

## Form 62-103F1

### *Required Disclosure under the Early Warning Requirements*

#### **Item 1 – Security and Reporting Issuer**

**1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.**

This report relates to common shares (the “**Common Shares**” or the “**Resulting Issuer Shares**”) of i3 Interactive Inc. (the “**Issuer**” or “**i3**”), which has its head office located at Suite 810 - 789 West Pender Street, Vancouver, BC, V6C 1H2.

**1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.**

On June 29, 2020 the Issuer completed a business combination by way of a three-cornered amalgamation under the provisions of the Business Corporation Act (*British Columbia*) involving Influencers Interactive Inc. and a wholly-owned subsidiary of the Issuer.

#### **Item 2 – Identity of the Filer**

**2.1 State the name and address of the acquiror.**

Dan Bilzerian (the “**Filer**” or “**Mr. Bilzerian**”)  
5990 W. Patrick Lane  
Las Vegas, Nevada, 89118  
United States of America

**2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.**

On June 29, 2020 the Issuer completed a business combination by way of a three-cornered amalgamation under the provisions of the Business Corporation Act (*British Columbia*) involving Influencers Interactive Inc. (“**Influencers**”) and a wholly-owned subsidiary of the Issuer (the “**Transaction**”). As a result of the Transaction, Mr. Bilzerian received common shares in the capital of the Issuer (“**Resulting Issuer Common Shares**”) in exchange for the common shares Mr. Bilzerian previously held in Influencers.

**State the names of any joint actors.**

Not applicable.

#### **Item 3 – Interest in Securities of the Reporting Issuer**

**3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file this report and the change in the acquiror’s securityholding percentage in the class of securities.**

The Filer held zero (0) Resulting Issuer Shares prior to the Transaction. As a result of the Transaction, the Filer, now beneficially owns, directly or indirectly, or exercises control or direction over an aggregate of 20,157,713 Resulting Issuer Shares, representing 14.68% of the issued and outstanding securities of the Issuer on an undiluted basis and partially diluted basing being that the Filer does not hold any convertible securities of the Issuer.

**32 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file this report.**

The Filer owns 20,157,713 Resulting Issuer Shares pursuant to the Transaction.

**33 If the transaction involved a securities lending arrangement, state that fact.**

Not applicable.

**34 State the designation and number or principal amount of securities and the acquiror's security holding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.**

See Item 2.2 and Item 3.1.

**35 State the designation and number or principal amount of securities and the acquiror's security holding percentage in the class of securities referred to in Item 3.4 over which**

**(a) the acquiror, either alone or together with any joint actors, has ownership and control,**

See Item 3.1.

**(b) the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor, and**

Not applicable.

**(c) the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.**

Not applicable.

**36 If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's security holdings.**

Not applicable.

**37 If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration**

**of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.**

**State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.**

Not applicable.

- 38 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.**

Not applicable.

#### **Item 4 – Consideration Paid**

- 4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.**

The Filer acquired the Resulting Issuer Shares as a result of the exchange of securities which occurred under the Transaction. The Filer held 20,157,713 common shares in the capital of Influencers, which as a result of the Transaction were exchanged for Resulting Issuer Shares.

- 4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.**

See Item 4.1.

**If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.**

See Item 4.1.

#### **Item 5 – Purpose of the Transaction**

**State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:**

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;**

The Filer owns 20,157,713 Resulting Issuer Shares pursuant to the Transaction.

- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving**

**the reporting issuer or any of its subsidiaries;**

The Filer has no plans or intentions in this regard.

- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;**

The Filer has no plans or intentions in this regard.

- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;**

The Filer has no plans or intentions in this regard.

- (e) a material change in the present capitalization or dividend policy of the reporting issuer;**

The Filer has no plans or intentions in this regard.

- (f) a material change in the reporting issuer's business or corporate structure;**

The Filer has no plans or intentions in this regard.

- (g) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person or company;**

- (h)**

The Filer has no plans or intentions in this regard.

- (i) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;**

Not applicable.

- (j) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;**

The Filer has no plans or intentions in this regard.

- (k) a solicitation of proxies from securityholders;**

The Filer has no plans or intentions in this regard.

- (l) an action similar to any of those enumerated above.**

Not applicable.

**Item 6 – Agreements, Arrangements, Commitments or Understandings with Respect to Securities of the Reporting Issuer**

**Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in loan agreements need not be included.**

See Item 2.2 and Item 4.1.

#### **Item 7 – Change in Material Fact**

**If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer's securities.**

Not applicable.

#### **Item 8 – Exemption**

**If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.**

N/A

#### **Item 9 – Certification**

**I, as the acquiror, certify, or I, as the agent filing this report on behalf of an acquiror, certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.**

**DATED** this 30<sup>th</sup> day of June, 2020.

*signed "Dan Bilzerian"*

Dan Bilzerian