

# GAMELANCER MEDIA CORP.

## REPORT OF VOTING RESULTS

June 27, 2024

British Columbia Securities Commission  
Alberta Securities Commission  
Ontario Securities Commission

Dear Sirs/Mesdames:

**Re: Gamelancer Media Corp. – Report of Voting Results pursuant to section 11.3 of National Instrument 51-102 – Continuous Disclosure Obligations (“NI 51-102”)**

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Following the annual and special meeting of shareholders of Gamelancer Media Corp. (the “**Company**”), held on June 27, 2024 (the “**Meeting**”), and in accordance with section 11.3 of NI 51-102, we hereby advise you of the following voting results obtained at the Meeting:

**1. APPOINTMENT OF AUDITOR**

MNP LLP were appointed as auditors of the Company until the next annual meeting of shareholders and the board of directors were authorized to fix the remuneration of the auditor. The results of the votes cast are as follows:

<u>Votes For</u>	<u>Votes Withheld</u>
139,282,076 (100%)	Nil (0.00%)

**2. ELECTION OF DIRECTORS**

The following nominees were elected as directors of the Company for the ensuing year. The results of the votes cast are as follows:

	<u>Votes For</u>	<u>Votes Withheld</u>
(a) Jonathan Dwyer	139,656,076 (99.54%)	641,000 (0.46%)
(b) Samuel Banks	136,091,076 (97%)	4,206,000 (3%)
(c) Razvan Romanescu	139,648,039 (99.54%)	649,037 (0.46%)
(d) Robert Segal	138,811,076 (98.94%)	1,486,000 (1.06%)
(e) Matt Berger	136,090,539 (97%)	4,206,537 (3%)
(f) Aaron Reitkopf	136,083,176 (97%)	4,213,900 (3%)
(g) Kevin Moriarty	136,731,939 (97.46%)	3,565,137 (2.54%)
(h) Kevin Cooper	139,648,439 (99.54%)	648,637 (0.46%)
(i) Ali Plonchak	136,090,539 (97%)	4,206,537 (3%)

**3. AUTHORIZING DIRECTORS TO FIX NUMBER OF DIRECTORS**

The special resolution authorizing the board of directors of the Company to set the number of directors from time to time within the minimum and maximum number of directors set forth in the articles of the Company, as more particularly described in the management information circular of the Company dated May 24, 2024, was approved. The results of the votes cast are as follows:

<u>Votes For</u>	<u>Votes Against</u>
140,296,539 (100%)	537 (0.00%)

**4. AMENDMENT TO THE ARTICLES OF THE COMPANY– NAME CHANGE**

The special resolution approving the amendment of the articles of the Company to change the name of the Company to “Vertiqal Studios Corp.”, as more particularly described in the management information circular of the Company dated May 24, 2024, was approved. The results of the votes cast are as follows:

<u>Votes For</u>	<u>Votes Against</u>
136,083,576 (97%)	4,213,500 (3%)

**5. APPROVAL OF NEW EQUITY INCENTIVE PLAN**

The ordinary resolution to approve an omnibus equity incentive plan, as more particularly described in the management information circular of the Company dated May 24, 2024, was approved. The results of the votes cast are as follows:

<u>Votes For</u>	<u>Votes Against</u>
136,658,901 (97.41%)	3,638,175 (2.59%)

**6. AMENDMENT TO THE ARTICLES OF THE COMPANY – CONSOLIDATION**

The special resolution approving the amendment to the articles of the Company to consolidate each of the issued and outstanding common shares of the Company by changing a maximum of twenty (20) pre-consolidation common shares of the Company, or such lesser number of pre-consolidation common shares as the directors of the Company in their discretion may determine, into one (1) post-consolidation common share of the Company, as more particularly described in the management information circular of the Company dated May 24, 2024, was approved. The results of the votes cast are as follows:

<u>Votes For</u>	<u>Votes Against</u>
136,490,970 (97.29%)	3,806,106 (2.71%)

**7. ISSUANCE OF SHARES FOR DEBT TO RELATED PARTY**

The ordinary resolution approving the issuance of common shares of the Company to a related party which is majority-owned and controlled by a director of the Company to settle an outstanding amount owed to the related party by the Company, as more particularly described in the management information circular of the Company dated May 24, 2024, was approved. The results of the votes cast are as follows:

<u>Votes For</u>	<u>Votes Against</u>
136,731,507 (97.46%)	3,565,569 (2.54%)

Yours truly,

**GAMELANCER MEDIA CORP.**

Per: “Jonathan Dwyer” (Signed)  
Jonathan Dwyer  
Chairman and Chief Executive Officer