

**FORM 51-102F3
MATERIAL CHANGE REPORT**

ITEM 1. Name and Address of Company

Alpha Esports Tech Inc. (“Alpha” or the “Company”)
1930 – 1177 West Hastings Street
Vancouver, BC, V6E 4T5

ITEM 2. Date of Material Change

May 14, 2021

ITEM 3. News Release

A news release with respect to the contents of this report was issued on May 14, 2021 and was disseminated through the facilities of recognized newswire services. A copy of the news release was filed on SEDAR.

ITEM 4. Summary of Material Change

The Company announced it has commenced trading on the Canadian Securities Exchange (“CSE”) under the ticker symbol “ALPA”.

ITEM 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced it has commenced trading on the Canadian Securities Exchange (“CSE”) under the ticker symbol “ALPA”.

“We have spent the last two years building an Esports company and product roadmap that we believe has positioned Alpha for sustainable growth in the emerging global Esports space,” said Matthew Schmidt, Alpha CEO. “Achieving listing on the CSE is an important step in Alpha’s growth, as we continue to increase our footprint in the different verticals of Esports and technology. To date, Alpha has signed Esports partnerships with major organizations including Vancouver Whitecaps FC, New Jersey Devils, Oxygen Esports, and Devil Child, and the Company will continue executing its business plan, focused on user growth.”

The Company owns and operates GamerzArena, an online platform where gamers can play and watch games alongside their peers, and compete in tournaments to earn prizes (www.gamerzarena.com). The platform hosts daily tournaments which include leaderboards and payouts for top competitors.

As an evolution of the GamerzArena platform, the Company operates GamerzArena+, a subscription-based service whereby players pay US\$12.99 to gain access to higher-paying tournaments along with unique and special events. GamersArena+ stores gameplay and statistical data on each of the participating gamers, allowing users the ability to monitor and improve their skills and, for those who may desire to become professional gamers, to showcase their abilities to a larger audience. GamerzArena+ facilitates the ability for gamers to potentially be scouted by a number of universities and professional Esports teams, as several of them utilize the platform for scouting players for scholarships and recruitment. Examples of universities that have used the GamerzArena platform and with which the Company has partnered with include, Penn State University, Syracuse University, University of Rochester, University of British Columbia, Western Michigan University, and University of Albany, among others.

The Team

Alpha's leadership team is composed of members with vast experience in esports, technology, and capital markets, including CEO & Director, Matthew Schmidt, CFO Eli Dusenbury, COO, Brian Wilneff, and is led by a strong board of directors that includes Matthew Schmidt, Jonathan Anastas, Tim Laidler and Mike Aujla.

Mr. Schmidt, a technology and film entrepreneur, brings a wealth of experience to the Company. Mr. Schmidt has been the executive producer on films totaling a budget of over \$60 million, which include Groove Tails, Dreamland, The Opening Act, Worh, Ride, and more. Mr. Schmidt is also the co-founder of Paradise City Films and has acted as an advisor to Victory Square Technologies, Immersive Tech, and V2 Games.

Mr. Dusenbury has extensive experience in public accounting, providing services to both public and private sector clients reporting in Canada and in the United States over a broad range of industries including, but not limited to, technology, agriculture, engineering, mining & exploration, manufacturing and financing. He has held several CFO positions, including CFO of Havn Life Sciences Inc.

Mr. Wilneff is the founder of the Company's online platform, GamerzArena. Mr. Wilneff has played a key role in developing relationships with major colleges such as Notre Dame University and has been instrumental in developing key partnerships with Barstool Sports & ESPN Radio.

About Alpha Esports Tech Inc.

Alpha Esports Tech Inc. is a technology company that focuses on emerging industries in Esports, mobile gaming, ecommerce and other high growth opportunities. Through a strong portfolio of technology assets and products such as GamerzArena, Alpha Esports Tech brings a unique mass-appeal focus to modern gaming platforms. Learn more at: www.alphaesports.com

Please see the news release attached hereto for a full description of the material change.

5.2 Disclosure for Restructuring Transactions

Not applicable.

ITEM 6. Reliance on Subsection 7.1(2) of National Instrument 51-102

This report is not being filed on a confidential basis.

ITEM 7. Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

ITEM 8. Executive Officer

The name and business number of the executive officer of the Company who is knowledgeable of the material change and this report is:

Eli Dusenbury
Chief Financial Officer Telephone
778-953-4191

ITEM 9. Date of Report

May 14, 2021



Alpha Esports Tech Announces Commencement of Public Trading on the Canadian Securities Exchange

Alpha Esports Tech will trade on the CSE under the ticker symbol ALPA

May 14, 2021

Vancouver, BC – Alpha Esports Tech Inc. (CSE: ALPA), (“Alpha” or the “Company”), a technology company focused on emerging industries in Esports, mobile gaming, commerce and high growth opportunities, is pleased to announce that it has commenced trading on the Canadian Securities Exchange (“CSE”) under the ticker symbol “ALPA”.

“We have spent the last two years building an Esports company and product roadmap that we believe has positioned Alpha for sustainable growth in the emerging global Esports space,” said Matthew Schmidt, Alpha CEO. “Achieving listing on the CSE is an important step in Alpha’s growth, as we continue to increase our footprint in the different verticals of Esports and technology. To date, Alpha has signed Esports partnerships with major organizations including Vancouver Whitecaps FC, New Jersey Devils, Oxygen Esports, and Devil Child, and the Company will continue executing its business plan, focused on user growth.”

The Company owns and operates GamerzArena, an online platform where gamers can play and watch games alongside their peers, and compete in tournaments to earn prizes (www.gamerzarena.com). The platform hosts daily tournaments which include leaderboards and payouts for top competitors.

As an evolution of the GamerzArena platform, the Company operates GamerzArena+, a subscription-based service whereby players pay US\$12.99 to gain access to higher-paying tournaments along with unique and special events. GamersArena+ stores gameplay and statistical data on each of the participating gamers, allowing users the ability to monitor and improve their skills and, for those who may desire to become professional gamers, to showcase their abilities to a larger audience. GamerzArena+ facilitates the ability for gamers to potentially be scouted by a number of universities and professional Esports teams, as several of them utilize the platform for scouting players for scholarships and recruitment. Examples of universities that have used the GamerzArena platform and with which the Company has partnered with include, Penn State University, Syracuse University, University of Rochester, University of British Columbia, Western Michigan University, and University of Albany, among others.

The Team

Alpha’s leadership team is composed of members with vast experience in esports, technology, and capital markets, including CEO & Director, Matthew Schmidt, CFO Eli Dusenbury, COO, Brian Wilneff, and is led by a strong board of directors that includes Matthew Schmidt, Jonathan Anastas, Tim Laidler and Mike Aujla.

Mr. Schmidt, a technology and film entrepreneur, brings a wealth of experience to the Company. Mr. Schmidt has been the executive producer on films totaling a budget of over \$60 million, which include Groove Tails, Dreamland, The Opening Act, Worth, Ride, and more. Mr. Schmidt is also the co-founder of Paradise City Films and has acted as an advisor to Victory Square Technologies, Immersive Tech, and V2 Games.

Mr. Dusenbury has extensive experience in public accounting, providing services to both public and private sector clients reporting in Canada and in the United States over a broad range of industries including, but not limited to, technology, agriculture, engineering, mining & exploration, manufacturing and financing. He has held several CFO positions, including CFO of Havn Life Sciences Inc.



Mr. Wilneff is the founder of the Company's online platform, GamerzArena. Mr. Wilneff has played a key role in developing relationships with major colleges such as Notre Dame University and has been instrumental in developing key partnerships with Barstool Sports & ESPN Radio.

About Alpha Esports Tech Inc.

Alpha Esports Tech Inc. is a technology company that focuses on emerging industries in Esports, mobile gaming, ecommerce and other high growth opportunities. Through a strong portfolio of technology assets and products such as GamerzArena, Alpha Esports Tech brings a unique mass-appeal focus to modern gaming platforms. Learn more at: www.alphaesports.com

Contact:

Investor Relations: ir@alphatech.inc - 604 359 1256

Media and Public Relations: media@alphatech.inc

On Behalf of The Board of Directors

Matthew Schmidt

CEO and Director

Forward Looking Statement

This news release contains "forward-looking information" within the meaning of applicable securities laws relating to statements regarding the Company's business, products and future of the Company's business. Although the Company believes that the expectations reflected in the forward-looking information are reasonable, there can be no assurance that such expectations will prove to be correct. Readers are cautioned not to place undue reliance on forward-looking information. Such forward-looking statements are subject to risks and uncertainties that may cause actual results, performance and developments to differ materially from those contemplated by these statements depending on, among other things, the risks that the Company's products and plan will vary from those stated in this news release and the Company may not be able to carry out its business plans as expected. Except as required by law, the Company expressly disclaims any obligation and does not intend to update any forward-looking statements or forward-looking information in this news release. Although the Company believes that the expectations reflected in the forward-looking information are reasonable, there can be no assurance that such expectations will prove to be correct. The statements in this news release are made as of the date of this release.

The CSE has not reviewed, approved or disapproved the content of this press release

