the growth of the professionally-managed exchanges that will prop up the cryptocurrency market and introduce major trading forces such as institutional capital.”

Investment & Private Placement Disclosure

BLOC has made a \$5 MM investment (‘the transaction’) in Hyperion Crypto Exchange Inc. (“Hyperion”), consisting of \$2.5 MM in cash and \$2.5 MM in BLOC common shares (“Shares”) (8,333,333 Shares issued at a deemed value of \$0.30 per share). Upon closing of the transaction, BLOC will hold 5,000,000 Shares of Hyperion, being 12.82% of their total issued and outstanding share capital. Pursuant to the Share Purchase Agreement, BLOC will also be entitled to elect two nominees to the board of directors of Hyperion. BLOC will be helping to build and propel the Hyperion exchange to compete with existing major stock exchanges. Hyperion is also a major investor in DBOT trading, which is a licensed alternative trading system (ATS).

The Company also announces that it has closed a private placement and has issued 8,333,333 Shares at a subscription price of \$0.30 per Share for gross proceeds to the Company of \$2,500,000.

No finders’ fees have been paid in connection with the private placement or the transaction with Hyperion. All securities issued will be subject to a statutory four-month hold period expiring on November 25, 2018.

On behalf of the Company:

Shidan Gouran, President and CEO

info@globalblockchain.io

For more information, please contact:

IRTH Communications, LLC

ir@globalblockchain.io

800-689-8089

About Global Blockchain Technologies Corp.

The Company provides investors access to a basket of direct and indirect holdings within the blockchain space, managed by a team of industry pioneers and early adopters of all major cryptocurrencies.

The Company is focused on streamlining the currently arduous, lengthy, and complicated process that interested investors must undergo in order to gain exposure to the blockchain space, with a view to becoming the first vertically-integrated originator and manager of top tier blockchains and digital currencies.

BLOC is listed on the Canadian Securities Exchange ("CSE") and its common shares trade under the ticker symbol "BLOC." Additional information relating to BLOC is available on SEDAR at www.sedar.com, the CSE at www.theCSE.com, as well as on the Company's website at www.globalblockchain.io.

Cautionary Note Regarding Forward-Looking Information

This news release contains "forward-looking information" within the meaning of applicable securities laws. Generally, any statements that are not historical facts may contain forward-looking information, and forward-looking information can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or indicates that certain actions, events or results "may", "could", "would", "might" or "will be" taken, "occur" or "be achieved". Forward-looking information includes, but is not limited to the Company's goal of streamlining the current arduous, lengthy and complicated process that interested investors need to undergo in order to gain exposure to the cryptocurrency space with a view to becoming the first vertically integrated originator and manager of top-tier blockchains and digital currencies. The Company has no assets and its business plan is purely conceptual in nature and there is no assurance that it will be implemented as set out herein, or at all. Forward-looking information is based on certain factors and assumptions the Company believes to be reasonable at the time such statements are made, including but not limited to: statements and expectations regarding the ability of the Company to (i) successfully engage senior management with appropriate industry experience and expertise, (ii) gain access to and acquire a basket of cryptocurrency assets and pre-ICO and ICO financings on favourable terms or at all, (iii) successfully create its own tokens and ICO's, and (iv) execute on future M&A opportunities in the cryptocurrency space; receipt of required regulatory approvals; the availability of necessary financing; permitting and such other assumptions and factors as set out herein. Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking information, including but not limited to: risks related to changes in cryptocurrency prices; the estimation of personnel and operating costs; general global markets and economic conditions; risks associated with uninsurable risks; risks associated with currency fluctuations; competition faced in securing experienced personnel with appropriate industry experience and expertise; risks associated with changes in the financial auditing and corporate governance standards applicable to cryptocurrencies and ICO's; risks related to potential conflicts of interest; the reliance on key personnel; financing, capitalization and liquidity risks including the risk that the financing necessary to fund continued development of the Company's business plan may not be available on satisfactory terms, or at all; the risk of potential dilution through the issuance of additional common shares of the Company; the risk of litigation. Although the Company has attempted to identify important factors that could cause actual results to differ materially from the forward-looking information set out in this presentation, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information.

Accordingly, readers should not place undue reliance on forward-looking information. Forward-looking statements are made based on management's beliefs, estimates and opinions on the date that statements are made and the Company undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or other circumstances should change, except as required by laws. Investors are cautioned against attributing undue certainty to forward-looking statements.

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



Source: Global Blockchain Technologies Corp.