

Transaction Summary

Issuer	OffGamers Pte Ltd (201021220 K)
Transaction	Private Pre-IPO Offer of AUD\$13m via the issue of Convertible Notes
Lead Manager	Novus Capital Limited AFSL 238168 (Offer not underwritten)

Offer Details

OffGamers Pte Ltd is seeking to raise up to AUD \$13m via a private offer to professional investors as defined by section 708 of the Australian Commonwealth Corporations Act 2001 through the issue of Convertible Notes.

The terms of the note are outlined below.

- **25% discount to IPO**
- **5% Cash Coupon p.a. (Payable in cash)**
- **Automatic Redemption if there is no IPO in 12 months**
- **Anticipated ASX IPO by June 30 2022**
- **Valuation cap fixed at A\$65m giving investors significant upside potential**
- **\$5 million AUD in commitments received already**

Company Overview

Global Footprint, Established Presence & Tenured Profitability

OffGamers Global is a leading digital retail distribution and payments platform, offering game credits and top-ups for computer games, content publishers, education, e-commerce cards and telco top-ups

- Founder led since 2004
- 3.5 million users
- 28,000 SKU's
- 300+ payment integrations
- USD\$115m in Sales (cal FY21E)
- US\$4.7m in EBITDA (cal FY21E)



In 2021, the Global Games Market was 3 billion players, totalling USD 175.8B in sales.

Business Growth Strategy

Growth Plans



Increased balance sheet facilitates stronger inventory capability, better margins



Accelerate publisher on-boarding and expand into new content, education and e-Sports



Add more API integrations with publishers



Acquire smaller players in growth regions



Use of Proceeds

- Purchase Bulk inventory to increase margins
- Expand publisher distribution rights and API integration
- Expand payment licensing and integration
- Scale up marketing in promising markets

Capital Raise Summary

Investment Thesis



3 billion people play games
 COVID-19 has accelerated this



Publishers looking to expand beyond marketplaces



Few payment options work globally, requiring proprietary tech, such as fraud management and complex API integrations



Globally recognised and established, OffGamers Global has significant headroom for growth

Q4 2021

- Pre-IPO transaction completed
- Incorporation of AU ListCo
- Legal, audit and tax advisors appointed
- SG>AU share swap completed

Q1 2022

- IPO transaction process commenced
- Broker, legal, audit and tax advisors appointed
- ASX IPO listing rules compliance

Q2 2022

- Pathfinder Prospectus completed
- ASX approval-in-principle for listing
- IPO bookbuild completed

By 30 June 2022

- Listing and market debut

* The Transaction Summary is not a Research Report and is only available to sophisticated investors and not retail investors.

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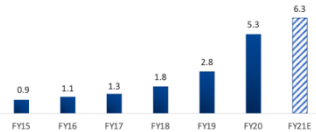
Growing Revenue and Profits

Growing revenue and profits

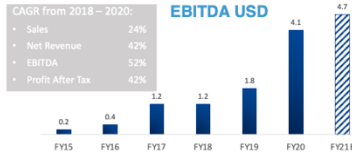
Sales USD



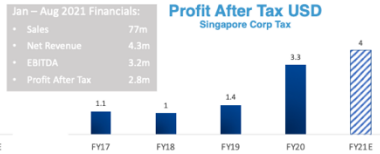
Net Revenue USD



EBITDA USD



Profit After Tax USD



CAGR from 2018 – 2020:

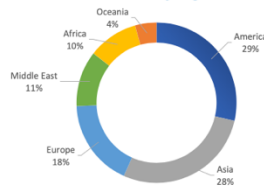
- Sales: 24%
- Net Revenue: 42%
- EBITDA: 52%
- Profit After Tax: 42%

Jan – Aug 2021 Financials:

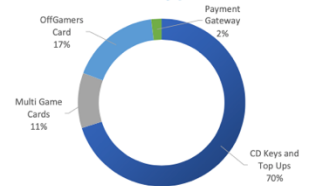
- Sales: 77m
- Net Revenue: 4.3m
- EBITDA: 3.2m
- Profit After Tax: 2.8m

Growing revenue and profits

Revenue by region



Revenue by product



2018

- Flexipin Partnership
- Taobao Launched
- Razer Distribution
- Mintroute Distribution

2019

- Game Keys Launched
- Tencent Partnership
- Netease Partnership
- Unipin Partnership
- Nexon Expansion
- Garena Freefire Distribution
- MENA (iTunes+PSN+Steam)

2020

- Google Play Indonesia
- Mobile Recharge & Data
- Openbucks API integration
- GoCash South America
- Google Play, Cultureland & Booktrike Korea

2021

- MENA Expansion
- India Expansion
- Africa Expansion
- Netease Pudding Pay
- Soft-World Taiwan
- Steam Wallet South America

Leadership Team



Leonard Chee
Founder & CEO

Founded OffGamers with his brothers Ken and Stanley in 2003. An avid gamer with a vision to offer gamers, game developers and game publishers a complete distribution eco-system that caters to gamer's needs



Kow Ching Yen
CTO

Leads the tech team. Manages and oversees projects. Maintains the health of the system, and leads the on-going development of new solutions. Has been with the company for three years



Nic Lim
Exec Chair Designate

Managing Partner of Heritage AM, a provider of late stage and pre-IPO funding. Also, Founder & Exec Chairman of 8common Limited (ASX:8CO), Managing Partner of 8capita, Co-Founder of Catcha Group



Karyn Thng
Strategic Partnership Director

Leads the teams that are responsible for OffGamer's customer support, social networking and strategic partnerships. Has been with the company for over ten years



Kim Chin
Coo

Part of the Company since 15 years. Oversees teams that are accountable for the company's finances, logistics, operations, accounting and compliance



Alfred Lee
Business Director

Started his professional career at OffGamers, rising his way through the ranks. Responsible for acquiring new business opportunities for OffGamers

Applications



- All bids and interest to be submitted via email to the lead manager , Toby Lei
toby.lei@novuscapital.com.au
M: 0450009294
- The Company reserves the right to close the book early.
- Applications may be subject to scale-back
- Bids can be submitted online by scanning the QR code or clicking this [Click to Bid](#)

For more information please contact:

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Indicative Timeline

- Offer opens **Wednesday the 27th of October**
- Offer closes **Friday the 5th of November**
- Allocation Confirmations will be sent on **Monday the 8th of November**
- Funds Due **Wednesday the 10th of November**

Banking details

Name: Novus Capital Trust Account

Bank: Australia & New Zealand Banking Group Limited

BSB: 012013 **Account Number:** 306003095

Reference: OffGamers <Investment Entity>

SWIFT Code: ANZBAU3MANZ

Bank Address: 5/833 Collins St, Docklands, VIC 3008