

**MATERIAL CHANGE REPORT**

**Item 1. Name and Address of Company**

GameOn Entertainment Technologies Inc. (the “**Company**” or **GameOn**)  
Suite 401 – 750 W. Pender Street, Vancouver, BC V6C 2T7

**Item 2. Date of Material Change**

June 29, 2023

**Item 3. News Release**

The news release was disseminated through the news dissemination services of GlobeNewswire on June 29, 2023 and was filed under the Company’s profile on SEDAR ([www.sedar.com](http://www.sedar.com)).

**Item 4. Summary of Material Change**

In its news release dated June 29, 2023 the Company announced that it has closed a strategic financing from Lightning Capital and Flow, the blockchain platform started by NBA Top Shot maker Dapper Labs. The funds will be used to accelerate GameOn’s PLAYN3XT platform and acquisition of major league IP partners.

**Item 5. Full Description of Material Change**

**Item 5.1 Full Description of Material Change**

In its news release dated June 29, 2023, the Company announced it closed a strategic financing from Lightning Capital and Flow, the blockchain platform started by NBA Top Shot maker Dapper Labs. The funds will be used to accelerate GameOn’s PLAYN3XT platform and acquisition of major league IP partners.

The total amount raised is \$1.81m from two instruments: 1. A series of convertible notes led by Lightning Capital, signed between June 8 - June 28, 2023. The Investment has a face value of \$1.31m and simple interest at the annual rate of 10% per annum. 2. A non-dilutive grant from the Flow Ecosystem Fund, signed on June 5, 2023. The grant funding is subject to certain to-be-announced major league projects and milestones.

For more information, please view the news release issued by GameOn on June 20, 2023 available under GameOn’s profile on SEDAR ([www.sedar.com](http://www.sedar.com)).

**Item 5.2 Disclosure for Restructuring Transactions**

Not Applicable

**Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

**Item 7. Omitted Information**

The undersigned is aware of no information of a material nature that has been omitted.

**Item 8. Executive Officer**

Mr. Shafin Diamond Tejani, President & Secretary of the Company, is knowledgeable about the material change and this report. He can be contacted at 778-898-3288.

**Item 9.**

**Date of Report**

Dated June 29, 2023 at Vancouver, British Columbia