



Nasdaq Voluntary Delisting and Deregistration FAQs

On October 23, 2023, Enthusiast Gaming Holdings, Inc. (“Enthusiast Gaming” or the “Company”) announced that its Board of Directors approved a plan to delist the Company’s common stock from the Nasdaq Stock Market (“Nasdaq”) and terminate the registration of the Company’s common stock under the Securities Exchange Act of 1934, as amended (the “Exchange Act”). Below are answers to frequently asked questions relating to the actions taken to delist the Company’s common stock from Nasdaq and terminate the registration of the Company’s common stock under the Exchange Act (collectively, the “Deregistration”).

Why has Enthusiast Gaming made the decision to voluntarily delist from Nasdaq?

Enthusiast Gaming’s Board of Directors continues to evaluate the benefits, requirements, and costs of its listing on the TSX and Nasdaq stock exchanges. As a result of this review, the Board has concluded that it is appropriate to voluntarily delist from Nasdaq. The reasons for this decision are as follows:

- The Company estimates that it incurs over \$2 million of higher annual insurance, listing, reporting, legal and compliance costs in connection with maintaining a dual listing compared to a single listing. We intend to redeploy these expenditures to invest in growth areas of the business, which management believes will be more beneficial to creating shareholders value.
- A dual listing involves a greater administrative burden, requiring a significant investment of management’s time, which can now be freed up to focus more on growth and value creation.
- To maintain its eligibility for a Nasdaq listing beyond October 30, 2023, the Company would likely have had to affect a share consolidation in order to regain compliance with the minimum bid price requirement under Nasdaq Listing Rule 5450(a)(1). De-listing was determined to be the preferred path.

What is the timeline for delisting from the Nasdaq?

We intend to file applicable forms with the U.S. Securities and Exchange Commission (SEC) and deregister our common stock under the Exchange Act. Specifically, we intend to file a Form 25 with the SEC on or around October 30, 2023 in order to delist our common shares from the Nasdaq, which will terminate the registration of our common stock under Section 12(b) of the Exchange Act ten (10) days thereafter. Accordingly, delisting of the common shares from Nasdaq is expected to occur on or about November 9, 2023.

When will Enthusiast Gaming cease filing the periodic and current reports required by the Exchange Act?

Upon satisfaction of all necessary regulatory requirements, we intend to file a Form 15F with the SEC to terminate the Company’s registration and reporting obligations under the Exchange Act, at which time we anticipate that our obligations to file periodic reports under the Exchange Act will be immediately

suspended. If there are no objections from the SEC, after 90 days following the filing of the Form 15F (or such shorter period as the SEC may determine), the termination of such registration and reporting obligations would take effect.

The Company's financial statements, press releases and other information will continue to be available on SEDAR+ at www.sedarplus.com, on EDGAR at www.sec.gov (historical) and on its website at www.enthusiastgaming.com.

If I hold Enthusiast Gaming common shares that were traded on the Nasdaq, what do I do?

No action is required. Enthusiast Gaming common shares which were listed on the Nasdaq are the same common shares as those listed on the TSX and you may trade the common shares on the TSX.

Once the stock is delisted on the Nasdaq, will I retain the same number of common shares?

Yes, you will retain the same number of common shares.

Does the delisting impact the trading of Enthusiast Gaming's common shares on the TSX?

No, Enthusiast Gaming's common shares continue to be listed and traded on the TSX under "EGLX."

How do I buy or sell common shares of Enthusiast Gaming?

Enthusiast Gaming's common shares can be purchased and sold on the TSX. Many brokers in the United States maintain ready access to the TSX to support shareholders.

What if my broker cannot trade on the TSX?

Many brokers in the United States, including most discount brokers, have the ability to buy and sell securities listed on the TSX. If your broker is unable to trade on the TSX in order to trade your Enthusiast Gaming common shares, you will need to open an account at a broker that is able to trade on the TSX.

I purchased the shares in U.S. dollars. Will the new shares be valued in Canadian dollars?

Your common shares will trade on the TSX in Canadian dollars, and if your common shares are held in a U.S. trading account, the value of your common shares will be converted into U.S. dollars.

On which stock exchange(s) will the Company maintain a listing post delisting on Nasdaq?

From the effective date of delisting, the Company's common shares are no longer traded on the Nasdaq. The common shares continue to be traded in Canada and listed on the TSX under the symbol "EGLX".

As holder of common shares of EGLX, will I incur any costs solely because of the delisting?

The voluntary delisting is being completed at no cost to shareholders.

What corporate governance changes will the Company make as a result of the Deregistration?

We remain committed to maintaining strong financial controls and our commitment to compliance will not change. We intend to maintain our existing internal controls and corporate governance framework.

Does delisting from the Nasdaq impact the voting and shareholder rights related to my ownership?

No. Your shareholder rights, including voting rights, remain unchanged.

Will there be any tax consequences because of the delisting from Nasdaq for my shares?

You should consult your individual tax advisor regarding your specific tax situation.

Under what scenarios would you imagine Enthusiast Gaming “relisting” on Nasdaq in the future? How would the Company do so?

There are many factors the Company considers in making strategic decisions such as whether to be traded on the Nasdaq. We cannot predict at this time whether such a decision will be made in the future, or what factors may come into play to lead to such a decision. If we were to relist our shares on the Nasdaq, we would have to comply with applicable initial listing requirements and applicable SEC rules.

Additional information

If you hold your Enthusiast Gaming common shares through a custodian, broker or other agent, you should contact them directly for any trading related inquiries. If you are a registered holder, you can contact the Company’s transfer agent, Computershare Investor Services, Inc. at +1-604-661-9400.

About Enthusiast Gaming Holdings, Inc.

Enthusiast Gaming is the leading gaming media and entertainment company in North America, building the largest platform for video game enthusiasts and esports fans to connect and compete worldwide. Combining the elements of its five core pillars: creators, content, communities, games, and experiences, Enthusiast Gaming provides a unique opportunity for marketers to create integrated brand solutions to connect with coveted Gen Z and Millennial audiences. Through its proprietary mix of digital media, content and gaming assets, Enthusiast Gaming continues to grow its network of communities, reflecting the scale and diversity of gaming enthusiasts today.

Contacts

Enthusiast Gaming – Alex Macdonald, CFO
FNK IR – Rob Fink / Matt Chesler, CFA
investor@enthusiastgaming.com

Forward-Looking Statements

This FAQ contains certain statements that may constitute forward-looking information under applicable securities laws. All statements, other than those of historical fact, which address activities, events, outcomes, results, developments, performance or achievements that Enthusiast Gaming anticipates or expects may or will occur in the future (in whole or in part) should be considered forward-looking information. Often, but not always, forward-looking information can be identified by the use of words such

as “plans”, “expects”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates”, or “believes” or variations (including negative variations) of such words and phrases, or statements formed in the future tense or indicating that certain actions, events or results “may”, “could”, “would”, “might” or “will” (or other variations of the forgoing) be taken, occur, be achieved, or come to pass. Forward-looking statements in this FAQ include, but are not limited to, statements regarding the availability and implementation of remedial actions to regain compliance with the minimum bid price requirement, the timing of the Company’s delisting from Nasdaq and various regulatory filings, anticipated cost savings in connection with the delisting, the expected costs associated with maintaining a dual listing, the last trading day for the Company’s common shares, and any statements made in respect of the ability of the Company to re-list its shares on the Nasdaq at a future date.

Forward-looking statements are based on assumptions and analyses made by the Company in light of its experience and its perception of historical trends, current conditions and expected future developments, including, but not limited to, expectations and assumptions concerning: interest and foreign exchange rates; capital efficiencies, cost saving and synergies; growth and growth rates; and; the Company’s growth plans. While Enthusiast Gaming considers these assumptions to be reasonable, based on information currently available, they may prove to be incorrect. Readers are cautioned not to place undue reliance on forward-looking statements. In addition, forward-looking statements necessarily involve known and unknown risks, including, without limitation, risks associated with general economic conditions; adverse industry events; and future legislative, tax and regulatory developments. Readers are cautioned that the foregoing list is not exhaustive. For more information on the risks, uncertainties and assumptions that could cause anticipated opportunities and actual results to differ materially, please refer to the public filings of Enthusiast Gaming which are available on SEDAR+ at www.sedarplus.com. Readers are further cautioned not to place undue reliance on forward-looking statements as there can be no assurance that the plans, intentions or expectations upon which they are placed will occur. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated. Forward-looking statements contained in this FAQ are expressly qualified by this cautionary statement and reflect our expectations as of the date hereof, and thus are subject to change thereafter. Enthusiast Gaming disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by applicable law.