

Form 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

JACKPOT DIGITAL INC.
Suite 400, 570 Granville Street
Vancouver, BC, V6C 3P1

(the "Company" or "Jackpot")

Item 2. Date of Material Change

October 10, 2019

Item 3. News Release

News release announcing the material change referred to in this report was issued on October 7, 2019 and disseminated via StockWatch and Market News Publishing and filed on the SEDAR website.

Item 4. Summary of Material Change

In connection with the completion of the Company's rights offering on September 26, 2019 (the "**Rights Offering**") pursuant to which the Company issued 64,396,562 units comprised of 64,396,562 common shares and transferable share purchase warrants (the "**Warrants**") to purchase up to an additional 64,396,562 common shares, the TSX Venture Exchange has approved the listing of the Warrants. The Warrants are listed on the TSX Venture Exchange under the symbol "JP.WT.J" and have commenced trading effective at the opening of the market on Thursday, October 10, 2019. Each Warrant entitles the holder to purchase one common share of Jackpot at a price of \$0.10 until September 26, 2024.

Item 5. Full Description of Material Change

5.1 Please see attached News Release October 7, 2019 attached as Schedule "A".

5.2 Disclosure for Restructuring Transaction

Not applicable.

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

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

For further information, please contact Jake H. Kalpakian, President, at (604) 681-0204 Ext 6105.

Item 9. Date of Report

October 10, 2019.

Schedule "A"

Symbols: JP - TSX Venture Exchange
JP.WT - TSX Venture Exchange
JP.WT.J - TSX Venture Exchange
JPOTF - OTCQB
LVH2 - Frankfurt & Berlin Stock Exchanges

JACKPOT DIGITAL ANNOUNCES LISTING OF WARRANTS

Vancouver, British Columbia – October 7, 2019 – **Jackpot Digital Inc.** (the "**Company**" or "**Jackpot**") (TSX-V: JP) (TSX-V: JP.WT) (TSX-V: JP.WT.J) (US OTCQB: JPOTF) (Frankfurt & Berlin Exchanges: LVH2) is pleased to announce that, further to its news releases of September 30, 2019 and October 3, 2019 with respect to the completion of its rights offering (the "**Rights Offering**") pursuant to which Jackpot issued 64,396,562 units comprised of 64,396,562 common shares and transferable share purchase warrants (the "**Warrants**") to purchase up to an additional 64,396,562 common shares, the TSX Venture Exchange has approved the listing of the Warrants. The Warrants will be listed on the TSX Venture Exchange under the symbol "JP.WT.J" and will commence trading effective at the opening of the market on Thursday, October 10, 2019. Each Warrant entitles the holder to purchase one common share of Jackpot at a price of \$0.10 until September 26, 2024.

For more information on the Company, please contact Jake H. Kalpakian, President, at (604) 681-0204 ext. 6105, or visit the Company's website at www.jackpotdigital.com.

On behalf of the Board of
Jackpot Digital Inc.

"Jake H. Kalpakian"

Jake H. Kalpakian
President & CEO

Trading in the securities of the Company should be considered speculative.

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

This news release contains forward-looking information that involve various risks and uncertainties regarding future events. There are numerous risks and uncertainties that could cause actual results and the Company's plans and objectives to differ materially from those expressed in the forward-looking information. Actual results and future events could differ materially from those anticipated in such information.