

BROCKTON VENTURES INC.

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Brockton Ventures and Myesports Ventures Enter into Letter of Intent for Qualifying Transaction

VANCOUVER, BC – August 2, 2019 – Brockton Ventures Inc. (“**Brockton**” or the “**Company**”) (TSX-V: BROCP) a capital pool company as defined under Policy 2.4 – Capital Pool Companies (“**CPC**”) of the TSX Venture Exchange (the “**Exchange**”), is pleased to announce it has entered into a letter of intent dated August 1, 2019 (the “**LOI**”) with Myesports Ventures Ltd. (“**Myesports**”), a private company incorporated under the *Business Corporations Act* (British Columbia), pursuant to which Brockton and Myesports (each a “**Party**” and together, the “**Parties**”) will complete an arrangement, amalgamation, share exchange or similar transaction (the “**Transaction**”) whereby Brockton will acquire all of the issued and outstanding common shares of Myesports (the “**Myesports Shares**”). The precise terms of the Transaction, including the structure of the Transaction, will be incorporated into a definitive transaction agreement (the “**Definitive Agreement**”) to be negotiated between the Company and Myesports. In connection with the Transaction, the Company intends to complete a brokered private placement (the “**Private Placement**”) to raise gross proceeds of up to \$2,250,000.

The Transaction is subject to the approval of the Exchange, and is intended to constitute the Company’s Qualifying Transaction (as defined in the policies of the Exchange). It is expected that the Company (following the closing of the Transaction, referred to as the “**Resulting Issuer**”) will be listed on the TSXV as a Tier 2 issuer.

Myesports

Myesports was founded in 2018, and is in the business of providing and hosting eSports events, leagues and competitor training at both the amateur and professional levels. Myesports are the owners and operators of Canada’s first esports arena “The Gaming Stadium”, located in Richmond, British Columbia, which opened on June 28, 2019. Since its inception, Myesports has hosted esports events for League of Legends and Fortnite, as well as attended the Pinnacle event at the River Rock Casino and the Burnaby Festival of Learning. Following the closing of the Transaction (the “**Closing**”), the business of the Resulting Issuer will be the business of Myesports.

Summary of the Transaction

The LOI sets out the general terms of the Transaction as currently contemplated by the Parties. The precise terms and conditions of the Transaction will be contained in the Definitive Agreement to be negotiated and entered into by the Parties. The Parties will negotiate in good faith to reach the Definitive Agreement on or before August 31, 2019, and consummate the Transaction on or before October 31, 2019.

The Company, or a subsidiary of the Company, will purchase all of the issued and outstanding Myesports Shares as at the Closing (which will represent all of the issued and outstanding securities in the capital of Myesports) from the holders of such shares (“**Myesports Shareholders**”) in exchange for the issuance of an aggregate of 47,000,000 common shares in the capital of the Company (the “**Brockton Shares**”) at a deemed price of \$0.15 per Brockton Share. Following the Closing, Myesports will become a wholly-

owned subsidiary of the Company. The Transaction will be completed pursuant to, and in strict accordance with, available exemptions under applicable securities legislation. There are currently 4,550,000 Brockton Shares issued and outstanding. Without taking into account any Brockton Shares issued pursuant to the Private Placement, following the Closing, the former Myesports Shareholders will own approximately 91.1% of the shares of the Resulting Issuer.

In addition to the Brockton Shares to be issued to Myesports Shareholders on Closing, the Resulting Issuer will issue warrants to purchase Brockton Shares (“**Warrants**”), each exercisable at a price of \$0.15 per Brockton Share, to the management of Myesports upon the satisfaction of the following milestones: (i) 2,500,000 Warrants upon the Resulting Issuer becoming cash-flow positive, (ii) 2,500,000 Warrants upon the completion of construction of a 2nd eSports stadium, (iii) 2,500,000 Warrants upon the completion of construction of a 3rd eSports stadium, and (iv) 2,500,000 Warrants upon the completion of construction of a 4th eSports stadium.

The completion of the Transaction is subject to the satisfaction of various conditions as are standard for a transaction of this nature, including but not limited to (i) the Company having had the reasonable opportunity to perform searches and other due diligence, and being satisfied with the results of such due diligence; (ii) receipt of all requisite consents, waivers and approvals for the Transaction, including the approval of the Exchange; (iii) the absence of any material adverse change in the business, affairs or operations of Brockton or Myesports; (iv) completion of the Private Placement; and (v) if required, each company having received the requisite approvals from its shareholders.

The Transaction is an arm’s length transaction and therefore will not require shareholder approval under the policies of the Exchange. Notwithstanding this, depending on the structure of the Transaction to be agreed upon by the Parties in the Definitive Agreement, shareholder approval may be required under corporate law.

Private Placement

In connection with the Transaction, it is anticipated that Brockton will complete Private Placement to raise gross proceeds of up to \$2,250,000 by the issuance of up to 15,000,000 Brockton Shares at \$0.15 per share. There may be cash commissions and/or broker warrants in relation to the private placement. Further details with respect to the Private Placement will be included in a subsequent news release once such information is available.

Directors, Officers and Insiders

In connection with the Transaction, it is expected that all of the directors and officers of Brockton will resign and be replaced by nominees of Myesports. Further information with respect to the proposed nominees of Myesports will be included in a subsequent news release once such nominees have been identified. The following shareholders (all residing in B.C.) hold more than 10% of the issued and outstanding common shares of Myesports: Neal Diamond– approximately 12% (undiluted); Dan Cybak – approximately 20% (undiluted) and 1175134 BC Ltd – approximately 35% (undiluted).

Sponsorship

Sponsorship of a Qualifying Transaction of a Capital Pool Company is required by the Exchange unless an exemption from the sponsorship requirement is available. The Company intends to apply for an exemption from the sponsorship requirement on the basis that it intends to raise over \$500,000 pursuant to the brokered Private Placement. There is no assurance that the Company will be able to obtain such an exemption.

Finder's Fee

In connection with the Transaction, it is expected that the Company will pay a finder's fee in the amount of 2,000,000 warrants to purchase Brockton Shares, each exercisable at a price of \$0.15 for a period of two years from Closing.

About Brockton Ventures Inc.

Brockton Ventures Inc. is a capital pool company. The Company's principal business activity is to identify and evaluate opportunities for acquisition of assets or business. The Company is headquartered in Burnaby, B.C.

About Myesports Ventures Ltd.

Myesports Ventures Ltd. was created in Vancouver, British Columbia, in 2018 with the goal of opening the first dedicated esports stadium in Canada. For more information, visit www.thegamingstadium.com.

Additional Information

A comprehensive press release with further particulars relating to the Transaction, including further particulars of the Resulting Issuer and the Private Placement, will follow in accordance with the policies of the Exchange. In addition, a summary of Myesports's financial information will be included in subsequent news release.

All information contained in this press release with respect to the Company and Myesports was supplied, for inclusion herein, by the respective parties and each party and its directors and officers have relied on the other party for any information concerning the other party.

Completion of the Transaction is subject to a number of conditions, including but not limited to, Exchange acceptance and if applicable pursuant to Exchange 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. Trading in the securities of a capital pool company should be considered highly speculative.

The TSX Venture Exchange Inc. has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this press release."

Contact Information

For more information please contact:

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On behalf of the Board of Directors

“Rav Mlait”

CEO
Brockton Ventures Inc.

Disclaimer for Forward-Looking Information

Certain statements in this release are forward-looking statements, which reflect the expectations of management regarding the Company’s completion of the Transaction and related transactions. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future, including but not limited to the Company completing the Transaction, entering into a definitive agreement for the Transaction, the Company completing the Private Placement, the proposed directors, officers and insiders of the Resulting Issuer and the conditions to be satisfied for completion of the Transaction. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements, including risks related to factors beyond the control of the Company. The risks include the following: the parties may not enter into the Definitive Agreement; the requisite corporate approvals of the directors and shareholders of the parties may not be obtained; the Exchange may not approve the Transaction; sufficient funds may not be raised pursuant to the Private Placement; and other risks that are customary to transactions of this nature. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them.

This press release is not an offer of the securities for sale in the United States. The securities have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an exemption from registration. This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any state in which such offer, solicitation or sale would be unlawful.