

**NON-ISSUER FORM OF SUBMISSION TO JURISDICTION AND
APPOINTMENT OF AGENT FOR SERVICE OF PROCESS**

1. Name of issuer (the “**Issuer**”):
X1 Esports and Entertainment Ltd.
2. Jurisdiction of incorporation, or equivalent, of Issuer:
British Columbia
3. Address of principal place of business of Issuer:
**615 – 800 West Pender Street
Vancouver, BC V6C 2V6**
4. Description of securities (the “**Securities**”):
Units consisting of one common share in the capital of the Company and one common share purchase warrant
5. Date of the prospectus (the “**Prospectus**”) under which the Securities are offered:
Prospectus dated May 19, 2022
6. Name of person filing this form (the “**Filing Person**”):
Mark Elfenbein
7. Filing Person’s relationship to Issuer:
Chief Executive Officer and Director of the Issuer
8. Jurisdiction of incorporation, or equivalent, of Filing Person, if applicable, or jurisdiction of residence of Filing Person:
United States
9. Address of principal place of business of Filing Person:
**15622 57th Place North
Plymouth, MN 55446**
10. Name of agent for service of process (the “**Agent**”):
McMillan LLP
11. Address for service of process of Agent in Canada (the address may be anywhere in Canada):
**1500 Royal Centre
1055 West Georgia Street
P.O. Box 11117
Vancouver, B.C. V6E 4N7**
12. The Filing Person designates and appoints the Agent at the address of the Agent stated above as its agent upon whom may be served any notice, pleading, subpoena, summons or other process in any action, investigation or administrative, criminal, quasi-criminal, penal or other proceeding (the “**Proceeding**”) arising out of, relating to or concerning the distribution of the Securities made or purported to be made under the Prospectus, and irrevocably waives any right to raise as a defence in any such Proceeding any alleged lack of jurisdiction to bring the Proceeding.

13. The Filing Person irrevocably and unconditionally submits to the non-exclusive jurisdiction of
- (a) the judicial, quasi-judicial and administrative tribunals of each of the provinces of Canada in which the securities are distributed under the Prospectus; and
 - (b) any administrative proceeding in any such province,
- in any Proceeding arising out of or related to or concerning the distribution of the Securities made or purported to be made under the Prospectus.
14. Until six years after completion of the distribution of the Securities made under the Prospectus, the Filing Person shall file a new submission to jurisdiction and appointment of agent for service of process in this form at least 30 days before termination of this submission to jurisdiction and appointment of agent for service of process.
15. Until six years after completion of the distribution of the Securities under the Prospectus, the Filing Person shall file an amended submission to jurisdiction and appointment of agent for service of process at least 30 days before a change in the name or above address of the Agent.
16. This submission to jurisdiction and appointment of agent for service of process shall be governed by and construed in accordance with the laws of **British Columbia**.

Dated: May 19, 2022

(Signed) "Mark Elfenbein"

Signature of Filing Person

Mark Elfenbein, Chief Executive Officer and Director

Print name of person signing and, if the Filing Person is not an individual, the title of the person

AGENT

The undersigned accepts the appointment as agent for service of process of Mark Elfenbein under the terms and conditions of the appointment of agent for service of process stated above.

Dated: May 19, 2022

McMillan LLP

Per:

(Signed) "Sasa Jarvis"

Signature of Agent

Sasa Jarvis, Partner

Print name of person signing and, if Agent is not an individual, the title of the person