



TSXV: SGW
OTC: SGLDF

ANGUILLA • LONDON • VANCOUVER



Games for Children and Families

100% Safe. 100% Fun.



BARCELONA 27 FEB - 2 MAR 2017

2017 GSMA Mobile World Congress in Barcelona, Spain.

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The Problem

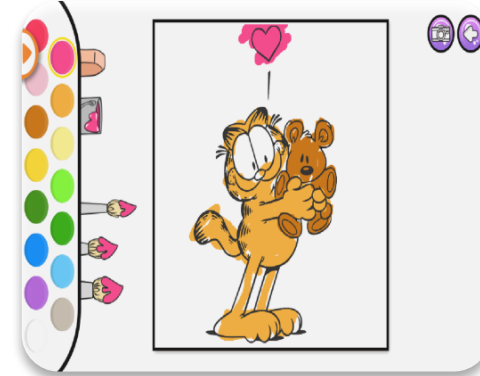
“Play is often talked about as if it were a relief from serious learning. But for children, play is serious learning. Play is really the work of childhood.”

- **Children** have lots of time and want to dive in and play lots of apps
- **Parents** invest time to avoid apps with:
 - Intrusive ads
 - Unappealing content
 - Expensive ‘content gates’ and in-app purchases
 - High complexity
 - Wasted screen-time with no educational benefit
- **Independent developers** around the world create the best children’s games but are hard to find.



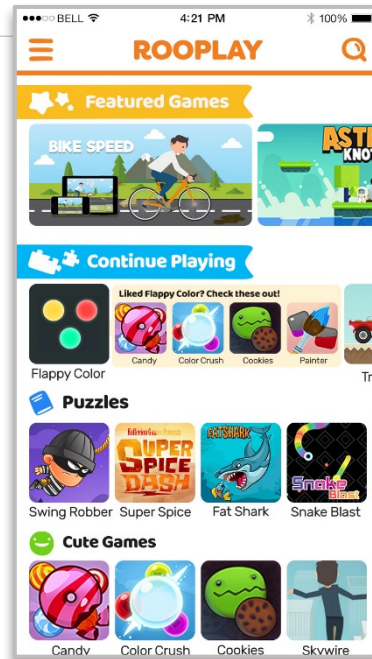
The Solution

Rooplay – a family friendly platform for mobile games and apps



Children's Platform

- Children gain information and skills through play
- Focus on educational games
- Over 500 games at launch
- No ads, no in-app purchases, no downloads



Developers Platform

- Make money from licensing
- Share knowledge by educating
- Create content for distributing
- Innovate mobile game making

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500+ Games for Families and Early Learning



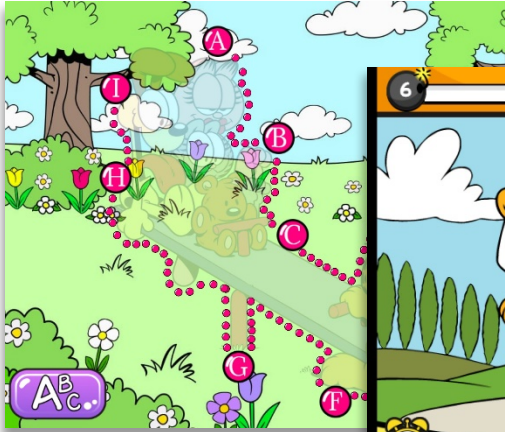
“We know games can engage kids to learn, so let’s use games for real learning, and let’s use games to advance learning, interest, and aspirations. A really compelling fun game is the key, so that is our goal.”

Beginning with the genres everyone knows, to create the categories Edugames need.

Originals Production 15 Games Featuring Garfield

Play is our brain's favourite way of learning.

Connect the Dots



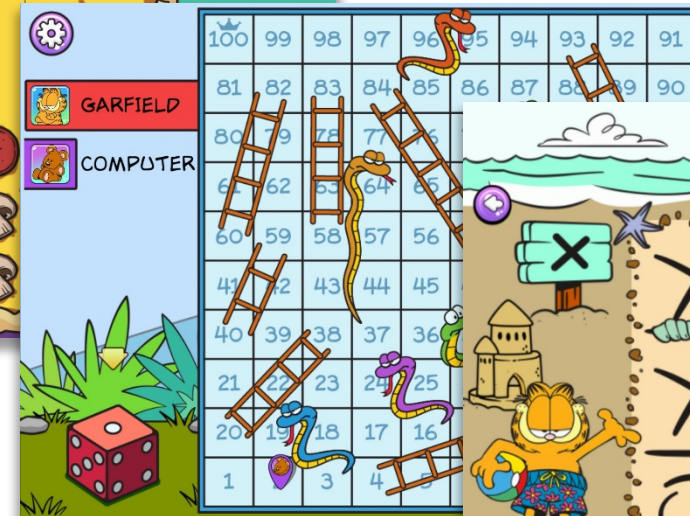
Spot the Difference



Four in a Row

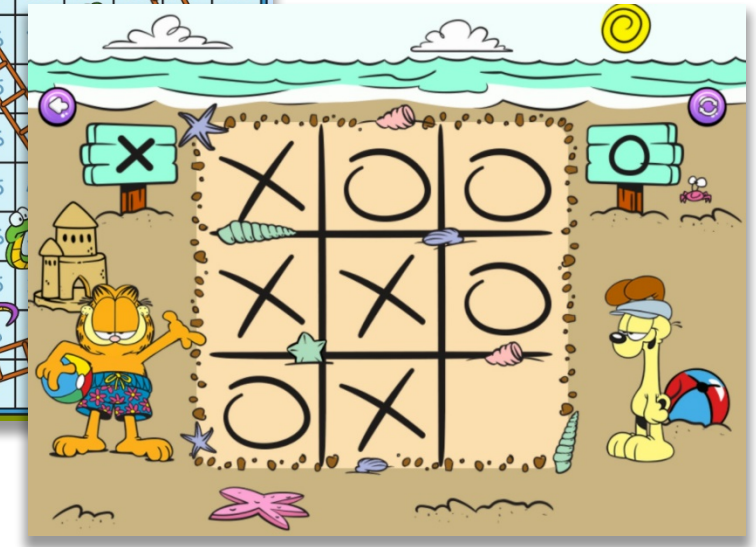


Snakes & Ladders



Recent Releases

Tic Tac Toe



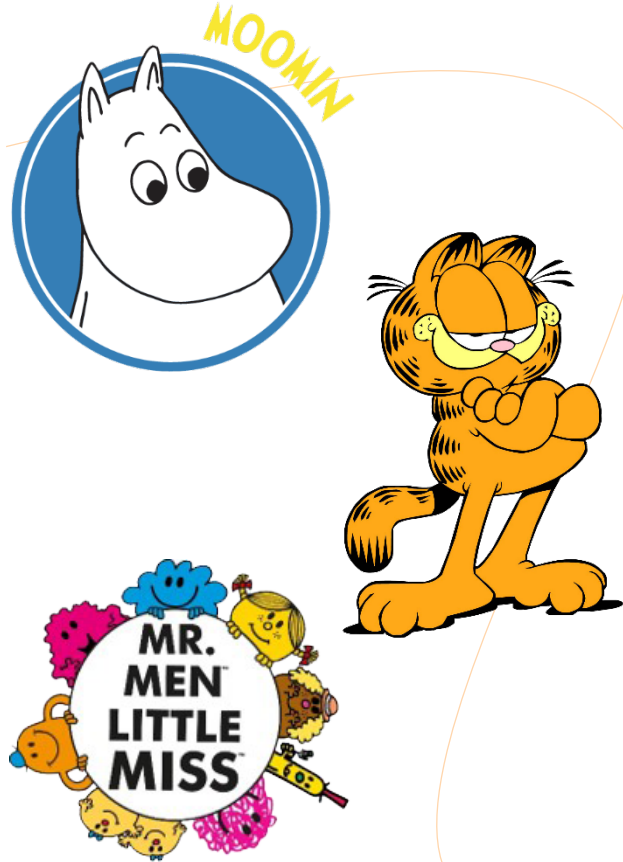
June Releases:

Hidden Objects
Checkers
Chess

Jigsaw Puzzle
ABC Letter Tracing
Summer Vacation

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Under Contract



In Negotiation

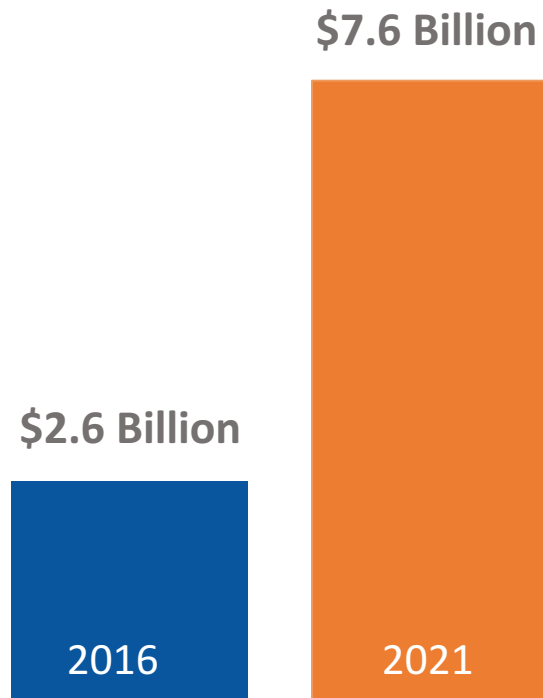


Early Discussions

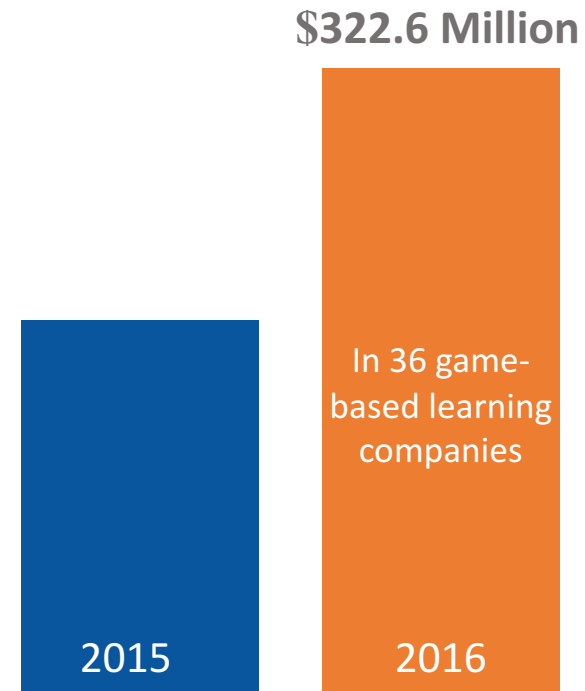


Educational game demand is growing!

Game-based learning products
Worldwide revenues



Nearly double the amount of private
investments made in the first half of 2016



(Data retrieved from: The 2016-2021 Worldwide Game-based Learning Market, Ambient Insight, LLC)

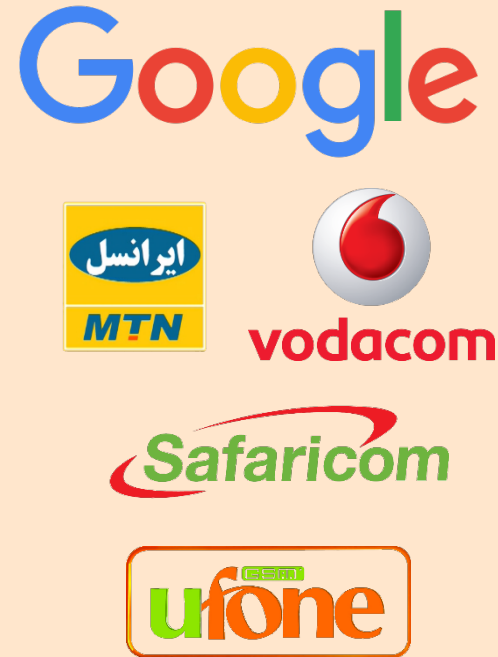


ROO PLAY

Brand Partners



Distribution Partners



Exclusive Games



Consumer Demand

75,000 Installs

130 Countries

25 Languages

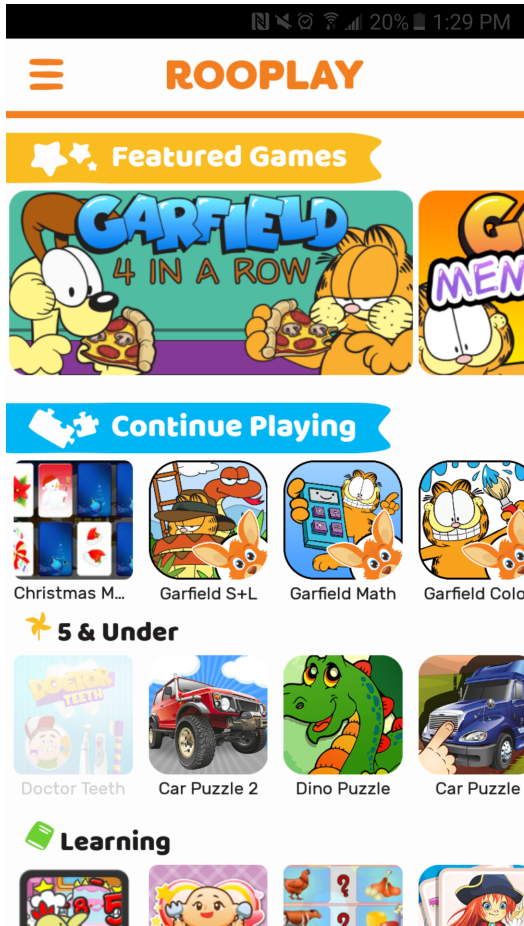
2.5% Conversion
from Developed World

READY TO SCALE

Educational Games are effective

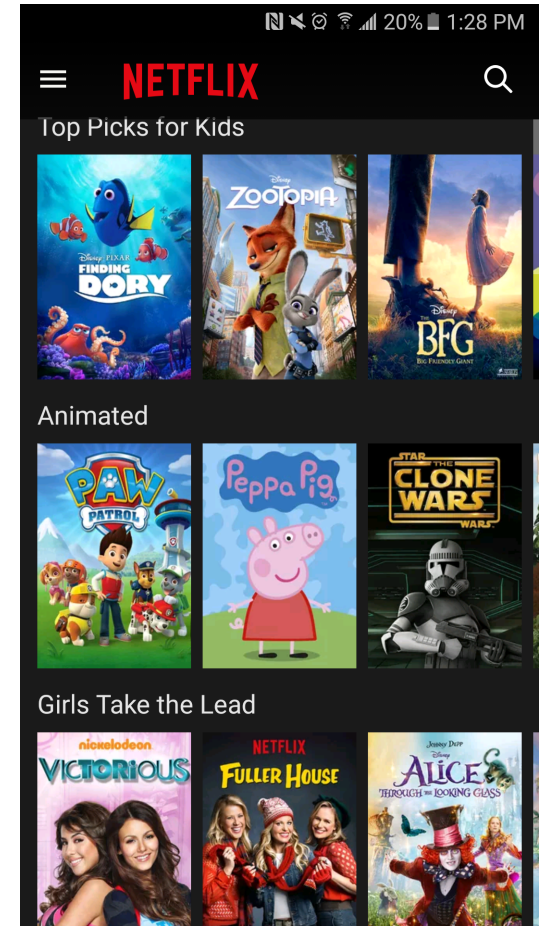


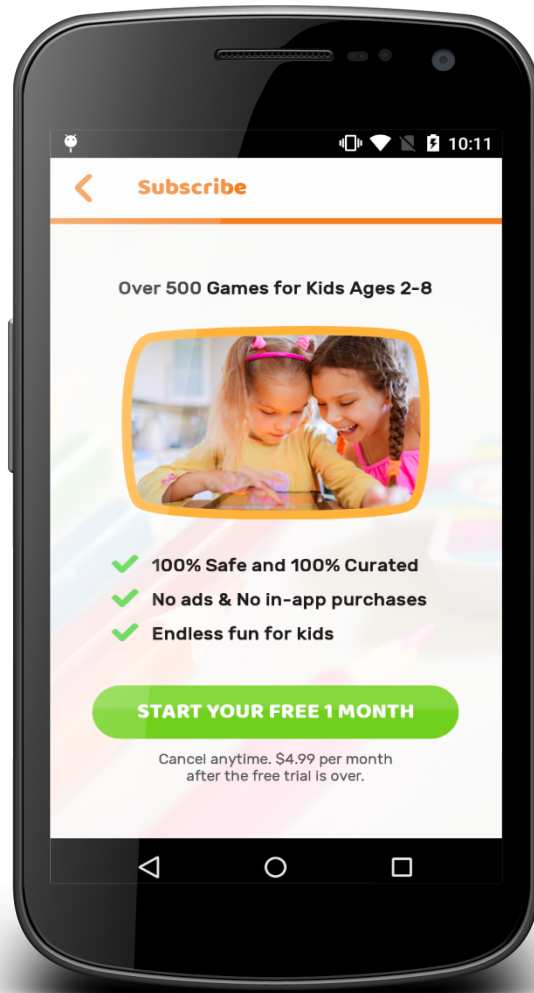
- **Rooplay Originals** combining popular characters and our own educational games
- **Everything we do is learning**, turn passive screen time to active screen time
- **Families** can play & learn together
- Games are perfect for **individualized learning**
- **Create confidence** with using technology for all ages
- Netflix reported that 50% of its 60M subscribers watched the **kids content** on a monthly basis



“Netflix reported that 50% of its 60M subscribers engage in kids content on a monthly basis”

- The children already are totally familiar with using Netflix indexing.
- No learning required to use Rooplay indexing interface
- Predictive preloading game selection based on usage





- **Free area** includes access to a small selection of games
- **Partnerships** for joint media engagement in all regions
- **Subscription** with simple mobile confirmation
- **Rooplay** library of 500+ games is instantly unlocked upon subscription

Distribution



Google play

Available now in all countries via Google Play store, and in 27 languages

- ❖ **Exclusive feature** in Google app store (potential for 1 million or more downloads per app)
- ❖ **Distribution** trial bundles with mobile operators
- ❖ **Content partnerships** with brand leaders
 - Garfield© and more: Global rights to make children's games

Marketing Strategy

- **Social Media** marketing with paid acquisitions (Facebook, Twitter, Instagram, Weibo, WeChat)
- **In-game sharing features** to spur additional downloads
- **IP feature** according to geographic/demographic area

1: Attract New Customers

Rapid development of branded educational games.

2: Reduce Churn

Satisfy customers with continued variation in selected games content.

3: Support Education

Promotes early learning, tech literacy, STEM learning, and education habits.

4: Earn Recurring Revenue

Process premium subscriptions to Rooplay.

100% Safe.

100% Fun.



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- ❖ Rooplay was invited by GSMA to be featured in the Innovation City among other projects from AT&T, Google etc.
- ❖ Rooplay showcased the future of mobile gaming on 5G
- ❖ More than 120,000 attendees
- ❖ Rooplay is well-received by attendees from telco operators around the world
- ❖ Rooplay was featured in the press e.g. BBC Click

“There’s a hypothesis in the industry that content is an important differentiator in wireless, and this allows us to test the effect of exclusive content on customer acquisition and retention without us spending billions like our bigger competitors.”

Marcelo Claude, Sprint Corporation

Rooplay at the Mobile World Congress 2017 has created long-term strategic partnerships. We in this short period of time have completed the following:

- 1 partnership with CafeBazaar (**32m active user base**)
- 2 contracts in final closing stages, API integration is under process. (**70m active subscribers user base**)
- 1 or 2 in the contract stage
- And ongoing communications with 40+ operators' decision makers with a cumulative of **400m+ active subscribers**



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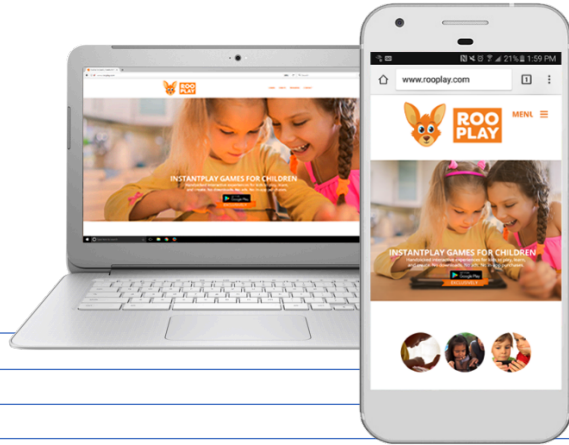
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SUMMARY

| | |
|------------------|---|
| Issuer: | Shoal Games Ltd. (“SGW”, or the “Company”) |
| The Offering: | A Non-Brokered Unit Offering to Accredited Investors |
| Price per Unit: | CDN \$0.45 per unit, consisting of one share and one warrant. |
| Warrant: | Each warrant entitles the purchaser to purchase an additional share for CDN \$0.55 per share for the first six months after closing date or at a price of CDN \$0.65 per share for the subsequent six months. <small>There is a four month Resale Restriction on the shares purchased. Without registration effectively a one year hold for U.S. residents.</small> |
| Amount: | Up to CDN \$1 Million from initial Share purchase |
| Use of Proceeds: | <p>Initial proceeds of the Offering will be used to fund the execution of the Company’s business plan over the next twelve months and includes:</p> <ul style="list-style-type: none"> • Marketing & B2B Investments 1/3 of raise • Technical & Platform Investments 1/3 of raise • Working Capital 1/3 of raise |

WEB PLATFORM



PARTNER PROGRAM



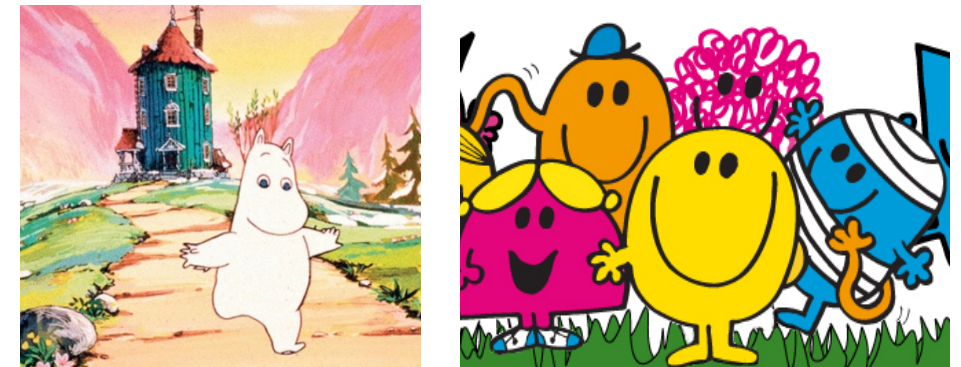
DIRECT CARRIER BILLING



16 GARFIELD GAMES PRODUCED



GAME PIPELINE OF



Coming soon

Use of Proceeds 2) B2B Sales Consultants

Regional specialists will develop distribution partnership agreements based on revenue share.

AD NETWORKS



WEB PUBLISHERS



MOBILE OPERATORS



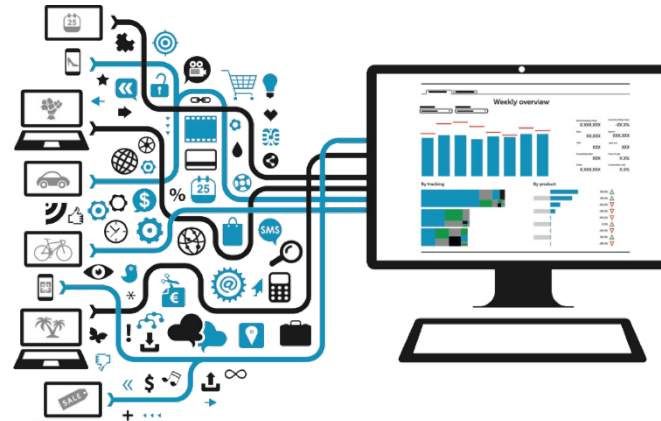
Use of Proceeds 3) Marketing Strategy

Strategic hire for Marketing Director to execute this plan:

Content Marketing



Performance Marketing



PR Marketing



Company Profile

- **Exchange Info:** TSXV:SGW and OTC:SGLDF
- **52 Week High / Low:** CAD \$0.85/\$0.41; US \$0.54/\$0.15
- **In Business Since:** 1999
- **2015 Net Revenues :** CAD \$150,000; US \$111,000
- **2016 Net Revenues :** CAD \$370,000; US \$275,000



Symbol:
SGLDF



TSX Venture
Exchange

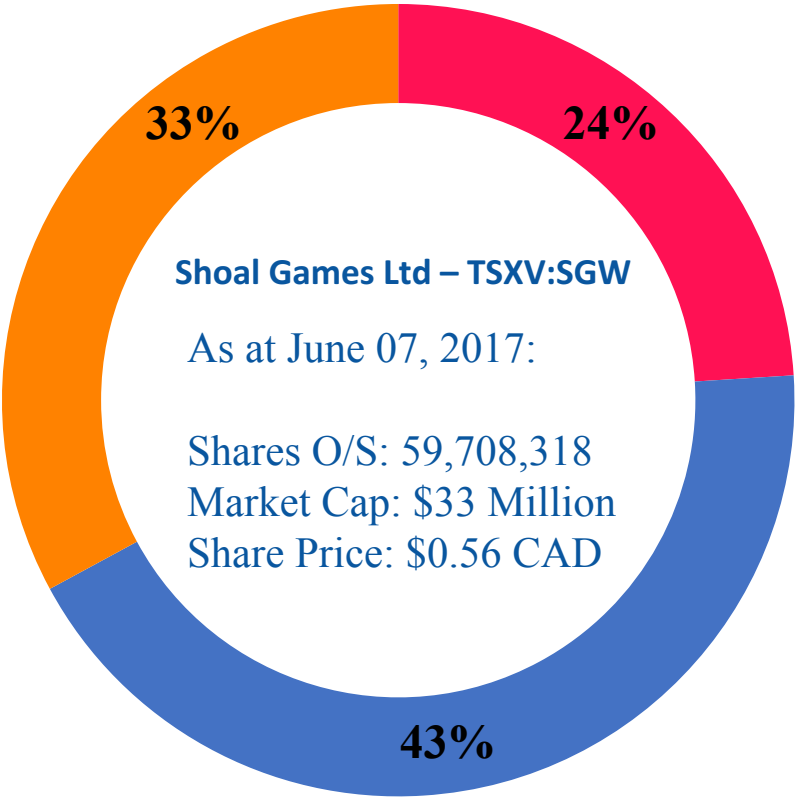
Symbol: **SGW**



Tarrnie Williams



Gwynn Williams



Tarrnie Williams and Gwynn Williams (no relation) have managed and financed the Company since 2001. Tarrnie Williams is the co-Founder of Electronic Arts (Canada) and International Murex. Meanwhile, Gwynn Williams is the co-Founder of Xoma Corporation, International Murex, Glyko Inc. and BioMarin Pharmaceutical.

Shoal Games Ltd. has reached the perfect point for growth with Rooplay.

The first version of Rooplay is complete with 500+ games and 8 Rooplay Originals and is ready for global distribution through our B2C and B2B strategies.

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Management Team – Success in Technology

Jason Williams



Chief Executive Officer

Over 15 years in Internet, games and technology.

x-CEO Bingo.com,
x-RBC Dominion
Securities.

MBA in strategic
marketing and
competitive positioning.

Dr. Amir Shadmand



Co-founder Rooplay

Over 10 years in Mobile
Technology (4G & 5G)
and cloud gaming.

x-CEO Supenta.

Mentor at
Entrepreneurship Institute
King's College London.
PhD in Mobile
Telecommunications.

Henry Bromley



Chief Financial Officer

Chartered
Accountant with 20
years in tech
ventures.

x-CFO Roadhouse
Interactive,
x-CFO Bingo.com,
x-CFO CellStop
Systems.

Kirsten Forbes



VP Product Development

Co-Founder and
COO of Silicon
Sisters Interactive
(Canada's first
female-led game
development
studio).

x-VP Product
Development at
Roadhouse
Interactive.

Tarrnie Williams



Executive Chairman

Over 40 years leading
technology ventures to
success.

x-CEO Electronic Arts
(Canada).

Co-founded and led
companies to exits of
more than \$850
million.

Summary Investment in Technology: Creates the largest returns

Investors must find companies with:

- **Products ready for market** – Rooplay is ready for funding to launch Original's games to paying players.
- **Opportunities with early-stage disruptive products** - Rooplay has no competitors streaming educational mobile games.
- **Long-term development goals** - SGW business plan focused on continued rapid growth available due to first entry in worldwide market offer of a educational mobile games platform for young children
- **Leaders with a history of success** - SGW's development team has over 100 man-years in mobile game development experience and launched dozens of successful mobile games over the past several years.



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