FORM 51-102F3
MATERIAL CHANGE REPORT

1. **Name and Address of Company**

Champion Gaming Group Inc. (the "**Company**")
217 Queen Street West, Suite 401
Toronto, ON M5V 0R2

2. **Date of Material Change**

November 30, 2021

3. **News Release**

A press release disclosing the material change was released on November 30, 2021 through the facilities of Newsfile Corp.

4. **Summary of Material Change**

On November 30, 2021, the Company completed a business combination (the "**Transaction**") with Champion Gaming Inc. ("**Champion**") pursuant to an acquisition agreement (the "**Acquisition Agreement**") dated September 8, 2021. The completion of the Transaction resulted in the reverse takeover of the Company by Champion pursuant to the policies of the TSX Venture Exchange (the "**TSXV**"). In this material change report, references to the "Resulting Issuer" are to the Company following the closing of the Transaction. In accordance with the TSXV's policies, the Resulting Issuer's shares (the "**Resulting Issuer Shares**") remained halted for trading until the TSXV issued its final bulletin in respect of the Transaction. Trading of the Resulting Issuer Shares commenced trading on December 2, 2021 under the trading symbol "WAGR".

5. **Full Description of Material Change**

On November 30, 2021 completed the Transaction pursuant to the terms of the Acquisition Agreement. Prior to the completion of the Transaction, the Company changed its name from "Prime City One Capital Corp." to "Champion Gaming Group Inc." In addition, the common shares of the Company (the "**Common Shares**") were consolidated on the basis of one post-consolidation Common Share for every four pre-consolidation Common Shares (the "**Consolidation**"), such that, after completion of the Consolidation, the holders of Common Shares ("**Shareholders**") held an aggregate of 3,050,486 post-Consolidation Common Shares. Upon the completion of the Transaction, the Resulting Issuer issued an aggregate of 62,895,334 post-Consolidation Resulting Issuer Shares to Champion's former shareholders at a deemed price of $0.25 per Resulting Issuer Share, on the basis of one Resulting Issuer Share for each one common share of Champion held by them immediately prior to the closing of the Transaction. The Resulting Issuer also issued common share purchase warrants of the Company entitling the holders thereof to purchase an aggregate of 25,288,000 of Resulting Issuer Shares to the former holders of 24,000,000 performance warrants and 1,288,000 finder warrants of the Company on substantially similar terms.

Effective upon closing of the Transaction, the board of directors of Champion Gaming was reconstituted to consist of: Kenneth Hershman, Sean O'Leary, David Lubotta, Paxton Baker and Cameron Wickham. Also, effective upon the completion of the Transaction, the management of

Champion Gaming was changed to be made up of: Kenneth Hershman (Chief Executive Officer), John Barkeley (Chief Financial Officer), Sean O'Leary (President) and Frank Frigo (Chief Innovation Officer).

Additional information related to the Champion Gaming's business, capitalization and the Transaction (including the members of the management team and board of directors mentioned above) is set out in the Company's filing statement (the "Filing Statement") prepared in accordance with the policies of the TSXV, which is available under the Company's profile on SEDAR at www.sedar.com.

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

The report is not being filed on a confidential basis.

7. **Omitted Information**

No significant facts have been omitted from this Material Change Report.

8. **Executive Officer**

For further information, contact Ken Hershman, Chief Executive Officer of the Company at (917) 768-5010.

9. **Date of Report**

This report is dated at Toronto, this 9th day of December, 2021.