

GameOn Secures Up to US\$6 Million in Strategic Investment from India's Brand Capital International

The strategic investment arm of The Times Group, India's largest media conglomerate and parent company of GameOn customer MX Player, will invest up to US\$6 million to support the Company's expansion into the Indian market

VANCOUVER & SAN FRANCISCO — November 29, 2021 — [GameOn Entertainment Technologies Inc.](#) (CSE: GET) (OTCQB: GMETF) ("**GameOn**" or the "**Company**"), a leading game technology provider to media, sports and entertainment companies, is pleased to announce a strategic investment from [Brand Capital International](#), the investment arm of India's largest media conglomerate, The Times Group. The deal will see an injection of up to US\$6 million over three years (the "**Investment**"), and a strategic partnership to drive GameOn's business further into the Indian market.

The Times Group's digital arm, Times Internet Ltd., is the parent company of GameOn customer MX Player, an Indian entertainment super app which recently [surpassed](#) 1 billion downloads. The MX Cricket Predictor, powered by GameOn's white label technology, has [surpassed](#) two million predictions since the T20 Cricket World Cup went live on October 23. Management of the Company projects that the product will reach six million predictions and 200,000 active users by January, 2022. Off the back of the partnership's initial success, GameOn and MX Player [announced](#) an expanded deal to include additional licensed games for soccer, tennis and kabaddi.

"The evolution of The Times Group from customer to investor is not only a testament to the products we've executed, but also strategically positions GameOn to expand into the lucrative Indian market," said Matt Bailey, GameOn CEO. "We're excited to build on our partnership with one of the world's most prominent media giants."

"We are thrilled to welcome GameOn into our portfolio," said Neville Taraporewalla, Brand Capital International President. "Their partnership with MX Player has been extremely successful. We look forward to helping expand GameOn's reach throughout India with our support, both financially and strategically."

This news comes on the heels of GameOn's announcement to acquire [FanClash](#) and its newest customer, [Gaming Society](#).

Terms of the Investment

In connection with the Investment, GameOn entered into a subscription agreement (the "**Subscription Agreement**") with **BCCL Worldwide Inc.** (the "**Investor**") pursuant to which, the Investor agreed to purchase an unsecured non-interest bearing convertible note of GameOn with a face value of US\$2,000,000 (the "**Note**"). The Note shall mature on the 12 month anniversary of the date of issuance thereof (the "**Maturity Date**") and be convertible into common shares of GameOn ("**Common Shares**") as follows: (a) in the event that, at any time on or before the date that is six (6) months day following the date of issuance of the Note (the "**Issuance Date**"), the rolling six (6) month volume weighted average price of the Common Shares on the Canadian Securities Exchange or such other Canadian stock exchange on which the Common Shares may trade from time to time (the "**CSE**") exceeds C\$0.35 for the six (6) month

period immediately preceding any day from the Issuance Date to the Maturity Date, the holder of the Note may elect to convert the Note, at its discretion, upon delivery to GameOn of a duly executed conversion election notice at any time following such date and before the end of the 14th day after such date, into that number of Common Shares as is equal to a fraction, the numerator of which is the US\$2,000,000 converted into Canadian funds using the Bank of Canada monthly exchange rate for the calendar month immediately preceding the date of conversion, and the denominator of which is the greater of (i) the lowest permissible price allowed pursuant to the policies of the CSE; and (ii) C\$0.35; (b) in the event that, at any time on or before the date that is six (6) months following the Issuance Date, the rolling six (6) month volume weighted average price of the Common Shares on the CSE exceeds C\$0.35 for the six (6) month period immediately preceding any day from the Issuance Date to the Maturity Date and the holder of the Note has not given notice of the conversion of the Note in accordance with (a) above, the Note shall be automatically converted at the end of the 14 day period referred to in (a) without any further action from the holder thereof into that number of Common Shares as is equal to a fraction, the numerator of which is the US\$2,000,000 converted into Canadian funds using the Bank of Canada monthly exchange rate for the calendar month immediately preceding the date of conversion, and the denominator of which is the greater of (i) the lowest permissible price allowed pursuant to the policies of the CSE; and (ii) C\$0.35; (c) to the extent not previously converted in accordance with (a) or (b) above, at any time following the date that is six (6) months following the Issuance Date and prior to the Maturity Date, the holder of the Note may elect to convert all of the US\$2,000,000, in its sole discretion, into that number of Common Shares as is equal to a fraction, the numerator of which is the US\$2,000,000 converted into Canadian funds using the Bank of Canada monthly exchange rate for the calendar month immediately preceding the date of conversion, and the denominator of which is the greater of: (i) the lowest permissible price allowed pursuant to the policies of the CSE; and (ii) the lower of: (A) C\$0.35, and (B) the six (6) month volume weighted-average price of the Common Shares on the CSE for the six (6) month period ended immediately preceding the date on which the holder delivers a conversion election notice to GameOn exercising its conversion option; and (d) to the extent not previously converted in accordance with (a), (b) or (c), above, on the Maturity Date, all of the US\$2,000,000 shall be automatically converted into that number of Common Shares as is equal to a fraction, the numerator of which is the US\$2,000,000 converted into Canadian funds using the Bank of Canada monthly exchange rate for the calendar month immediately preceding the date of conversion, and the denominator of which is the greater of: (i) the lowest permissible price allowed pursuant to the policies of the CSE; and (ii) the lower of: (A) C\$0.35, and (B) the six (6) month volume weighted-average price of the Common Shares on the CSE for the six (6) month period ended immediately preceding the Maturity Date.

Pursuant to the Subscription Agreement, (a) GameOn further granted the Investor a right, exercisable between October 1, 2023, and December 31, 2023, to acquire that number of additional Common Shares as is equal to a fraction, the numerator of which is US\$2,000,000 converted into Canadian funds using the Bank of Canada monthly exchange rate for the calendar month immediately preceding the date of a notice delivered by the Investor to GameOn electing to exercise such Investor's right, and the denominator of which is the greater of: (i) the lowest permissible price allowed pursuant to the policies of the CSE; and (ii) such price as may be agreed between the Investor and GameOn, and (b) GameOn has the right to invite the Investor to acquire up to an additional US\$2,000,000 in Common Shares between October 1, 2024, and December 31, 2024, calculated by dividing the amount of the US\$2,000,000 being exercised converted into Canadian funds using the Bank of Canada monthly exchange rate for the calendar month immediately preceding the date of a notice delivered by the GameOn to Investor electing to exercise such right by GameOn by the greater of: (i) the lowest permissible price allowed pursuant to the policies of the CSE; and (ii) such price as may be agreed between the Investor and GameOn.

Further, pursuant to the Subscription Agreement, for so long as the Investor owns or exercises control or direction over Common Shares representing at least 5% of the issued and outstanding Common Shares

on a non-diluted basis but assuming conversion of the Note (to the extent not otherwise converted) on the basis of \$0.35 per Common Share, the Investor shall have the option and right to appoint one (1) representative to attend all meetings (including telephonic or videoconference meetings) of the board of directors of GameOn and any committee thereof in a non-voting, observer capacity.

The securities have not been and will not be registered under the United States *Securities Act of 1933*, as amended (the “**U.S. Securities Act**”) or any state securities laws and may not be offered or sold within the United States (as such term is defined in Regulation S under the U.S. Securities Act) unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available. This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. This news release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

On behalf of the Board of Directors:

Matt Bailey
Director & Chief Executive Officer
GameOn Entertainment Technologies Inc.
917-834-4921

For more information:

Investor Relations
Lambert & Co.
invest@gameon.app
313.309.9500

ABOUT GAMEON ENTERTAINMENT TECHNOLOGIES INC.

[GameOn](#) (CSE: GET) (OTCQB: GMETF) powers the biggest sports, media and entertainment companies with the most innovative white label game technologies. GameOn provides broadcasters, TV networks, streaming platforms, leagues, tournaments, sportsbooks and NFT projects with white label prediction games, fantasy games, NFT-based games and adventure-style games. Since completing the Comcast NBCUniversal LIFT Labs Accelerator powered by Techstars in 2018, GameOn has secured revenue-generating partnerships with global companies including Comcast, NBCUniversal, Bravo and MX Player.

GameOn has a dynamic and experienced management team led by CEO, Matt Bailey (Brooklyn Nets, Barclays Center), Chief Product Officer, Santiago Jaramillo (Dapper Labs, NBA Top Shot, EA Sports) and VP of Partnerships, Ryan Nowack (Madison Square Garden, New York Knicks, New York Rangers), as well as its Directors, J Moses (Take-Two Interactive), Shafin Tejani (Victory Square Technologies), Liz Schimel (Apple, Comcast, Meredith) and Carey Dillen (YYOGA, FIFA, IOC).

ABOUT THE TIMES GROUP

Founded in 1838, The Times Group is a long standing leader in the print business, as well as emerging leader in all other forms of media, including radio, TV, magazines, out of home, and more. The Group's key brands include The Times of India, the world's largest broadsheet English daily; The Economic Times, India's largest (and the world's second largest) financial daily; Femina, India's largest women's magazine; Filmfare, India's largest English film magazine; Radio Mirchi, India's largest FM radio network; Times Now

and ET Now, India's leading English news and business news channels and Zoom, a leading general entertainment channel. See: www.timesofindia.com.

ABOUT BRAND CAPITAL INTERNATIONAL

Brand Capital International (BCI), headquartered in San Francisco, California is the strategic investment arm of The Times Group, the largest media conglomerate in India. Brand Capital International channels its deep domain expertise and insights in the Indian media landscape to steer early-stage and high-growth companies from across the globe into the Indian market - propelling its companies to thrive in one of the world's fastest growing markets. To learn more about Brand Capital International, its investment thesis and its portfolio companies, visit www.brandcapitalus.com.

FORWARD-LOOKING INFORMATION

This news release contains "forward-looking information" and "forward-looking statements" (collectively, "forward-looking information") within the meaning of applicable securities laws. Forward-looking information is generally identifiable by use of the words "believes," "may," "plans," "will," "anticipates," "intends," "could," "estimates," "expects," "forecasts," "projects" and similar expressions, and the negative of such expressions. Forward-looking information in this news release include statements about GameOn's intention regarding its operations and/or advertisements in India; expectations regarding the MX Cricket Predictor; and expectations regarding the Investment and matters related to the Investment.

Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the Company's actual results, level of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking information. Forward-looking information is based on the reasonable assumptions, estimates, analysis and opinions of management made in light of its experience and perception of trends, current conditions and expected developments, and other factors that management believes are relevant and reasonable in the circumstances at the date such statements are made. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information. All forward-looking information herein is qualified in its entirety by this cautionary statement, and GameOn disclaims any obligation to revise or update any such forward-looking information or to publicly announce the result of any revisions to any of the forward-looking information contained herein to reflect future results, events or developments, except as required by law.

Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.