GOOD GAMER ENTERTAINMENT INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS

As at and for the years ended March 31, 2024 and 2023

INTRODUCTION

The following Management's Discussion and Analysis ("MD&A"), prepared as of August 30, 2024, should be read in conjunction with the consolidated financial statements of Good Gamer Entertainment Inc. (the "Company" or "Good Gamer" or "GGE") for the years ended March 31, 2024 and 2023, and the audited consolidated financial statements for the years ended March 31, 2024 and 2023; including the notes thereto (the "financial statements"). The financial statements and financial data contained in this discussion and analysis are presented in accordance with the IFRS Accounting Standards ("IFRS"). The reporting currency is the Canadian dollar. Additional information on the Company is available for viewing on SEDAR at www.sedar.com.

FORWARD-LOOKING STATEMENTS

This MD&A may include certain "forward-looking statements" within the meaning of applicable securities legislation. All statements, other than statements of historical facts, included in this MD&A that address activities, events or developments that the Company expects or anticipates will or may occur in the future, including such things as future business strategies competitive strengths, goals, expansion and growth of the Company's businesses, operations, plans and other such matters are forward-looking statements. When used in this MD&A, the words "estimate", "plan", "anticipate", "expect", ''intend', "believe" "intend", "plan", "forecast", "project", "estimate", "outlook", and similar expressions are intended to identify forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance, or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. The risks include those outlined under the "Risk Factors" section of this MD&A and elsewhere in the Company's public disclosure documents. Although the Company has identified important factors extensively that could cause actual results to differ materially, there may be other factors not anticipated or estimated. New factors emerge from time to time, and it is not possible for management to predict all of such factors and to assess in advance the impact of each individual factor on the Company's business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements. There can be no assurance that such statements will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.

BUSINESS OVERVIEW AND OVERALL PERFORMANCE

The Company was incorporated under the Business Corporations Act (British Columbia) on March 25, 2011. The Company's principal business activity changed to operating an online play-to-earn game discovery (Playcash) and entertainment platform (Tournament Management Platform); development and minting of non-fungible tokens ("NFTs") including artwork, characters and a Play-to-Earn ("P2E") NFT-based blockchain game and optimizing third parties advertising campaigns to drive online traffic to their own websites in Canada and the United States. The Company discontinued the TMP and NFT operations due to market conditions by March 31, 2024.

The Company acquired Good Gamer Corp. ("GGC") through acquisition of all issued and outstanding shares of the latter via reverse takeover transaction on October 15, 2021. Upon completion of the

Transaction, GGC became a wholly owned subsidiary of the Company. Thereafter, the Company changed its name to "Good Gamer Entertainment Inc.", consolidated the common shares of the Company (the "Shares"), on the basis of one (1) post-consolidation Share for every five (5) pre-consolidation Shares (the "Consolidation") and changed the Company's year end from December 31 to March 31, effective for the year ended March 31, 2022. The new ticker symbol of the Company's shares traded in TSX-V is "GOOD" commencing on October 21, 2021. Upon the completion of the Transaction, the Company is now operating through the following subsidiaries:

Entity	Country of Incorporation	Parent Company	Effective Interest
Good Gamer Corp.	Canada	GGE	100%
Boost Interactive (Formerly Perk Power Inc.)	Canada	GGC	100%
Good Gamer US	USA	GGC	100%
Good Gamer India Private Limited*	India	GGC	99% (discontinued)

*On March 15, 2024, GG India was dissolved.

Good Gamer's Business

With the acquisition of GGC, the Company's principal business activity changed to developing and operating online game platforms in Canada and the United States. Good Gamer aims to become a leader in the skill gaming arena in North America and become one of the largest online game providers. Currently, our online games are free-to-play with integrated "earn rewards while playing" options to build our user database and create an interactive community. GGC's games are web and app-based available for free download by users. The Company's biggest game platform is the PlayCash that users can download to play different sets of games from strategy to fun and easy types, take surveys, and watch videos to earn "PlayCash". These can be redeemed for gift cards from a variety of providers including Visa, Mastercard and Amazon. On this platform, GGC earns from in-game advertising and traffic optimization through different source partners. The Company also engages in selling display advertisements on targeted websites; and assisting third-party companies in optimizing and driving traffic to their own websites.

PlayCash

On June 21, 2022, Good Gamer launched the PlayCash application, a play-to-earn game discovery and entertainment platform in the google play store. PlayCash rewards players with virtual coins when they reach certain game levels, watch rewarded videos, perform certain actions such as downloading apps, and fill out mini surveys. These accumulated user coins can be exchanged for gift cards from one of the largest online retailer, Amazon, and/or receive prepaid charge cards from the credit card companies, VISA and Mastercard. The PlayCash platform offers dozens of games to choose from all genres including arcade, puzzle, social and hyper casual games. The Company plans to keep on increasing the daily unique users and their screen time with more attractive game offers for users to earn points per minute to drive massive engagements. The platform is also continuously being developed with technical enhancements such as lower system requirements and faster loading speed to decrease any input lag with new games being added from time to time.

Search monetization

In March 2023, the Company started a partnership with a third party for optimizing their advertising campaigns to drive online traffic to their own websites. This includes building advertisements, creating click-mechanisms, or direct or indirect incentives to cause a user to view or click on advertisements, and assist on structured implementations of their online marketing campaigns. This traffic optimization and acquisition are conducted on advertising accounts complying with industry standards and source provider guidelines and requirements. As of the date of this MD&A, this partnership is ongoing with further future collaborations on other online ad and marketing campaigns.

Good Gamer NFTs

The Company, through its subsidiary, Good Gamer Corp. (CA), had successfully developed multiple blockchain applications to create the “Chosen Ones” non-fungible tokens ("NFTs"), artwork, characters; and a Play-to-Earn ("P2E") NFT-based blockchain game in April 2022. The full list includes:

- NFT Character Generator: The character generator will combine multiple trait layers to create 10,000 unique Legendary Heroes NFTs based on the Chosen Ones characters. The platform will also be used to create future NFTs, which will be called “Heroes,” that will be used in-game and sold in the NFT marketplace. NFT generated characters will represent the actual characters that a player will use in the game and in the Sandbox metaverse.
- Minting Machine: The NFT minting software will create a smart contract on the Polygon MATIC blockchain for users to mint and purchase NFTs on the chosenones.io website.
- Smart Contract Generator: This allows creation of a certificate of ownership for NFTs and tokens and will create a DeFi (Decentralized Finance) staking product when the game is launched.
- P2E NFT Mobile Game: MOBA (Multi-Player Online Battle Arena) style unity-based mobile game where players will utilize their NFTs to battle other players in a futuristic battle arena/world. Players will earn tokens after successfully winning a battle and completing tasks.
- Marketplace: where players can purchase and sell various NFTs to play in the game.

Due to unfavorable market conditions in Quarter 3, 2022 following a slump in cryptocurrency market, the NFT project has been put on hold with finality by Quarter 3, 2023 as mutually agreed by the parties.

Esports Real-Money Skill Based Tournament Management Platform (“TMP”)

The Good Gamer TMP, which is operated through our subsidiary Good Gamer Corp. (US), was beta-launched on April 21, 2022 in Canada and the United States for game developers to enhance unity-based mobile games, enable real money social competition in their games and allow hosting of casual E-sports tournaments for mobile players to win real money prizes. As of Quarter 3, 2022, the operation has been paused due to the Company’s decision to focus all resources on the PlayCash platform that was launched June 2022.

AI-driven content generation and digital advertising

On February 8, 2024, Good Gamer Entertainment Inc., signed the Letter of Intent (LOI) with CommunityLogiq Software Inc. (“CommunityLogiq”), a technology company at the forefront of AI-driven content generation and digital advertising. This LOI outlines a proposed transaction for the Company to acquire an exclusive and worldwide software license for the UrbanLogiq Risk Management Platform, enhancing the Company’s technological capabilities and market reach. This acquisition represents a key step in the Company's strategy to leverage cutting-edge technology to provide innovative solutions across various industries.

New Business Venture

Boost Interactive Inc., a wholly owned subsidiary of Good Gamer Entertainment Inc., is embarking on a new and innovative business venture in the field of AI content generation. This venture aims to revolutionize the way content is created, optimized, and disseminated across various digital platforms, including blogs, articles, advertisements, products, websites, and social media.

Strategic Focus

The strategic focus of the new business venture is to leverage cutting-edge AI technologies to develop a platform that empowers users to generate high-quality, plagiarism-free content across diverse formats.

The platform's key features include:

1. AI-Powered Content Generation: The platform will utilize advanced AI algorithms to generate content in various formats, ensuring the creation of engaging and relevant materials for SEO optimization.

2. SEO Optimization: The primary emphasis of the platform is on generating SEO-centric content. The AI will identify and incorporate relevant keywords to enhance the content's visibility on search engines like Google and Bing.

3. Ad Creation: The platform will extend its capabilities to creating advertisements for Google, Bing, and Facebook. These ads will be tailored to maximize click-through rates and conversions.

4. Image Generation: Alongside text-based content, the platform will offer photorealistic image generation based on user prompts, enhancing the visual appeal of the content.

5. Keyword Analysis and Cost Optimization: The AI will analyze keyword performance and optimize keyword bidding to achieve the most cost-effective traffic generation for marketers.

Market Opportunity

The market opportunity for AI-driven content generation is significant. As digital marketing becomes increasingly competitive, businesses are seeking innovative solutions to create engaging and SEO-friendly content that resonates with their target audience. The ability to generate diverse content formats, optimize ads, and create images through a single platform positions Good Gamer Entertainment Inc. and Boost Interactive Inc. at the forefront of this burgeoning market.

Outlook for this New Venture

Good Gamer Entertainment Inc. and Boost Interactive Inc. are exploring a new business venture that leverages AI for innovative content creation and digital marketing. While the potential for generating revenue through subscription-based models and usage-based fees exists, the venture is in the early stages of consideration. Management is actively reviewing the opportunity, given the current limitations in funding which might impact on the project's viability.

In conclusion, by potentially integrating advanced AI technologies, Good Gamer Entertainment Inc. and Boost Interactive Inc. aim to transform the digital landscape and meet the evolving needs of various industries. The decision to proceed will depend on a thorough assessment of financial resources and strategic fit, ensuring the venture aligns with the Company's long-term goals and capabilities.

RESULTS OF OPERATIONS

Twelve months ended March 31, 2024 with comparatives for the twelve months ended March 31, 2023

For the year ended March 31, 2024, the Company had a net loss of $550,454 and a comprehensive loss of $554,955 compared to a net loss of $1,973,917 and comprehensive loss of $1,966,081 for the year ended March 31, 2023. The decrease in net loss and comprehensive loss was primarily driven by the following:

- Sales during the year ended March 31, 2024 amounted to $255,542 (2023 - $138,887) with gross profit of $10,784 (Profit for 2023 – $80,443) resulting in a consolidated gross margin of 4% (2023 – 58%). The Company generated revenues from the PlayCash app and Search monetization. Last year, the major revenue drivers were NFT sales and Playcash. The increase in sales during the current year is mainly due to the Search monetization revenues which started towards the end of April 2023.

Revenue Source	2024	2023
NFT	$ -	$ 70,105
Play Cash	6,101	44,490
Search monetization	249,441	24,261
Display ads	-	31
Total	**$ 255,542**	$138,887

- Cost of sales pertains to costs of the PlayCash and Search monetization of $244,758 (2023- $58,444).
- Software and development expenses of $69,870 (2023 - $348,721) decreased by 80% ($278,851) and consisted of:
  - Professional fees of $38,533 (2023 - $233,816) and salaries of development personnel $22,342 (2023 - $100,660). For the year, the Company used external contractors with in-house employees to oversee these projects, therefore, professional fees and salaries have decreased compared to last year's.
  - Amortization of $Nil (2023 – $1,523). Amortization decreased due to full impairment of intangible assets by the end of fiscal year 2023.
  - Share-based payments of $8,955 (2023 - $12,722) decreased due to the options forfeited during the year ended March 31, 2024.
- The Company's operating expenses of $54,058 for the year ended March 31, 2024, compared with the same period last year of $269,112 have decreased by 80% ($215,054) due to:

- Software, internet, and domain expenses decreased to $ 37,253 (2023 – $251,196) due to reduced spending on software subscriptions and other annual fees of domain renewals.
- Interest and bank charges of $15,354 (2023- $12,025) increased to some extent during the last quarter of the year.
- Amortization of $Nil (2023 – $1,494). Amortization decreased due to full impairment of previously held intangible assets by end of fiscal year 2023.
- Professional fees of $1,451 (2023 – 4,397) decreased due to the reduction of support staff needed for the operations.

- The Company's variance in general and administrative expenses of $416,702 vs same period last year $1,305,407, have decreased by 68% ($888,705) due to:
  - Management fees of $ 107,982 (2023 – $237,457) refer to payments made to, but not limited to, companies controlled by directors and officers (See **Transactions with Related Parties**).
  - Professional fees of $ 203,771 (2023 – $483,365) were lower due to decreased operations.
  - Salaries and wages of $15,568 (2023 – $88,270) primarily related to salaries of administrative personnel. The decrease was driven mostly by employee movements.
  - Office and miscellaneous expenses of $41,305 (2023 – $163,603) decreased due to efficiencies and running on leaner operations of the subsidiaries.
  - Share-based compensation expenses amounted to $35,875 (2023 – $314,063). This represents the value of the options vested during the year ended March 31, 2024. The decrease was due to the lower amount of expense recognized for vested options during the year coupled with cancellations of some unvested options for resigned employees.
  - Transfer agent and filing fees of 12,201 (2023 – $23,649) decreased due to lesser transactions relating to equity securities.
- The Company's marketing expenses of $14,725 for the year ended March 31, 2024, compared with the same period in 2023 of $95,460 have decreased by 85% ($80,735) due to:
  - Expenses of product marketing of $14,725 (2023 – $46,522) decreased due to lesser transactions relating to marketing and advertising.
  - Corporate marketing expenses of $Nil (2023 - $48,938) decreased due to the Company's slowdown in business development activities this year.
- Other expenses decreased from last year's loss of $35,660 to $5,883 this year due to favorable foreign exchange movements and impairment and the absence of impairment loss.

SELECTED ANNUAL INFORMATION

As at	March 31, 2024	March 31, 2023	March 31, 2022
	$	$	$
Cash	46,146	500,396	1,582,654
Prepaid Expenses	266,527	40,226	440,524
Total assets	324,013	597,211	2,086,303
Total equity before deficit	23,201,188	23,160,819	22,826,198
Deficit	(23,681,415)	(23,130,961)	(21,157,044)
Working Capital	(480,227)	28,112	1,649,051
	For the 12 months ended	**For the 12 months ended**	**For the 15 months ended**
	March 31, 2024	**March 31, 2023**	**March 31, 2022**
Revenues	255,542	138,887	1,025
Software and development expenses	69,870	348,721	1,066,118
Operating expenses	54,058	269,112	2,714,650
Basic and diluted loss per share from continuing operations $	(0.01)	(0.05)	(0.52)
Basic and diluted loss per share from discontinued operations $	0.00	0.00	0.00

SUMMARY OF QUARTERLY RESULTS

The following table sets out selected financial data in respect of the last eight (8) quarters of the Company. The data is derived from the financial statements of the Company prepared in accordance with IFRS.

$/Quarter	**Q4**	**Q3**	**Q2**	**Q1**
Ending	**Mar. 31, 2024**	**Dec. 31, 2023**	**Sept 30, 2023**	**June 30, 2023**
Total Revenues	10,600	106,504	23,943	114,495
Net loss	(63,152)	(148,320)	(151,339)	(187,643)
Basic and diluted $ loss per common share	(0.00)	(0.00)	(0.00)	(0.01)

$/Quarter	**Q4**	**Q3**	**Q2**	**Q1**
Ending	**Mar. 31, 2023**	**Dec. 31, 2022**	**Sep. 30, 2022**	**June 30, 2022**
Total Revenues	25,109	15,850	10,377	87,551
Net loss	(651,745)	(373,287)	(430,385)	(518,500)
Basic and diluted $ loss per common share	(0.02)	(0.01)	(0.01)	(0.01)

Total revenues for Q4 2024 was $10,600, representing a significant decrease compared to the preceding quarters. This drop follows a trend of fluctuating revenues in the latter half of 2023, where revenues peaked at $114,495 in Q1 2024 but fell sharply to $23,943 in Q2 and further to $106,504 in Q3.

Despite the drop in revenues, the net loss for Q4 2024 was $63,152, which shows improvement compared to the previous quarters. In Q1 2024 the net loss was $187,643, and in Q3 2024 and Q2 2024, it was $148,320 and $151,339, respectively. This reduction in net loss suggests better cost management or operational improvements, even with declining revenues. The basic and diluted loss per share for Q1 2024 was $0.01, consistent with Q1 2023 but showing a slight improvement over the $0.00 loss per share reported in Q3 and Q2 2024. This consistency in the loss per share reflects that, despite varying revenue levels and net losses, the relative financial impact on shareholders has remained stable.

Overall, while revenues for Q4 2024 have declined significantly compared to prior quarters, the improvement in net loss indicates that the company is taking steps to reduce expenses or improve operational efficiency. The consistent loss per share suggests that the financial burden on shareholders has not worsened, despite the overall financial challenges.

LIQUIDITY AND CAPITAL RESOURCES

The Company's approach to managing its liquidity is to ensure that it has sufficient resources to meet its liabilities as they come due and have sufficient working capital to fund operations for the ensuing fiscal year. Financing of operations has been achieved by equity financing. The Company anticipates that it will require significant funds from either equity or debt financing for the development of its applications and to support general administrative expenses.

As at March 31, 2024, the Company had $324,013 in current assets (2023 – $597,211) and $804,240 in current liabilities (2023 - $569,099) for a working capital deficit of $480,227 compared to a working capital of $28,112 as at March 31, 2023. Working capital reversed to a deficit due to development, operational, marketing, general and administrative expenses. As at March 31, 2024, the Company had a share capital balance of $20,746,918 (2023 – $20,746,918) and an accumulated deficit of $23,681,415 (2023 – $23,130,961).

Financing of operations has been achieved by equity and debt financing. As the Company will not generate sufficient funds from operations for the foreseeable future, the Company is primarily reliant upon the sale of equity securities in order to fund future operations. Since inception, the Company has funded limited operations through the issuance of equity securities on a private placement basis. The Company's ability to raise funds through the issuance of equity will depend on economic, market and commodity prices at the time of financing.

The Company expects to generate similar losses quarter over quarter for the next fiscal year in relation to the Company's development, administration, and promotion of its technologies. As of the report date, management anticipates that the funds raised to date will not be sufficient to sustain operations and the development of the Company's technologies for the next fiscal year.

Discussions related to the Company's cash flows during the year ended March 31, 2024

The cash balance decreased by a total of $454,250 during the year ended March 31, 2024 (2023 – $1,082,258). During the year ended March 31, 2024, cash used in operating activities was $536,585 compared to cash used in operating activities of $1,085,094 in 2023. The decrease in cash used in operations was primarily attributed to lower development and marketing expenditures during the year. (See **Results of Operations** above for a detailed discussion).

Cash provided by financing activities during the year ended March 31, 2024 was $85,090 (2023 – cash used of $5,000). The financing activity in the current year pertains to proceeds from a loan from a third party (see **Off-balance sheet arrangement** below).

CAPITAL STOCK

The authorized capital of the Company consists of an unlimited number of common shares without par value.

As at March 31, 2024, there were 42,567,576 common shares, 3,280,000 stock options and Nil warrants issued and outstanding.

As at the date of this report, there were 42,567,576 common shares, 2,880,000 stock options and Nil warrants issued and outstanding.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

Detailed listings of general and administrative expenses are provided in the financial statements of the Company.

OFF-BALANCE SHEET ARRANGEMENTS

As at March 31, 2024, the Company has an outstanding promissory note payable $150,000 (March 31, 2023- Nil) from Sukhvinder Dadwan with an interest rate of 12%. Per agreed terms with Sukhvinder Dadwan, the principal balance shall be due and payable on a rolling net 60 payment term basis.

PROPOSED TRANSACTIONS

On February 8, 2024, the Company signed the LOI with CommunityLogiq. The LOI outlines a proposed transaction for the Company to acquire an exclusive and worldwide software license for the UrbanLogiq Risk Management Platform.

CONTRACTUAL COMMITMENTS

On February 16, 2021, the Company entered into a license agreement with an arm's length party for the use of affiliate system software for the purpose of affiliate management and statistical recording and reporting. The contractual obligation is for 24 months ending March 31, 2023, and contract commitment is $63,780 (GBP £37,200). On December 7, 2022, a judgment was made for the Company to pay GBP 37,905.09 plus daily interest of 0.035% totaling GBP 5,465 recorded as accrued interest in connection with the license agreement.

The Company has certain commitments related to key management with combined compensation for $15,000 per month with no specific expiry of terms.

On March 9, 2023, the Company's subsidiary Boost Interactive entered into a joint venture agreement with a third party for the purpose of accessing and maximizing the usage of their AI powered marketing platform for 24 months unless the Company can provide a notice of termination for at least 30 days but not more than 60 days. The agreement provides for a gross revenue share of 90% for the Company and 10% for the third party. As of the year ended March 31, 2024, the Company paid a total of $9,487 (US$7,000) recorded as search monetization cost of goods sold.

Subsequent to March 31, 2024, the Company entered into some loan agreements with third parties. The terms of the loans are summarized as follows:

Agreement date		Principal	Interest	Maturity
June 28, 2024		**50,000**	12%	September 30, 2024
July 30, 2024		**50,000**	12%	September 30, 2024
	$	**100,000**		

TRANSACTIONS WITH RELATED PARTIES

The amounts due to related parties are due to the directors and officers of the Company. The balances are unsecured, non-interest bearing and have no specific terms for repayment. These transactions are in the normal course of operations and have been valued in these financial statements at the exchange amount, which is the amount of consideration established and agreed to by the related parties. During the year ended March 31, 2024 and 2023, the Company entered into the following transactions with related parties:

	For the year ended	
Transactions with related parties:	**March 31, 2024**	**March 31, 2023**
Management fees were accrued or (paid) to:		
Chief Executive Officer	**$ 52,500**	$ 122,500
Chief Financial Officer	**63,000**	61,500
Directors' fees	**26,095**	35,439
Former Director	**5,500**	-
Professional fees were accrued or (paid) to:		
Chief Financial Officer	**46,623**	26,007
Corporate Secretary	**33,600**	37,400
Share-based compensations were accrued or (paid) to:		
Former Investor Relations Officer	**-**	12,165
Chief Financial Officer	**22,051**	61,222
Vice president of Operations India	**-**	-
Corporate Secretary	**14,701**	40,814
Directors	**2,646**	199,862
Other expenses accrued or (paid) to companies controlled by Chief Executive Officer	**198,359**	23,159
	$ 465,075	$ 620,068

The other expenses due to the companies controlled by the CEO pertain to the following:

	For the Years ended	
	March 31, 2024	**March 31, 2023**
Advertising	$ 340	$ 4,731
Lease	6,300	-
Search monetization media buys	191,719	18,428
	$ 198,359	**$ 23,159**

Balances with related parties:	March 31, 2024	March 31, 2023
Accounts payable to companies with common directors:		
Chief Executive Officer	$ **24,131**	$ 6,245
Chief Financial Officer	**17,625**	-
Corporate Secretary	**13,522**	5,500
Vice President of Operations India	-	692
Accrued liabilities to companies with common directors:		
Chief Executive Officer	**6,000**	30,000
Chief Executive Officer	-	2,883
Directors	**15,595**	-
Former Director	**5,500**	-
Loans payable to companies with common directors:		
Chief Executive Officer	**22,411**	18,428
	$ **104,783**	$ 63,748

CHANGE IN ACCOUNTING POLICIES AND CRITICAL ACCOUNTING ESTIMATES

All significant changes in accounting policies and critical accounting estimates are fully disclosed in Note 3 of the financial statements for the year ended March 31, 2024, which are available on SEDARPLUS at www.sedarplus.ca

FINANCIAL RISK MANAGEMENT

The Company's financial instruments are cash, receivables, accounts payable, loans payable, PlayCash app provisions, and due from related parties. The fair value of the Company's receivables, accounts payable, PlayCash app provisions, and the loans payable amount approximate carrying value, due to their short terms to maturity. The Company's cash is measured at fair value under the fair value hierarchy based on level one quoted prices in active markets for identical assets or liabilities.

The Company determines the fair value of financial instruments according to the following hierarchy based on the amount of observable inputs used to value the instrument.

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 – Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs, including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the marketplace.

Level 3 – Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

As at March 31, 2024 and 2023, the fair value of the cash, receivables and accounts payable approximate their book values due to their short-term nature.
The Company's financial instruments are exposed to certain financial risks, including credit risk, liquidity risk, and market risk.

Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations.

Financial instruments that potentially subject the Company to credit risk consist of cash and amounts due from related parties. The Company deposits cash with high credit quality financial institutions as determined by rating agencies. As a result, the Company is not subject to significant credit risk on its cash. The credit risk associated with the receivables is limited to its value of $11,339.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through its capital management (see below). The Company will need to raise additional capital in order to meet its obligations as they come due when necessary.

Market Risk
Market risk is the risk of loss that may arise from changes in market factors such as interest rates, commodity and equity prices, and foreign exchange rates.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize a loss as a result of a changes in interest rates is minimal, as the Company does not have any variable interest rate investments or financial liabilities.

(b) Price risk

The Company is not exposed to price risk, as it has no investments in publicly traded securities as at March 31, 2024.

(c) Currency risk

The Company is exposed to currency risk on its financial instruments denominated in US dollars and Indian Rupees. As at March 31, 2024, the Company has net financial assets of approximately $48,000 (March 31, 2023 –$28,000) denominated in US dollars, net financial liabilities of approximately $37,400 (March 31, 2023 - $36,000) denominated in Euros, net financial liabilities of approximately $101,900 (March 31, 2023 - $63,400) denominated in British Pounds, and net financial liabilities of approximately $6,800 (March 31, 2023 - $6,500) denominated in Indian Rupees. A 10% change in the exchange rate of the U.S dollar, Euro, British Pound, and Indian Rupee over the Canadian dollar would result in a change in foreign exchange of approximately $19,350 to net and comprehensive loss.

(d) Concentration risk

The company is vulnerable to risk concentration in trade receivables due to its restricted client base and reliance on a single customer. The table below displays the Company's risk exposure in terms of credit concentration as a percentage of client revenue for the year ending March 31, 2024.

Revenue	Customer	$	%
PlayCash	Fyber	$2,045	1%
PlayCash	Ironsource	3,980	2%
Playcash	Adgem	76	0%
Search monetization	Alot Inc.	249,441	97%
		255,542	

RISKS RELATED TO OUR BUSINESS

The Company believes that the following risks and uncertainties may materially affect its success.

Limited Operating History

The Company has yet to generate a profit from its activities. The Company is subject to all of the business risks and uncertainties associated with any new business enterprise, including the risk that it will not achieve its growth objective. The Company anticipates that it may take several years to achieve positive cash flow from operations.

Substantial Capital Requirements and Liquidity

Substantial additional funds for the establishment of the Company's current and planned operations will be required. No assurances can be given that the Company will be able to raise the additional funding that may be required for such activities, should such funding not be fully generated from operations. Revenues, taxes, capital expenditures, operating expenses and development costs are all factors which will have an impact on the amount of additional capital that may be required. To meet such funding requirements, the Company may be required to undertake additional equity financing, which would be dilutive to shareholders. Debt financing, if available, may also involve restrictions on financing and operating activities. There is no assurance that additional financing will be available on terms acceptable to the Company or at all. If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its operations or anticipated expansion and pursue only those development plans that can be funded through cash flows generated from its existing operations.

Financing Risks and Dilution to Shareholders

The Company will have limited financial resources, no operations and hardly have revenues. There can be no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be available on favorable terms or at all. It is likely such additional capital will be raised through the issuance of additional equity, which will result in dilution to the Company's shareholders.

In Game Economy/Redemptions

There is a risk of giving out too high of a quantity of PlayCash "points" to the players for their successful tasks and game play. This revshare has been intelligently calculated to start and will be reviewed on a daily basis to have adjustments made to ensure that the Company remains profitable after the points are rewarded and redeemed.

Fraudulent Activities

There is a risk of fraudulent activities where gift cards are used. Users may use hacking methods, use VPNs or may try to reverse engineer the code to increase their PlayCash "points" balances and to redeem PlayCash points for gift cards. There is also a risk that a Network advertiser may not pay Good Gamer for advertising revenue generated if fraudulent activities were discovered by the Network.

Competition

There is competition within the gaming and esports market. The Company will compete with other companies, many of which have greater financial, technical and other resources than the Company, as well as for the recruitment and retention of qualified employees and other personnel.

Intellectual Property

There are risks related to cybersecurity of the database in general, which are applicable to Good Gamer's business. The fact that Good Gamer is reliant on third-party ad networks and agencies to engage in its business, litigation risks associated with Good Gamer's business, the sufficiency of Good Gamer's intellectual property cannot be guaranteed, the risks associated with intellectual property infringement and invalidity claims and the risks present should Good Gamer be unable to adapt to changing technology and industry standards.

Reliance on Management and Dependence on Key Personnel

The success of the Company will be largely dependent upon the performance of the directors and officers and the ability to attract and retain key personnel. The loss of the services of these persons may have a material adverse effect on the Company's business and prospects. The Company will compete with numerous other companies for the recruitment and retention of qualified employees and contractors. There is no assurance that the Company can maintain the service of its directors and officers, or other qualified personnel required to operate its business. Failure to do so could have a material adverse effect on the Company and its prospects.

Governmental Regulations

There are risks to the regulation of Good Gamer's business, which include the fact that the play-to-earn and real- money gaming industry may become regulated or banned by the Government and Good Gamer could be subject to regulatory investigations or proceedings as a result, while being subjected to social responsibility concerns.

Foreign Exchange

There are risks associated with Good Gamer having a foreign incorporated subsidiary such as that Good Gamer derives most of its revenue from foreign jurisdictions and, as a result, the business and operations of Good Gamer may be impacted by fluctuations in foreign currency, also any judgments rendered against Good Gamer may not be enforceable in any one jurisdiction.

Stock Markets

There are risks associated with the overall stock market turmoil and possible recession.

Conflicts of Interest

Certain of the directors and officers of the Company will be engaged in, and will continue to engage in, other business activities on their own behalf and on behalf of other companies and, as a result of these and other activities, such directors and officers of the Company may become subject to conflicts of interest. The British Columbia Business Corporations Act ("BCBCA") provides that in the event that a director has a material interest in a contract or proposed contract or agreement that is material to the issuer, the director must disclose his interest in such contract or agreement and refrain from voting on any matter in respect of such contract or agreement, subject to and in accordance with the BCBCA. To the extent that conflicts of interest arise, such conflicts will be resolved in accordance with the provisions of the BCBCA.

The Company and/or its directors may be subject to a variety of civil or other legal proceedings, with or without merit.

Limited Insurance Coverage

Due to the Company's nature of business and limited operational history, it is challenging to obtain business and directors and officers insurance from the insurance brokers. Therefore, there is a probability that the Company may operate without full insurance coverage and would bear all risk and obligations which may arise from various events.

Payment Processing

There is a risk where the business may lose its payment processing or banking. Some banks may decide not to allow gaming companies (even skill gaming) to deposit funds.

Business Cooperation With Gaming Industry and NFTs

It became evident that large multinational incorporated businesses are reluctant to engage into business connections with companies from the gaming industry and crypto/NFT industry due to legal uncertainties and internal policies and decisions. Therefore, the Company may incur additional costs and efforts to prove the legitimacy of its operations to obtain a contract for services from such corporations, or may be denied the service at all.

Business Cooperation With Online App Stores

The Company's apps operation is reliant on the access to the major global online app stores such as Google Play Store and Apple App Store, which maintain their own policies and any changes to these may affect Company's ability to provide access for download of the Company's apps by the end users, or to utilize in-store marketing tools to promote the apps, which would have negative impact on business operations.

Business Cooperation With App Monetization Platforms

Company's app monetization ability is reliant on the third-party monetization platforms, which determine the revenue amounts earned from in-app advertising and reserve the right to review and charge back any of the amounts earned, which could negatively affect the Company's revenues.

Labor Market in Gaming Industry

The gaming industry is a new growing industry, so the labor market is on its infancy stage resulting to a possible shortage of current and available professionals. Therefore, the Company may incur challenges with hiring qualified personnel to run business operations and further develop its products.

Public Interest Trends

Skill gaming and NFT games are relatively new products in the gaming world and there are no historical trends of public interest available yet. Therefore, the Company cannot guarantee the long-term success of its products and that interest from the players (customers) will be retained in the long run as it may change with the new gaming products that become available. There have been several large transactions in the 'Tournament Management Space' including Growth Curve Capital becoming majority shareholders in Mistplay, as well as Repeat.gg recently being acquired by Sony as part of their continued esports expansion. Free-to-Play casual games are a massively growing market with our focus on "puzzle" games being very popular and 'sticky' with the 30+ demo.

CAPITAL MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to maintain a flexible capital structure, which optimizes the costs of capital at an acceptable risk. In the management of capital, the Company includes its components of equity.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or dispose of assets.

In order to maximize ongoing capital management efforts, the Company does not pay out dividends. Management reviews its capital management approach on an ongoing basis and believes that this approach is reasonable given the relative size of the Company.

The Company currently is not subject to externally imposed capital requirements. There have been no changes in the Company's management of capital during the year.

DIRECTORS

Certain directors of the Company are also directors, officers and/or shareholders of other companies that may be engaged in the similar business of developing technologies. Such associations may give rise to conflicts of interest from time to time. The directors of the Company are required to act in good faith with a view to the best interests of the Company and to disclose any interest they may have in any project opportunity of the Company. If a conflict of interest arises at a meeting of the board of directors, any director in a conflict will disclose his/her interest and abstain from voting in the matter(s). In determining whether or not the Company will participate in any project or opportunity; the directors will primarily consider the degree of risk to which the Company may be exposed and its financial position at the time.

On June 15, 2022 Robert Sean Penn was removed as Investor Relations Officer.

On October 31, 2022 Praveen Varshney resigned as Director.

On February 8, 2024, Russ McMeekin resigned as a Director.

On March 5, 2024, Barinder Rasode was appointed as a Director.

On May 31, 2024, Howard Donaldson resigned as a Director.

Current Directors and Officers of the Company are as follows:
Charlo Barbosa, CEO and Director
Adam Hudani, Director and Audit Committee Chair
Barinder Rasode, Director
Leon Murdock, Director of Good Gamer US
Kelly Pladson, Corporate Secretary
Zara Kanji, CFO

OUTLOOK
The Company's objective is to maximize the value of the Company for our shareholders, and our strategy to obtain this result is to focus on project evaluations and project generation. To proceed with this strategy, additional financings may be required during the current fiscal year.