

FORM 7
MONTHLY PROGRESS REPORT
For the Month of October, 2019

Name of CSE Issuer: **LOTTOGOPHER HOLDINGS INC. (the “*Issuer*”).**

Trading Symbol: **LOTO**

Number of Outstanding Listed Securities: **127,958,124 common shares**

Date of filing: **January 2, 2020**

Report on Business

1. Provide a general overview and discussion of the development of the Issuer’s business and operations over the previous month. Where the Issuer was inactive disclose this fact.
 - **During the month of October the Company has focused on completing the year end Audit. The integration of Freelotto.com continues but the Company is dependent on the pending RTO with Bravio.**
 - **The Company continues to fulfil its legal transaction with Bravio Technologies Limited for an amalgamation of the two businesses and has appointed Gravitas Securities Inc. (“GSI” or the “Lead Agent”) and Canaccord Genuity Corp. (“Canaccord”) as co-lead agents to act on its own behalf and if applicable, on behalf of a syndicate of agents (collectively the “Agents”) to sell on a commercially reasonable best efforts basis of up to 5,000,000 subscription receipts of the Issuer (the “Subscription Receipts” or the “Offered Securities”) at a price of C\$0.60 per Subscription Receipt (the “Issue Price”) amounting to aggregate gross proceeds of up to C\$3,000,000 (the “Offering”) with the right to purchase up to a C\$3,000,000 overallotment (the “Overallotment”)**
 - **Each Subscription Receipt shall be deemed to be automatically exercised, without payment of any additional consideration and without further action on the part of the holder thereof, into one common share of the Issuer (a “Common Share”), upon satisfaction of the escrow release conditions subject to adjustment in certain events. As part of the RTO, the Common Shares will be exchanged for common shares of the Resulting Issuer (defined below).**
 - **Jurisdictions – The selling jurisdictions for this Offering will be the Provinces of British Columbia, Alberta and Ontario, as well as the United States. Subscribers in the various provinces of Canada must be “accredited investors” (as defined in National Instrument 45-106 – Prospectus Exemptions).**
 - **The Subscription Receipts may be offered for sale to U.S. purchasers on a private placement basis pursuant to an exemption from the registration requirements of the United States Securities Act of 1933, as amended,**

pursuant to Regulation D promulgated thereunder, and only to investors that qualify as “accredited investors”, as defined in Regulation D.

- The Company previously announced that it will not meet the requirements set out in NI 51-102 Sec. 4.4(b)(i) and therefore will be in default, creating a Cease Trade situation issued by the BCSC. The Company had expected to remedy the default by December 31, 2018; however, this deadline has been extended. The Company will maintain its current halt trade situation until the RTO is completed.
- All outstanding financial statements have been completed by management, our Auditors are engaged and scheduled to progress with the completion of the Company financial statements throughout the month of September and October.
- On October 15, 2019, the Company announced that its transformative acquisition of Bravio Technologies Inc. (“Bravio”) has reached a significant transaction milestone in that an annual and special meeting (the “Meeting”) of the holders (the “Bravio Shareholders”) of common shares (the “Bravio Shares”) in the capital of Bravio was held on October 23, 2019. Highlights included:
 1. The financial statements of Bravio for the fiscal years ended March 31, 2019 and 2018, together with the report of Bravio’s auditor thereon was approved;
 2. Zeifmans LLP, was appointed as auditor of Bravio for the ensuing year and to authorize the directors of Bravio to fix its remuneration;
 3. Paul Carroll and David van Herwaarde were elected as the directors of Bravio; and
 4. A special resolution approving an arrangement under the *Business Corporations Act* (British Columbia) involving Bravio and the Company in accordance with a definitive agreement dated September 27, 2018 between Bravio and LottoGopher, as amended from time to time, was approved.

Summary of the Reverse Take-over Transaction:

The following list summarizes certain of the key milestones associated with the Reverse Take-over Transaction that have been completed to date:

1. On September 28, 2018, Bravio and LottoGopher entered into the Definitive Agreement setting out the terms of the Arrangement and related transactions comprising the Reverse Take-over Transaction, pursuant to which the parties shall complete a “reverse take-over” and list the common shares of the resulting issuer (the “Resulting Issuer”) on the Canadian Securities Exchange (“CSE”);

2. **On April 29th, 2019, the Company held a shareholders' meeting where all resolutions put forth, including the resolution approving the Reverse Take-over Transaction, were approved as more particularly described in the Company's management circular dated April 3rd, 2019, a copy of which is available under LottoGopher's profile on SEDAR at www.sedar.com;**
3. **On October 10th, 2019, Bravio received an interim court order allowing Bravio to conduct the Meeting; and**
4. **The Bravio Shareholders approved the resolutions put forth for their consideration at the Meeting, the Company remains confident that Bravio can obtain a final court order approving the transaction prior to December 31st, 2019.**

The Bravio Special meeting of shareholders was carried out on the 23rd October. All motions set forth as detailed below were unanimously voted in favour for:

1. to receive the audited financial statements of the Corporation for the fiscal years ended March 31, 2019 and 2018, together with the report of the Corporation's auditor thereon;
2. to appoint Zeifmans LLP, as auditor of the Corporation for the ensuing year and to authorize the directors of the Corporation to fix its remuneration;
3. to elect Paul Carroll and David van Herwaarde as the directors of the Corporation;
4. to consider and, if thought appropriate, to pass, with or without variation, a special resolution (the "Arrangement Resolution") approving an arrangement (the "Arrangement") under the Business Corporations Act (British Columbia) (the "BCBCA") involving the Corporation and LottoGopher Holdings Inc. ("LottoGopher") in accordance with an arrangement agreement dated September 27, 2018 between the Corporation and LottoGopher, as amended from time to time, all as more particularly described in the Circular; and
5. to transact such further or other business as may properly come before the Meeting and any adjournments thereof.

- **The Company's subsidiary PlasmaNet continues to look for a credit processor. The Subsidiary has had almost no revenue due to the loss of its Credit card processor as discussed in section 6.**

2. Provide a general overview and discussion of the activities of management.

See Item 1 above.

3. Describe and provide details of any new products or services developed or offered. For resource companies, provide details of new drilling, exploration or production programs and acquisitions of any new properties and attach any mineral or oil and gas or other reports required under Ontario securities law.

None.

4. Describe and provide details of any products or services that were discontinued. For resource companies, provide details of any drilling, exploration or production programs that have been amended or abandoned.

None.

5. Describe any new business relationships entered into between the Issuer, the Issuer's affiliates or third parties including contracts to supply products or services, joint venture agreements and licensing agreements etc. State whether the relationship is with a Related Person of the Issuer and provide details of the relationship.

- **None.**

6. Describe the expiry or termination of any contracts or agreements between the Issuer, the Issuer's affiliates or third parties or cancellation of any financing arrangements that have been previously announced.

- **None.**

7. Describe any acquisitions by the Issuer or dispositions of the Issuer's assets that occurred during the preceding month. Provide details of the nature of the assets acquired or disposed of and provide details of the consideration paid or payable together with a schedule of payments if applicable, and of any valuation. State how the consideration was determined and whether the acquisition was from or the disposition was to a Related Person of the Issuer and provide details of the relationship.

None.

8. Describe the acquisition of new customers or loss of customers.

None.

9. Describe any new developments or effects on intangible products such as brand names, circulation lists, copyrights, franchises, licenses, patents, software, subscription lists and trade-marks.

None.

10. Report on any employee hirings, terminations or lay-offs with details of anticipated length of lay-offs.

None.

11. Report on any labour disputes and resolutions of those disputes if applicable.

None.

12. Describe and provide details of legal proceedings to which the Issuer became a party, including the name of the court or agency, the date instituted, the principal parties to the proceedings, the nature of the claim, the amount claimed, if any, if the proceedings are being contested, and the present status of the proceedings.

None.

13. Provide details of any indebtedness incurred or repaid by the Issuer together with the terms of such indebtedness.

None.

14. Provide details of any securities issued and options or warrants granted.

None.

15. Provide details of any loans to or by Related Persons.

The management team of Bravio Technologies Limited has funded several operational expenses of FreeLotto.com in order to meet cashflow needs.

16. Provide details of any changes in directors, officers or committee members.

None.

17. Discuss any trends which are likely to impact the Issuer including trends in the Issuer's market(s) or political/regulatory trends.

None.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
2. As of the date hereof there were is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to CSE that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all CSE Requirements (as defined in CSE Policy 1).
4. All of the information in this Form 7 Monthly Progress Report is true.

Dated: January 2, 2020

Sheryl Dhillon
Name of Director or Senior Officer

"Sheryl Dhillon"
Signature

Corporate Secretary
Official Capacity

Issuer Details		
Name of Issuer Lottogopher Holdings Inc.	For Month End October, 2019	Date of Report YY/MM/D 2020/01/02
Issuer Address 1500 – 409 Granville Street		
City/Province/Postal Code Vancouver, BC V6C 1T2	Issuer Fax No. ()	Issuer Telephone No. (604) 484-7855
Contact Name Sheryl Dhillon	Contact Position Corporate Secretary	Contact Telephone No. (604) 484-7855