

Blockchain Loyalty Corp.

Entry into Material Definitive Agreements

March 5, 2025
(Date of Report)

BLOCKCHAIN LOYALTY CORP.
(Exact Name of Registrant as Specified in its Charter)

4320 S. Corbett Ave. – Suite 214, Portland, OR 97239
(Address of principle executive offices)

503-660-9790
(Registrant's telephone number, including area code)

On March 3, 2025 – Blockchain Loyalty Corp. (OTC PINK:BBLC) announced the successful execution of a \$165 million Commodity Purchase Agreement for the acquisition of 10 million short tons of high-value aggregate, including riprap, trap rock, jaspilite, and iron ore, sourced from a site in Michigan. This acquisition enhances BBLC's financial position by adding a valuable asset to the company's balance sheet, strengthening its bottom line and increasing overall financial stability.

Under the terms of the agreement, BBLC has secured exclusive rights to purchase, transfer, and remove the materials, with the option to acquire additional commodities at a set price over the next three years. The transaction was structured through the issuance of 164,800 Series D Convertible Preferred Shares and 3,333,333 shares of BBLC common stock, allowing for an asset-backed approach to long-term revenue generation.

On February 13, 2025, / Blockchain Loyalty Corp. (OTC PINK:BBLC) announced that it had entered into a mining lease agreement with Blue Crown Group Inc. for a high-potential gold project in California's renowned Motherlode region. The details of that agreement have since been finalized, as of the date of this filing.

The property, situated in the Eastern Belt of the Motherload, commonly referred to as the 'Pocket Belt', near Columbia, California, has a storied history of rich gold recovery. The region has yielded over \$55 million in gold when priced at just \$20 per ounce (the equivalent of \$8.25 billion at \$3,000 gold) which underscores its extraordinary potential in today's market.

The lease agreement, under which Blue Crown Group Inc. is the Lessee, is structured for an initial term of two (2) years from the Effective Date, with the option to extend for up to three (3) additional terms of two (2) years each, subject to written confirmation from both parties before the expiration of the then-current term. The lease includes all mining rights, surface rights, and subsurface rights associated with the property. Additionally, this agreement grants the Lessee the right to extract any and all rare earth minerals, precious metals, and any other commercially viable materials discovered on the property during the lease duration.

Under the agreement, the owners of the property are entitled to receive 10% of all the gold extracted from the property, net of fees and payable quarterly in the form of gold.

This information disclosure may contain forward-looking statements covered within the meaning of the Private Securities Litigation Act of 1995. These forward-looking statements relate to, among other things, plans and timing for the introduction or enhancement of our services and products, statements about future market conditions, supply and demand conditions, and other expectations, intentions and plans contained in this press release that are not historical fact and involve risks and uncertainties. Our expectations regarding future revenues depend upon our ability to develop and supply products and services that we may not produce today and that meet defined specifications. When used in this press release, the words "plan," "expect," "believe," and similar expressions generally identify forward-looking statements. These statements reflect our current expectations. They are subject to a number of risks and uncertainties, including, but not limited to, changes in technology and changes in pervasive markets. This release includes forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 27E of the Securities Act of 1934. Statements contained in this release that are not historical facts may be deemed to be forward-looking statements. Investors are cautioned that forward-looking statements are inherently uncertain. Actual performance and results may differ materially from that projected or suggested herein due to certain risks and uncertainties including, without limitation, ability to obtain financing and regulatory and shareholder approval for anticipated actions.

SIGNATURES:

The Company has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

Dated: March 5, 2025

BLOCKCHAIN LOYALTY CORP.

By: /s/ Joel DeBellefeuille

Joel DeBellefeuille, CEO