

**GAMING INNOVATION GROUP INC.
MINUTES OF THE ANNUAL MEETING OF SHAREHOLDERS**

22 MAY 2019

Pursuant to notice duly given, the annual meeting of the shareholders of Gaming Innovation Group Inc., (the "Corporation") was held at 13:00 local time, 22 May 2019 at T-House Stureplan, room Christofer Columbus, Engelbrektsplan 1, Stockholm, Sweden.

Mr. Petter Nylander, Chairman, welcomed the shareholders and provided information on the agenda of the meeting. There were no objections to the calling of the meeting or the agenda, and Mr. Nylander was elected as chairman of the meeting.

Mr. Tore Formo was present as inspector of elections to oversee the votes cast at the meeting. Mr. Formo certified that the following voting shares were present:

Total Shares Outstanding	90,005,626
Total Shares Entitled to Vote	90,005,626
Total Shares Present or Represented by Proxy	54,752,653
Percentage of Shares Present or Represented by Proxy of Shares Entitled to Vote	60.83 %

Mr. Nylander opened the meeting, and Mr. Mikael Riese Harstad was appointed to co-sign the minutes with the chairman of the meeting.

Upon motions duly made, the following resolutions were passed by a majority of the shareholders:

I. To consider and approve the financial statements for the year ended 31 December 2018

RESOLVED, that the Corporation's financial statements for the year ended 31 December 2018 were approved.

Mr. Formo certified that the votes were cast as follows:

	Number of Shares	Percentage of Shares Present or Represented by Proxy	Percentage of Shares entitled to vote
For:	54,752,653	100,00%	60.83%
Against:	0	0.00 %	0.00%
Abstain:	0	0.00 %	0.00%

II. To consider and determine the number of Board members

RESOLVED, that the Corporation's Board shall consist of six board members.

Mr. Formo certified that the votes were cast as follows:

	Number of Shares	Percentage of Shares Present or Represented by Proxy	Percentage of Shares entitled to vote
For:	54,702,131	99.91 %	60.78%
Against:	0	0.00 %	0.00%
Abstain:	50,522	0.09 %	0.06%

III. To consider and elect the Board of Directors

RESOLVED, that the Board of Directors were re-elected as follows:

Mr. Petter Nylander
Mr. Robert Buren
Mr. Paul Fischbein
Mr. Henrik Persson Ekdahl
Mr. Frode Fagerli
Mr. Helge Nielsen

Mr. Formo certified that the votes were cast as follows:

For Mr. Petter Nylander:

	Number of Shares	Percentage of Shares Present or Represented by Proxy	Percentage of Shares entitled to vote
For:	54,605,224	99.73 %	60.67%
Against:	147,429	0.27 %	0.16%
Abstain:	0	0.00 %	0.00%

For Mr. Robert Buren, Mr. Paul Fischbein and Mr. Frode Fagerli:

	Number of Shares	Percentage of Shares Present or Represented by Proxy	Percentage of Shares entitled to vote
For:	54,605,947	99.73 %	60.67%
Against:	146,706	0.27 %	0.16%
Abstain:	0	0.00 %	0.00%

For Mr. Henrik Persson Ekdahl:

	Number of Shares	Percentage of Shares Present or Represented by Proxy	Percentage of Shares entitled to vote
For:	41,533,385	75.86 %	46.15%
Against:	13,219,268	24.14 %	14.69%
Abstain:	0	0.00 %	0.00%

For Mr. Helge Nielsen:

	Number of Shares	Percentage of Shares Present or Represented by Proxy	Percentage of Shares entitled to vote
For:	54,602,041	99.72 %	60.67%
Against:	150,612	0.28 %	0.17%
Abstain:	0	0.00 %	0.00%

IV. To consider and determine the Board members' remuneration

RESOLVED, that the remuneration for the Board of Directors were approved as proposed by the Nomination Committee.

Mr. Formo certified that the votes were cast as follows:

	Number of Shares	Percentage of Shares Present or Represented by Proxy	Percentage of Shares entitled to vote
For:	53,154,425	97.08 %	59.06%
Against:	1,547,706	2.83 %	1.72%
Abstain:	50,522	0.09 %	0.06%

V. To consider and approve the principles for the appointment of the Nomination Committee

RESOLVED, that that the principles for the appointment of the Nomination Committee were approved as proposed by the Nomination Committee.

Mr. Formo certified that the votes were cast as follows:

	Number of Shares	Percentage of Shares Present or Represented by Proxy	Percentage of Shares entitled to vote
For:	54,702,131	99.91%	60.78 %
Against:	0	0.00 %	0.00%
Abstain:	50,522	0.09 %	0.06%

VI. To consider to reappoint Israeloff Trattner & Co. PC as auditors of the Company and to authorise the Board of Directors to determine their remuneration

RESOLVED, that the Company shall reappoint Israeloff Trattner & Co. PC as auditors of the Company and authorise the Board of Directors to determine their remuneration.

Mr. Formo certified that the votes were cast as follows:

	Number of Shares	Percentage of Shares Present or Represented by Proxy	Percentage of Shares entitled to vote
For:	54,590,209	99.70%	60.65 %
Against:	111,922	0.20%	0.12 %
Abstain:	50,522	0.09%	0.06 %

VII. To consider and approve the proposed 2019 Option Plan

RESOLVED, that the proposed 2019 Share Option Plan for managers and key employees was approved, where the Board of Directors are authorised for a period of three (3) years to issue options to be allotted with Common shares in the Company having a nominal value of USD 1.00 up to a total of 5% of the issued Common Shares of the Company from time to time the principles for the appointment of the Nomination Committee were approved as proposed by the Remuneration committee.

Mr. Formo certified that the votes were cast as follows:

	Number of Shares	Percentage of Shares Present or Represented by Proxy	Percentage of Shares entitled to vote
For:	46,259,518	84.49%	51.40 %
Against:	8,442,613	15.42%	9.38 %
Abstain:	50,522	0.09%	0.06 %

VIII. To consider and approve to give the Board of Directors authority to buy back already issued and outstanding shares in the Company

RESOLVED, that it was approved to give the Board of Directors authority to buy back already issued and outstanding shares in the Company and to dispose of such shares, all on such terms as the Board of Directors may deem fit, provided the Company's total holding of its own shares may not exceed 10% of the outstanding share capital of the Company at any time. The authority resolved by this resolution shall expire on the date of the 2020 Annual Meeting of Shareholders.

Mr. Formo certified that the votes were cast as follows:

	Number of Shares	Percentage of Shares Present or Represented by Proxy	Percentage of Shares entitled to vote
For:	54,700,462	99.90%	60.77 %
Against:	0	0.00%	0.00 %
Abstain:	50,191	0.10%	0.06 %

V. **General Matters**

There were no other matters or other businesses that have come properly before the meeting or any adjournments of the meeting.

There being no further business to come before the meeting, it was, by motion duly made and seconded, adjourned around 14:00.



Petter Nylander



Mikael Riese Harstad

I hereby certify that the number of shares represented at the meeting and the count of the votes and ballots set forth above, are true and correct.



Tore Formo
Inspector of Elections