



TSXV: SGW
OTC: SGLDF

ANGUILLA • LONDON • VANCOUVER



Netflix of Games for Kids



FORWARD LOOKING STATEMENTS

Certain statements in this Presentation may be forward-looking. Such statements include those with respect to Shoal Games' business plans and use of funds raised under this presentation. Although Shoal Games believes the expectations reflected in such forward-looking statements are based on reasonable assumptions, it can give no assurances that its expectations will be achieved. Such assumptions, which may prove incorrect, include the following: (i) Shoal Games will be successful in its efforts to pursue the business activities referred to in this Presentation (ii) Shoal Games will be successful in its efforts to identify and secure investors hereunder, (iii) the investors hereunder will complete the investments they have agreed to make under their investments agreements, (iv) Shoal Games will not identify and pursue other business objectives using the proceeds of raised hereunder and (v) Shoal Games' revenues will remain sufficiently high and the costs of operating Shoal Games' business sufficiently low so as to permit Shoal Games to implement its business plans in a profitable manner. Factors that could cause actual results to differ materially from expectations include:- Risk Factors. No assurance can be given that any events anticipated by the forward-looking information in this Presentation will transpire or occur, or if any of them do so, what benefits that Shoal Games will derive therefrom. In particular, no assurance can be given as to the future financial performance of Shoal Games. Shoal Games disclaims any intention or obligation to update or revise any forward-looking statements in order to account for any new information or any other event, except as required under applicable law. The reader is warned against undue reliance on these forward-looking statements.

- Shoal Games Ltd. is a publicly traded company
- SEC Compliant Audited Financials : www.shoalgames.com
- Closed CDN\$ 1,045,000 Unit Offering in June
- Employees & Contractors : 16

“Play is the work of the child.”

Maria Montessori

- **Children**

- Want lots of fun games
- Can't find games for themselves

- **Parents**

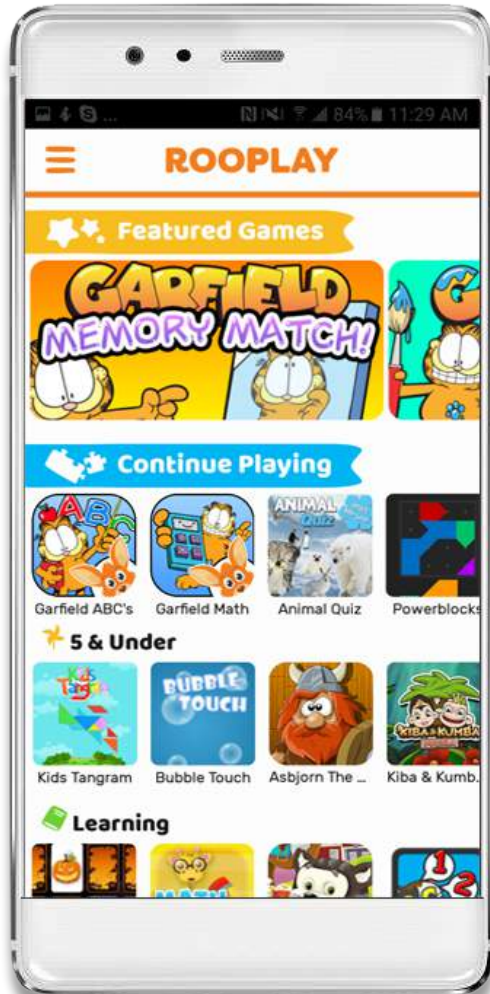
- Want NO ads or in-app purchases
- Want educational content
- Don't know how to find good games



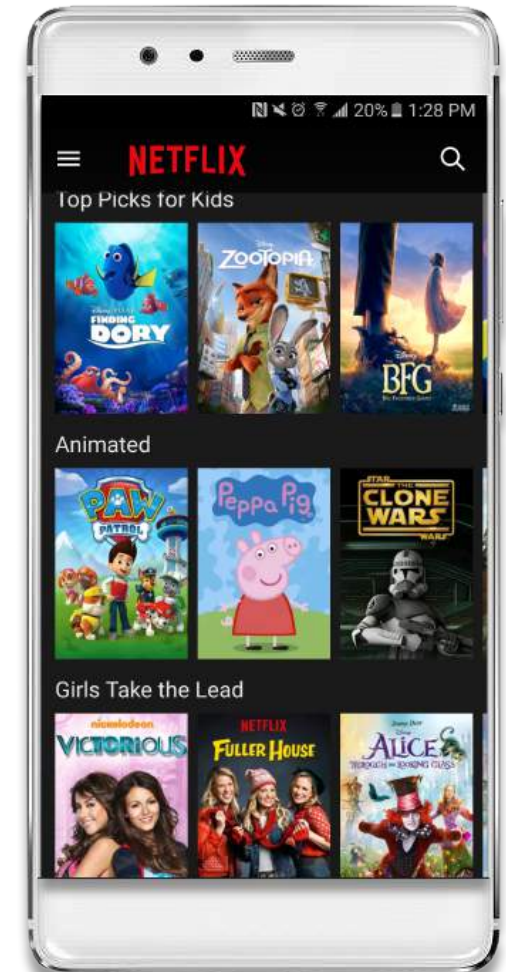
- Subscription Games Service
- \$3.99 / £3.99 / €3.99 per month
- 12 exclusive Garfield Original Productions
- Support in 27 Languages
- Mobile & Web Platforms



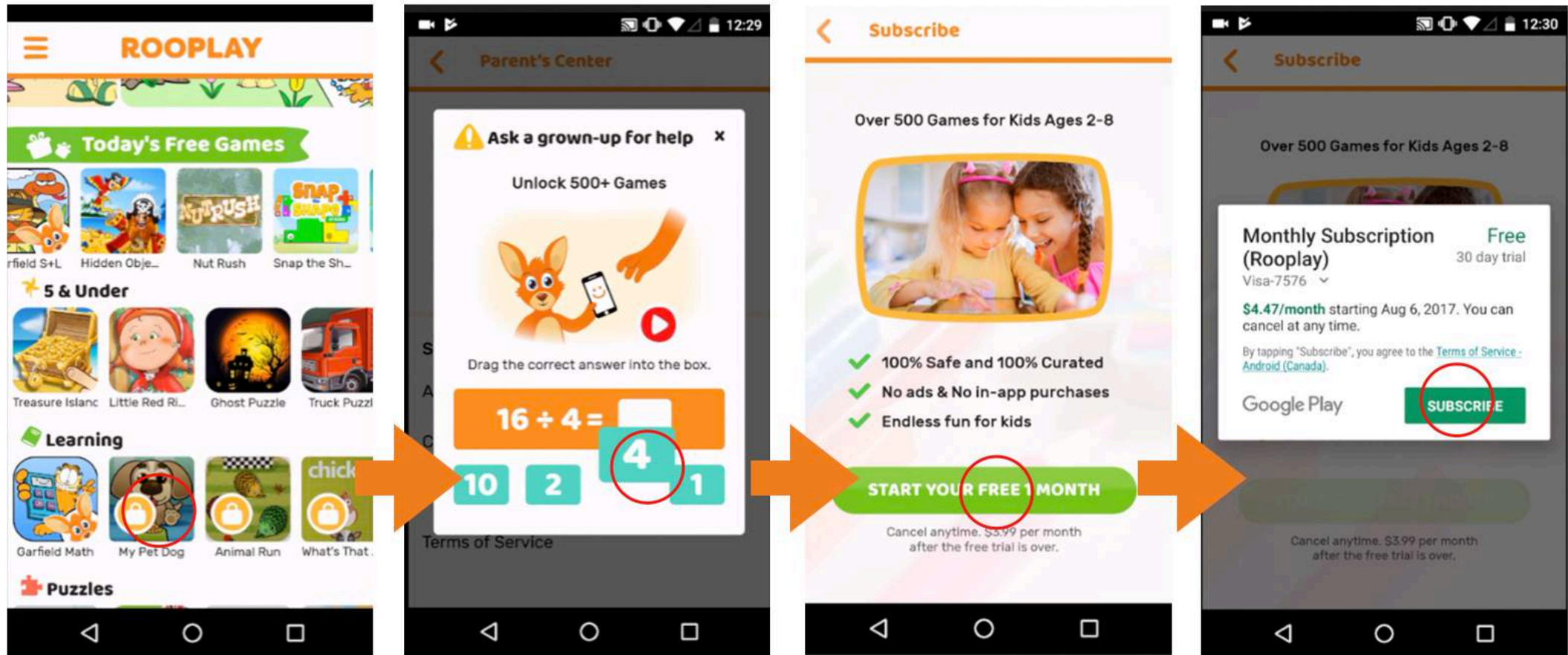
*“50% of Netflix’s members
watch kids’ movies or TV”
- Washington Post*



- **Proven Design:** Rooplay is easy to use, just like Netflix
- **Proven Strategy:** Platform + Licensed Content + Exclusive Content + Distribution Partners
- **Proven Market :** 97% of US children under the age of four use mobile devices



\$3.99 Monthly Subscription



Gross Revenue: per Subscriber per Month \$3.99

COGS:

Google & Apple Fees: ~30% \$1.20

Brand License Fees: ~14% \$0.40

Cloud Hosting Fees: ~ 2% \$0.05

Net Revenue: \$ \$2.34

Downloads 1,800,000

Conversion of 3% = 54,000 players

Net Revenue \$2.34/player = \$126,360



12 Games Live:

Coloring Book	Tic Tac Toe
Snakes Ladders	Checkers
Chess	4 in a Row
Puzzle	Math Bingo
ABC's	Memory Match
Spot Difference	Connect the Dots

Next 12 Games:

Hidden Objects	Letter Tracing
Word Search	Food Phonic
Dress Up	Travel Phonics
Sight Words	Hangman
Word Picnic	Balloon Words
Learn English	Mazes

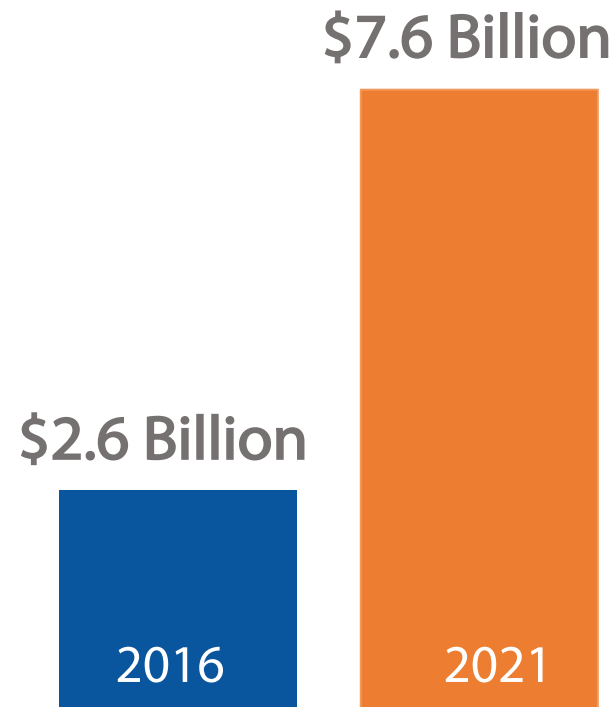
Under Contract



In Negotiation

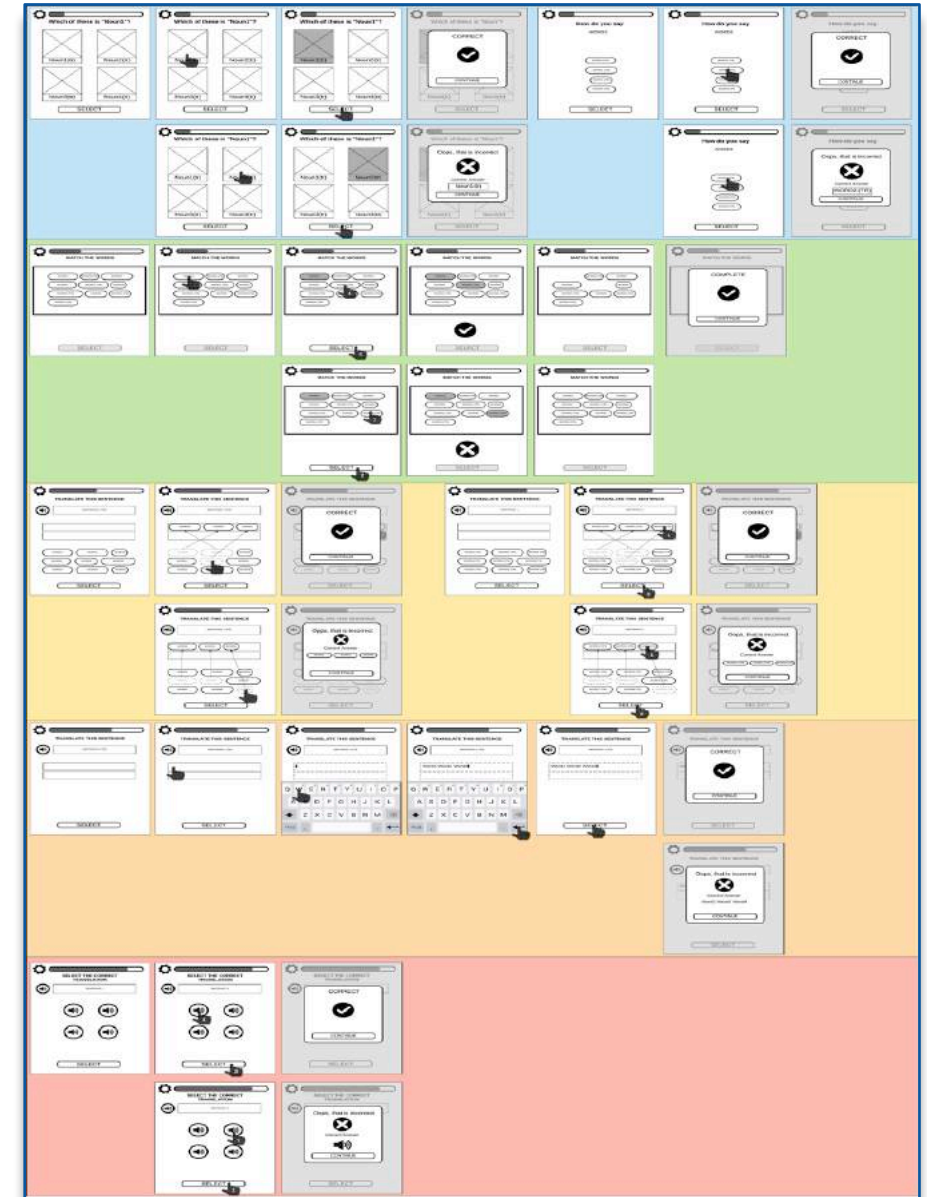


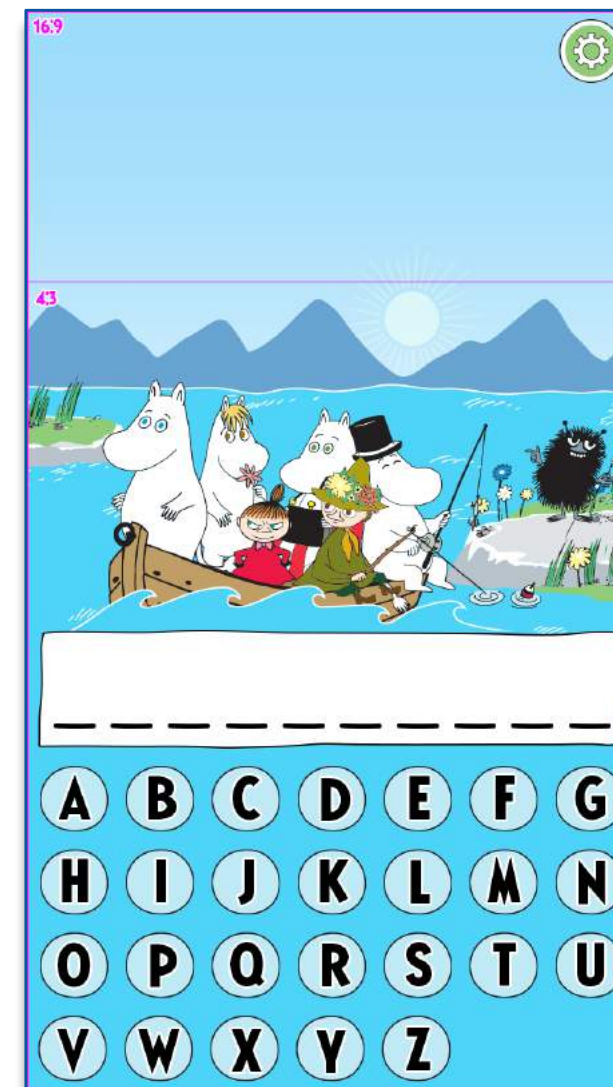
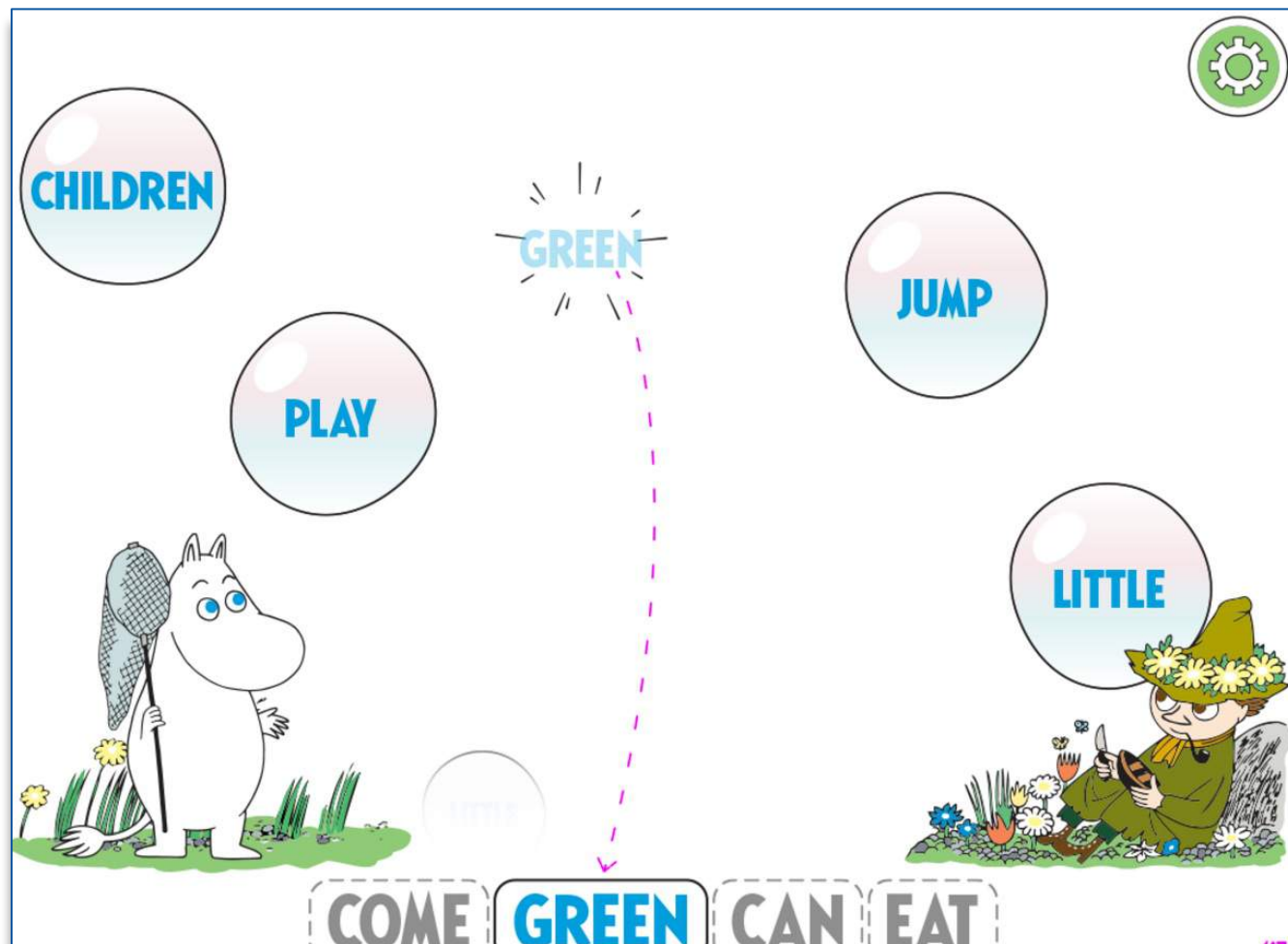
Game-based learning products Worldwide revenues



***“Play is the highest
form of research.”***
Albert Einstein

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

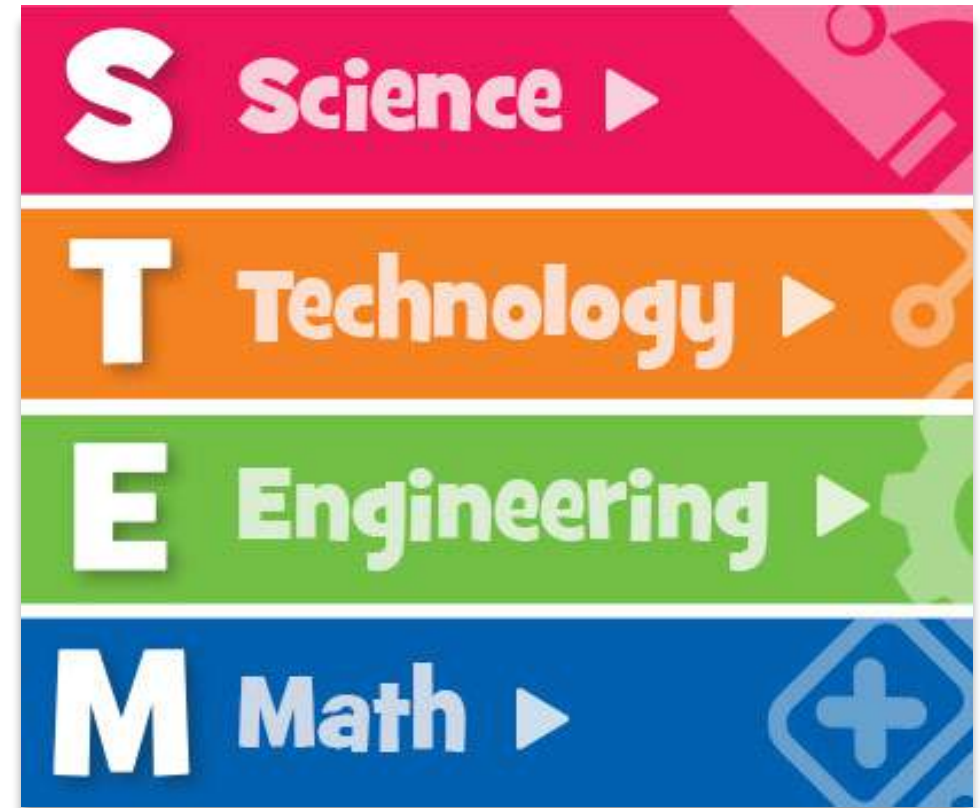




New Little Miss : UK National Event



Little Miss (Coming Soon)



A Global Market





Google play

- Exclusively Google Play : 30,000 Downloads



- Platform Partner : 20,000 Downloads



- Global Kids Ad Network : 10,000 Downloads

B2B Distribution Strategy: Pending Launch



• 48 Million Subscribers



• 18 Million Subscribers



• 68 Million Subscribers



HUAWEI

• 56 Carrier System



• 31 Million Subscribers



• TV Broadcaster

Global Eagle™ • Flight Entertainment



• Carrier Content Supplier



Android
Live: May 2017



Rooplay.com
Launch: Sept 2017



iOS
Launch: Q1 2018

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



VP Business Development

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.

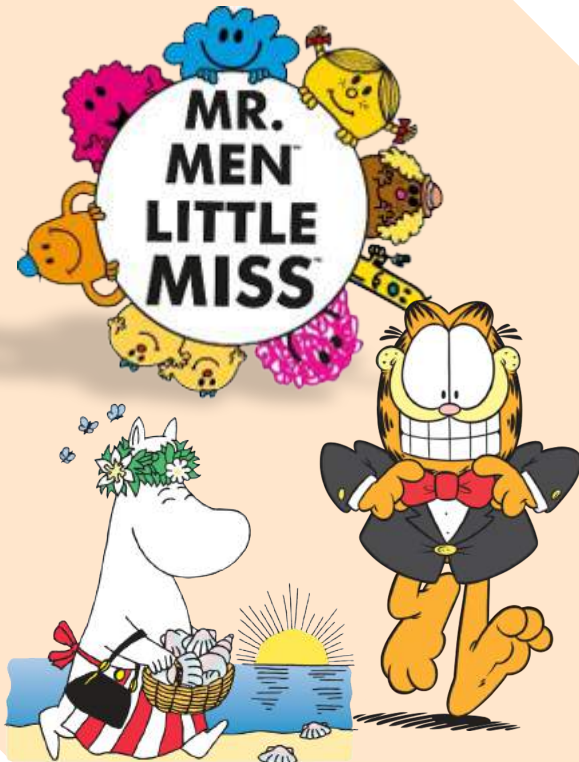
x-CEO Electronic Arts
(Canada).

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



ROO PLAY

Brand Partners



Distribution Partners



Exclusive Games



Consumer Demand

100,000 Installs

135 Countries

27 Languages

3% Conversion
from Developed World

READY TO SCALE



UNIT OFFERING SUMMARY



One share plus one full warrant for one year.

Priced at 20% Discount from Market (~\$0.35).

10,000 Unit Minimum = ~\$3,500

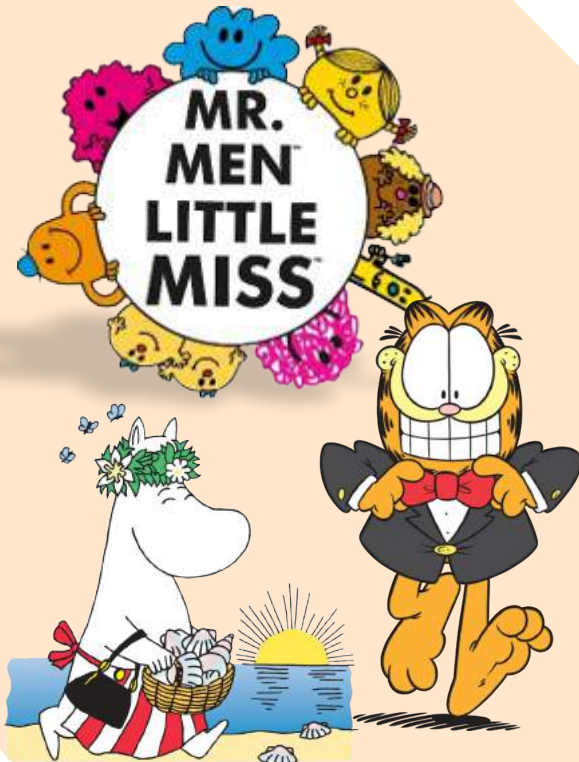
Total Financing = \$1,120,000

6 month hold.



ROO PLAY

Brand Partners



Distribution Partners



Exclusive Games



Consumer Demand

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Tarnie Williams

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Shoal Games Share Structure



Tarnie Williams



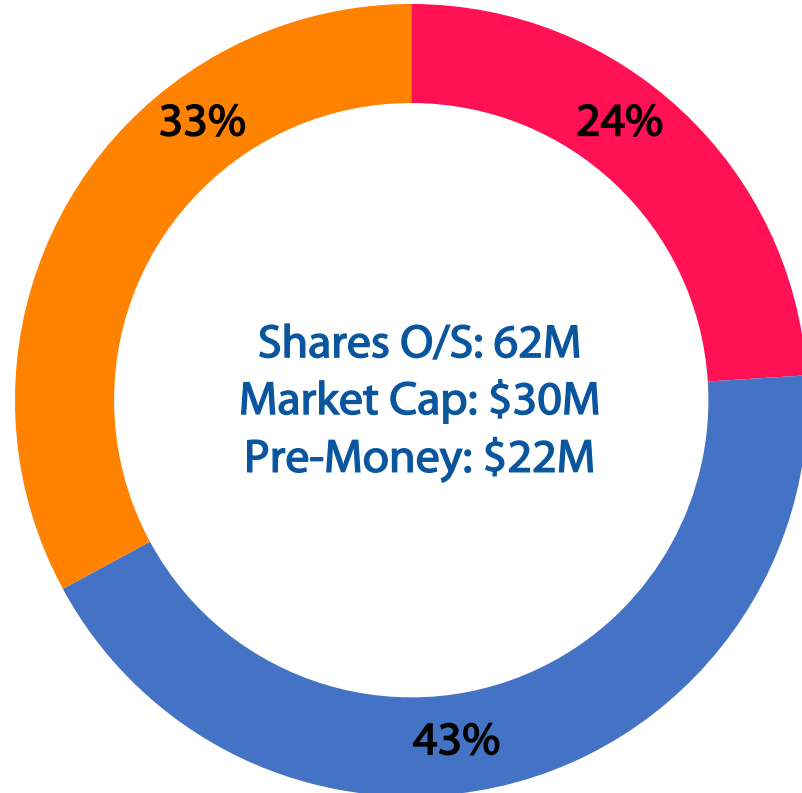
Gwynn Williams



Symbol: **SGLDF**



Symbol: **SGW**



■ Public Float ■ G. Williams ■ T. Williams

- 52 Week High / Low: CAD \$0.85/\$0.41
- Market Price: \$0.61 CAD, US \$0.49
- Financing Price: \$0.45 CAD, US ~\$0.35
- 2016 Net Revenues: CAD \$370,000; US \$275,000
- 2017 H1 Revenue: CAD \$69,884, US \$56,035

Confidential

OFFERING SUMMARY

Issuer:	Shoal Games Ltd. – Public Company (OTC:SGLDF & TSXV:SGW)
The Offering:	A Non-Brokered Unit Offering Private Placement to Accredited Investors
Price per Unit:	US \$0.35 per Unit, consisting of one share and one warrant.
Warrant:	<p>To purchase an additional share for US \$0.44 per share for the first six months following the closing date or at US \$0.52 per share for the period 7-12 months following the closing date.</p> <p>There is a six month Resale Restriction on the initial shares purchased.</p>
Closing Date:	Mid September, 2017
Amount:	Up to US \$1.12 Million from initial Unit purchase
Subscription Agmt.	Available for download on ProSeeder in Chapter 9 or at: http://investor.shoalgames.com/sgw-keiretsu-forum/