

# XMACHINA AI GROUP INC. ANNOUNCES SIGNING OF A BINDING LOI TO ACQUIRE BRANDXCHANGE

VANCOUVER, BC, CANADA, July 2, 2024 /EINPresswire.com/ -- XMachina AI Group Inc., formerly 1210352 B.C. Ltd., (the "Company" or "XMachina") announces that it has entered into a binding Letter of Intent (the "LOI") to acquire a 100 % interest in BrandXchange.Agency Limited ("brandXchange").



"We are excited to be in discussions with brandXchange to acquire their company and welcome them into the XMachina portfolio, commented Claude Théoret, CEO of XMachina.

"brandXchange brings a cornerstone opportunity to accelerate awareness and global sales opportunities for our acquired companies".

brandXchange is an AI powered marketing agency that provides growth solutions to SaaS ("Software as a Service") companies. They utilize innovative marketing frameworks that enhance marketing effectiveness, streamline sales strategies, and reduce operational costs, enabling SMEs to compete effectively with larger companies.

brandXchange offers a range of marketing services, including AI-powered marketing assistants, sales growth acceleration tools, and self-serve platforms for content creation. Additionally, brandXchange empowers SMEs to leverage data analysis for strategic decision-making, automate repetitive tasks to boost productivity, and support innovation and sustainable development.

Thanks to a landmark agreement with Radian Arc Limited, brandXchange has access to an extensive global distribution network for AI solutions through 70+ telcos reaching 2.5 Billion individuals and over 100M SME's. "We are delighted to be part of the XMachina eco-system and develop future business opportunities with Claude and the team", commented Xavier Kris, Chairman of brandXchange. Mr. Kris is a highly successful corporate leader, with over 30 years of experience driving exponential growth in technology, artificial intelligence, media and fin-tech businesses around the world.

Mr Kris has a proven track record in business expansion through mergers and acquisitions, international deployment, and asset monetization. Xavier has successfully led over 20 accretive acquisitions across multiple technology sectors, driven global strategic partnerships, and executed capital raising activities, including IPOs and debt funding, in the USA, UK, and Australia.

The Acquisition will be by way of shares, cash and performance milestones, with the performance consideration delivered in tranches related to revenue targets. The closing of the transaction is subject to finalization of due diligence and a share purchase agreement between the companies which is expected to be effectuated by the end of August 2024.

#### About the Company

XMachina AI Group Inc. acquires companies that are applying AI and advanced data analytics in innovative ways to solve real world business problems. The Company then accelerates their growth by injecting capital, top tier talent and by streamlining their corporate processes. Current sectors of interest for the Company include entertainment, supply-chain and logistics, manufacturing and mining. For more information, please visit: <https://machina-ai.com>

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No recognized securities exchange accepts responsibility for the adequacy of this news release, which has been prepared by management of the Company.

#### Cautionary Note Regarding Forward-Looking Statements

This news release contains statements that constitute “forward-looking statements.” Such forward looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company’s actual results, performance or achievements, or developments to differ materially from the anticipated results, performance or achievements expressed or implied by such forward-looking statements.

Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words “expects,” “plans,” “anticipates,” “believes,” “intends,” “estimates,” “projects,” “potential” and similar expressions, or that events or conditions “will,” “would,” “may,” “could” or “should” occur.

Forward-looking statements in this document include, among others, statements relating to expectations and intentions regarding the Listing on the Exchange, preparing and filing and receiving a receipt from the BCSC with respect to the Prospectus, the business plans of the

Company and other statements that are not historical facts. By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause our actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors and risks include, among others: (a) that there is no assurance that the Company will obtain a conditional or final approval from the Exchange in connection with its planned CSE or final receipt from the BCSC in connection with the Prospectus on the expected timeline or at all; (b) the anticipated costs to complete the Listing may exceed current expectations; (c) following completion of the Business Combination, the Company may require additional financing from time to time in order to continue its operations which may not be available when needed or on acceptable terms and conditions; (d) the new laws and regulations could adversely affect the Company's business and results of operations; (e) the stock markets have experienced volatility that often has been unrelated to the performance of companies and these fluctuations may adversely affect the price of the Company's securities, regardless of its operating performance; (f) limited business history of the Company; (g) disruptions or changes in the AI markets or the economy generally; (h) unanticipated costs and expenses; and (i) general market and industry conditions.

The forward-looking information contained in this news release represents the expectations of the Company as of the date of this news release and, accordingly, is subject to change after such date. Readers should not place undue importance on forward-looking information and should not rely upon this information as of any other date. The Company undertakes no obligation to update these forward-looking statements in the event that management's beliefs, estimates or opinions, or other factors, should change.

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