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# SECURITIES AND EXCHANGE COMMISSION

## Washington, D.C. 20549

### SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 16)\*

Allied Gaming & Entertainment Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

019170109

(CUSIP Number)

ROY CHOI  
KNIGHTED PASTURES, LLC, 1933 S. Broadway Suite 1146  
Los Angeles, CA, 90007  
213-222-8589

ANDREW FREEDMAN, ESQ.  
OLSHAN FROME WOLOSKY LLP, 1325 Avenue of the Americas  
New York, NY, 10019  
212-451-2300

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

06/02/2025

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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### SCHEDULE 13D

CUSIP No.	019170109
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1	Name of reporting person Knighted Pastures LLC
2	Check the appropriate box if a member of a Group (See Instructions) <input checked="checked" type="checkbox"/> (a) <input type="checkbox"/> (b)

3	SEC use only	
4	Source of funds (See Instructions) WC	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization CALIFORNIA	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 8,906,270.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 8,906,270.00
11	Aggregate amount beneficially owned by each reporting person 8,906,270.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 20.2 %	
14	Type of Reporting Person (See Instructions) OO	

**Comment for Type of Reporting Person:**

Percentage calculated based on 44,106,014 shares of Common Stock outstanding as of November 11, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission ("SEC") on November 14, 2024.

## SCHEDULE 13D

CUSIP No.	019170109
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1	Name of reporting person Choi Roy
2	Check the appropriate box if a member of a Group (See Instructions) <input checked="" type="checkbox"/> (a) <input type="checkbox"/> (b)
3	SEC use only
4	Source of funds (See Instructions) PF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>

6	<b>Citizenship or place of organization</b> UNITED STATES	
<b>Number of Shares Beneficially Owned by Each Reporting Person With:</b>	7	<b>Sole Voting Power</b> 0.00
	8	<b>Shared Voting Power</b> 11,986,423.00
	9	<b>Sole Dispositive Power</b> 0.00
	10	<b>Shared Dispositive Power</b> 11,986,423.00
11	<b>Aggregate amount beneficially owned by each reporting person</b> 11,986,423.00	
12	<b>Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)</b> <input type="checkbox"/>	
13	<b>Percent of class represented by amount in Row (11)</b> 27.2 %	
14	<b>Type of Reporting Person (See Instructions)</b> IN	

**Comment for Type of Reporting Person:**

Percentage calculated based on 44,106,014 shares of Common Stock outstanding as of November 11, 2024, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the SEC on November 14, 2024.

## SCHEDULE 13D

**Item 1. Security and Issuer**

**(a) Title of Class of Securities:**

Common Stock, par value \$0.0001 per share

**(b) Name of Issuer:**

Allied Gaming & Entertainment Inc.

**(c) Address of Issuer's Principal Executive Offices:**

745 FIFTH AVENUE, SUITE 500, NEW YORK, NEW YORK , 10151.

**Item 1 Comment:**

The following constitutes Amendment No. 16 to the Schedule 13D filed by the undersigned ("Amendment No. 16"). This Amendment No. 16 amends the Schedule 13D as specifically set forth herein. Unless otherwise defined herein, all capitalized terms used herein shall have the meanings given to them in the Schedule 13D.

**Item 4. Purpose of Transaction**

Item 4 is hereby amended to add the following:

On June 2, 2025, Knighted delivered a letter to the Issuer (the "Notice"), nominating three highly qualified director candidates, Peter Chun, Howard Donaldson and Adam Rymer, as Class C nominees (the "Class C Nominees") for election to the Issuer's board of directors (the "Board") at the combined 2024 and 2025 annual meeting of stockholders of the Issuer (the "Annual Meeting"). Knighted intends to solicit support for the election of its Class C Nominees together with its previously nominated, highly qualified Class B nominees, Roy Choi, Walter Ivey Delph III, and Jennifer van Dijk (the "Class B Nominees" and together with the Class C Nominees, the "Knighted Nominees") at the Annual Meeting. Knighted also submitted a business proposal for the removal, for cause, of Class A director Yangyang Li, from the Board in the Notice.

As described in more detail in their biographies below, the Knighted Nominees have backgrounds spanning finance, entertainment, technology, media and gaming. Knighted carefully selected this highly qualified slate of director candidates, who collectively have decades in the technology, gaming and media industries, including experience as CEOs, senior executives and founders of well-performing media and technology enterprises.

The Knighted Nominees are:

Class B Nominees:

Roy Choi has served as Co-Founder, Chief Executive Officer and Manager of Knighted Ventures, LLC, a multi-faceted gaming and entertainment enterprise, since 2011. In July 2019, Mr. Choi co-founded the Bay Area Panthers, a professional indoor football team and member of the Indoor Football League ("IFL"). Mr. Choi has also served as Partner at Neer Motion LLC, an artist and talent agency representing a curated roster of cinematographers and directors, since 2018. Previously, Mr. Choi served as Co-Founder of the San Diego Strike Force, a professional indoor football team and member of the IFL, from September 2018 to October 2024, and as Co-Founder of KCM Agency, a multicultural digital marketing agency based in Los Angeles, California, from July 2011 to January 2021. Mr. Choi currently serves on the board of directors of Ananda Scientific, Inc., a research-focused biotech company, since March 2024, and as Chairman of the board of directors at PM Studios, Inc., a video game company specializing in a variety of categories including music, arcade, and online multiplayer, since January 2020. Mr. Choi also holds senior positions at various non-profits, including serving as Executive Producer and Chair of the board of directors of Kollaboration, a non-profit promoting and showcasing emerging Asian Pacific artists across North America, since 2003; Founder and Chair of the board of directors of Children in Harmony's Amani Project, an organization fostering gender equity through music education in developing communities, since 2016; and as a member of the Board of Trustees of the Southern California Institute of Architecture, a private architecture school in Los Angeles, since January 2021. Mr. Choi earned a B.A. in Cinema from the University of Southern California and M.B.A.s from Columbia Business School and London Business School.

Walter Ivey Delph III currently serves as President of Delph Enterprises, an advisory company focused on product development, fundraising and digital transformation, since 2011 and as President of Mahway LLC, an investment company, since February 2024. Mr. Delph is also currently an advisor to 150Bond, LLC, a consulting services company, since May 2020. Previously, Mr. Delph served in various executive roles, including Chief Business Officer and Senior Vice President at Magic Leap, Inc., an American technology company and producer of head-mounted augmented reality display systems, from September 2020 to April 2022. Mr. Delph served as the Partner and Managing Director at Boston Consulting Group, Inc., a global consulting firm, where he served as the North American Head from April 2014 to August 2020. From 2012 to 2014, he served as the Chief Executive Officer at Adly, Inc. ("Adly"), a digital marketing and machine learning software company. Prior to that, Mr. Delph served as the Chief Operating Officer and Senior Vice President at News Corporation (NASDAQ: NWSA), a global media and publishing company, from November 2010 to February 2012; Senior Vice President of Digital Operations at Twentieth Century Fox, Inc. (n/k/a 20th Century Studios) (formerly NASDAQ: TFCFA, TFCF), a multinational mass media and entertainment conglomerate, from 2007 to 2010; and Director of Broadband & Mobile Content Strategy at Verizon Communications, Inc. (NYSE: VZ) ("Verizon"), a telecommunications company, from September 2004 to November 2007, during which time he also served as Verizon's Director of IPTV, Gaming and Wireless Content from 2005 to 2006. Mr. Delph began his career as an Analyst in Investment Banking at The Goldman Sachs Group, Inc. (NYSE: GS), a global investment bank and financial services company, from 1997 to 1999. Mr. Delph served as an advisor to Wurrly, LLC, a mobile application that provides customizable sound and musical recordings, from 2015 to July 2020 and to ATTN, Inc., a content network, production studio, and creative agency, from 2014 to January 2019. Previously, Mr. Delph served on the board of directors of Adly, from 2012 to 2014. Mr. Delph currently serves on the Advisory Boards of the Los Angeles Kings, a professional ice hockey team of the National Hockey League, since September 2017, and Burberry Group, plc (LSE: BRBY), a British luxury fashion house and distributor, since September 2019. From January 2011 to March 2015, he served on the Advisory Board of Vegas.com, a destination-specific online travel agency. Mr. Delph currently serves on the Board of Governors of Cedars Sinai Medical Group, a nonprofit teaching hospital, since 2017, and previously served on the Board of Trustees of the Brentwood School, an independent, co-ed K-12 day school located in Los Angeles, from January 2019 to March 2023, and as an Advisor to All Star Code, a non-profit organization, from 2014 to 2019. Mr. Delph earned a B.A. from Middlebury College and an M.B.A. from Harvard University.

Jennifer van Dijk has served as Chief Executive Officer at Superplastic, Inc., a character-driven animated intellectual property company, since September 2023. Prior to this, Ms. van Dijk served as President of the American Division at Dapper Labs, Inc., a blockchain-focused digital collectibles company, from May 2022 to August 2023, and as Chief Executive Officer at Hoonigan, LLC (f/k/a Wheel Pros, LLC), a leading provider of aftermarket vehicle enhancements, from November 2020 to May 2022. From April 2018 to October 2020, she served as Executive Vice President of Digital and Content Partnerships at Wasserman Media Group, LLC, a multimedia marketing and talent management company, where she re-joined after previously serving as Senior Vice President of Digital from 2008 to 2015. Prior to that, Ms. van Dijk served as Chief Strategy Officer and Vice President, Partnerships for the Los Angeles Clippers, a National Basketball Association (NBA) team, from 2016 to 2018, where she led corporate partnerships and digital content initiatives. She also served as Vice President, Team Marketing & Business Operations at the NBA, from 2015 to 2016, where she directed the Team Sponsorship Development group, consulting for all 30 NBA teams. Earlier in her career, Ms. van Dijk served as Vice President of Digital Strategy at IMG Worldwide, LLC (now Endeavor), a global sports and culture company, from 1998 to 2008. Ms. van Dijk earned a B.A. in Political Science from Mount Holyoke College.

#### Class C Nominees:

Peter Chun has served as Executive Vice President and Global Head of Platforms, Algorithms and Culture at VaynerX, LLC ("VaynerX"), a global modern marketing and communications holding company, since November 2024. Mr. Chun is also a Partner for S WDSH USA, LLC, a consumer-packaged goods distributor, since January 2024 and is a Managing Member of Alpha Soup, LLC, a consulting and advisory service focused on marketing and brand building rooted in driving business outcomes, since January 2023. Previously at VaynerX, Mr. Chun served as Senior Vice President and Global Head of Partnerships & Growth from January 2020 to March 2025. Prior to that, Mr. Chun served as Vice President of Platform Strategy & Growth at SocialCode LLC, a technology and insights company that manages digital advertising for the world's leading consumer brands, from 2015 to 2019 and was the Co-Founder and Chief Executive Officer of Swaag.it, LLC, an online platform that allows users to discover new merchants and fashion brands using AI technology, from 2011 to 2017. Mr. Chun also served as the Head of Solutions at Clickable, Inc., an AI-powered advertising platform designed to simplify the creation of brand advertisements across various marketing channels, from 2010 to 2012 after serving as Senior Director, Platform from 2008 to 2010. Prior to that, Mr. Chun served as Managing Director of Search Marketing at Rakuten Advertising (f/k/a LinkShare Corporation), a company providing businesses with innovative tools and services to enhance online marketing efforts, from 2005 to 2008 after serving as Senior Manager of Search Marketing from 2004 to 2005. Mr. Chun received his B.B.A. in Marketing from the George Washington University School of Business.

Howard Donaldson is the Founder and has served as Chief Executive Officer and Chairman of the board of directors of Lunar Owl Consulting, a business consulting advisory firm focused on leading video game, digital media, entertainment and software technology companies toward better performance, since February 2016. Mr. Donaldson also currently serves as a director on the board of The18 LLC, a private digital media company with a focus on soccer, since April 2020. Previously, Mr. Donaldson served in various executive roles, including as Treasurer of Playcorp, Inc. ("Playcorp"), a video game software company and subsidiary of Playcorp Holdings Pty. Ltd, from February 2020 to November 2022; Partner and Chief Financial Officer for Vanedge Capital Ltd, a venture capital fund investing in technology companies, from 2012 to 2015; President of the DigiBC, a not-for-profit industry association for digital media in British Columbia, from 2011 to 2015; COO of Propaganda Games, a game development studio, from January 2005 until its acquisition in April 2005; Vice President of Studio Operations of Disney Interactive Studios, Inc., a video game developer and publisher owned by The Walt Disney Company (NYSE: DIS), from 2005 to 2011, where he also served as Vice President of Finance and Administration from 1994 to 1997. Mr. Donaldson also served as the Vice President and Chief Financial Officer of Electronic Arts Canada, the Canadian division of Electronic Arts Inc. (NASDAQ: EA), a video game company, from 1997 to 2004, and Vice President, Controller of Macmillan McGraw-Hill School Publishing Company Joint Venture, an educational publishing company that focused on creating K-12 educational materials, from 1988 to 1994. Additionally, Mr. Donaldson previously served on the boards of directors of multiple companies, including AMPD Ventures Inc. (CSE: AMPD) (OTCQB: AMPDF), a company specialized in providing high-performance cloud and compute solutions for low-latency applications including video games and eSports, from October 2019 to May 2023; Indigo Medical Group, an operator of multispecialty medical and wellness clinics in the Greater Vancouver Area, from October 2019 to December 2022, where he served as Chairman of the board; Good Gamer Entertainment Inc. (TSXV: GOOD), an online esports skills-based real-money gaming tournament management platform, from October 2021 to May 2024; T

CI Entertainment, an operator of a gaming and technology platform intended for strategic acquisition of growth, disruptive mobile gaming and mobile commerce companies, from May 2021 to July 2022, where he served as Chairman of the board; Playcorp, from February 2020 to November 2022; The Canadian Venture Capital & Private Equity Association, a non-governmental organization which promotes the development of the Canadian venture capital and private equity industry, from 2013 to 2015; DigiBC, from 2008 to 2015, where he served as Chairman of the board; and 90 Degree Software, Inc., a developer of business software and intelligence solutions, from 2004 until its acquisition by Microsoft, Inc. in 2008. Mr. Donaldson received a BBA from The University of Michigan, and an MBA from The University of Detroit. Mr. Donaldson also earned a Certified Public Accountant designation (inactive).

Adam Rymer has served as Chief Commercial Officer of Regal Cinemas, a leading movie theater chain and subsidiary of Cineworld Group plc, since February 2025. Mr. Rymer also currently serves as Executive Chairman of WiVu, Inc., a company focused on redefining out-of-home social content viewing, since co-founding the company in May 2020. Previously, Mr. Rymer served as President of Reason Advisory, a media and technology consultancy firm, from 2019 to February 2025. He also served as Chief Product Officer of ProbablyMonsters Inc., an independent video game developer, from January 2024 to November 2024, and as Senior Advisor at FTI Delta, a business transformation consultancy and division of FTI Consulting, Inc. (NYSE: FCN), from July 2023 to December 2023. From July 2020 to July 2023, he served as Chief Executive Officer and Strategic Advisor of OpTic Gaming, a global esports and media company. Prior to that, Mr. Rymer served as President of the Digital Networks division of Legendary Entertainment, a global entertainment company, from 2015 to 2019, and was the Co-Founder and served as Chief Operating Officer, and Chief Financial Officer of Lava Bear Films LLC, a film financing and production company, from 2010 to 2014. Earlier in his career, he served as Senior Vice President, Digital Platforms from 2006 to 2009 and as Vice President, Strategic Planning & Business Development from 2002 to 2006 at Universal Pictures, a division of Comcast Corporation (NASDAQ: CMCSA). He also served as Manager, Strategic Planning & Business Development at Universal Music Group N.V. (EURONEXT Amsterdam: UMG), from 1999 to 2000. Mr. Rymer has served as a member of the board of directors of Adeia Inc. (NASDAQ: ADEA), a licensing business focused on innovations in hybrid bonding and digital media, since August 2023. Mr. Rymer received his B.A. from Harvard University and his M.B.A. from The Wharton School of the University of Pennsylvania.

**Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer**

Item 6 is hereby amended to add the following:

On June 2, 2025, Knighted and the Nominees entered into an Amended and Restated Group Agreement (the "A&R Group Agreement") in connection with the Annual Meeting pursuant to which, among other things, (i) that certain group agreement, dated October 31, 2024, between Knighted and the Class B Nominees, was superseded in its entirety, (ii) the parties agreed to the joint filing on behalf of each of them of statements on Schedule 13D with respect to the securities of the Issuer to the extent required by applicable law, (iii) the parties agreed to solicit proxies for the election of certain persons nominated for election to the Board at the Annual Meeting, (iv) each Nominee agreed not to enter into any transactions in the securities of the Issuer without the prior written consent of Knighted, and (v) Knighted agreed to bear all approved expenses incurred in connection with the Group's activities. A copy of the A&R Group Agreement is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Each of the Knighted Nominees (other than Mr. Choi) has granted Mr. Choi a power of attorney to execute certain SEC filings and other documents in connection with the solicitation of proxies at the Annual Meeting. The Powers of Attorney are attached hereto as Exhibit 99.2 and incorporated herein by reference.

**Item 7. Material to be Filed as Exhibits.**

Item 7 is hereby amended to add the following exhibits:

99.1 - Amended and Restated Group Agreement, by and among Knighted Pastures, LLC, Roy Choi, Peter Chun, Walter Ivey Delp III, Jennifer van Dijk, Howard Donaldson, and Adam Rymer, dated June 2, 2025.

99.2 - Powers of Attorney.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

**Knighted Pastures LLC**

Signature: /s/ Roy Choi  
Name/Title: Roy Choi, Manager  
Date: 06/04/2025

**Choi Roy**

Signature: /s/ Roy Choi  
Name/Title: Roy Choi  
Date: 06/04/2025

## AMENDED AND RESTATED GROUP AGREEMENT

WHEREAS, certain of the undersigned are stockholders, direct or beneficial, of Allied Gaming & Entertainment Inc., a Delaware corporation (the “Company”);

WHEREAS, certain of the undersigned are parties to that certain Group Agreement, dated October 31, 2024 (the “Original Group Agreement”), for the purpose of, among other things, coordinating their activities with respect to the Company;

WHEREAS, Knighted Pastures, LLC, a California limited liability company and Roy Choi (collectively, “Knighted”), and Walter Ivey Delph III, Jennifer van Dijk, Peter Chun, Howard Donaldson and Adam Rymer (each a “Nominee” and collectively, the “Nominees” and together with Knighted, each a “Party” and collectively, “Parties” or the “Group”) wish to enter into this Amended and Restated Group Agreement (this “Agreement”) to supersede and amend and restate the Original Group Agreement in its entirety; and

WHEREAS, the Parties desire to form a group for the purpose of (i) seeking representation on the Board of Directors of the Company (the “Board”) at the 2024 and 2025 annual meeting of stockholders of the Company (including any other meeting of stockholders held in lieu thereof, and any adjournments, postponements, reschedulings or continuations thereof, the “Annual Meeting”), (ii) soliciting proxies for the election of certain persons nominated for election to the Board at the Annual Meeting (including those nominated by or on behalf of Knighted), (iii) taking all other action necessary to achieve the foregoing and (iv) taking any other actions the Group (as defined below) determines to undertake in connection with their respective investment in the Company (collectively, the “Purposes”).

NOW, THEREFORE, in consideration of the foregoing premises and the mutual covenants and agreements contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties, intending to be legally bound hereby, agree, on this 2<sup>nd</sup> day of June 2025, as follows:

1. The Original Group Agreement is hereby superseded in its entirety and shall be of no further force or effect.
  2. In accordance with Rule 13d-1(k)(1)(iii) under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), each of the undersigned agrees to the joint filing on behalf of each of them of statements on Schedule 13D, and any amendments thereto, with respect to the securities of the Company to the extent required by applicable law. Each member of the Group shall be responsible for the accuracy and completeness of his, her or its own disclosure therein and shall not be responsible for the accuracy and completeness of the information concerning the other members of the Group, unless such member knows or has reason to know that such information is inaccurate.
  3. So long as this Agreement is in effect, each Nominee agrees to provide Knighted advance written notice prior to effecting any purchase, sale, acquisition or disposition any securities of the Company which such Nominee has, or would have, direct or indirect beneficial ownership so that Knighted has an opportunity to review the potential implications of any such transaction in the securities of the Company and pre-clear any such potential transaction in the securities of the Company by any of the Nominees. Each Nominee agrees that such Nominee shall not undertake or effect any purchase, sale, acquisition or disposition of any securities of the Company without the prior written consent of Knighted. For purposes of this Agreement, the term “beneficial ownership” shall have the meaning of such term set forth in Rule 13d-3 under the Exchange Act.
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4. So long as this Agreement is in effect, each of the undersigned shall provide written notice to Olshan Frome Wolosky LLP (“Olshan”) of (i) any of their purchases or sales of securities of the Company; or (ii) any securities of the Company over which they acquire or dispose of beneficial ownership. Notice shall be given no later than 24 hours after each such transaction.
  5. Each of the undersigned agrees to form the Group for the Purposes as set forth above.
  6. Knighted shall have the right to pre-approve all expenses incurred in connection with the Group’s activities and agrees to pay directly all such pre-approved expenses.
  7. Each Party agrees that any filing with the SEC, press release or other communication proposed to be made or issued by the Group or any member of the Group in connection with the Group’s activities shall first be approved by Knighted.
  8. The relationship of the Parties shall be limited to carrying on the business of the Group in accordance with the terms of this Agreement. Such relationship shall be construed and deemed to be for the sole and limited purpose of carrying on such business as described herein. Nothing herein shall be construed to authorize any Party to act as an agent for any other Party, or to create a joint venture or partnership, or to constitute an indemnification. Each Party agrees to use his, her or its reasonable efforts to avoid taking any action that may cause any other person or entity to be deemed to be a member of the Group without the prior consent of a Knighted. Except as provided in Section 3 and Section 4, nothing herein shall restrict any Party’s right to purchase or sell securities of the Company, as he, she or it deems appropriate, in his, her or its sole discretion, provided that all such purchases and sales are made in compliance with all applicable securities laws and the provisions of this Agreement.
  9. This Agreement may be executed in two or more counterparts, which together shall constitute a single agreement. Any signature to this Agreement transmitted by facsimile transmission, by electronic mail in “portable document format” (“pdf”) form or by any other electronic means intended to preserve the original graphic and pictorial appearance of a document shall have the same effect as physical delivery of the paper document bearing the original signature.
  10. This Agreement is governed by and will be construed in accordance with the laws of the State of New York. In the event of any dispute arising out of the provisions of Agreement or their investment in the Company, the Parties consent and submit to the exclusive jurisdiction of the United States District Court for the Southern District of New York located in the Borough of Manhattan or the courts of the State of New York located in the County of New York.
  11. This Agreement shall terminate on the earliest to occur of (i) the certification of the results of the Annual Meeting or (ii) the written agreement of Knighted. Notwithstanding the foregoing, Section 6 (solely with respect to Expenses incurred prior to the termination of this Agreement) and Section 10 shall survive any termination of this Agreement.
  12. Each Party hereby waives the application of any law, regulation, holding, or rule of construction providing that ambiguities in an agreement or other document will be construed against the party drafting such agreement or document.
  13. The terms and provisions of this Agreement may not be modified, waived or amended without the written consent of each of the Parties.
  14. Each Party acknowledges that Olshan shall act as counsel for both the Group and Knighted relating to their investment in the Company.

15. Each Party hereby agrees that this Agreement shall be filed as an exhibit to any Schedule 13D required to be filed under applicable law pursuant to Rule 13d-1(k)(1)(iii) under the Exchange Act.

[Signature Pages Follow]

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the day and year first above written.

KNIGHTED PASTURES, LLC

By:       /s/ Roy Choi  
          Name:       Roy Choi  
          Title:       Manager

/s/ Roy Choi  
ROY CHOI

---

/s/ Walter Ivey Delph III  
WALTER IVEY DELPH III

---

/s/ Jennifer Van Dijk  
JENNIFER VAN DIJK

---

/s/ Peter Chun  
PETER CHUN

---

/s/ Howard Donaldson  
HOWARD DONALDSON

---

/s/ Adam Rymer  
ADAM RYMER

**POWER OF ATTORNEY**

Know all by these presents, that the undersigned hereby constitutes and appoints Roy Choi the undersigned's true and lawful attorney-in-fact to take any and all action in connection with (i) the undersigned's beneficial ownership of, or participation in a group with respect to, securities of Allied Gaming & Entertainment Inc., a Delaware corporation (the "Company") directly or indirectly beneficially owned by Knighted Pastures, LLC or any of its affiliates (collectively, the "Knighted Group") and (ii) any proxy solicitation of the Knighted Group to elect the Knighted Group's slate of director nominees to the board of directors of the Company at the 2024 and 2025 annual meeting of stockholders of the Company, including any adjournments or postponements thereof (the "Solicitation"). Such action shall include, but not be limited to:

1. executing for and on behalf of the undersigned any Schedule 13D, and amendments thereto, filed by the Knighted Group that are required to be filed under Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder in connection with the undersigned's beneficial ownership of, or participation in a group with respect to, securities of the Company or the Solicitation;
2. executing for and on behalf of the undersigned all Forms 3, 4 and 5 required to be filed under Section 16(a) of the Exchange Act and the rules thereunder in connection with the undersigned's beneficial ownership of, or participation in a group with respect to, securities of the Company or the Solicitation;
3. executing for and on behalf of the undersigned all Group Agreements or similar documents pursuant to which the undersigned shall agree to be a member of the Knighted Group;
4. performing any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such document, complete and execute amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
5. taking any other action of any type whatsoever in connection with the Solicitation, including entering into any settlement agreement, that in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming that such attorney-in-fact, or such attorney-in-fact's substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Section 13(d), Section 16 or Section 14 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer a member of the Knighted Group unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 2nd day of June 2025.

/s/ Peter Chun  
**PETER CHUN**

**POWER OF ATTORNEY**

Know all by these presents, that the undersigned hereby constitutes and appoints Roy Choi the undersigned's true and lawful attorney-in-fact to take any and all action in connection with (i) the undersigned's beneficial ownership of, or participation in a group with respect to, securities of Allied Gaming & Entertainment Inc., a Delaware corporation (the "Company") directly or indirectly beneficially owned by Knighted Pastures, LLC or any of its affiliates (collectively, the "Knighted Group") and (ii) any proxy solicitation of the Knighted Group to elect the Knighted Group's slate of director nominees to the board of directors of the Company at the 2024 and 2025 annual meeting of stockholders of the Company, including any adjournments or postponements thereof (the "Solicitation"). Such action shall include, but not be limited to:

1. executing for and on behalf of the undersigned any Schedule 13D, and amendments thereto, filed by the Knighted Group that are required to be filed under Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder in connection with the undersigned's beneficial ownership of, or participation in a group with respect to, securities of the Company or the Solicitation;
2. executing for and on behalf of the undersigned all Forms 3, 4 and 5 required to be filed under Section 16(a) of the Exchange Act and the rules thereunder in connection with the undersigned's beneficial ownership of, or participation in a group with respect to, securities of the Company or the Solicitation;
3. executing for and on behalf of the undersigned all Group Agreements or similar documents pursuant to which the undersigned shall agree to be a member of the Knighted Group;
4. performing any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such document, complete and execute amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
5. taking any other action of any type whatsoever in connection with the Solicitation, including entering into any settlement agreement, that in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming that such attorney-in-fact, or such attorney-in-fact's substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Section 13(d), Section 16 or Section 14 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer a member of the Knighted Group unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 2nd day of June 2025.

/s/ Walter Ivey Delph III  
**WALTER IVEY DELPH III**



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## POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints Roy Choi the undersigned's true and lawful attorney-in-fact to take any and all action in connection with (i) the undersigned's beneficial ownership of, or participation in a group with respect to, securities of Allied Gaming & Entertainment Inc., a Delaware corporation (the "Company") directly or indirectly beneficially owned by Knighted Pastures, LLC or any of its affiliates (collectively, the "Knighted Group") and (ii) any proxy solicitation of the Knighted Group to elect the Knighted Group's slate of director nominees to the board of directors of the Company at the 2024 and 2025 annual meeting of stockholders of the Company, including any adjournments or postponements thereof (the "Solicitation"). Such action shall include, but not be limited to:

1. executing for and on behalf of the undersigned any Schedule 13D, and amendments thereto, filed by the Knighted Group that are required to be filed under Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder in connection with the undersigned's beneficial ownership of, or participation in a group with respect to, securities of the Company or the Solicitation;
2. executing for and on behalf of the undersigned all Forms 3, 4 and 5 required to be filed under Section 16(a) of the Exchange Act and the rules thereunder in connection with the undersigned's beneficial ownership of, or participation in a group with respect to, securities of the Company or the Solicitation;
3. executing for and on behalf of the undersigned all Group Agreements or similar documents pursuant to which the undersigned shall agree to be a member of the Knighted Group;
4. performing any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such document, complete and execute amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
5. taking any other action of any type whatsoever in connection with the Solicitation, including entering into any settlement agreement, that in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming that such attorney-in-fact, or such attorney-in-fact's substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Section 13(d), Section 16 or Section 14 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer a member of the Knighted Group unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 2nd day of June 2025.

/s/ Jennifer Van Dijk  
**JENNIFER VAN DIJK**

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## POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints Roy Choi the undersigned's true and lawful attorney-in-fact to take any and all action in connection with (i) the undersigned's beneficial ownership of, or participation in a group with respect to, securities of Allied Gaming & Entertainment Inc., a Delaware corporation (the "Company") directly or indirectly beneficially owned by Knighted Pastures, LLC or any of its affiliates (collectively, the "Knighted Group") and (ii) any proxy solicitation of the Knighted Group to elect the Knighted Group's slate of director nominees to the board of directors of the Company at the 2024 and 2025 annual meeting of stockholders of the Company, including any adjournments or postponements thereof (the "Solicitation"). Such action shall include, but not be limited to:

1. executing for and on behalf of the undersigned any Schedule 13D, and amendments thereto, filed by the Knighted Group that are required to be filed under Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder in connection with the undersigned's beneficial ownership of, or participation in a group with respect to, securities of the Company or the Solicitation;
2. executing for and on behalf of the undersigned all Forms 3, 4 and 5 required to be filed under Section 16(a) of the Exchange Act and the rules thereunder in connection with the undersigned's beneficial ownership of, or participation in a group with respect to, securities of the Company or the Solicitation;
3. executing for and on behalf of the undersigned all Group Agreements or similar documents pursuant to which the undersigned shall agree to be a member of the Knighted Group;
4. performing any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such document, complete and execute amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
5. taking any other action of any type whatsoever in connection with the Solicitation, including entering into any settlement agreement, that in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming that such attorney-in-fact, or such attorney-in-fact's substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Section 13(d), Section 16 or Section 14 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer a member of the Knighted Group unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 2nd day of June 2025.

**POWER OF ATTORNEY**

Know all by these presents, that the undersigned hereby constitutes and appoints Roy Choi the undersigned's true and lawful attorney-in-fact to take any and all action in connection with (i) the undersigned's beneficial ownership of, or participation in a group with respect to, securities of Allied Gaming & Entertainment Inc., a Delaware corporation (the "Company") directly or indirectly beneficially owned by Knighted Pastures, LLC or any of its affiliates (collectively, the "Knighted Group") and (ii) any proxy solicitation of the Knighted Group to elect the Knighted Group's slate of director nominees to the board of directors of the Company at the 2024 and 2025 annual meeting of stockholders of the Company, including any adjournments or postponements thereof (the "Solicitation"). Such action shall include, but not be limited to:

1. executing for and on behalf of the undersigned any Schedule 13D, and amendments thereto, filed by the Knighted Group that are required to be filed under Section 13(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder in connection with the undersigned's beneficial ownership of, or participation in a group with respect to, securities of the Company or the Solicitation;
2. executing for and on behalf of the undersigned all Forms 3, 4 and 5 required to be filed under Section 16(a) of the Exchange Act and the rules thereunder in connection with the undersigned's beneficial ownership of, or participation in a group with respect to, securities of the Company or the Solicitation;
3. executing for and on behalf of the undersigned all Group Agreements or similar documents pursuant to which the undersigned shall agree to be a member of the Knighted Group;
4. performing any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such document, complete and execute amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
5. taking any other action of any type whatsoever in connection with the Solicitation, including entering into any settlement agreement, that in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming that such attorney-in-fact, or such attorney-in-fact's substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigned's responsibilities to comply with Section 13(d), Section 16 or Section 14 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer a member of the Knighted Group unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 2nd day of June 2025.

/s/ Adam Rymer  
**ADAM RYMER**