



More Change Is Needed

VOTE THE WHITE PROXY CARD



PERMIT CAPITAL Enterprise Fund

INVESTOR PRESENTATION / MAY 2020

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INVESTOR PRESENTATION

I. Executive Summary

Why We Are Here

- GameStop is a valuable business with significant competitive advantages in the game retailing industry.
- Despite this fact, GameStop's Board has overseen \$2.5 billion in stockholder value destruction, underperforming its peers^(a) by 13x, in the past five years.
- Permit/Hestia signed a Cooperation Agreement (CA) with the Board last year, hoping we could influence the Board through collaborative engagement, but the Board refused to meaningfully engage and have continued to move too slowly.
- Share price declined 65% in fiscal 2019 and the Company may face a serious liquidity issue by March 2021.
 - Notes due in less than 10 months, which traded at par 12 months ago, now trade at 74 cents on the dollar as of May 15, 2020
 - Short interest has increased from roughly 40% when we signed our CA to roughly 100% over the past 14 months. The spot rate on short borrow has stayed above 100%
- More change is needed and urgently.
 - Fourteen months ago, we highlighted the need for gaming, turnaround, and shareholder representation on the Board
 - While the Board has done two refreshes, they remain too retail centric and have not addressed the need for turnaround and shareholder representation
 - 2 long-tenured directors, who plan to retire next year, have irrelevant skillsets, minimal ownership and a track record of being ineffective
 - New Board's first test came with GameStop's COVID-19 response. *We believe they failed.*
- We have nominated two strong candidates who will bring not only turnaround experience and a shareholder perspective, but also extensive capital market expertise, which is desperately needed as the Company attempts to regain credibility with investors.

Source: GameStop earning transactions, articles.

(a) Unless otherwise noted, "Peers", "Peer group" or "Peer average" includes those companies listed in GameStop's peer group in both their 2019 and 2020 proxy statements. The 2019 peer group includes Abercrombie & Fitch, Bed Bath & Beyond, Kohl's, O'Reilly Automotive, Advance Auto Parts, Dick's Sporting Goods, L Brands, Ross Stores, AutoZone, Foot Locker, Nordstrom, Tiffany & Co., Barnes & Noble, Gap, Office Depot and Williams-Sonoma. The 2020 peer group includes Abercrombie & Fitch, Ascena Retail Group, Bed Bath & Beyond, Designer Brands, Dick's Sporting Goods, Foot Locker, Gap, Nordstrom, Office Depot, Signet Jewelers, The Michaels Companies, Urban Outfitters and Williams-Sonoma.

About Permit Capital and Hestia

PERMIT CAPITAL Enterprise Fund

- **GameStop stockholder since 2011**
- Never led an activist investment campaign previously
- Founded in 2005 and managed by John Broderick, Permit pursues a fundamentals-based, value-oriented investment strategy
- Concentrated portfolio with a long-term investment horizon
- Investment experience in distressed debt, private equity, venture capital and public markets



- **GameStop stockholder since 2012**
- Never led an activist investment campaign previously
- Founded in 2009 by Kurt Wolf, Hestia pursues a long-term focused, deep value-based investment strategy
- Concentrated portfolio rooted in competitive strategy
- Investment experience in venture capital and public markets
- Leverages its General Partner's experience as an entrepreneur and management consultant

Together, Permit and Hestia own approximately 7.2% of GameStop shares outstanding

GameStop Company Overview

World's Largest Video Game Retailer with Over \$6 Billion in Annual Revenues but Negative Free Cash Flow in 2019



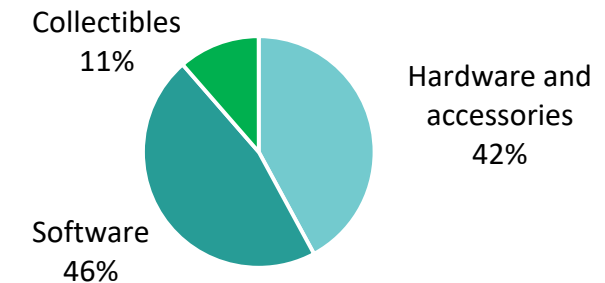
- Operates approximately 5,500 stores across 14 countries
- Offers new and pre-owned video gaming consoles, accessories and video game titles, in both physical and digital formats
- Approximately 14,000 full-time employees between 22,000 and 42,000 part-time employees
- Founded in 1996 and headquartered in Grapevine, Texas

Summary Financials

(\$ in millions)

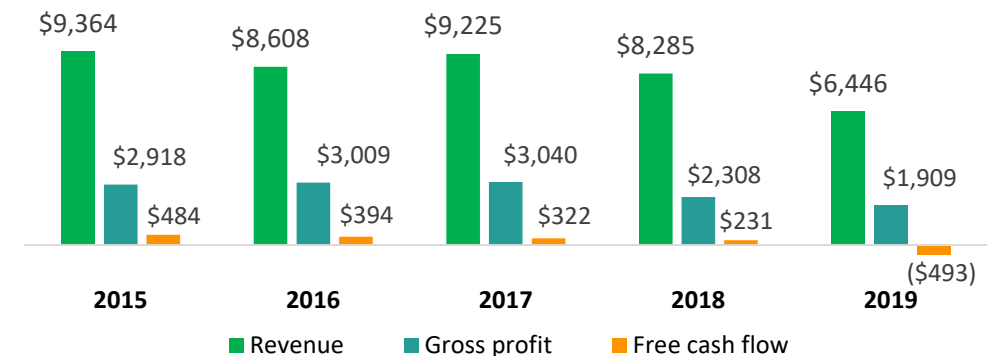
Market capitalization as of 4/30/2020	\$369.3
Net debt ^(a) as of 2/1/2020	(\$78.0)
Total enterprise value as of 4/30/2020	\$291.3
2019 free cash flow ^(b)	(\$493.0)

2019 revenue by segment



Historical financials

(\$ in millions)



GameStop is a Valuable Business with Significant Opportunity

SOCIAL GAMING HUB



5,500+ locations
with flexible lease terms

INFLUENCER



Game Informer magazine



10,000+ highly knowledgeable employees

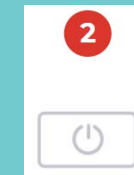


42M PowerUp Rewards members
15M+ purchases or traded-ins in LTM
5M paid members

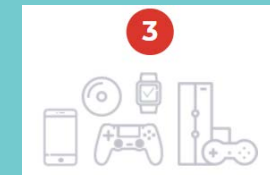
COMMUNITY



Bring in your stuff



Get trade credit

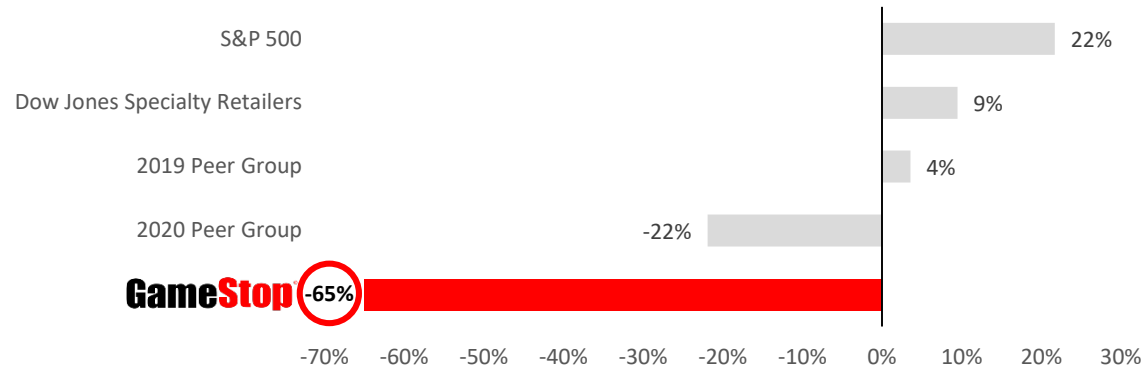


Save on what you really want

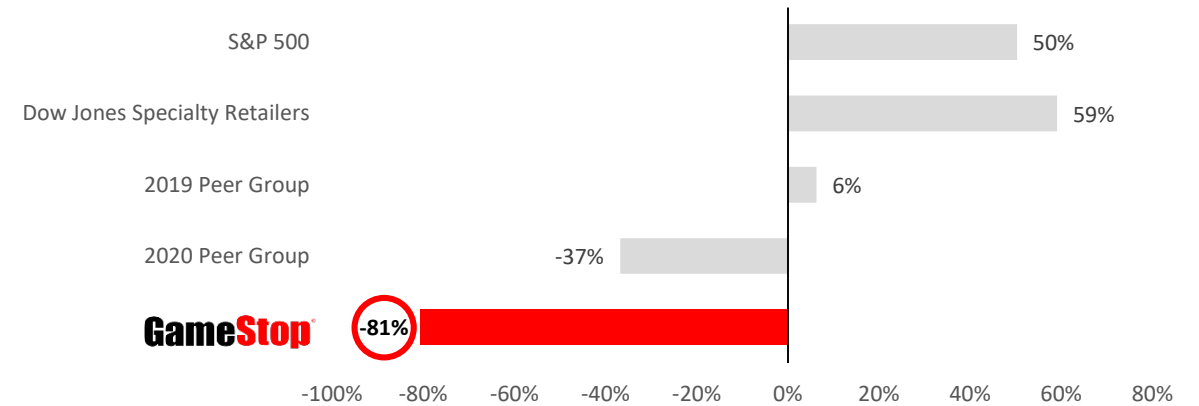
NETWORK EFFECT

Despite Great Assets, GameStop Has Been a Persistent Underperformer

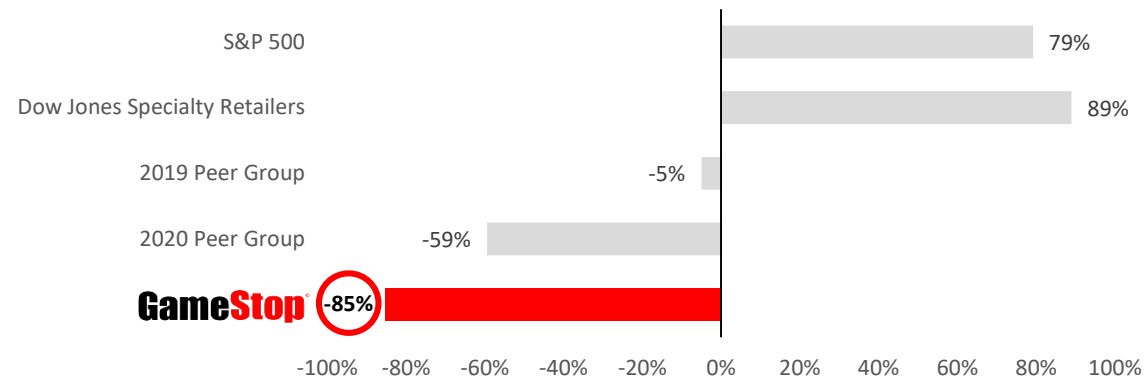
1-Year Total Shareholder Returns



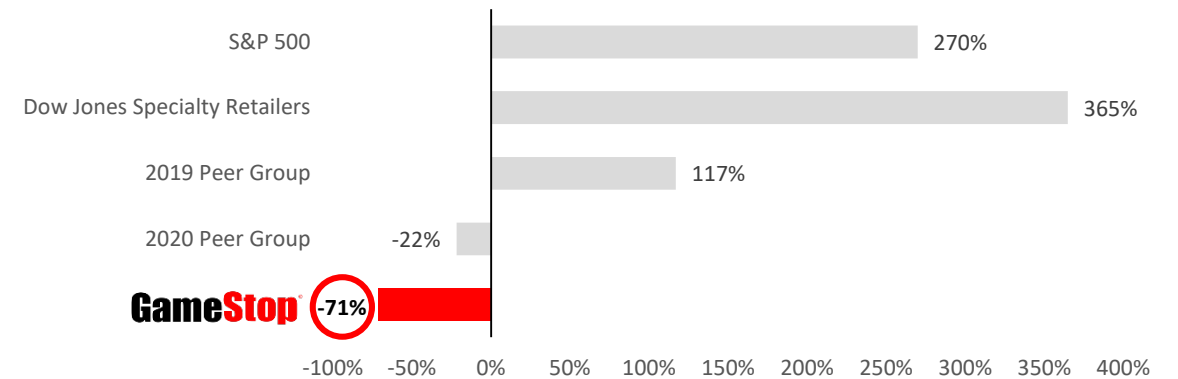
3-Year Total Shareholder Returns



5-Year Total Shareholder Returns

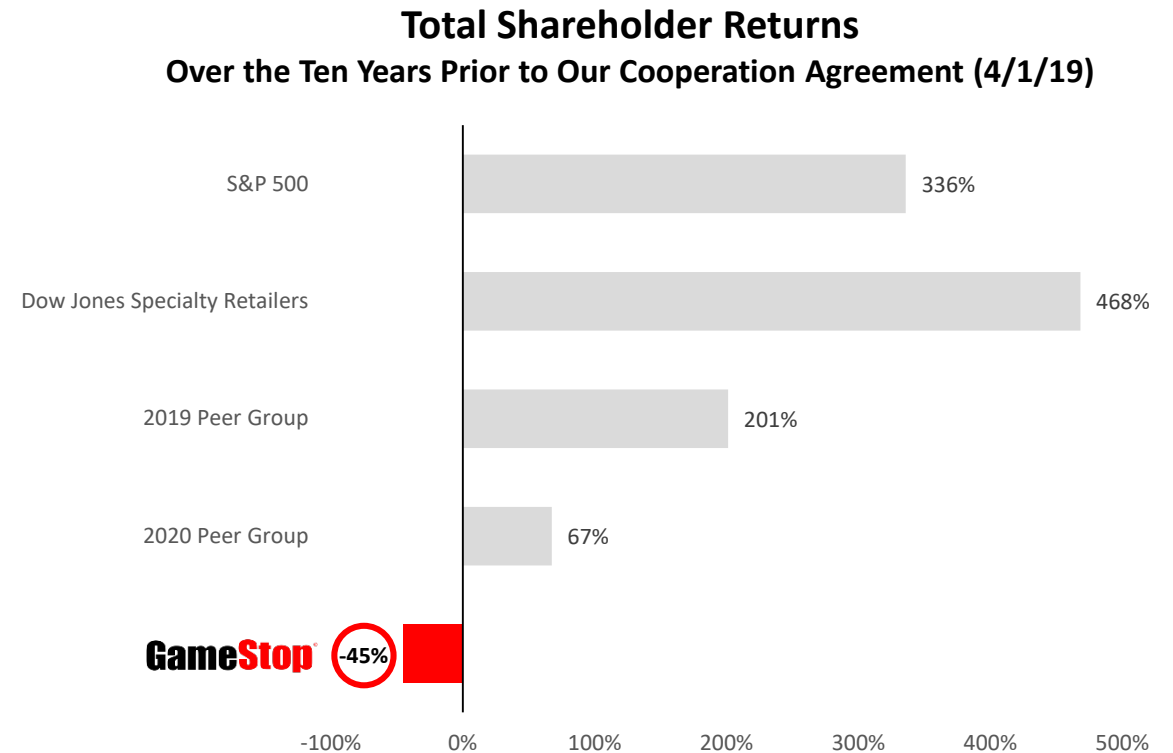


10-Year Total Shareholder Returns



GameStop Stock Underperformed For At Least A Decade

- GameStop's stock underperformed for years
- Shareholders lost billions as the Company allocated capital poorly and operated inefficiently
- GameStop reacted slowly and minimally to the change in technology and physical retailing
- In early 2019, Permit and Hestia engaged with GameStop in an effort to promote change



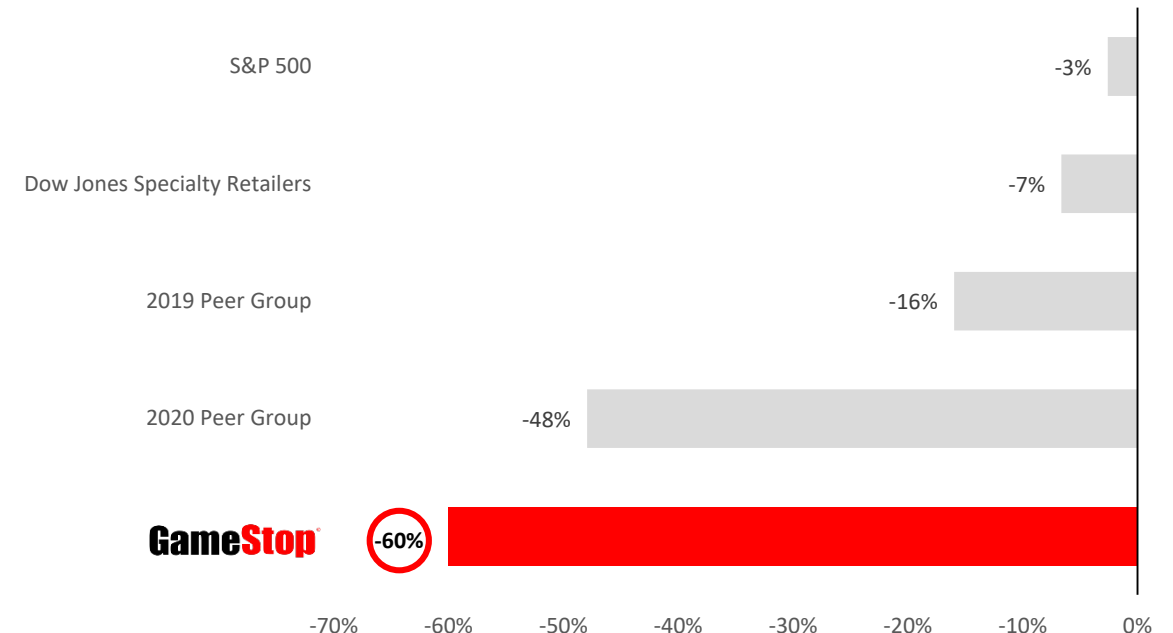
TSR Declined -45% over Ten Years

GameStop Continued to Underperform Even After 2019 Changes

- On March 21, 2019, the Company appointed a new CEO
- Hopeful that Mr. Sherman would lead the Company on a change agenda, we agreed to resolve our differences with the appointment of two directors; our Cooperation Agreement was announced on April 1, 2019
- However, performance did not improve, even as GameStop undertook additional self-directed changes
- GameStop refused to accept our input during 2019

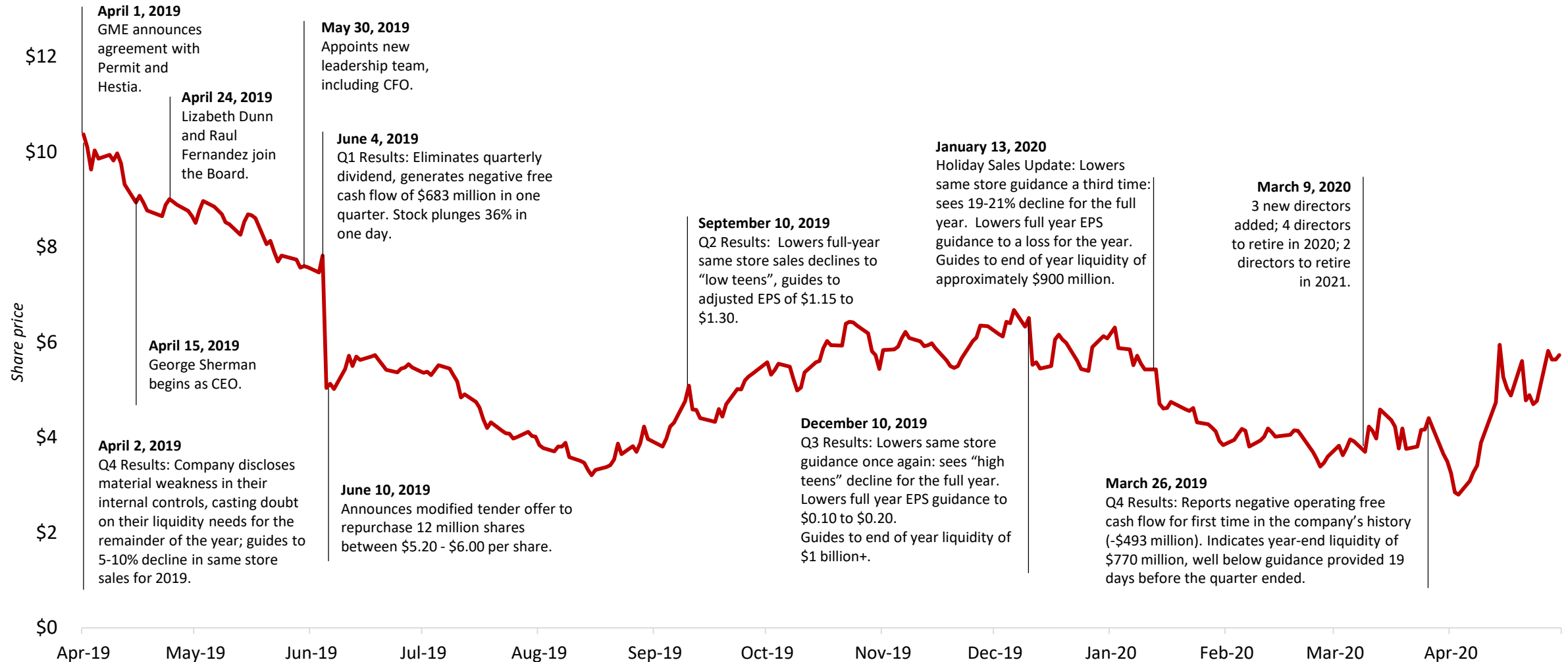
TSR During Cooperation Agreement

April 1, 2019 – March 11, 2020



TSR Declined -60% During Cooperation Agreement

Company's Changes Since Our Cooperation Agreement Failed to Increase Value

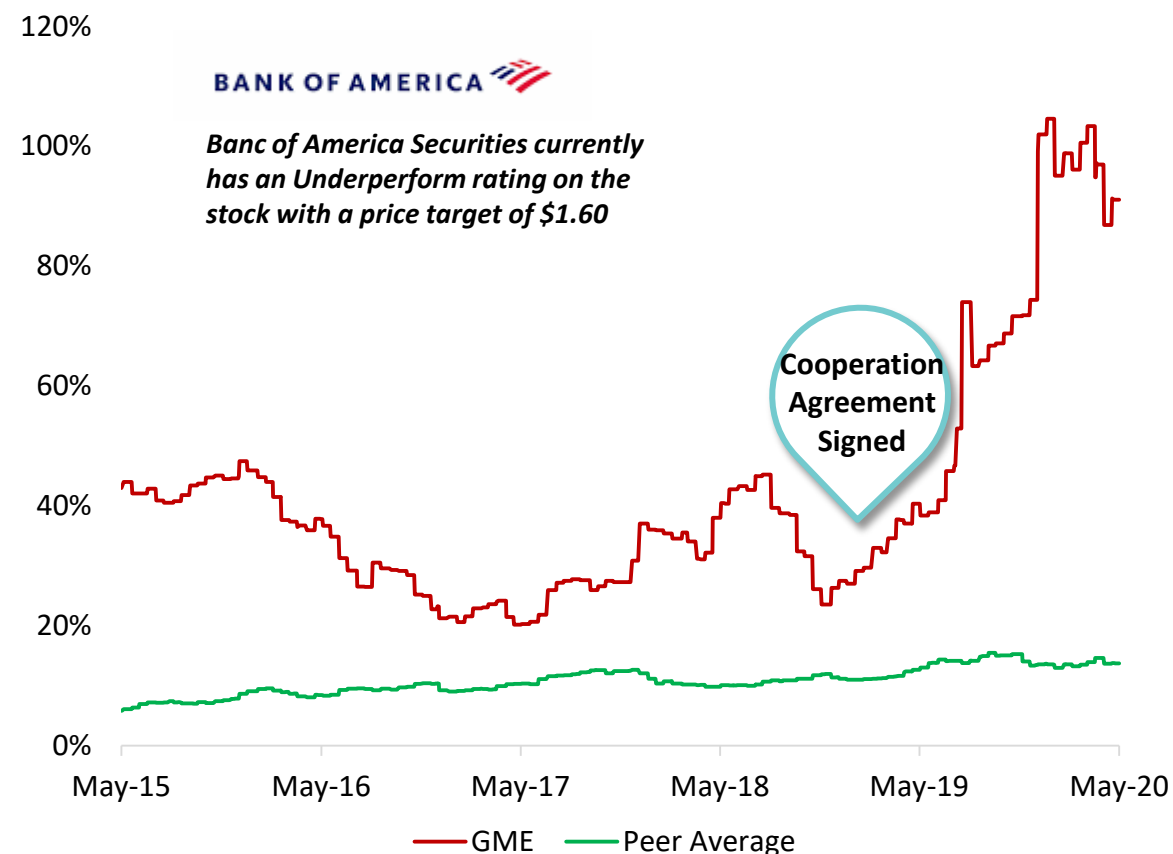


Growing Pessimism Despite Recent Board and Management Changes

Pricing for March 2021 Notes



GME Short Interest vs. Peer Average



More Change is Required

We believe there is overwhelming evidence that GameStop has not changed enough

- TSR continues to underperform its peers
- Cost cutting has been slow
- Employee morale continues to be poor
- Customers continue to complain about GameStop
- Valuation multiples are down
- Research analysts are more bearish than ever
- Short interest is up – suggesting great pessimism about GameStop's future
- Management guidance has been unreliable, lowering credibility
- We were not the only 13D filer after the March 2020 board refreshment

Our Nominees Will Push For More Change



Paul Evans

- ✓ Experienced public and private company CEO and CFO
- ✓ Expert in corporate restructurings
- ✓ Deep capital market experience, having completed over \$5 billion in debt financings
- ✓ Current public company audit committee chairman
- ✓ If elected, we believe Mr. Evans will become the most experienced finance professional on GameStop's board



Kurtis Wolf

- ✓ Chief Investment Officer of Hestia Capital Partners; generated net returns of 430% since inception
- ✓ Founder or Co-Founder of 3 highly successful start-ups in multiple industries, one of which was sold for over \$300 million
- ✓ Previous public company director, audit committee chairman, and member of compensation and nominating/governance committees
- ✓ 8-year shareholder in GameStop

Significant Value Can Be Unlocked With More Change

Unique assets that are unappreciated

SOCIAL GAMING HUB



5,500+
locations with
flexible lease terms

INFLUENCER

Game Informer magazine



10,000+
highly
knowledgeable
employees



COMMUNITY



NETWORK EFFECT



1
Bring in
your stuff



2
Get trade credit



3
Save on what
you really want

Significant opportunities for improvement

\$200 million+ SG&A rationalization

**Improved alignment of executive
compensation with shareholders**

Improved capital allocation

Leverage core assets

Change the narrative

**Focus on gaming assets – not
traditional retail solutions!**

Value Creation Opportunity

- Greater Value to Customers
- Higher Shareholder Returns
- Happier Employees

restore
GameStop

- Greater FCF
- Able to Invest in Future
- Greater Value to Vendors

II. The Need for More Change

Operational Change Has Been Too Slow Given Failing Top Line

Store Count



Q4 2018 Q4 2019

Employees



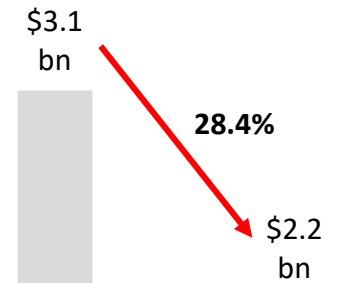
Q4 2018 Q4 2019

SG&A (\$ in millions)



Q4 2018 Q4 2019

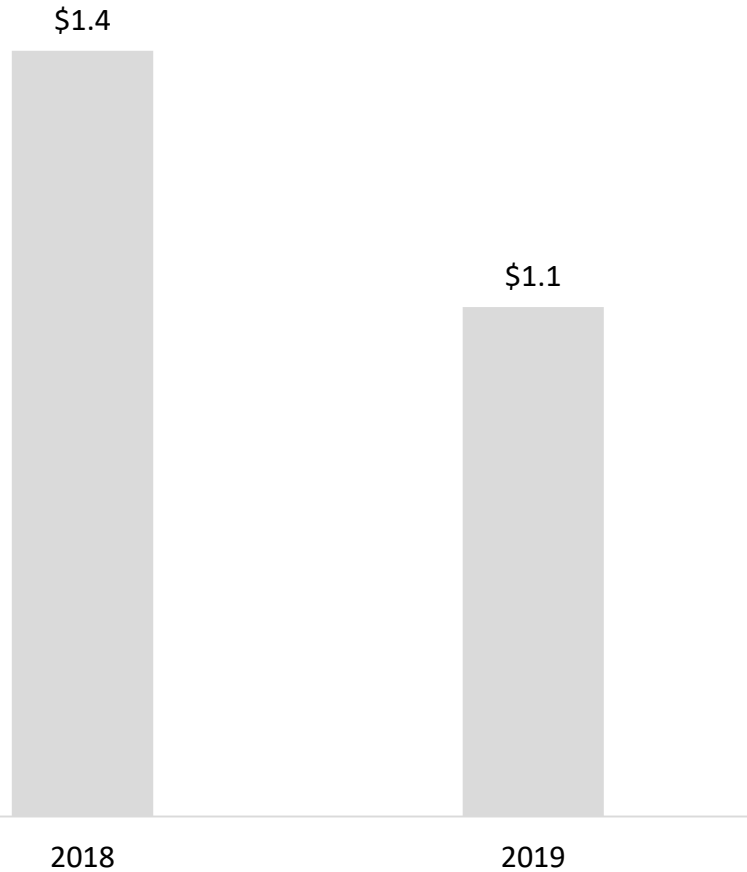
Revenue



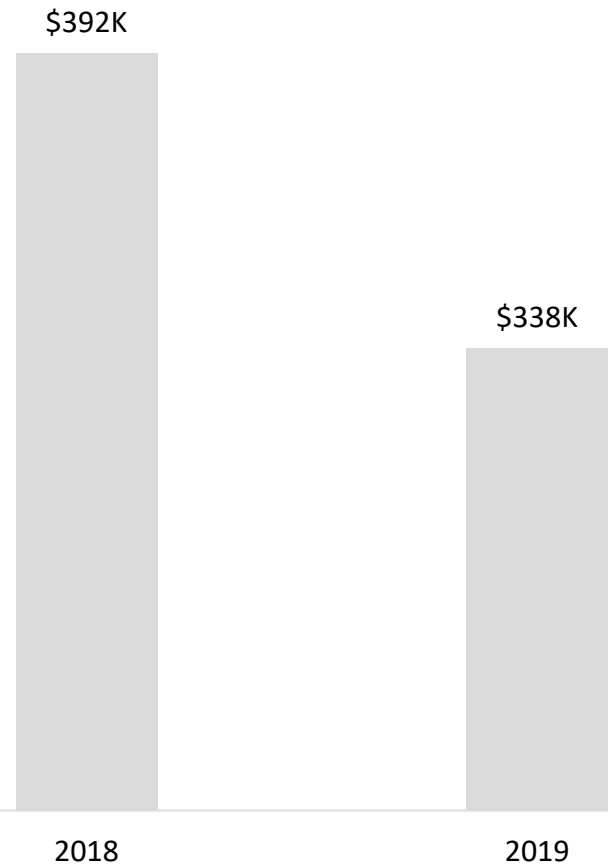
Q4 2018 Q4 2019

Stores Are Performing Worse Than Before 2019 Management Changes

Revenue per store^(a) (\$ in millions)



Gross profit per store^(a)



GameStop's "Four Pillars" Strategy Has Produced Limited Results

1

Optimize the core business

- **SG&A:** "As we discussed earlier in 2019, this pillar was expected to deliver the earliest results, and in fact this is where we have made the most progress..." – March 26, 2020 – CEO George Sherman on Q4 2019 earnings call

Commentary:
Adjusted SG&A as a percent of revenue has increased from 23.9% in fiscal 2018 to 28.6% in fiscal 2019.

This doesn't seem like "progress" to us.

2

Become the social / cultural hub for gaming

- **Tulsa market test:** "Tulsa may or may not be the answer but it's a first experiment."* – March 5, 2020 article – CCO Frank Hamlin
- **Tulsa market test:** "So Tulsa is in a bit of a state of limbo right now operating at the same level as other stores at delivery at door and not really a true representation of how the store is intended to work." – March 26, 2020 – CEO George Sherman on Q4 2019 earnings call

Commentary:
Despite months of planning and implementation, GameStop cannot articulate any actionable intelligence from the Tulsa experiment.

3

Build a frictionless digital ecosystem

- **Buy Online, Pick-up In Store:** "In 2019, we have built a new web platform, introduced new omnichannel capabilities, including buy-online-pick-up-in-stores with encouraging results. However, we are still early in that activity." – March 26, 2020 – CEO George Sherman on Q4 2019 earnings call

Commentary:
This concept is nothing extraordinary, nor is it strategic.

Customers expect retailers to have these capabilities already. GameStop's activities here are an attempt to catch up to the rest of the retail universe, not a strategic initiative to create a sustainable competitive advantage.

4

Transform vendor relationships

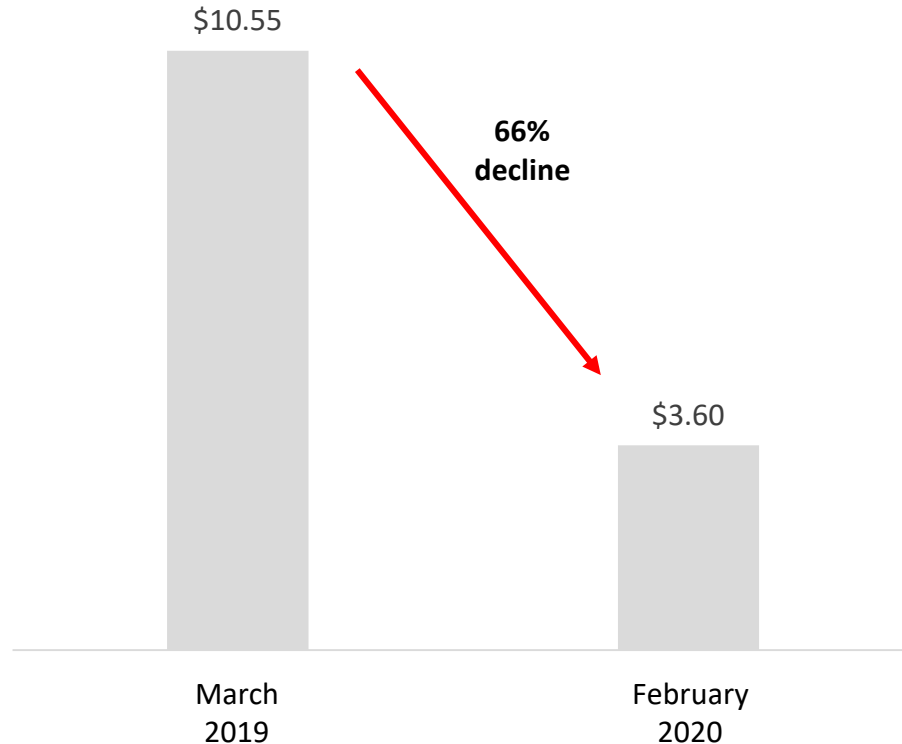
- **Vendors:** "...we began testing the concept of digital revenue sharing with select key partners." – March 26, 2020 – CEO George Sherman on Q4 2019 earnings call
- **Q:** "[can you discuss]...how that might be different from how you previously participated in the digital gaming market?"**
- **A:** "We're not going to get into much detail on that..." – March 26, 2020 – CEO George Sherman on Q4 2019 earnings call

Commentary:
Management is unable to articulate how this strategic pillar is any different than what they've done in the past.

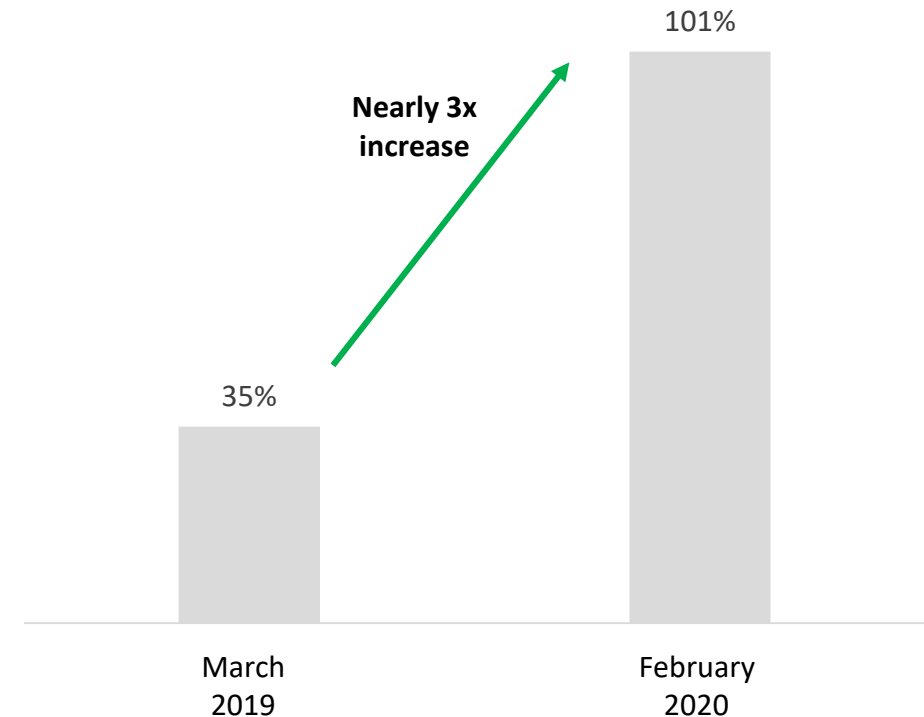
High Short Interest Suggests Growing Pessimism with Current Plan

Despite lower stock prices, short interest has increased materially

Stock Price

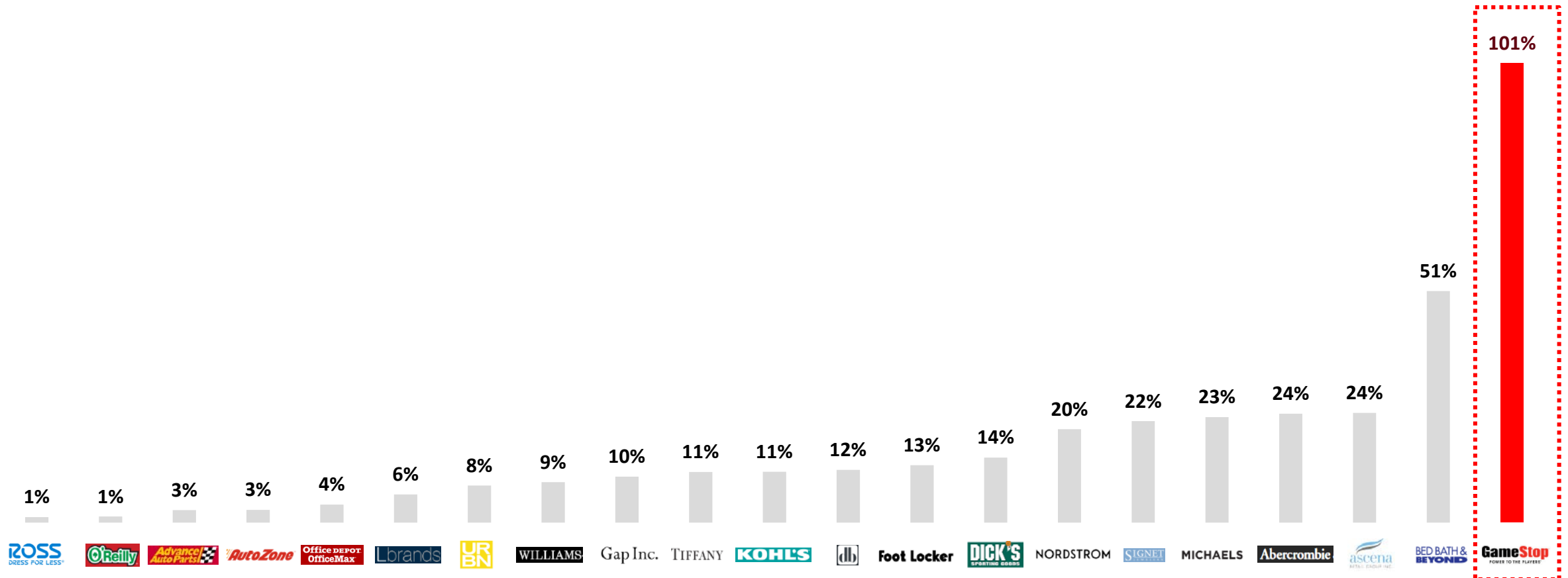


Short Interest as a percentage of float



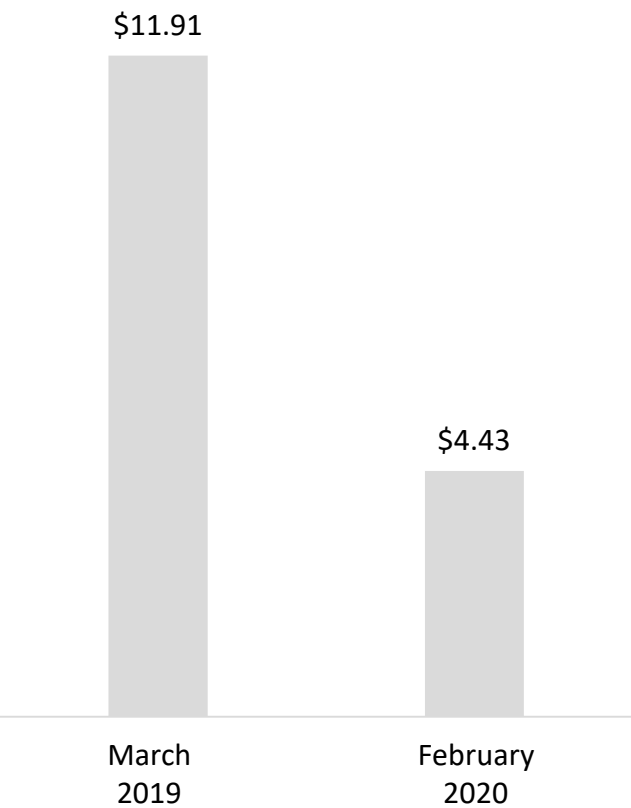
Despite Low Stock Price, Capital Markets Are Betting Against GameStop

GameStop has the highest short interest amongst its self-defined peer group, nearly double its next closest peer

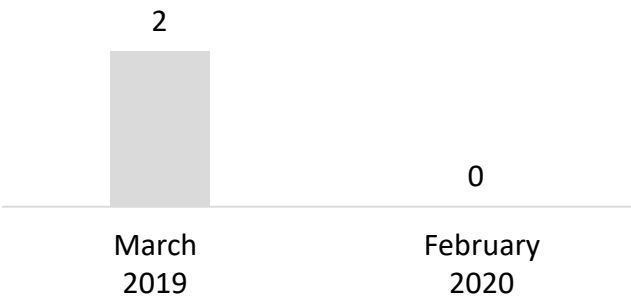


Sell-side Analysts Are More Negative Now

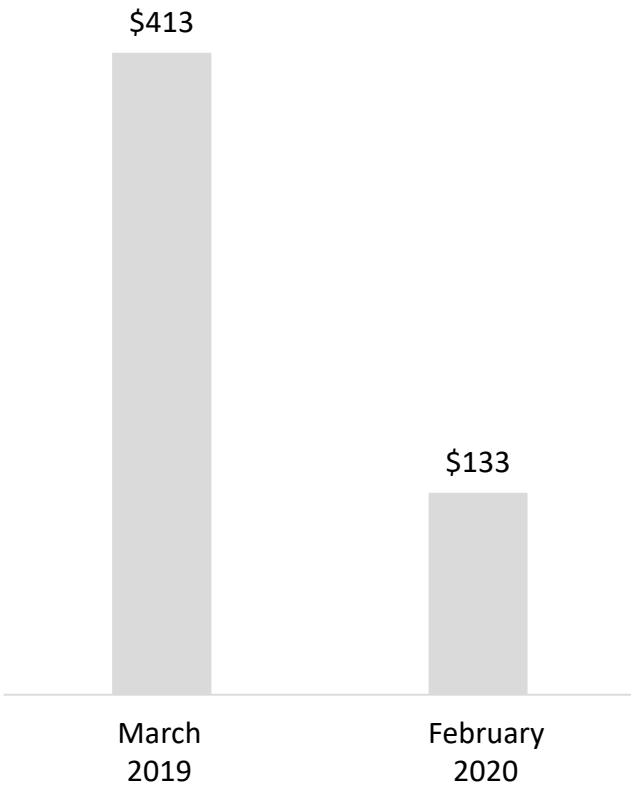
Average Price Target



Buy Ratings

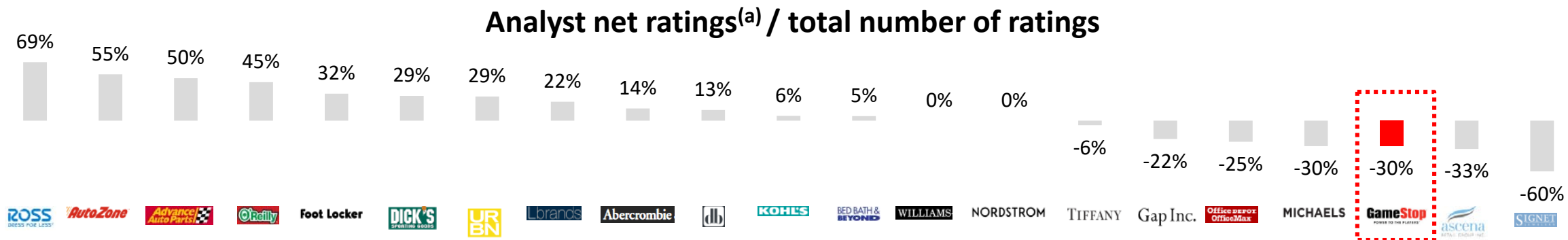


Analyst Estimates for
(\$ in millions) **FYE 2020 EBITDA**

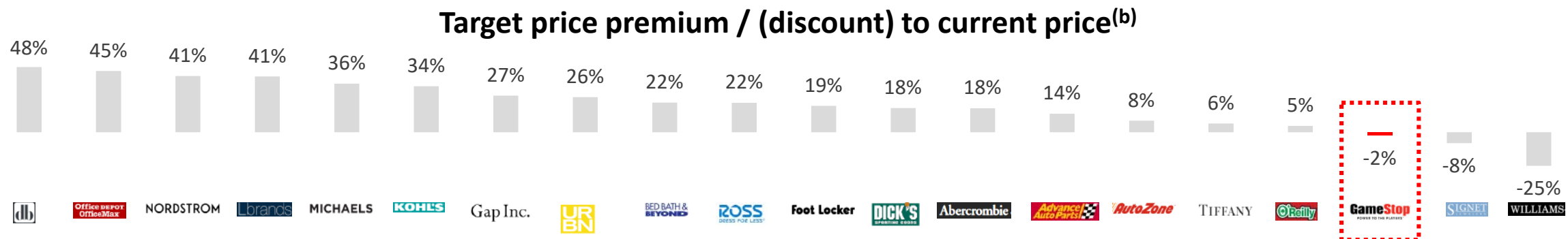


Despite Low Valuation, Sell-side Seem Negative on Current Plan and Team

GameStop has one of the lowest net scores by Wall Street analysts amongst its peers...



...and is only one-of-three with a target price that is below its current price



Source: GameStop proxy statements, Bloomberg.

Note: Peers as defined on page 5.

(a) Calculated as the sum of Wall Street analyst ratings based on the following grid: buy rating =1, neutral rating =0, sell rating =-1, divided by the total number of ratings.

(b) Calculated as consensus target price divided by current price. Excludes Ascena Retail Group.

Business Has Not Performed Even to Management's Expectations

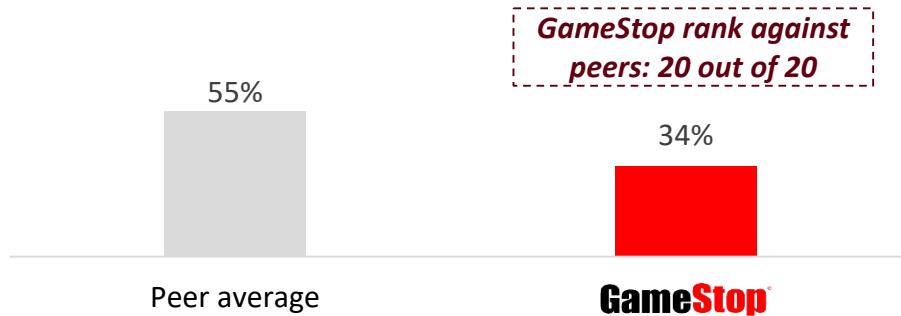
Management has lost credibility in forecasting the business

MANAGEMENT EXPECTATIONS			OUTCOME (3/26/2020)	
Item	Date	Expectation	Metric	Two-day stock reaction to Q4 Earnings
Comparable store sales	9/10/2019	"As a result, at this time, we expect the percentage decline of comparable same-store sales for 2019 to be in the low teens... " – Q2 2019 earnings call, CEO George Sherman	-19.4%	-17%
Liquidity	12/10/2019	"Despite the top line declines in the business, our balance sheet remains strong as we anticipate ending the year with total cash and liquidity in excess of \$1 billion... " – Q3 2019 earnings call, CFO Jim Bell	\$770 million	-17%
	1/13/2020	"The Company now expects capital expenditures for FY2019 to be in the range of \$75 million to \$80 million, and forecasts total cash and liquidity, including availability under the revolving line of credit, at the end of the fiscal year to be approximately \$900 million. " – Holiday sales results 8-K	\$770 million	-17%
Adjusted Diluted EPS	9/10/2019	"Finally, given my earlier comments related to our sales outlook for both the industry and our business, we expect adjusted diluted earnings per share for fiscal 2019 to be in the \$1.15 to \$1.30 range. " – Q2 2019 earnings call, CFO Jim Bell	\$0.22	-17%

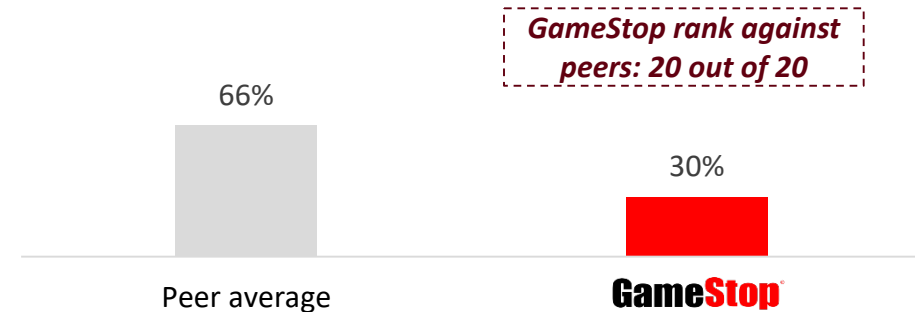
Employees Have Soured on GameStop, Too

Gamers should love working at a gaming company, but poor leadership seems to have destroyed morale

Recommend to a friend



CEO approval



Positive business outlook



Overall rating ^(a)



GameStop Employees Have No Confidence in New Leadership

Employee reviews from Glassdoor highlight poor employee morale 9+ months after new leadership

"Corporate is completely disconnected from the challenges and issues retailers face on the sales force. They push forward ill-researched initiatives and punish stores for being unable to implement unrealistic goals successfully. There is no upward movement, and there is no incentive to grow. Hourly pay is low compared to talent and expectations. Advice to Management: Listen to real data from the sales floor and take customer feedback seriously. Invest new ways to stay competitive in a difficult market without expecting lower volume stores to achieve 3.0 mil store results." February 11, 2020

"As times get tougher the higher ups expect you to get every penny from every person and to disagree is treason." February 19, 2020

"Screw GameStop. I worked at GameStop full-time for more than 3 years. No recognition, unreasonable expectations, awful management." February 1, 2020

"Not what it used to be. VP's and above are out of touch with what their departments actually do." January 7, 2020

"Poor management, company knows it's going under and forces you to sell at every opportunity or you're fired." January 18, 2020

"Extremely poor communication from the corporate office, even and especially on the most important [issues]." February 27, 2020

"Corporate is awful and is pretty much running the company into the ground." March 10, 2020



2.9 ★★★★★



Recommend to a Friend



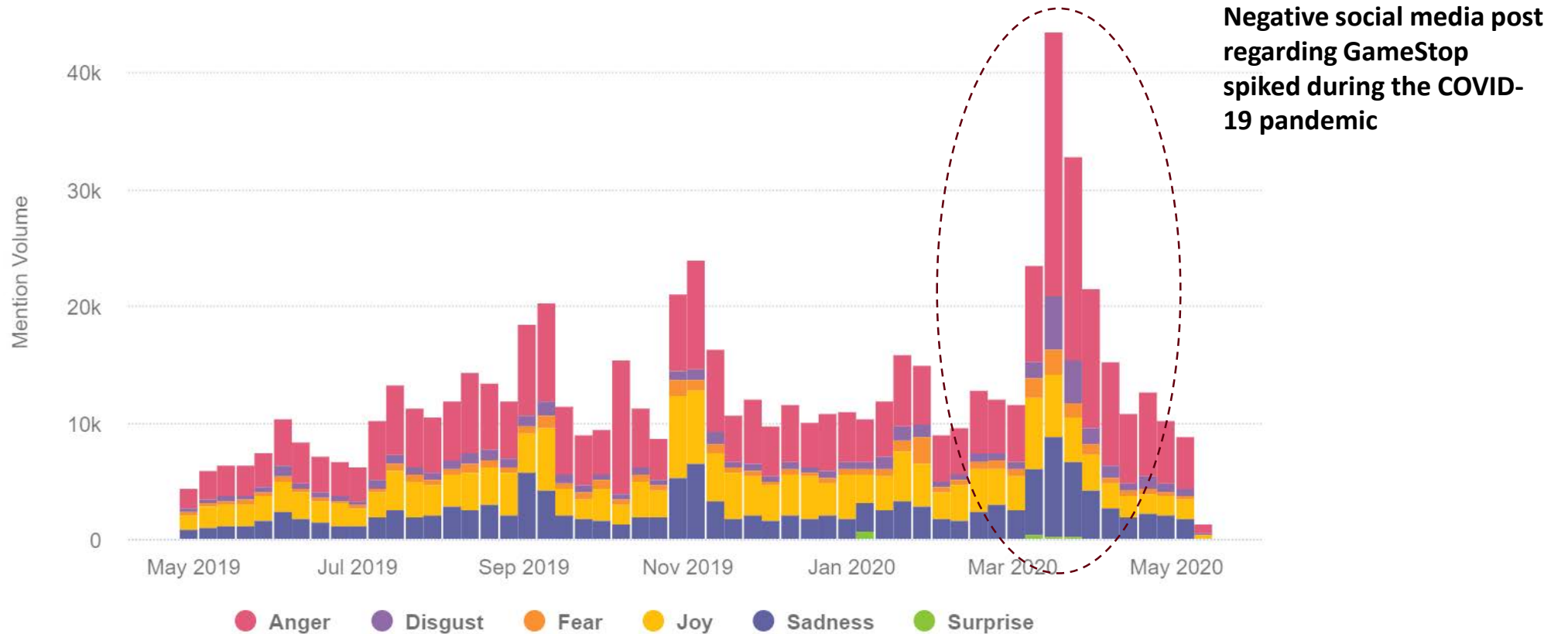
Approve of CEO



George Sherman
165 Ratings

Customers are Unhappy with GameStop

Despite a new CEO and Board members, social media post regarding GameStop have become increasingly negative



Despite Claims of “Change”, Governance Remains Poor

- Executive compensation program remains poorly constructed
 - NEOs and directors **were paid over \$38 million in fiscal 2019 while stock declined ~65%**
- Governance provisions limit shareholder rights
 - Bylaws and Charter require 80% shareholder approval for amendments
 - No right to call special meetings
 - No right to act by written consent
 - Director removal requires 80% of shareholder approval
 - Proxy put in 2021 bond that practically precludes a shareholder from nominating a majority slate absent a willingness to refinance the bond (currently trading at \$0.74)

GameStop Still Owns a Jet Despite a New Team and Flailing Performance

While employees were fired and profitability plummeted, management maintained its 22-seat luxury Bombardier CL-604 private jet

- GameStop's plane was in use at least until December 10, 2019
- GameStop's policy is that NEOs are eligible to use the Company plane for personal use
- The jet is listed for sale (only after we complained), but still has not been sold
- The Dallas / Fort Worth Airport is only 7 minutes away from GameStop corporate offices



Reactive Not Proactive to Shareholder Concerns

Over the last two years, many of the significant changes from the Board came after shareholder pressure

Date of demand	Shareholder(s)	Shareholder demand	Date of response	GameStop response
May 16, 2018	Tiger Management	Sell the noncore Tech Brands division	January 16, 2019	Spring Mobile was sold for \$700 million
February 12, 2019	Hestia	Implement significant SG&A cost savings	April 2, 2019	Announced plan to reduce SG&A by \$100 million
February 12, 2019	Hestia	Initiate tender offer to repurchase undervalued shares	June 10, 2019	Announced tender offer of up to 12 million shares
March 13, 2019	Permit and Hestia	Add new directors with the ability to lead a turnaround effort	April 24, 2019	Appointment of Raul Fernandez and Liz Dunn to the Board of Directors
July 22, 2019	Permit and Hestia	Sell the 22-seat luxury Bombardier CL-604 private jet	December 11, 2019	Reported the jet as an asset held for sale in Q3 2019 10-Q
August 16, 2019	Scion Asset Management	Utilize the remaining \$237.6mm share buyback authorization	December 11, 2019	Repurchased 22.6 million shares at an average price of \$5.11
September 12, 2019	Permit and Hestia	Individual members of the Board should personally purchase shares	Late September 2019	Five Directors purchased almost 96,268 shares, at a total value of \$483,286

Covid-19 Communications Caused Confusion and Fear

While other retailers closed stores to protect the health and safety of employees and customers, GameStop remained open...

On March 19, 2020, GameStop sent a letter to all employees titled, “Store Letter to Law Enforcement”

- “...we believe GameStop is classified as essential retail and therefore is able to remain open during this time.”
- “We have received reports of local authorities visiting stores in an attempt to enforce closure despite our classification. Store Managers are approved to provide the document linked below to law enforcement as needed.”

On March 22, 2020, following a public outcry from employees, customers and the media, GameStop reversed course and closed its stores.

*“Be proud. You guys stood up for whats right and worked through the most chaotic environment I've ever seen. **I am not proud to work for GameStop right now, but I am proud to work with all of you.**”*

- March 30, 2020, iBleedGamestop (Posted as GameStop District Manager on Reddit.com)

Store Letter to Law Enforcement

Sent to: All users at brand GameStop
All users at brand ThinkGeek
Category: Public Relations
Posted: 3/19/20 1:48 PM
Priority: Normal
Read By Store: 3/19/20 1:59 PM
Read By You: 3/19/20 1:59 PM

Due to the products we carry that enable and enhance our customers' experience in working from home, we believe GameStop is classified as essential retail and therefore is able to remain open during this time.

We have received reports of local authorities visiting stores in an attempt to enforce closure despite our classification. Store Managers are approved to provide the document linked below to law enforcement as needed.

Law Enforcement Letter – COVID-19 >

Contact your District Manager with questions.

GameStop
POWER TO THE PLAYERS™

Thank you for what you are doing to keep us all safe. If you have questions about our store's hours, operations or policies could I ask you to please call our corporate office:

GameStop Corporate Office
844-993-3145

Thank you for understanding.

GameStop Fumbles the Covid-19 Crisis



March 20, 2020

Will GameStop lose more than it wins keeping stores open during the coronavirus outbreak?

<https://retailwire.com/discussion/will-gamestop-lose-more-than-it-wins-keeping-stores-open-during-the-coronavirus-outbreak/>



March 17, 2020

GameStop Has No Idea What to Do About Coronavirus

Employees have been asked to buy their own cleaning supplies, and re-install demo stations after some stores took them down.

https://www.vice.com/en_us/article/4agpwp/game-stop-struggling-coronavirus-cleaning-supplies-employees



March 27, 2020

GameStop to employees: wrap your hands in plastic bags and go back to work.

The company has instructed employees to wrap one hand in a plastic bag to accept payments at the door

"Workers have been told to wrap a plastic bag around one hand to protect it from exposure to the virus, open the door a crack, and take the customer's credit card, the manager said.

Employees are then to run the card with a hand still encased in the bag, flip the bag inside out, leaving the card inside, put the purchase in the bag, and hand it back through the door."

<https://www.bostonglobe.com/2020/03/27/business/gamestop-employees-wrap-your-hands-plastic-bags-go-back-work/>



March 20, 2020

New York (CNN Business) GameStop will close all of its storefronts starting Sunday following outcry from employees and calls from lawmakers to stay at home as coronavirus spreads in the United States.

<https://www.cnn.com/2020/03/20/tech/gamestop-open-essential-business/index.html>

Dejected Employee Comments During Covid-19 Crisis

We encourage you to read through the comments on Reddit discussing employees' concerns over GameStop's mismanagement of the Covid-19 crisis

"District manager here... I can tell you this company is **NOT** taking the situation seriously. Our regional call today was about taking more tech trades and "taking advantage" of the situation. This phrase was sincerely said on our call. They will not shut down a store if they can avoid it. Even if an associate has come down with the virus, which has happened by the way. They expect associates from another location to come in, clean the location and re-open. This is mind-boggling. Many DMs have expressed concerns with taking in trades - They will not halt the trade business. We are also not allowed to email anyone about the coronavirus issue. Everything HAS to happen through voice calls. It's insane team. I wish I had better news to bring you, but they are putting profits before their people and customers. They will risk spreading infection until the government in your area shuts down retail hours of operation."

- iBleedGamestop, Reddit

"I work at a store in the midwest area and I'm terrified even though we only have around 6 confirmed cases in the area. I have a mom with heart disease and brain cancer and I can't risk bringing it home to her. When I talk to other stores their managers just say "you'll be fine! Just wash your hands!". This is not fine. This is not okay. I do not feel safe. I'm honestly thinking either today or tomorrow may be my last day because my mental state can't take working in these conditions right now."

- Guardian_Down, Reddit



"I feel unsafe at work. We were up trades las[t] week over 2,300% I can just imagine how much of the product we took in is contaminated. And what sucks the most is that we are getting lines out the door with no support from Gamestop. 134 hours a week to work with is a freaking joke. When my store alone needs a minimal of 145 hours to operate. How dare you.."

- SSGSS_Husky, Reddit


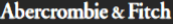









"I've been with this company for over a decade and have worked retail for most of my adult life, and this whole situation has only reinforced the fact that customers and corporate don't care about anyone but themselves. Over the last 3 days, we've had people beating a path to our door to buy anything and everything, despite being told to reduce exposure as much as possible. Mom and dad just want to make sure their kids that are out of school have stuff to play with to keep them occupied so they're out of the parents' hair. I've had people calling left and right to make sure they'll still be able to get MLB, Doom, and AC this week. They touch anything and everything in the store and get pissed that the demo units are off. Corporate talks about all the steps they've taken to ensure safety measures are being taken, but we get no cleaning supplies beyond what we already had and with the low payroll and heavier volume, we barely have time to clean the counters, pinpads, and door handles multiple times a day, let alone try and clean the way we should be to reduce risk. The statements sent out from George and on GSTV are lip service to protect against liability so that if someone gets sick after being in one of stores, the company is protected against being sued because "we took steps to ensure everyone's safety". Honest question, which is worse: doing a midnight and splitting the crowd over 2 days or having everyone show up at 10am Friday elbow to elbow? We, as the frontline employees are [-----] either way, because people want their stuff and they want it now and corporate wants their sales and profits and they want them now."

- Dzuraismyhomeboy, Reddit

During the COVID-19 Pandemic, GameStop Was Among the Last of Its Self-Defined Peer Group to Close its Stores...

After allegedly telling employees that the Company was 'essential', GameStop decided to close its stores on March 22, 2020

March 2020^(a)

S	M	T	W	T	F	S
8	9	10	11	12	13	14 
15  Gap Inc.	16	17  Foot Locker NORDSTROM  	18  DICK'S SPORTING GOODS	19 	20   TIFFANY & CO.	21
22 	23 	24	25	26	27	28

Negative press from GameStop's indecisiveness!

"GameStop: We Can Stay Open During Lockdowns Because We're 'Essential Retail'"
Kotaku, March 19, 2020

"GameStop also allegedly told employees to encourage police officers to call corporate headquarters if they wish to attempt to enforce closures."
New York Post, March 19, 2020

"GameStop to employees: wrap your hands in plastic bags and go back to work"
Boston Globe, March 27, 2020

Source: Company's public filings, press releases

Note: Peer Group as defined on page 5 except for Barnes and Noble as it was acquired by Elliott Management in August 2019 and businesses that are deemed essential. Essential businesses include Advance Auto Parts, Autozone, Office Depot, O'Reilly Automotive and The Michaels Companies.




(a) Represents the date the store closures became effective. If the effective date was not specified in the press release, it is assumed to be the date of the press release.

...and Near Last to Reduce Executive Compensation

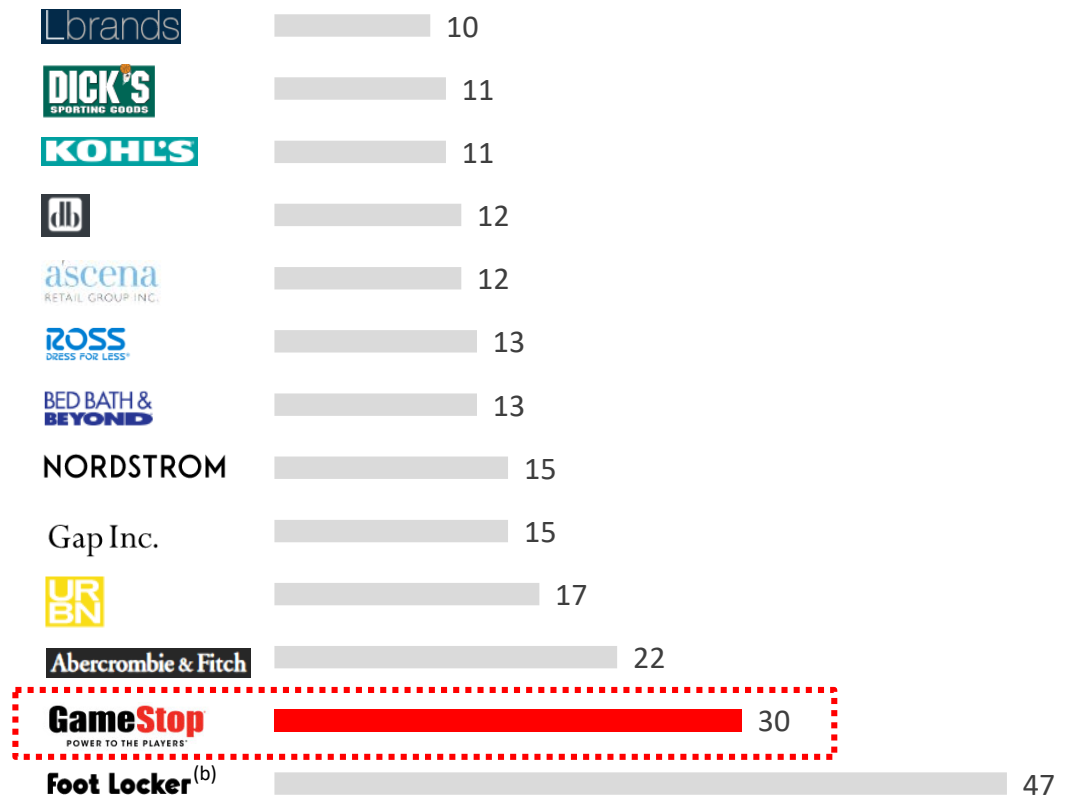
March 2020^(a)

S	M	T	W	T	F	S
22	23	24	25 	26	27 	28
29 	30  Gap Inc. 	31 				

April 2020^(a)

S	M	T	W	T	F	S
			1 NORDSTROM	2  	3	4
5	6 	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22 	23	24	25

Number of days between first store closures and executive compensation reductions^(a)



Source: Press releases.

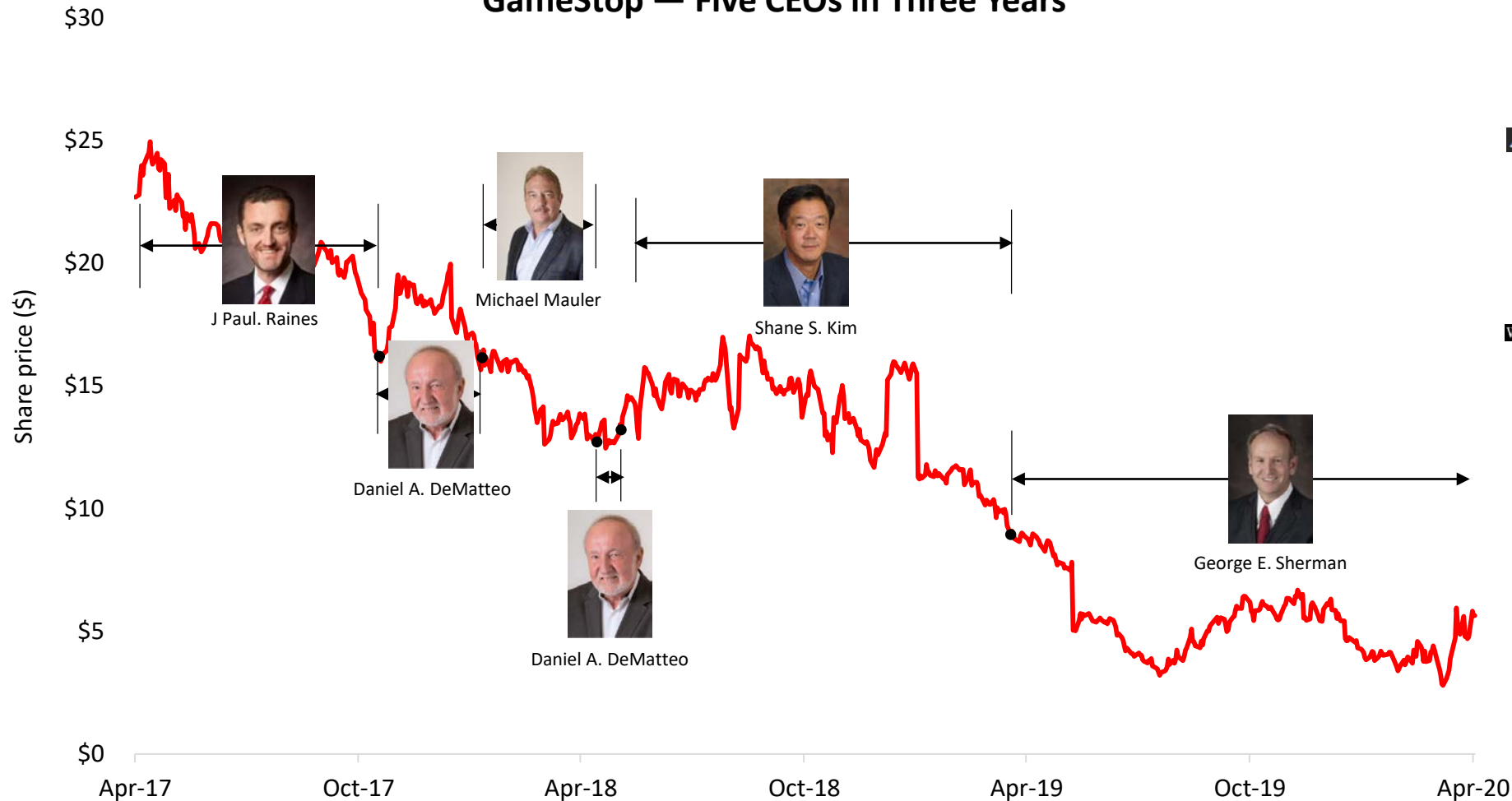
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(a) Represents the date the executive compensation reductions became effective. If the effective date was not specified in the press release, it is assumed to be the date of the press release.

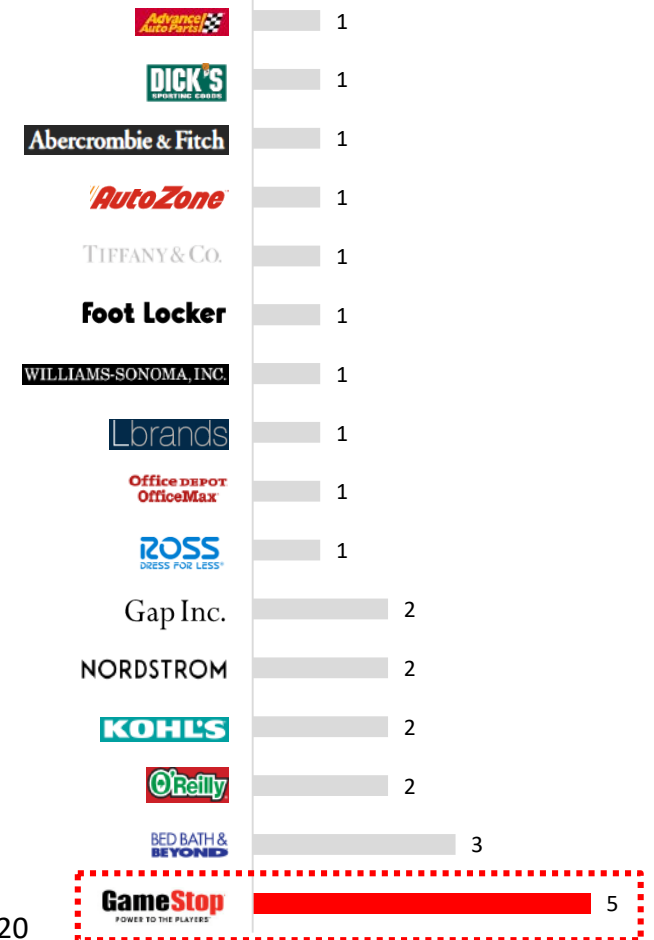
(b) Foot Locker executive compensation reduction was effective as of May 3, 2020.

Recent Changes Are Latest in String of Unsuccessful “Change” Effort

GameStop — Five CEOs in Three Years



Number of CEOs Since Q4 2017



While Management “Change” Hasn’t Produced Results, It Has Been Expensive

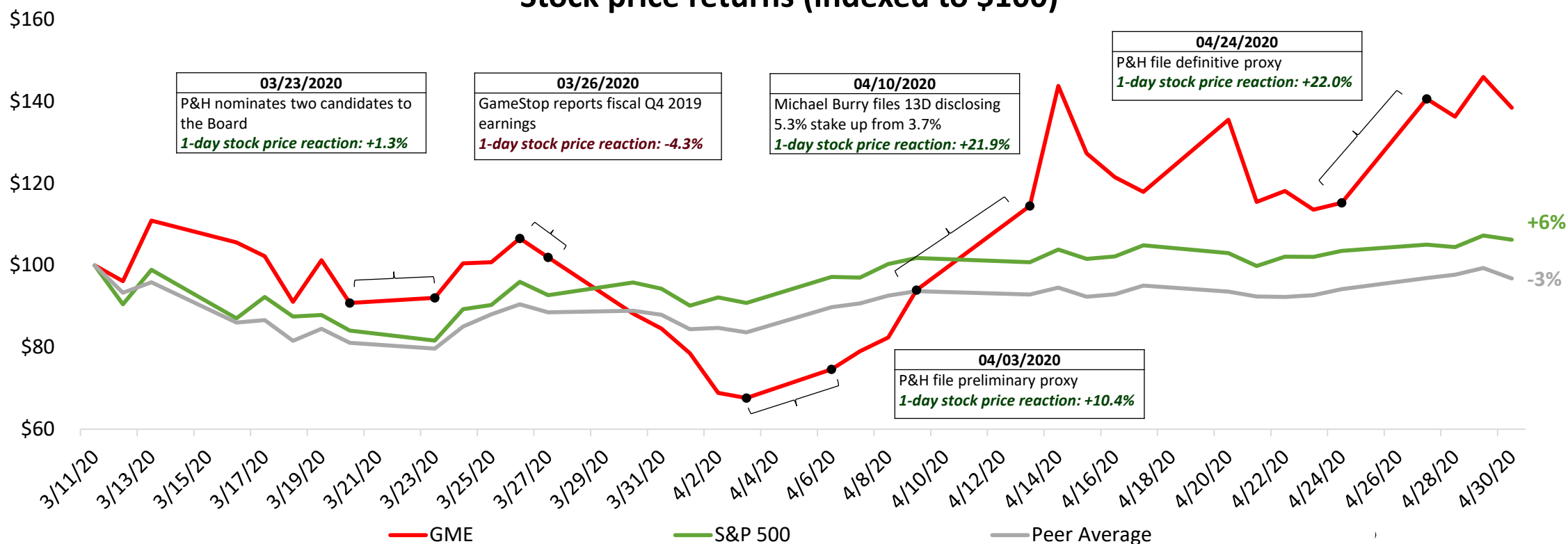
Over the past two years, GameStop has paid over \$32 million in bonuses for the appointment, promotion and resignation of its executives — representing over 13% of the Company’s 2019 fiscal year end market capitalization

Date	Executive	Compensation (\$ in millions)	Description
Oct-19	Troy W. Crawford	\$2.4	Severance for resignation as Chief Accounting Officer
Jul-19	Robert A. Lloyd	\$5.1	Severance for resignation as Chief Operating Officer and Chief Financial Officer
Jul-19	James A. Bell	\$1.3	Appointment as Chief Financial Officer
Jul-19	Chris R. Homeister	\$1.3	Appointment as Chief Merchandising Officer
Jun-19	Frank M. Hamlin	\$1.0	Promotion to Chief Customer Officer
May-19	Robert A. Lloyd	\$1.0	Cash retention program
May-19	Daniel J. Kaufman	\$1.0	Cash retention program
May-19	Troy W. Crawford	\$0.5	Cash retention program
May-19	Frank M. Hamlin	\$0.4	Cash retention program
Apr-19	George E. Sherman	\$10.5	Appointment as Chief Executive Officer
May-18	Shane S. Kim	\$1.5	Appointment as Interim Chief Executive Officer
Feb-18	Tony D. Bartel	\$4.2	Severance for resignation as Chief Operating Officer
Feb-18	Michael P. Hogan	\$2.5	Severance for resignation as EVP, Strategic Business and Brand Development
Total		\$32.7	

Investors Seem Excited for Further Change

Our pressure on the Company seems to have created optimism that the right change is coming

Stock price returns (indexed to \$100)



III. Our Nominees Have the Skillset and Drive to Deliver Necessary Change

Our Nominees Have the Experience Necessary to Create Value

Our nominees are accomplished professionals with shareholder perspectives and an objective viewpoint



Paul Evans

- Chief Financial Officer of Sevan Multi-Site Solutions
- Board member at Hill International (NYSE: HIL), Chairman of both the Audit and Risk committees and previously served as Interim Chief Executive Officer
- Previously CFO at MYR Group (Nasdaq: MYRG)
- Former Treasurer at NorthWestern Energy (NYSE: NWE)



Kurtis Wolf

- Founder, Managing Member and Chief Investment Officer of Hestia Capital Management LLC
- Co-Founding Partner at Lemhi Ventures LLC
- Co-Founding Partner at Definity Health Corporation
- Strategy consultant at Deloitte/Braxton, Lemhi Consulting and BCG
- Former Director, Audit Chair at Edgewater Technology, Inc.

Our Nominees – Paul Evans



Paul Evans

Mr. Evans is the Chief Financial Officer of Sevan Multi-Site Solutions, a private equity-backed construction and program management company that serves many leading fortune 500 retail companies. Additionally, Mr. Evans is a Board Director at Hill International, Inc., a NYSE-listed company that provides program management, project management, construction management and other consulting services. As a Board Director at Hill International, Mr. Evans is the Chairman of both the Audit and Risk Committees and previously served as Interim Chief Executive Officer. Prior to this, Mr. Evans served in a variety of senior executive roles at MYR Group Inc., a NASDAQ-listed holding company of specialty electrical construction service providers that service the electrical infrastructure industry. These positions included Vice President, Chief Financial Officer and Treasurer, President of MYR Real Estate Company and MYR's Principal Financial and Chief Accounting Officer.

Earlier in his career, Mr. Evans held a number of executive management positions at several energy-related businesses, including Chief Executive Officer of Conex Energy Corporation, a privately-held company that developed renewable energy projects; Treasurer and Corporate Officer at NorthWestern Energy, an energy service provider assisting customers in Montana, South Dakota and Nebraska; Vice President of Finance at Duke Energy North America, a subsidiary of Duke Energy, a NYSE-listed company; and as Executive Director of Finance at NRG Energy, Inc., a NYSE-listed integrated power company.

Mr. Evans is a Certified Public Accountant and a member of the American Institute of Certified Public Accountants. Mr. Evans received a B.B.A. in Accounting from Stephen F. Austin State University and a Masters of International Management from Thunderbird School of Global Management.

Our Nominees – Paul Evans



Kurtis Wolf

Mr. Wolf is the Managing Member and Chief Investment Officer of Hestia Capital Management LLC, a value-oriented investment firm that he founded in January 2009. Previously, Mr. Wolf worked in a variety of financial, investing and operating roles, including as a Senior Analyst at First Q Capital, LLC, a hedge fund focused on investing in public companies that had previously been financed by venture capital or private equity firms and as a co-Founding Partner at Lemhi Ventures LLC, a health care services focused venture capital incubator. Mr. Wolf was also a co-Founding Partner at Definity Health Corporation, a leading company in the consumer-driven health care space that was purchased by UnitedHealth Group Inc. in December 2004. Earlier in his career, Mr. Wolf worked as a consultant both with Deloitte Consulting and The Boston Consulting Group.

Mr. Wolf earned a Master of Business Administration degree from the Stanford Graduate School of Business and a Bachelor of Arts degree in Economics and Mathematics from Carleton College.

We Are Seeking to Replace GameStop's Lame-Duck Directors

Thomas Kelly and Jerome Davis agreed not to stand for re-election at the Company's 2021 Annual Meeting

Thomas N. Kelly Jr.

Jerome L. Davis

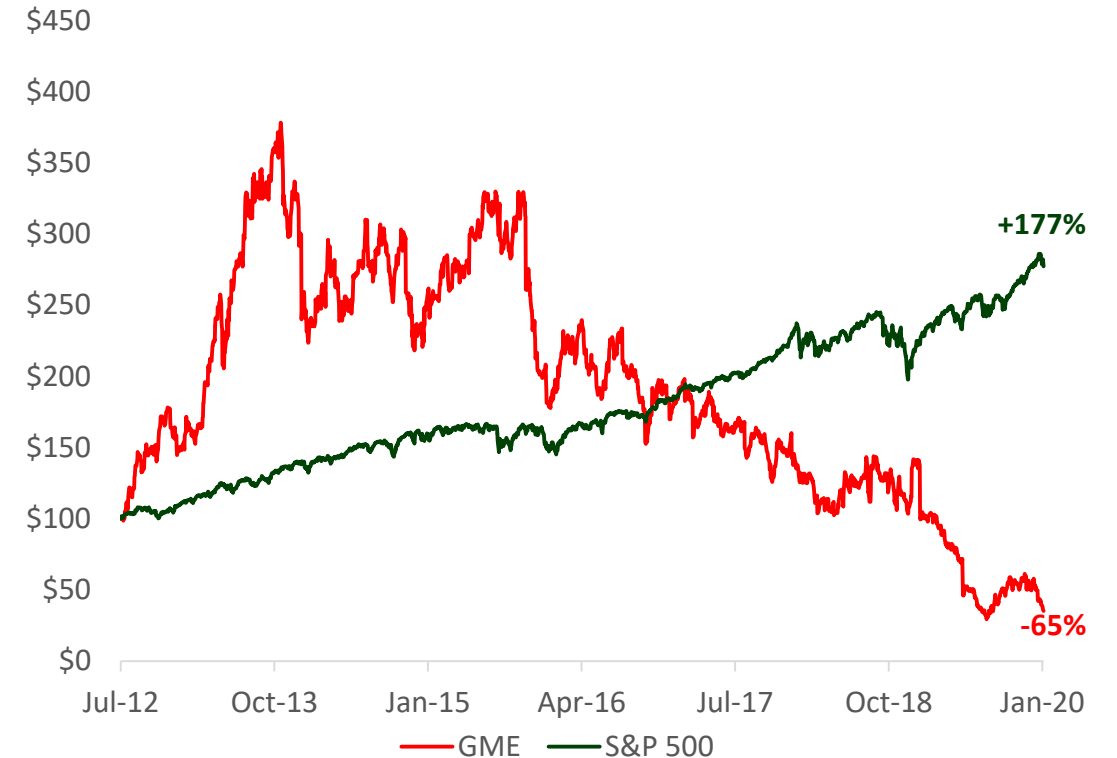
Tenure	<ul style="list-style-type: none"> 8 years 	<ul style="list-style-type: none"> 15 years
Committees	<ul style="list-style-type: none"> Compensation Committee (2013 – present), Chair (2020 – present) 	<ul style="list-style-type: none"> Compensation Committee (2006 – 2010) Nominating and Corporate Governance Committee (2007 – present), Chair (2010 – present)
Recent experience	<ul style="list-style-type: none"> ✗ Former EVP, Transition Integration and Chief Strategy Officer of Sprint Nextel Corp. ✗ Former EVP, COO and CMO of Nextel Communications, Inc. 	<ul style="list-style-type: none"> ✗ EVP and Chief Revenue Officer of the Metropolitan Washington Airports Authority in Washington, D.C. ✗ Former Corporate Vice President of Food and Retail for Waste Management, Inc.
Shares purchased during tenure	<ul style="list-style-type: none"> ✗ None 	<ul style="list-style-type: none"> ✗ Bought only 890 shares, in 2006, for \$16,888
Shares sold during tenure	<ul style="list-style-type: none"> ✗ None 	<ul style="list-style-type: none"> ✗ Sold 38,900 shares, worth \$1,479,639, that were granted as part of his annual director compensation
Committee Outcome	<ul style="list-style-type: none"> ✗ Misaligned compensation structure – NEO and director pay equaled 15% of the Company's market cap in fiscal 2019 	<ul style="list-style-type: none"> ✗ Board refreshment was neglected for years; over half of the directors announced they were leaving at once

Total Return Performance Over Time

TSR performance under Jerome Davis vs. S&P 500













TSR performance under Thomas Kelly vs. S&P 500



Significant underperformance under the leadership of Jerome Davis and Thomas Kelly!

Even With the Most Recent Appointments, GameStop's Board is Predominately Retailers

Board member	Experience	Primary industry expertise	Turnaround expertise
George Sherman	<ul style="list-style-type: none"> Former Chief Executive Officer of Victra, one of the largest authorized retailers for Verizon Wireless 	Retail	
Jerome Davis	<ul style="list-style-type: none"> EVP and Chief Revenue Officer of the Metropolitan Washington Airports Authority in Washington, D.C. Former Corporate Vice President of Food and Retail for Waste Management, Inc. 	Air travel, waste management	
Thomas Kelly Jr.	<ul style="list-style-type: none"> Former EVP, Transition Integration and Chief Strategy Officer of Sprint Nextel Corp. Former EVP, COO and CMO of Nextel Communications, Inc. 	Telecom	
Carrie W. Teffner	<ul style="list-style-type: none"> Interim Executive Chair of Ascena Retail Group Former EVP and CFO of Crocs, Inc. 	Retail	
Lizabeth Dunn	<ul style="list-style-type: none"> Founder and CEO of Pro4ma Inc., an information technology services consulting firm Founder and CEO of Talmage Advisers, a retail and branded consumer products consulting firm 	Retail	
William Simon	<ul style="list-style-type: none"> Former President and CEO of Walmart U.S. Former EVP and COO of Walmart U.S. 	Retail	
James Symancyk	<ul style="list-style-type: none"> President and CEO of PetSmart Former President and CEO of Academy Sports & Outdoors, Inc., a retail and ecommerce sporting goods chain 	Retail	
Kathy P. Vrabeck	<ul style="list-style-type: none"> Senior Client Partner at Korn Ferry, a global talent and organizational advisory firm President of Legendary Entertainment, a media company 	Executive Recruiting, Digital Entertainment ^(a)	
Raul Fernandez	<ul style="list-style-type: none"> Vice Chairman and Owner of Monumental Sports & Entertainment, which co-owns several Washington sports teams, Team Liquid eSports, Wizards District Gaming NBA 2K and co-owns Capital One Arena 	Sports Team and Arena Ownership	
Reginald Fils-Aimé	<ul style="list-style-type: none"> Former President and COO of Nintendo of America, Inc. 	Game Publishing	

The Board is Dominated By Retailers that Lack the Skillset GameStop Needs

Board Lacks True Public Company Finance Experience

Existing board	
Metric	Members with experience
Prepared Forecasts	<i>1 out of 10</i>
Prepared Financial Statements	<i>1 out of 10</i>
Capital Markets / Finance Experience	<i>1 out of 10</i>
Financial Turnaround Experience	<i>0 out of 10</i>

Our Nominees	
Kurt Wolf	Paul Evans
	✓
	✓
✓	✓
✓	✓

Investors Seem to Want Further Change

"I fully support your effort to create a board that is shareholder friendly and provide GameStop with the expertise in growing shareholder value. Please let me, shareholders, know how we can help with this endeavor."

"Go for it!! As a shareholder, very supportive."

"Shareholder destruction has gone too far."

"Please get rid of this management that only comes up with ideas after they are forced too! I can't imagine where GME would be with a better board and any vision."

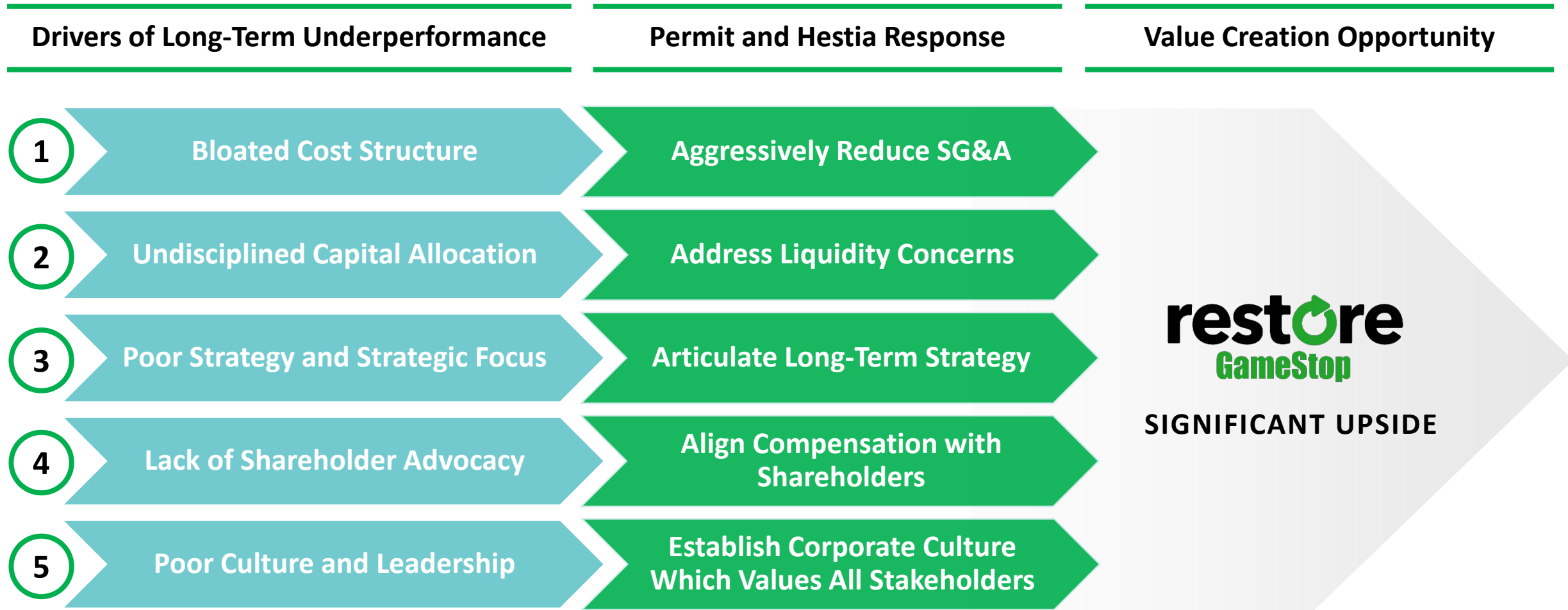
"Thank you for the effort you put into to this fight and the guidance provided to stockholders about how to ensure their shares will be voted at the 2020 Annual Meeting. More and more people are supporting your actions."

"It's about time someone did something constructive there besides pay high director fees! Please fix this mess."

"I own 61,623 shares. I support your efforts and voted white. Good luck."

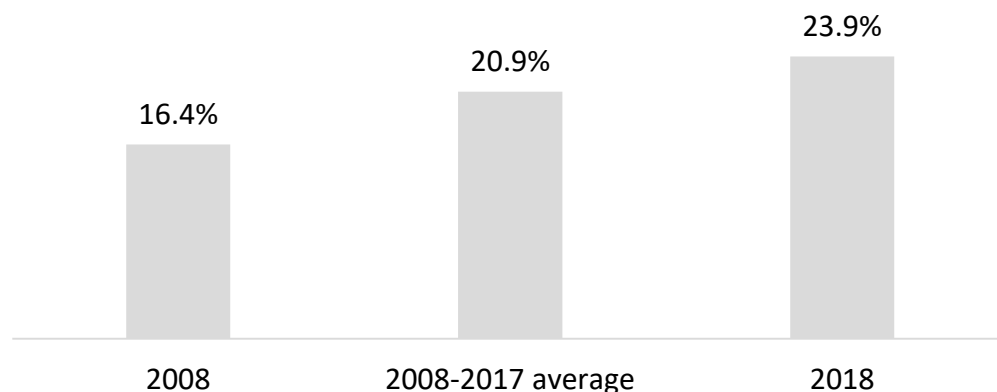
"I've had stock in GameStop for years and feel the company has neglected shareholders for those years. I believe the company needs someone fighting for shareholders on the board. Thank you for addressing this matter."

Permit and Hestia Have Ideas to Help Correct Underperformance



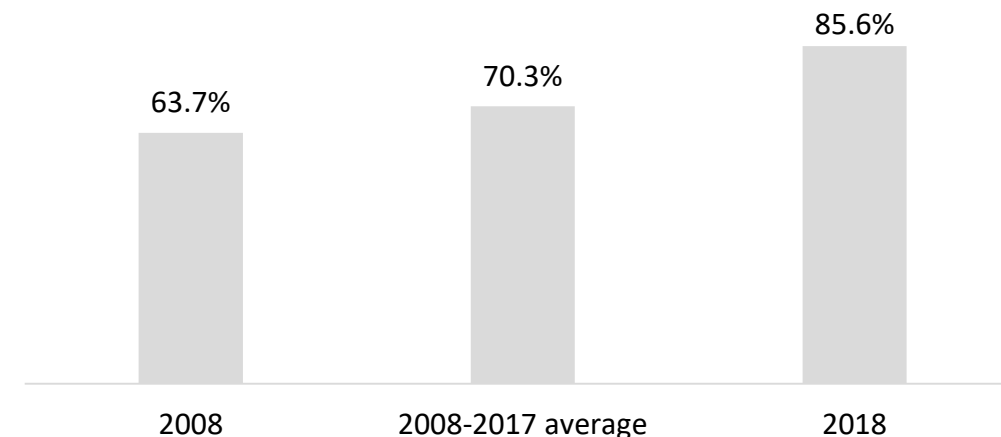
1 Aggressively Reduce SG&A

Adjusted SG&A as a % of revenue^(a)



(\$ in millions)	Revenue	Adj. SG&A	Adj. SG&A as % of Revenue	Savings above Mgmt Plan
2018 Actual	\$8,285	\$1,977	23.9%	(\$100)
With additional \$100M savings	\$8,285	\$1,877	22.7%	\$0
At 2008 - 2017 Average Levels	\$8,285	\$1,731	20.9%	\$146
At 2008 Levels	\$8,285	\$1,360	16.4%	\$517

Adjusted SG&A as a % of gross profit^(a)



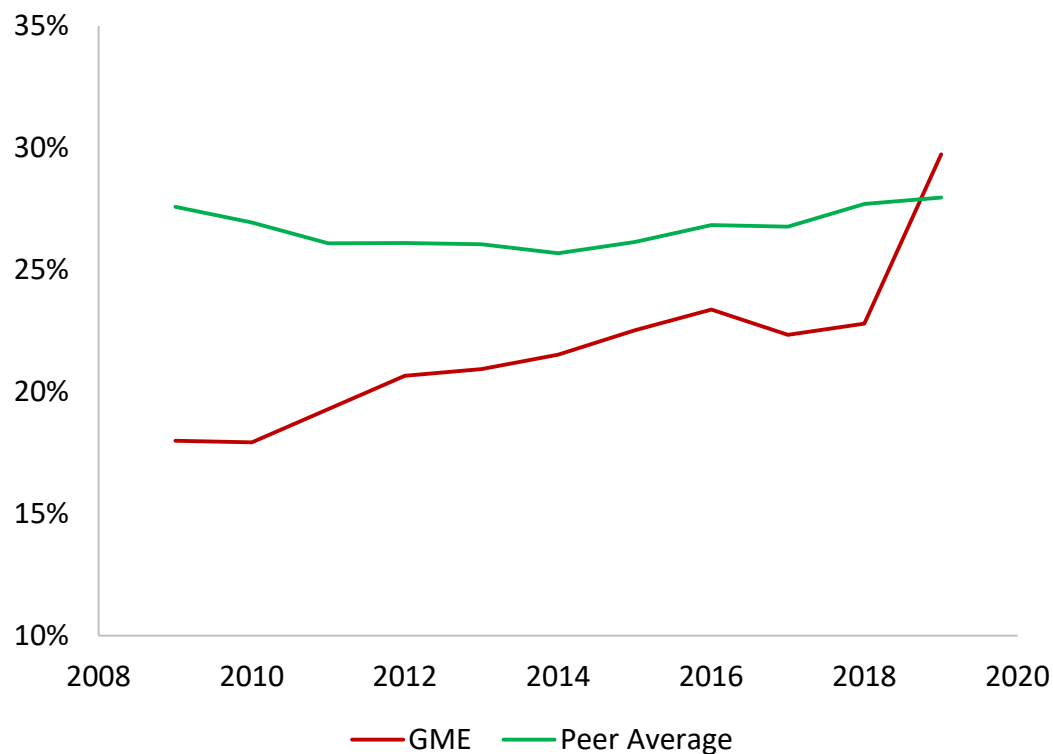
(\$ in millions)	Gross Profit	Adj. SG&A	Adj. SG&A as % of Revenue	Savings above Mgmt Plan
2018 Actual	\$2,308	\$1,977	85.6%	(\$100)
With additional \$100M savings	\$2,308	\$1,877	81.3%	\$0
At 2008 - 2017 Average Levels	\$2,308	\$1,623	70.3%	\$253
At 2008 Levels	\$2,308	\$1,469	63.7%	\$408

Even if we account for expense deleveraging in 2019, there is potentially a \$146M - \$517M SG&A improvement opportunity, over and above management's \$100M SG&A target

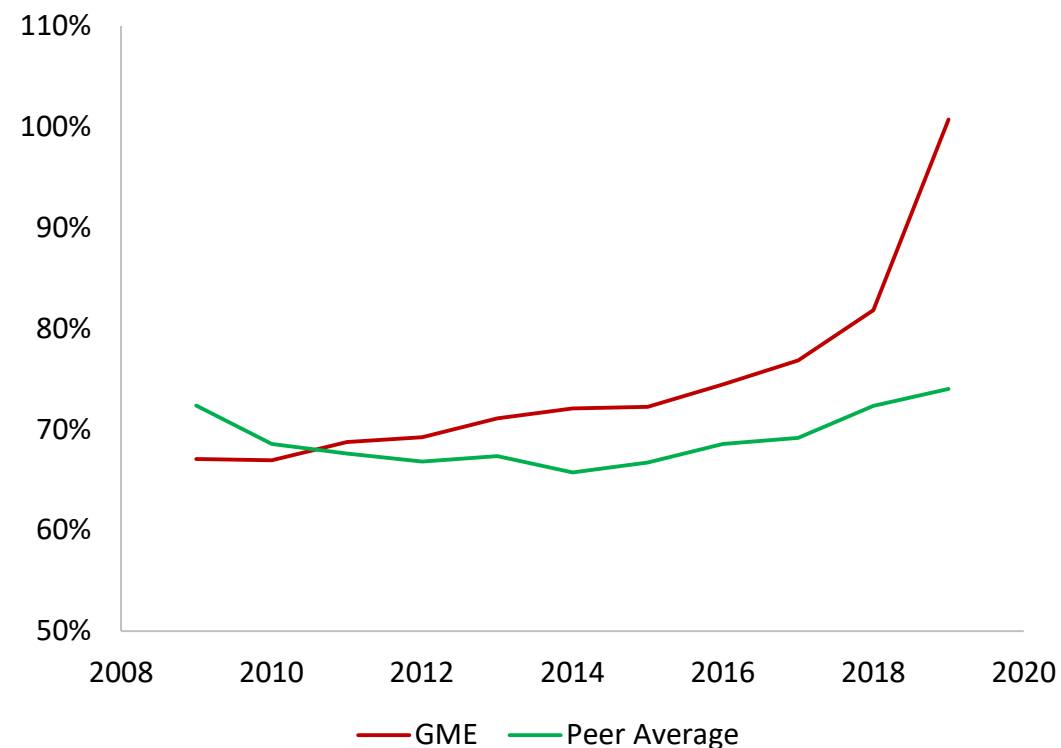
1 Aggressively Reduce SG&A

The Board's current cost reduction plan does not go far enough

SG&A as a % of revenue



SG&A as a % of gross profit



2 Address Liquidity Concerns

- Develop and quickly implement **significant cost cuts and a meaningful profit improvement plan**
- Take advantage of **current market discount** for the March 2021 Senior Notes, by executing **open market purchases**
- Explore opportunities to improve short-term liquidity through ABL to provide bridge financing
 - Identify unencumbered assets, such as the corporate jet and real estate, to leverage as part of an expanded revolver or short-term stand alone debt facility.
 - **Amend the borrowing base limitations and upsize** the ABL revolver, which is currently limited to \$420 million – even if rate increases
 - **Extend the maturity date** of the ABL revolver due in November 2022
- Aggressively pursue **new debt issuance** to refinance the Senior Notes
 - We believe GameStop can support a **\$400 million new issuance** at a reasonable interest rate if the company can demonstrate immediate steps have been taken to significantly reduce corporate costs
 - The benefit of removing GME's **potential liquidity concern** likely far exceeds any downside associated with **higher cost debt**
- Explore sale of **non-core assets**

3 Articulate Viable Long-Term Strategy



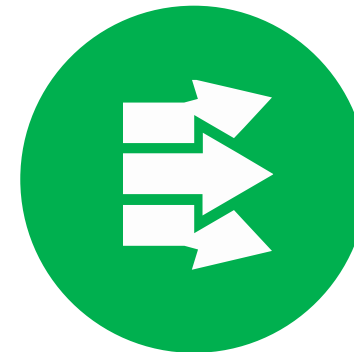
Shape Strategy Around Core Gaming Assets

- Better leverage the Company's knowledgeable and passionate employees, who are gaming experts and effective influencers
- Harness the full value of the trade-in business, which benefits from a network multiplier effect
- Utilize the large physical store base and the PowerUp Rewards program to build a powerful gaming community – which is increasingly important in the gaming ecosystem
- Recognize the synergistic value of the Game Informer magazine across the entire business and use it more effectively to build additional value



Right-size the Asset Base

- Explore the possibility to monetize foreign operations through asset sales
- Implement store-level profit improvement initiatives to ensure a long-term, sustainable store operating model
- Sell other non-core assets, including the corporate jet



Invest in the Future

- Recognize the value of front-line employees, and invest more into training, job satisfaction and career development
- Examine new ways to leverage the Company's core gaming assets and invest in them for the future. Creating a winning gaming experience requires a different model than today's traditional GameStop
- ***Make high ROI-driven investments or prudently return capital to shareholders***

3 Articulate Viable Long-Term Strategy

GameStop must think beyond a traditional retail model and its existing footprint



- More than 5,500 stores with approximately 14,000 full-time employees that are viewed as subject matter experts and key influencers with customers
- As gaming grows increasingly social, GameStop is well positioned to become a gaming hub



- U.S. loyalty program called PowerUp Rewards had approximately 42 million members as of February 1, 2020
- 5.0 million paying members with 15.2 million members that have purchased or traded at GameStop in the past year
- 22.2 million members in non-PowerUp Rewards loyalty programs outside the United States



- World's largest print and digital video game publication
- Fifth largest consumer publication in the United States and the largest digital magazine in the United States
- Part of the PowerUp Rewards membership

3 Articulate Viable Long-Term Strategy

As a result of the Board's missteps, GameStop's credibility has been destroyed

- Various stakeholders have embraced negative perceptions of GameStop
 - **Customers** question the long-term sustainability of the PowerUp Rewards program and whether trade-in commitments will be honored
 - Slow drip of store closures has eroded **employee** morale and led them to question their job security
 - **Vendors** have discounted GameStop's involvement in their future
 - **Debt holders** have an unreasonable concern of potential insolvency

These factors have likely contributed to over a 100% short interest and stock price decline of 85% in the past five years

4 Better Align Compensation



EXECUTIVES

- Executive base compensation should be adjusted to levels in line with similar market capitalization peer companies.
- Short term incentive compensation metrics should lead to higher shareholder capital appreciation.
- Long term incentive compensation should be based on total shareholder returns as opposed to a time-based metric.
- Require higher stock ownership levels.

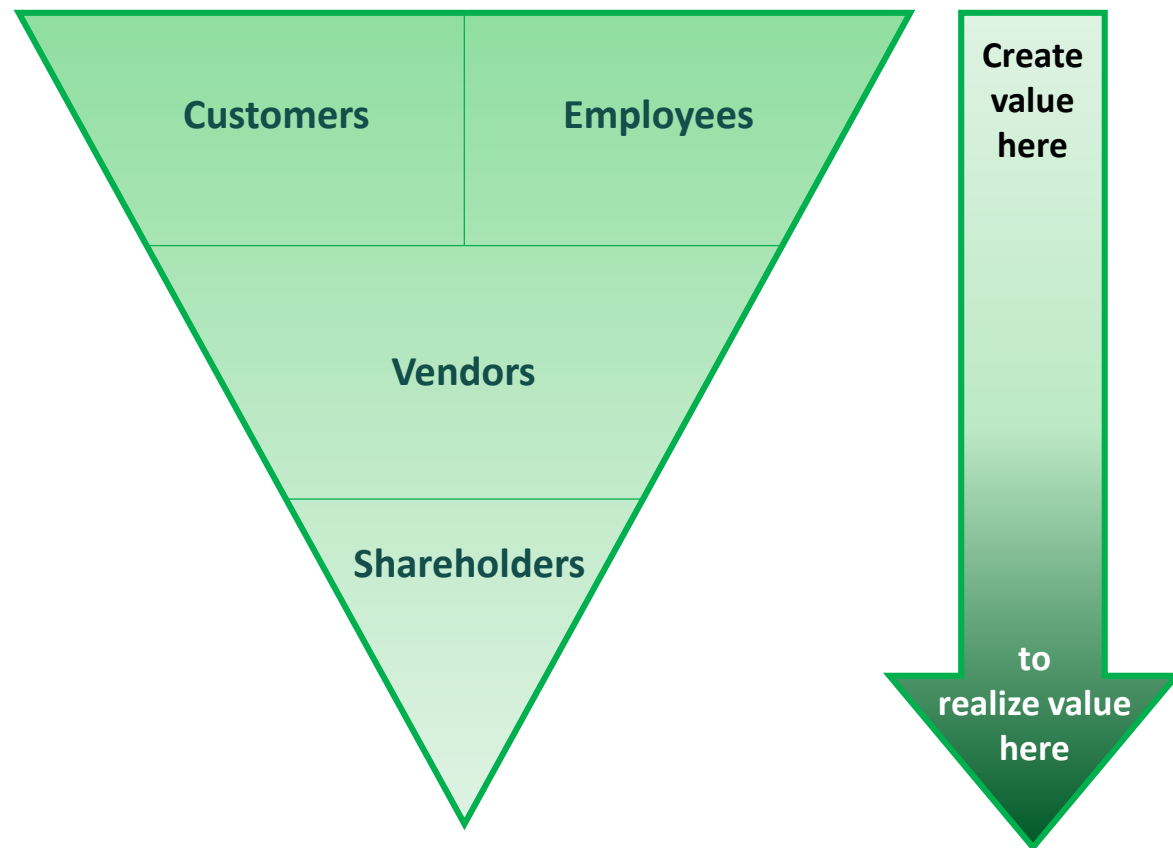


BOARD

- Board compensation is out of line with companies of similar profit and market capitalization profiles.
- Reduce cash as a percentage of overall compensation.
- Fixed annual share grant – stock compensation should be directly tied to shareholder value.
- Require higher stock ownership levels.

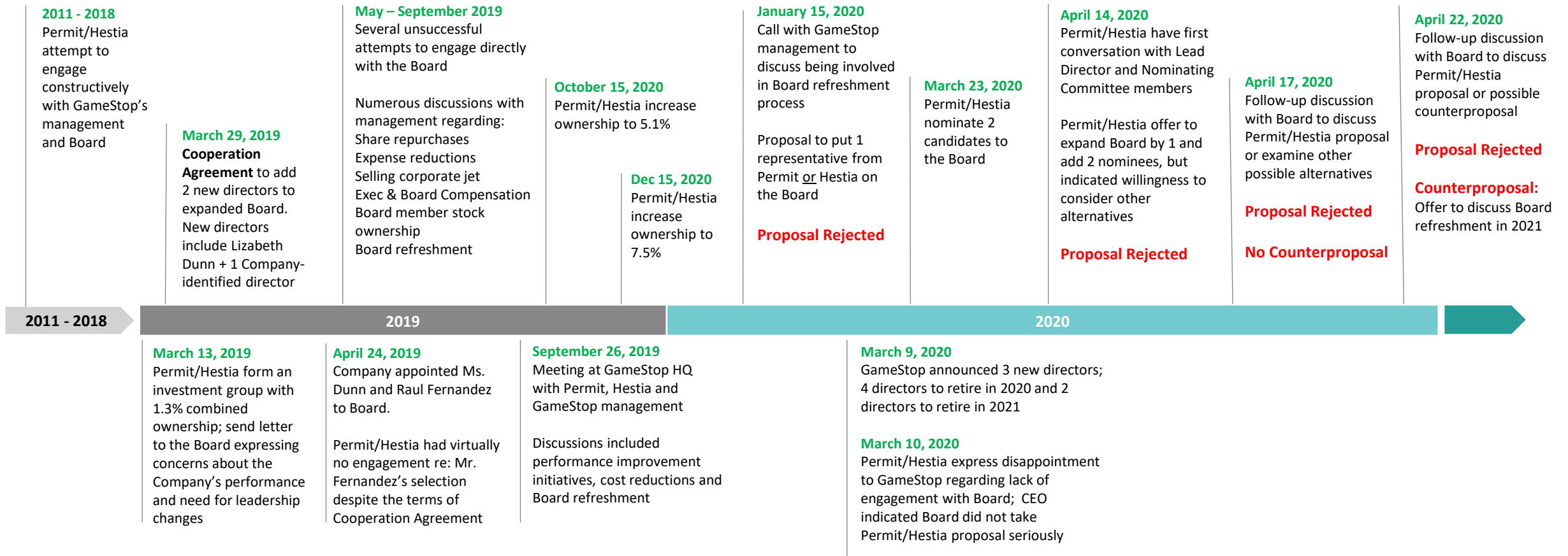
5 Establish Corporate Culture Which Values All Stakeholders

Customers	Employees
<ul style="list-style-type: none"> Build a customer centric culture that prioritizes long-term relationships over a transactional focus 	<ul style="list-style-type: none"> Recognize the critical value of all our employees by treating them with respect and investing in their personal and professional success
Vendors	Shareholders
<ul style="list-style-type: none"> Leverage unique role as the industry influencer through knowledgeable employees, Game Informer magazine, and PowerUp Rewards program to deliver additional value to vendors 	<ul style="list-style-type: none"> Demonstrate commitment to shareholders by aligning compensation, implementing and maintaining rigorous cost controls, increasing transparency, truly listening to their input, and returning significant capital to them, when financial conditions permit



IV. Board Engagement and Misleading Claims

Offer of Assistance Met With Disdain and Dismissal



Despite numerous attempts, Permit and Hestia have had very little contact with GameStop's Board over the past year

Board's Limited Engagement with Hestia/Permit Was Not in Good Faith

Event	Engagement
2019 Cooperation Agreement	<ul style="list-style-type: none"> No Board member would speak directly to Hestia or Permit during settlement discussions. The Board insisted all discussions needed to be made through advisors or by email. The Company refused to include the stockholder representative as a potential appointee, despite Hestia and Permit's offer to agree to a two-year standstill. On March 29, 2019, GameStop rushed to issue a press release stating that Hestia and Permit had rejected GameStop's settlement proposal, when in fact 30 minutes beforehand, Hestia and Permit accepted GameStop's proposal. In the interest of giving the new CEO time, Hestia and Permit agreed to have the Company pick 1 of their 3 candidates (excluding the stockholder representative) and consultation rights with respect to the second director to be appointed. No incumbent director would agree to step down at the 2019 annual meeting.
Selection Process of Two New Directors	<ul style="list-style-type: none"> Of the remaining 3 candidates recommended by Hestia and Permit, the retail candidate was selected despite potentially greater need to add a director with turnaround experience or gaming experience (our other two nominees). Hestia and Permit were to have consultation rights over second independent director but were largely kept out of the process and presented only with the Company's final selection (not multiple candidates).
Recent Board Refreshment	<ul style="list-style-type: none"> From May 2019-March 2020, Hestia and Permit repeatedly tried to push for further Board refreshment without having to wait for the next annual meeting. After the Company lowered earnings guidance 3x in four months and then missed its 2019 forecast, Hestia and Permit encouraged the Board to add a stockholder representative to improve the Company's credibility. Board refused Hestia and Permit's offer to assist with the Board refreshment. Hestia and Permit had very limited engagement with independent directors while under standstill. Board refresh announced 3 days before our standstill expired.
No Attempt to Avoid a Proxy Contest	<ul style="list-style-type: none"> The Board would not make any settlement proposal or accept even one stockholder joining the Board to avoid a proxy contest. Only offer by the Board was to support the Board's slate.

GameStop's Claims Are Misleading

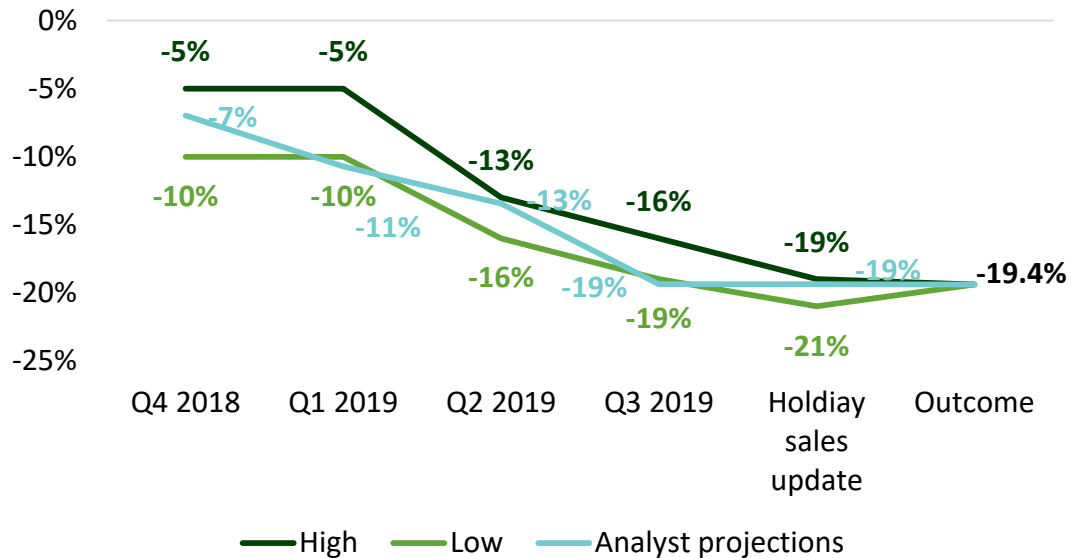
GameStop Claim	FACTS
GameStop has undertaken sufficient change	<ul style="list-style-type: none">• Change in management has not produced positive financial, TSR, morale or outlook changes• Confuses movement for progress• High short interest suggests shareholders remain unconvinced
More change would be disruptive	<ul style="list-style-type: none">• GameStop needs constructive disruption• Trend lines all heading in wrong direction• Board remains retail centric and lacks sufficient capital allocation, turnaround experience and “skin in the game”
Hestia and Permit nominees do not have relevant skills	<ul style="list-style-type: none">• GameStop claims shareholders should be passive bystanders and have no place on a Board; we believe our perspective is critical to proper Board deliberations• Our nominees have decades of financial, capital markets and turnaround experience• Directors with skin in the game will make the Board start acting like owners instead of professional managers

GameStop's Claims Are Misleading

GameStop Claim	FACTS
Board's prudent and balanced capital allocation strategy has strengthened GameStop's balance sheet	<ul style="list-style-type: none">• Company failed to refinance March 2021 Senior Notes coming due in 10 months – resulting in potentially a serious liquidity crisis• Allocated \$38M in executive compensation in fiscal 2019 despite a 65% decline in the share price• SG&A increased as a percentage of revenue and gross profit in fiscal 2019
Board has delivered value to stockholders with its decision to sell Spring Mobile for \$700 million	<ul style="list-style-type: none">• The Board announced the sale of Spring Mobile in November 2018, after investing over \$740 million in telecom acquisitions and 6 months after a large stockholder (Tiger Management) publicly called for its sale• Thomas Kelly who was added to the Board in 2012 for his Telecom experience to help drive this ill-advised M&A strategy into the Telecom space should have resigned last year after the sale of Spring Mobile – not remain on the Board until 2021
Permit and Hestia are short-term investors who wanted a large share buyback that would have left the company weaker	<ul style="list-style-type: none">• Permit and Hestia have been invested in GameStop since 2011 and 2012 and are committed to helping the company prosper• We recommended a significant buyback based on the healthy financials and guidance provided by management at the time• What we didn't know at the time was that the Company would announce on April 2, 2020 material weaknesses in their internal controls, casting doubt on their liquidity needs for the remainder of the year

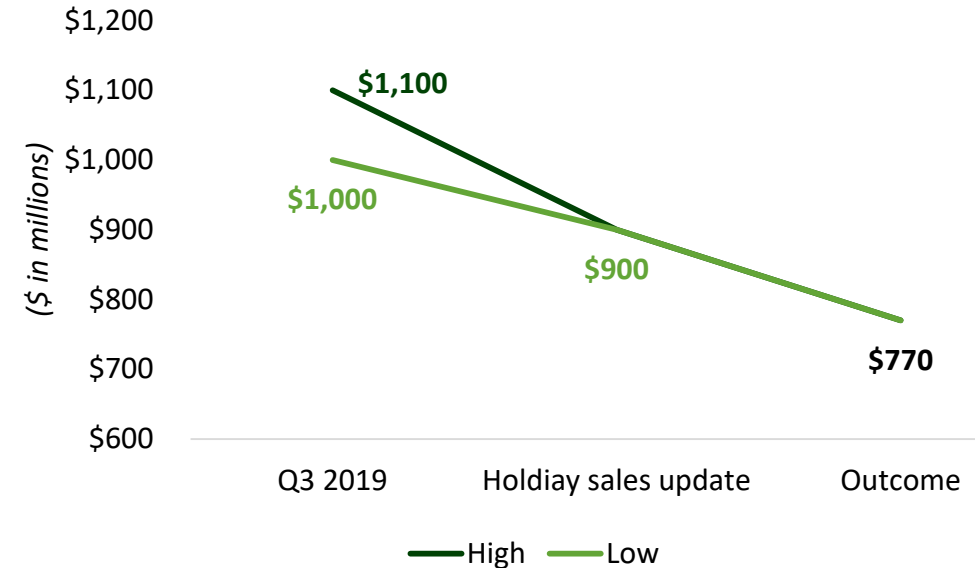
Continuity Has Little Value When Performance is Bad

2019 comparable same-store guidance



Company revised its comparable same store sales estimate three times in four months...

Year end 2019 liquidity guidance



...and missed its liquidity target by \$130mm after providing guidance just 19 days earlier

Long-tenured Board that touts the value of their experience and knowledge of business was unable to support incoming management with information to avoid embarrassing forecasting issues

V. Conclusion

Your Vote is Important!

Permit and Hestia urge shareholders to vote on the WHITE proxy card!

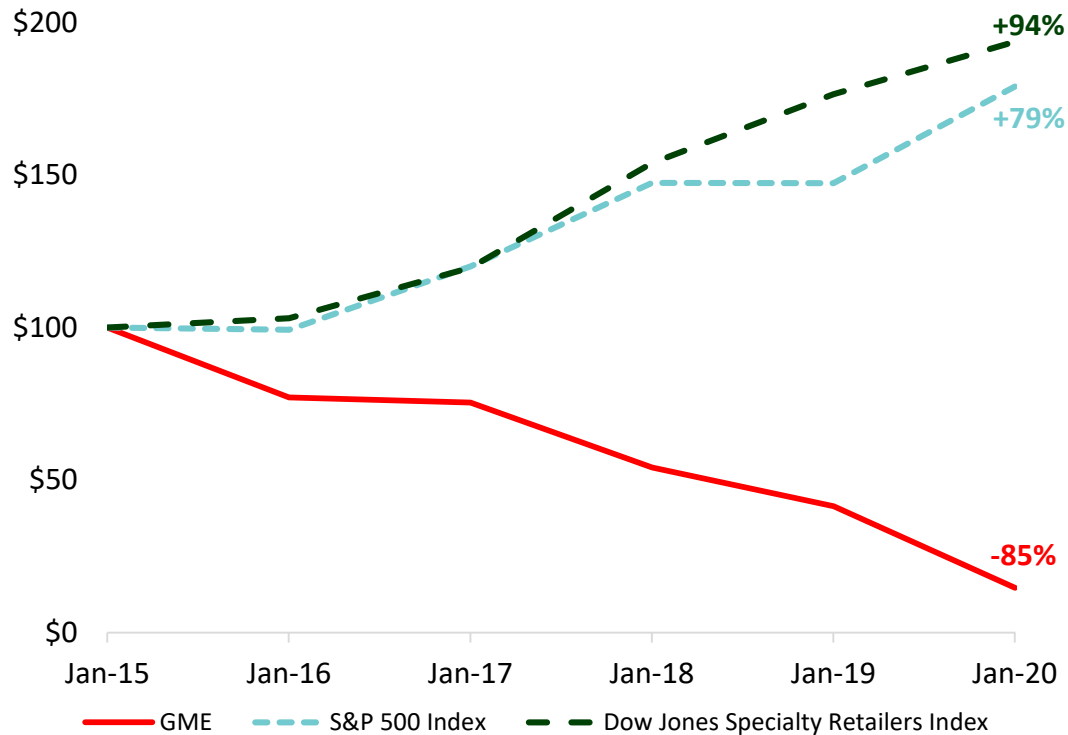
- GameStop's Board has repeatedly failed shareholders contributing to a ***share price decline of 85%*** over the past five fiscal years
- We initially signed a Cooperation Agreement with GameStop, but the Company ***refused to engage with us in good faith***
- Management and the Board are content spending shareholder capital to ***defend two long-tenured directors that should be held accountable for the Company's disastrous performance***
- ***GameStop's Board is ill-equipped*** to address the uncertainties posed by COVID-19, an upcoming debt refinancing, non-core asset sales and the launch of a new console cycle
- ***Shareholders deserve a Board*** with fresh perspectives on growth, a commitment to cost reductions, prudent capital allocation and compensation targets, and have significant stock ownership
- ***We have nominated two independent professionals*** that can serve the interests of shareholders better than two lame duck directors that own little stock

PLEASE VOTE TODAY!

APPENDIX I: Drivers of Long Term Underperformance

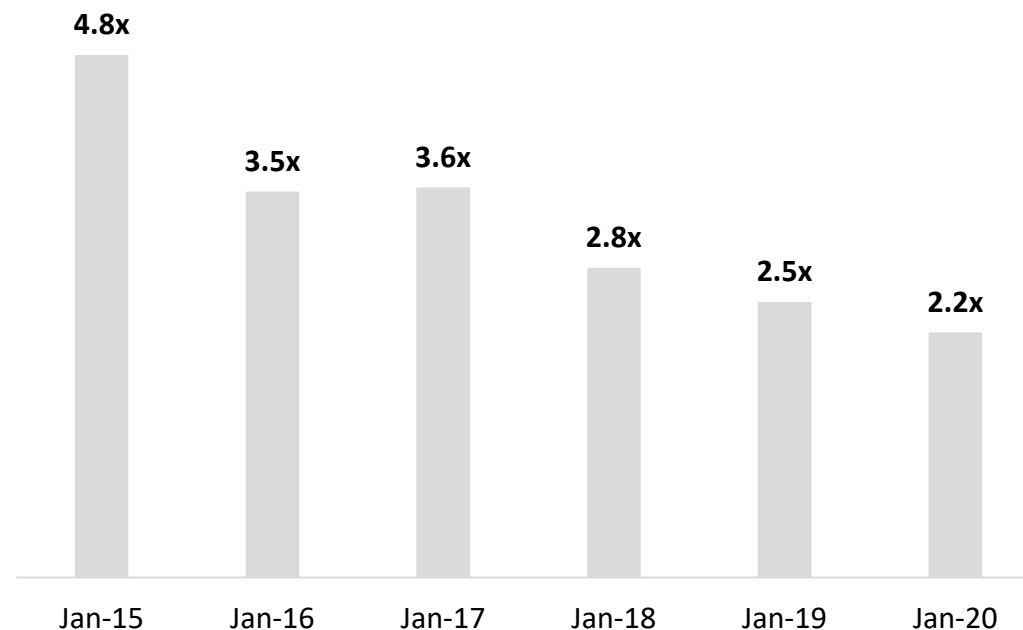
GameStop Has Been in a Downward Trajectory For Years

5-year stock performance



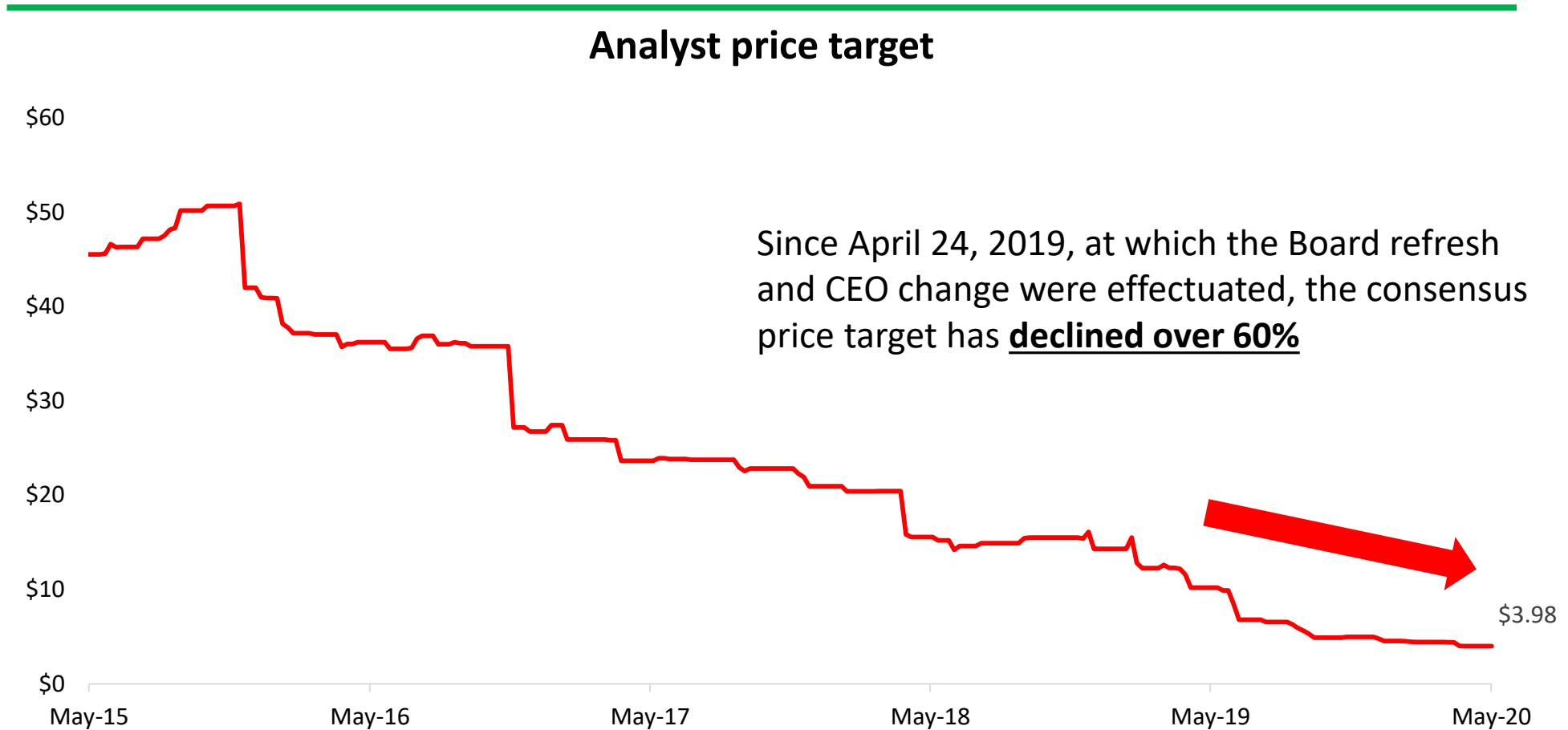
\$100 invested on January 30, 2015, in GameStop would have been worth just \$14.64 on January 31, 2020...

TEV / LTM EBITDA multiple



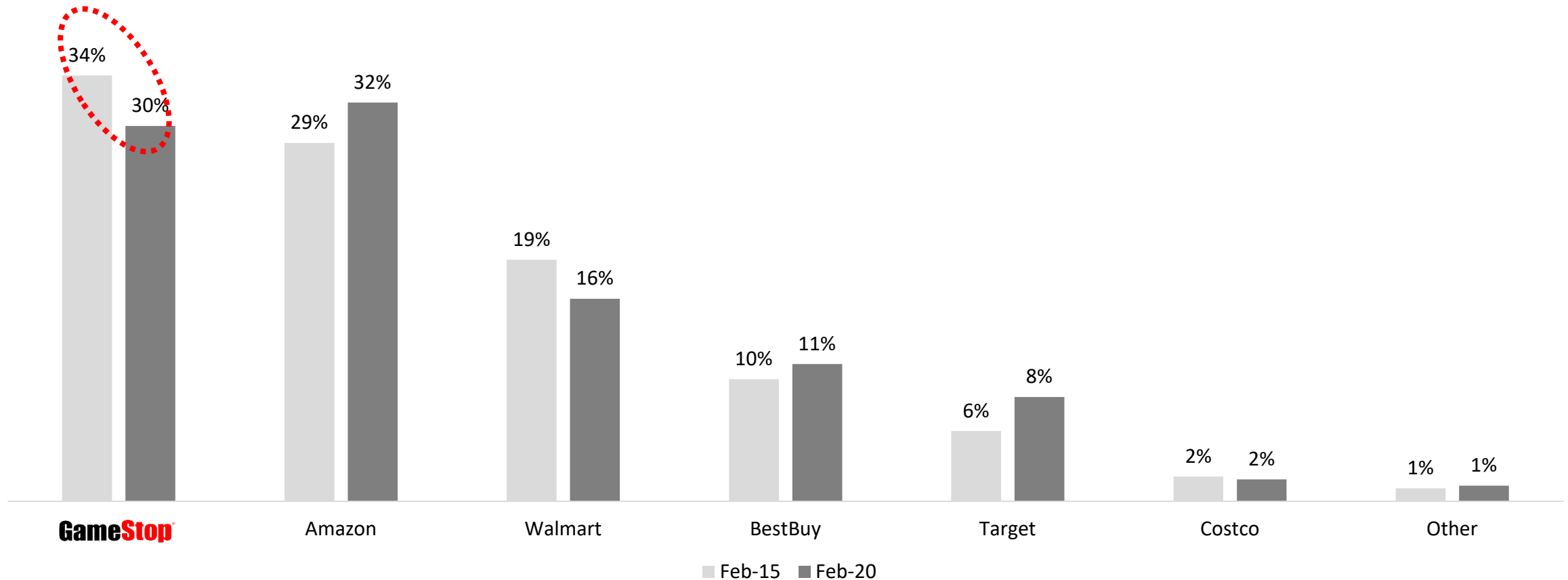
...as GameStop's multiple suggests declining investor faith in the Company's future

Wall Street Analysts Have Been Lowering Targets For Years, Price Targets Continue to Decline

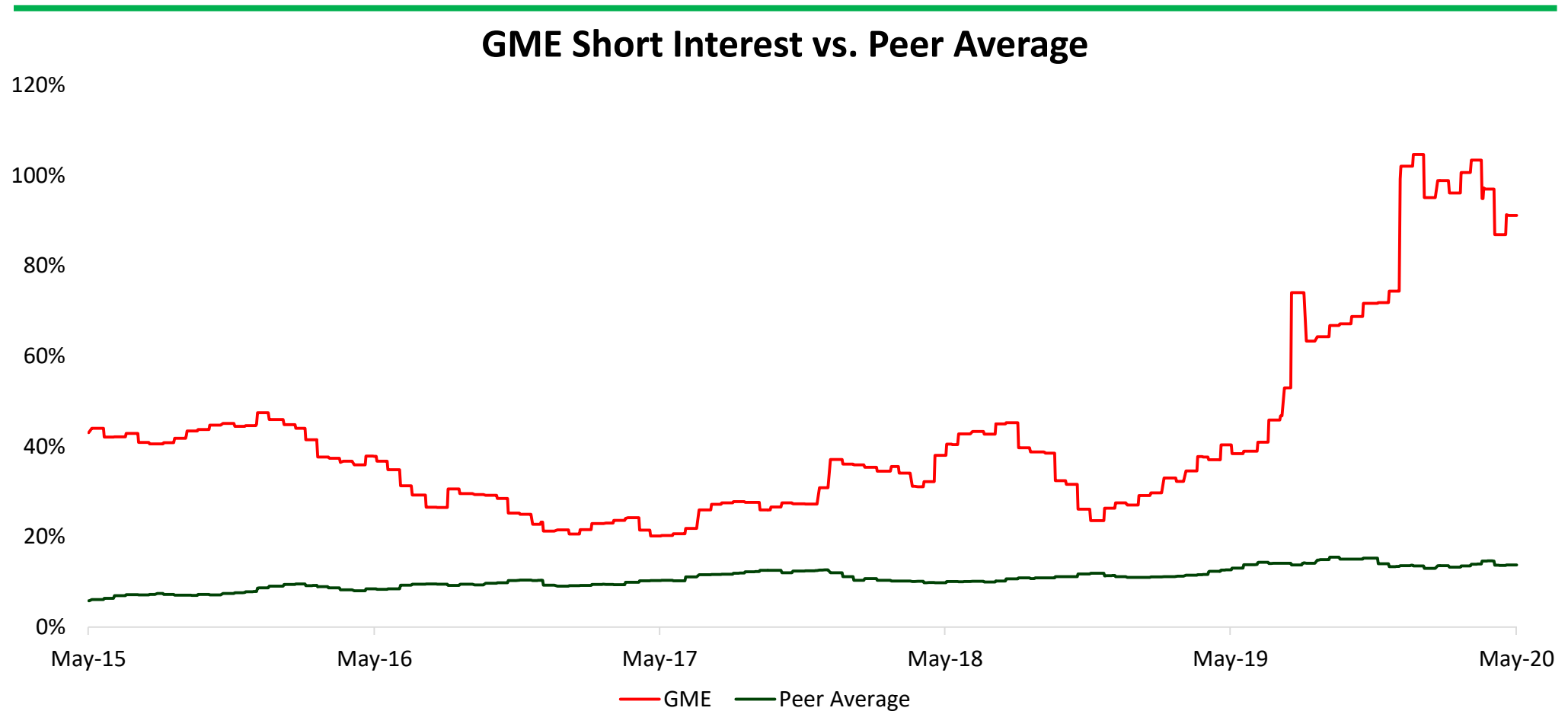


Loss of Physical Market Share

If you were shopping for a brand-new video game today, where would you be most likely to purchase it?

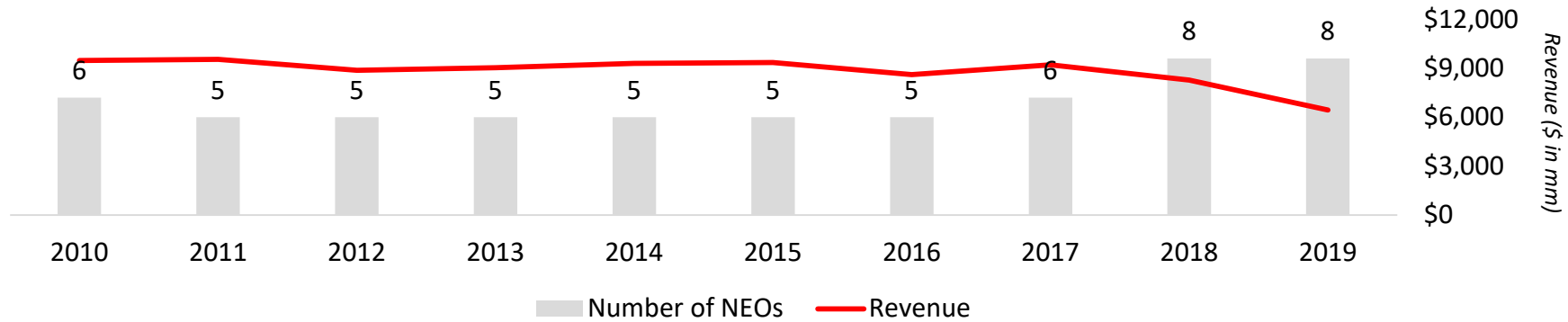


Investors Are Actively Betting Against the Current Plan

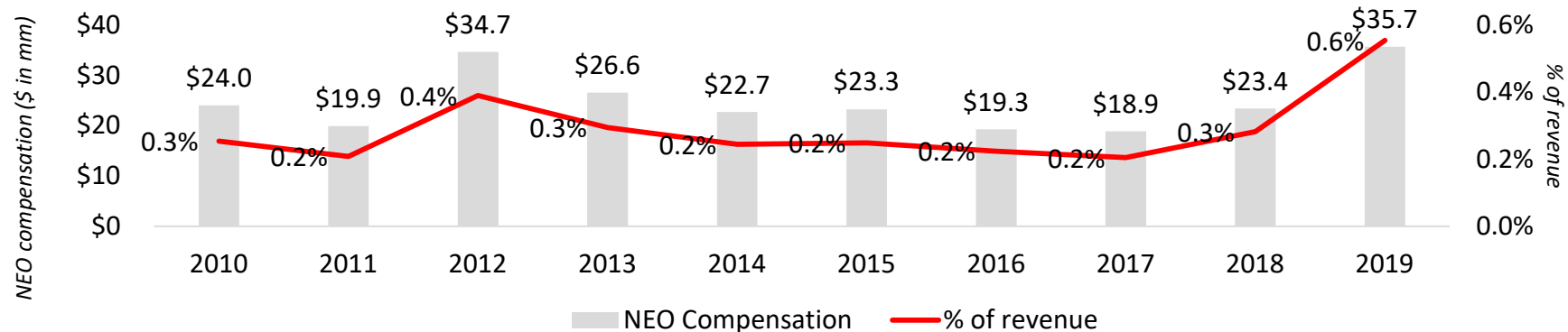


Examples of SG&A Bloat

The number of NEOs has grown while revenue has declined...



...and NEO compensation as a percentage of revenue has increased significantly



Examples of SG&A Bloat (continued)

Instead of reducing executive team, the C-Suite has only grown, with duplicate responsibilities

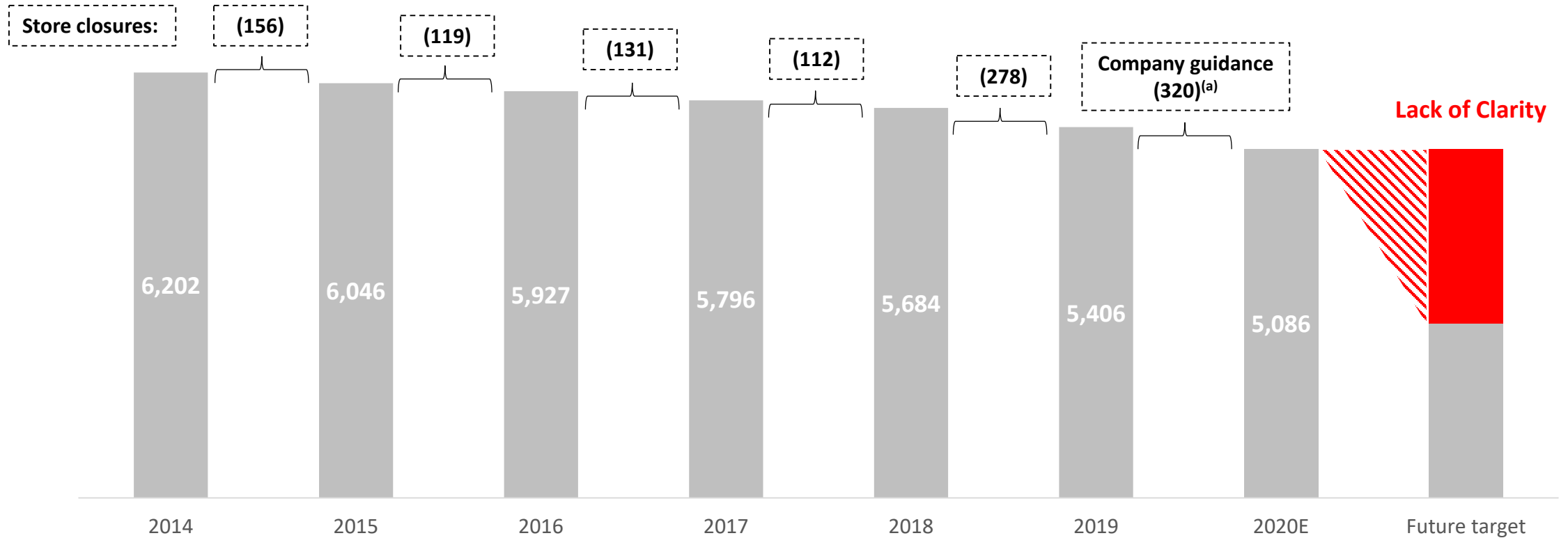
GAMESTOP REBOOT RESPONSIBILITIES

Executive	Appointed	Optimize the core business	Become the social / cultural gaming hub	Build a frictionless digital ecosystem	Transform vendor relationships
George Sherman <i>Chief Executive Officer</i>	April 2019	✓	✓	✓	✓
Jim Bell <i>Chief Financial Officer</i>	June 2019	✓			
Frank Hamlin <i>Chief Customer Officer</i>	June 2019		✓	✓	
Chris Homeister <i>Chief Merchandising Officer</i>	June 2019				✓
Dan Kaufman <i>Chief Transformation Officer</i>	May 2019	✓	✓	✓	✓
Consultants	Approximately April 2019	✓	✓	✓	✓

Two other NEOs already doing these things

Company Has Been Slow to Reduce Its Physical Footprint

Video Game Stores



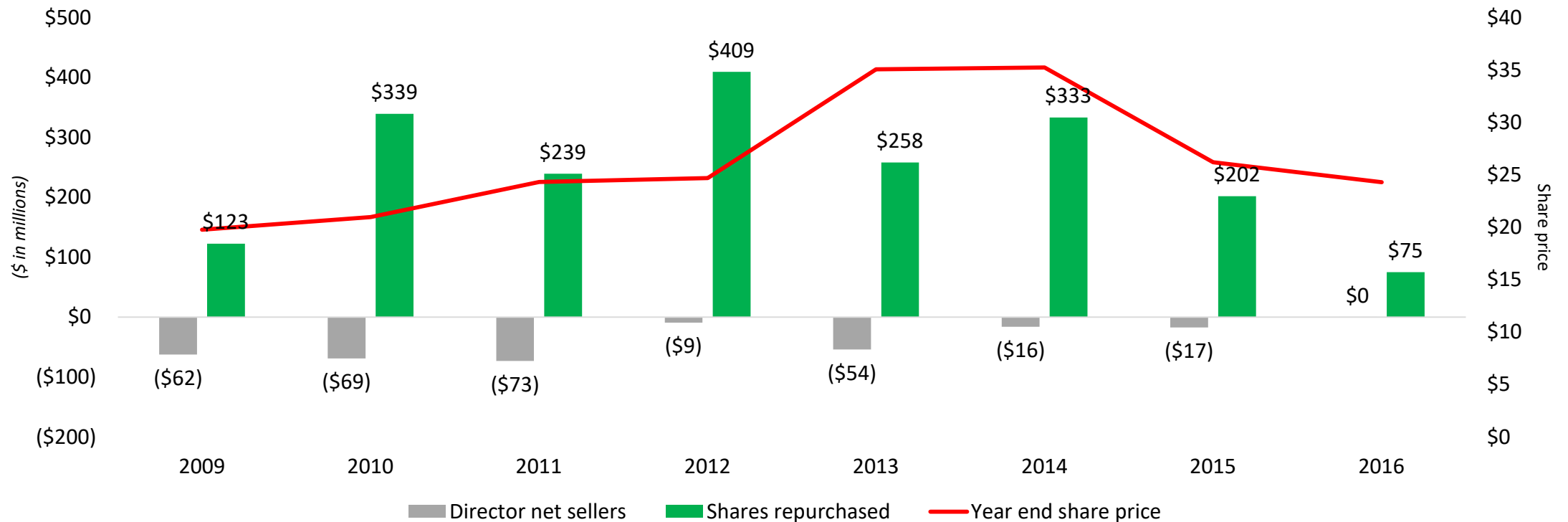
Slow decline of business has also perpetuated negative narrative

Management Faces a Challenging Refinancing

- In March 2016, GameStop issued \$475 million of 6.75% Senior Notes to *fund an ill-advised M&A strategy*
- The Notes *are due in March 2021* and currently have an outstanding balance of approximately \$420 million
- In late 2019 and early 2020, *when credit market conditions were much more favorable* than they are now, we urged the Company to refinance the Senior Notes that were due in *slightly over a year*
- However, GameStop's management team *was overly optimistic* in the Company's financial forecast and did not act
- Fast forward, *the COVID-19 pandemic* has drastically changed the credit markets and GME's financial projections
- *A sophisticated Chief Financial Officer and executive team*, would not have waited!
- The Company's refinancing becomes more challenging *every day that passes*, as GME *loses negotiating leverage over new capital*

Including 7 Current Directors, Directors Sold Stock While Having GameStop Buy Shares

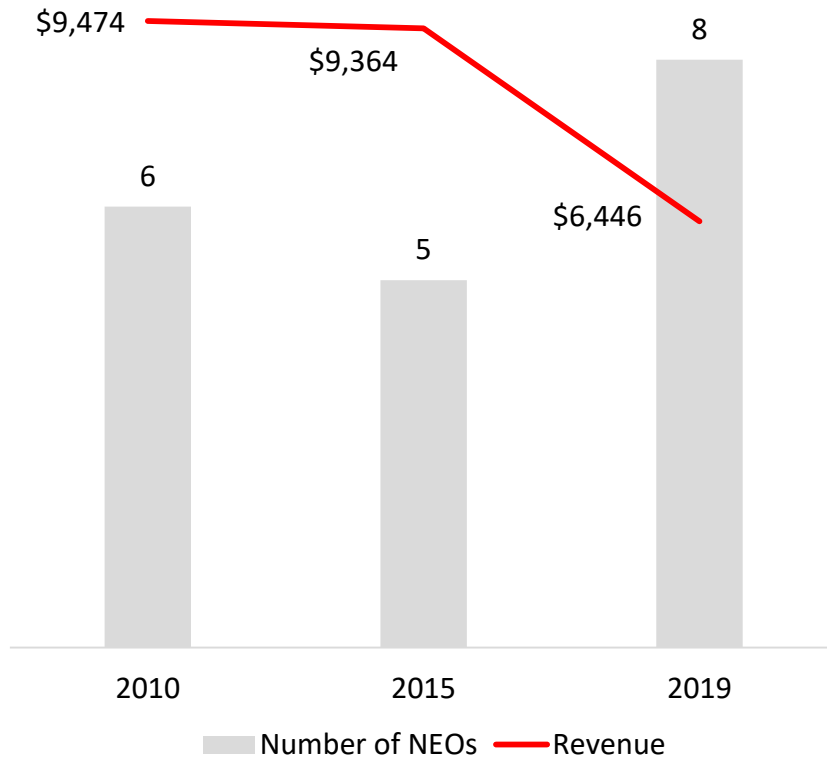
While the Board was using shareholder capital to repurchase stock, they were personally selling their own shares!



Executive Team and Pay Bloated

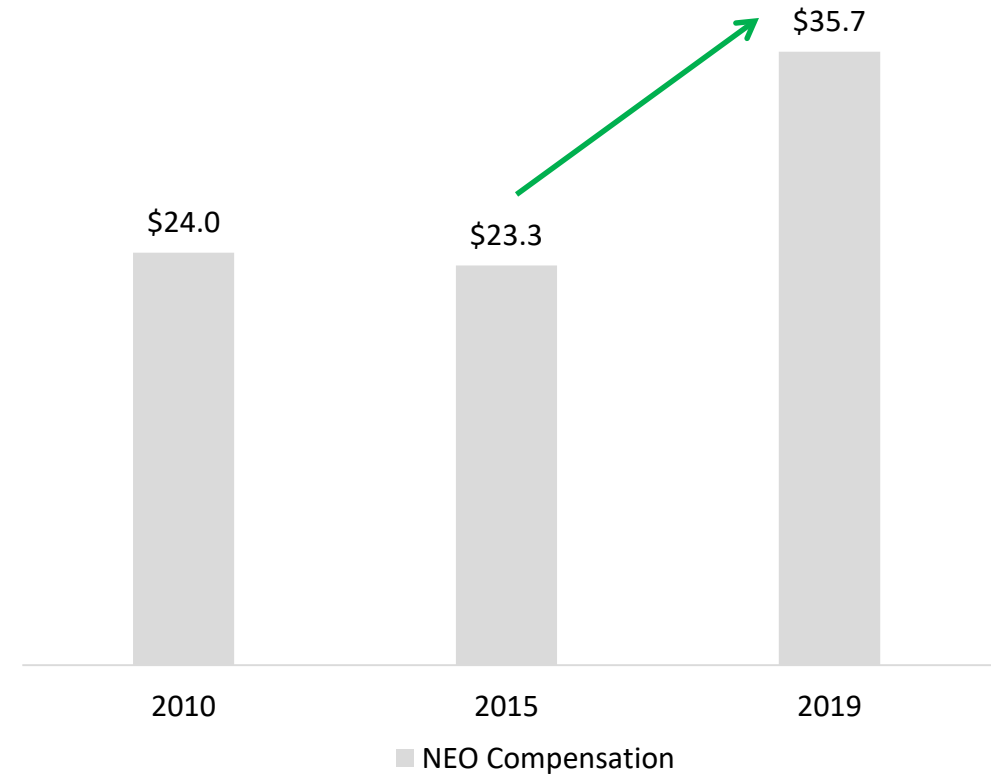
The number of NEOs has grown while revenue has declined...

(\$ in millions)



...and NEO compensation has increased significantly

(\$ in millions)



Executive Compensation Programs Have Been Poorly Designed

Single, Absolute Metric

- Use of an absolute performance condition as sole metric for the LTIP is inappropriate
- May largely reflect economic factors outside the control of executives



PROPOSAL

Measure performance with a mix of absolute and relative measures

One-Off Awards

- GME granted certain NEOs supplemental awards outside normal incentive plans
- Awards may undermine the relationship between performance and pay



PROPOSAL

Redesign incentive programs to provide appropriate incentives

Excessive Severance Payments

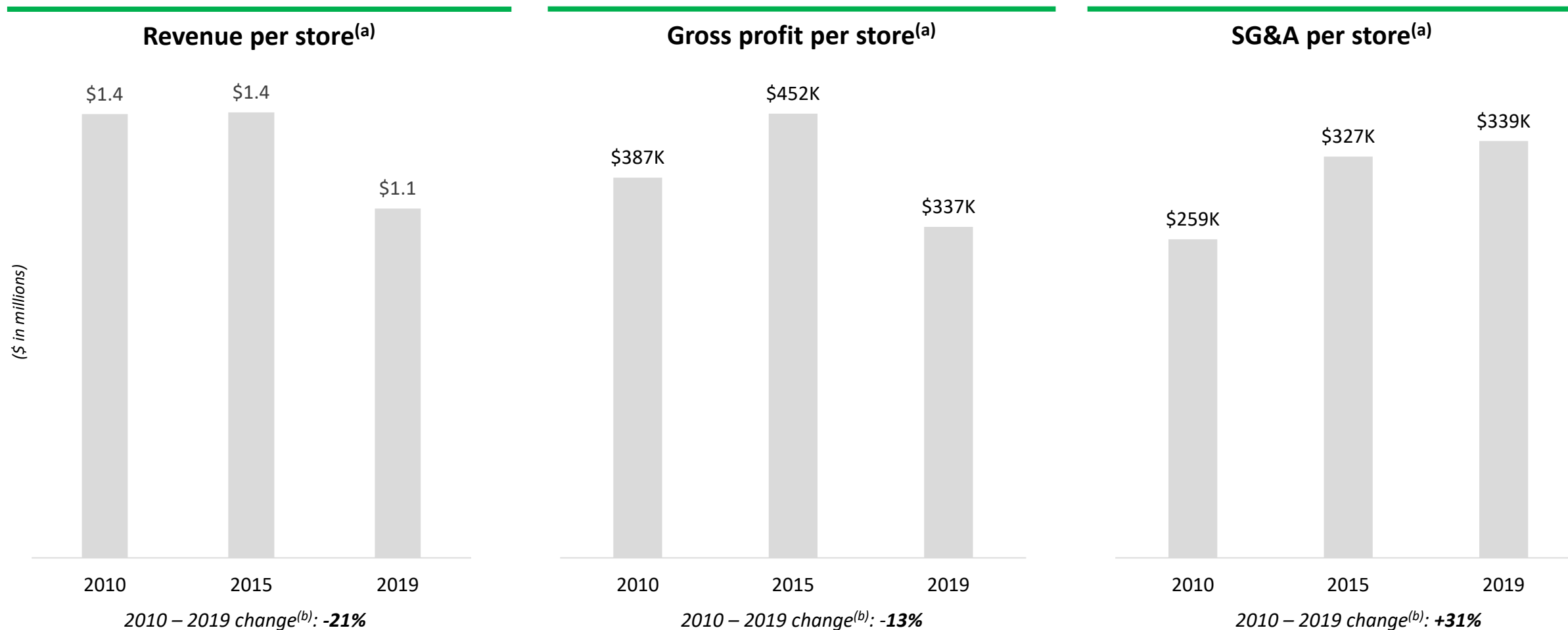
- Provided excessive payments to outgoing executives unrelated to change-of-control situations



PROPOSAL

Eliminate payments that are unrelated to company performance

Executive Compensation Programs Have Been Poorly Designed



Management Bonuses Have Been Misaligned with Shareholder Value

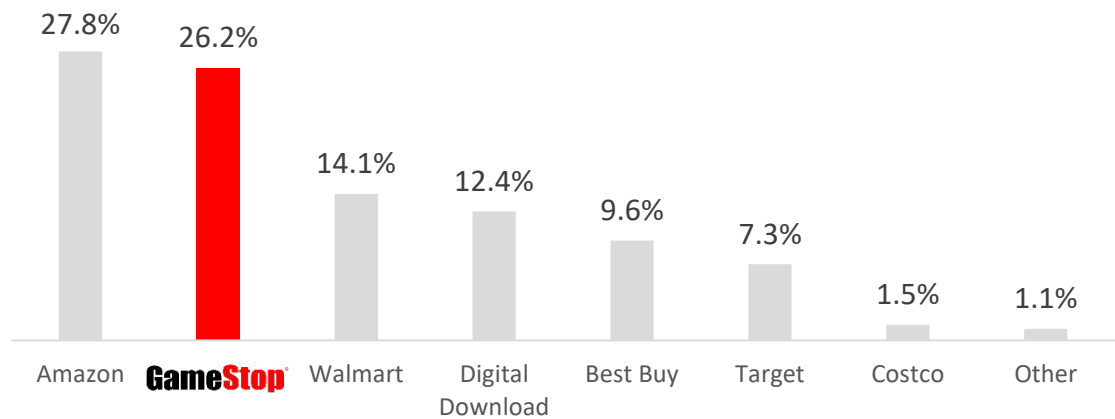
(\$ in millions)

Year	Performance Measure	Target	Actual	STI Earned	Weighting %	Payout as % of Target	BONUSES MISALIGNED WITH SHAREHOLDER VALUE
2015	Technology brands and other new concepts store growth	300 stores	591 stores	125%	25.0%	31.3%	Acquisition and development of AT&T stores, which were eventually sold
2016	Technology brands operating earnings	\$88	\$90	102%	25.0%	25.5%	Bonuses paid based on non-core business segment
2019	G&A cost savings vs. Fiscal 2018 Baseline	\$30.0	\$44.7	196%	16.7%	32.7%	SG&A increased dramatically as a percentage of revenues
2019	Successful completion of Tulsa Test	100.0%	100.0%	100%	16.7%	16.7%	Completing a test is their job, not an accomplishment worthy of a bonus

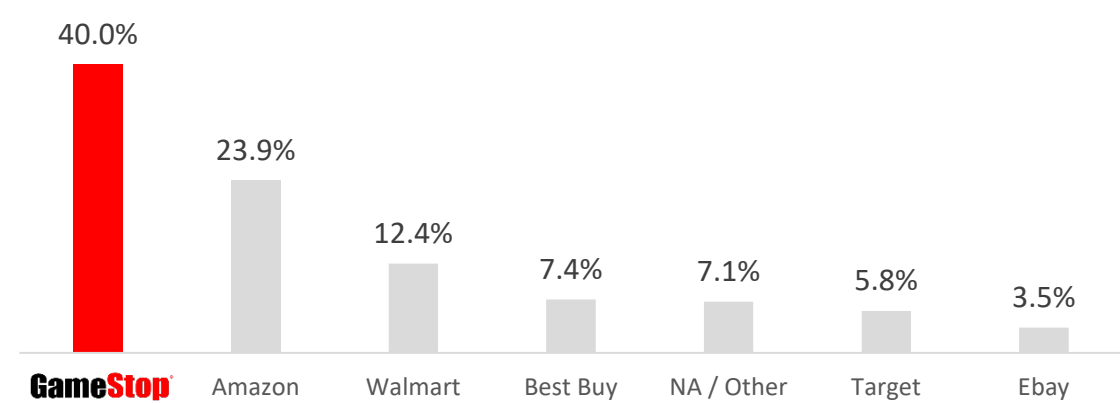
APPENDIX II: Consumer Demand is Not the Problem

GameStop Retains Mindshare with Customers

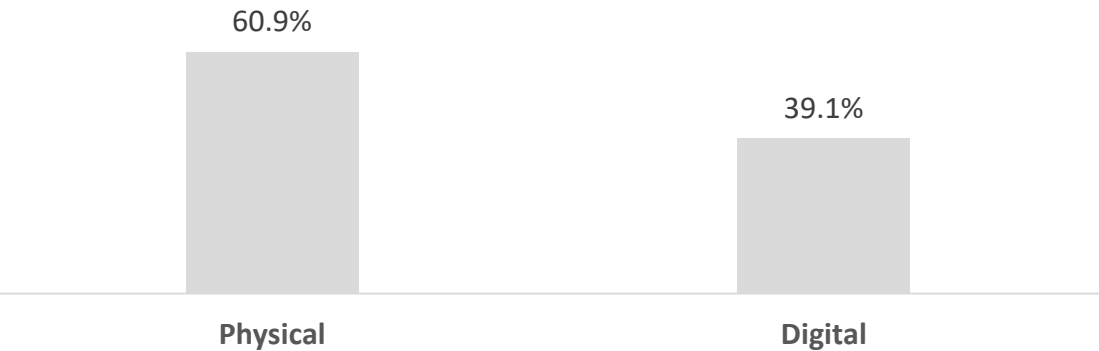
Where would you purchase a new game?



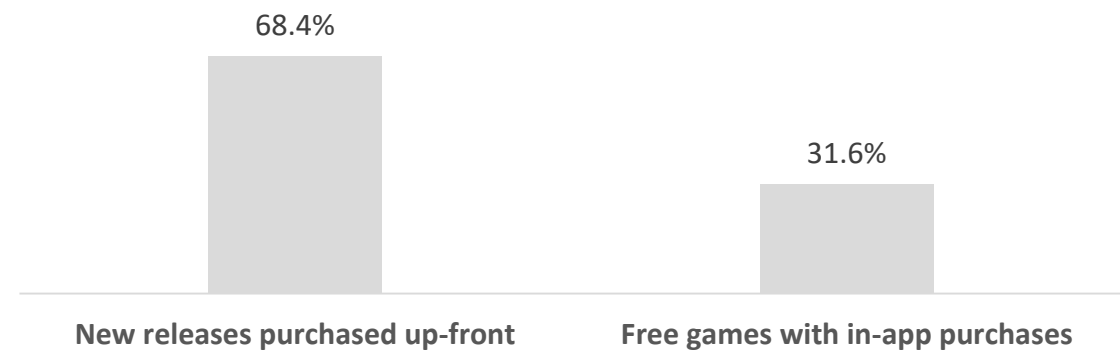
Where do you prefer to buy used games?



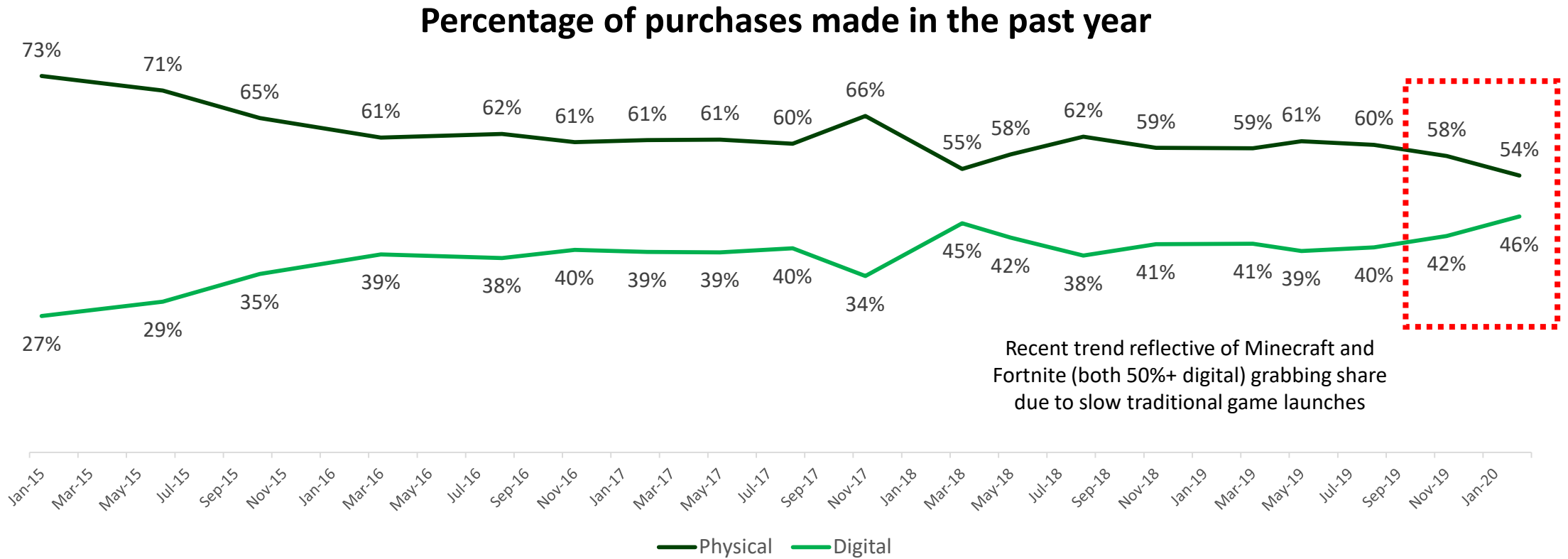
How did you purchase games for the Nintendo Switch?



Which do you prefer?

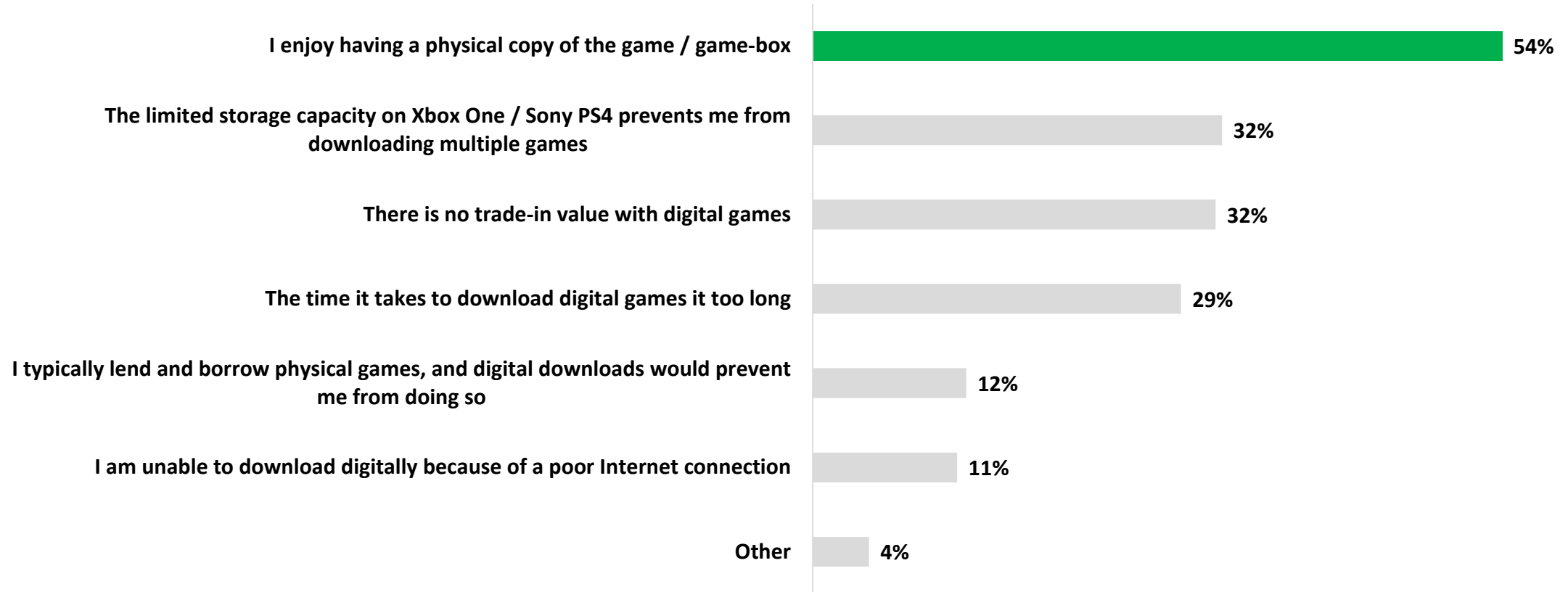


Digital Downloads Have Slowed Share Gains



Despite recent digital share gains, largely driven by increased market share by highly digital games Fortnite and Minecraft, due to slow game launches, digital penetration has plateaued

Physical Games Offer Value to Customers



Consumers demand, and will continue to get, physical games

GameStop Has Not Taken Bold Action



“If E3 is the Vatican, why is GameStop not the local church?”

- CCO Frank Hamlin, 2014

- After attending an E3 event in 2014, Frank Hamlin, Chief Customer Officer, pitched the idea of becoming the ‘local church’ of gaming
- **Management and the Board seemed to reject** this proposal by focusing their efforts on a failed retail strategy
- It took *six years* for GameStop to reverse its strategy
- In 2019, to create an experiential gaming experience, GameStop initiated its Tulsa market test in 12 stores including:
 - try-before-you buy,
 - eSports competitive gaming, and
 - a collectibles experience
- ***Results have yet to be announced***

Vote the WHITE Card

If you have any questions regarding your WHITE proxy card or need assistance in executing your proxy, please contact:



*Stockholders may call toll-free at (888) 368-0379
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