

Form 51-102F3

**MATERIAL CHANGE REPORT**

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

**JACKPOT DIGITAL INC.**

Suite 575, 510 Burrard Street  
Vancouver, BC, V6C 3A8

(the "Company" or "Jackpot")

**Item 2. Dates of Material Change**

October 25, 2023

**Item 3. News Release**

The News Release announcing the material change referred to in this report was issued and disseminated on November 1, 2023, via Stockwatch and Market News Publishing, and was filed on SEDAR.

**Item 4. Summary of Material Change**

The Company issued 1,333,425 common shares in the capital of the Company at the price of \$0.075 per share to one creditor, representing full and final settlement of the Company's debt totaling \$100,006.85. The securities issued are subject to a hold period expiring on February 26, 2024.

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

**5.1** Please see the Company's News Release dated November 1, 2023, attached hereto 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

---

**Jackpot Digital Inc.**

Suite 575, 510 Burrard Street  
Vancouver, BC V6C 3A8

Tel: (604) 681-0204 Fax: (604) 681-9428

[www.jackpotdigital.com](http://www.jackpotdigital.com) email: [info@jackpotdigital.com](mailto:info@jackpotdigital.com)

**Item 8.        Executive Officer**

For further information, please contact Jake H. Kalpakian, President and CEO of the Company, at (604) 681-0204 ext. 6105.

**Item 9.        Date of Report**

November 2, 2023

**Schedule “A”****NEWS RELEASE****Jackpot issues shares for debt**

Vancouver, British Columbia. November 1, 2023 – **Jackpot Digital Inc.** (the “Company” or “Jackpot”) (TSX-V: JJ) (TSX-V: JJ.WT.B) (TSX-V: JJ.WT.C) (US OTCQB: JPOTF) (Frankfurt Exchange: LVH3) announces that further to its news release dated October 10, 2023, the Company has issued 1,333,425 common shares in the capital of the Company at the price of \$0.075 per share to the Company’s creditor, representing full and final settlement of the Company’s debt totalling \$100,006.85. The securities issued are subject to a hold period expiring on February 26, 2024.

**About Jackpot Digital Inc.**

A positive disruptor in the casino business, Jackpot Digital is a leading manufacturer of dealerless multiplayer electronic poker tables for the cruise ship and land-based regulated casino industries. The Company specializes in dealerless poker which is complemented by a robust suite of backend tools for casino operators to efficiently control and optimize their poker business.

For more information on the Company, please contact Jake H. Kalpakian, President and CEO, at (604) 681-0204 ext. 6105, or visit the Company’s website at [www.jackpotdigital.com](http://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.*

*The TSX Venture Exchange has neither approved nor disapproved the contents of this news release.*

*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.*