# MEGASTAR



# People love talent shows

- ★ Everyone's a critic.
- ★ Everyone thinks they can spot talent.
- ★ Talent shows are among the top-rated TV formats across the world.



### TV talent show revenue

American Idol franchise is conservatively valued at

US\$2.5 Billion

Source: www.ifla.tv/format

America's Got Talent is the

#1 Network TV show

going into its 11th Season (2015)

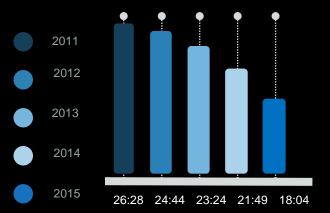
Source: tvbythenumbers/americasgottalent





# But the market is changing

- ★ TV viewership is declining rapidly among 18-24-year olds, it's down 25% since 2011.
- ★ They are migrating to online video content.



Source: marketingcharts.com/television



# A new era of content consumption

Viewers are heading away from television to:

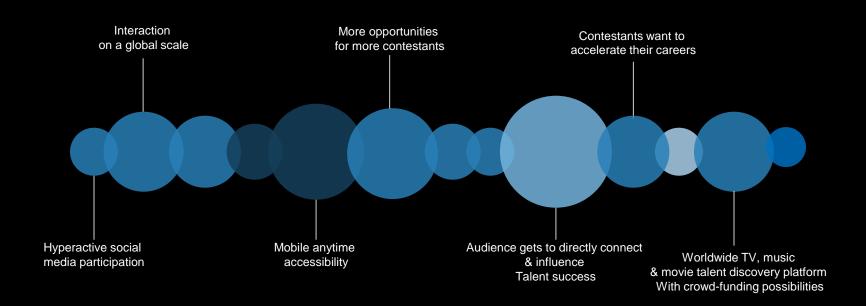
- ★ Mobile Video
- ★ Mobile Gaming
- ★ Social Media Channels

Over **1 Billion** views on YouTube every day......

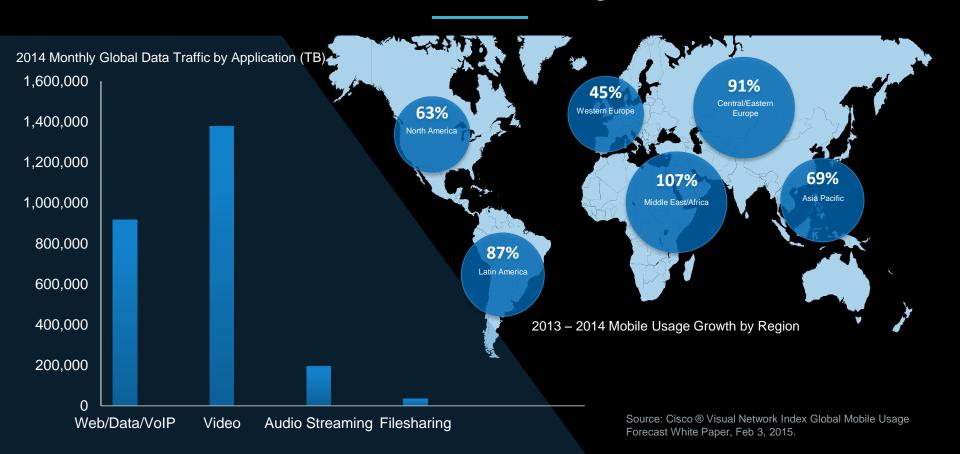
.....50%+ are on mobile.



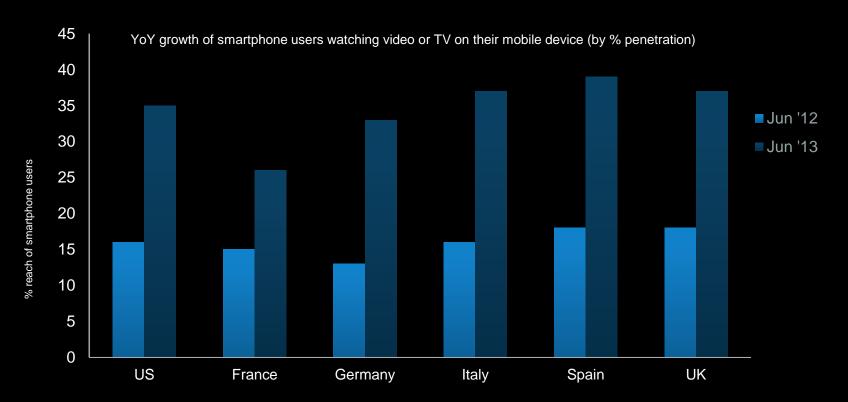
# Today's contests look different



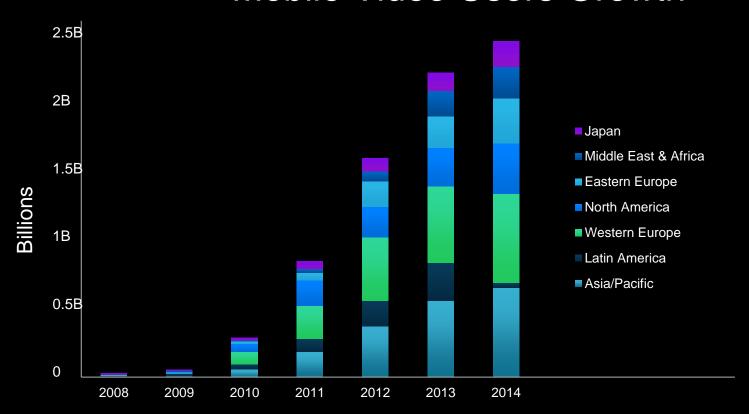
# Worldwide Mobile Usage Rates



# Mobile Content Consumption Doubled in 1 Year

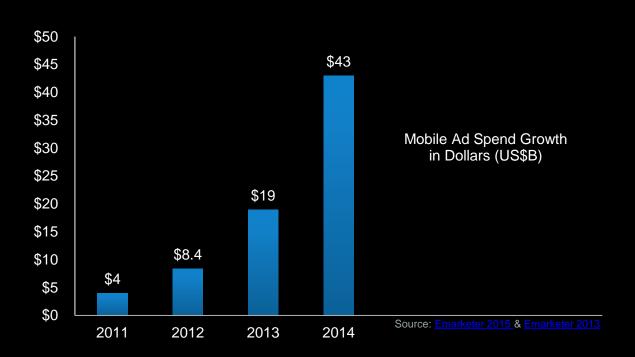


### Mobile Video Users Growth



Source: Gartner Global Mobile Video Growth 2008-2016

# Mobile Ad Spend is Huge - and Growing



# Mobile gaming is the largest gaming segment by revenues

In 2014, mobile games generated

# **US\$25 Billion**

worldwide (43% growth over prior year)





## Introducing

A new era of talent competition

# MEGASTAR MILLIONAIRE

Social. Mobile. Global.



# Who is a Megastar Millionaire?

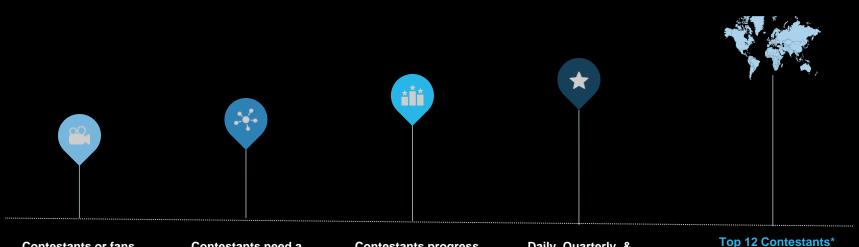
- ★ a musician
- ★ a comedian
- ★ a crazy aerobatic skateboarder
- ★ a wacky filmmaker
- ★ a dancer
- a performance artist who blows your mind

#### **Bottom line**

 any performer who has talent and a large social media following.



# How Megastar Millionaire Works



Contestants or fans upload videos for a nominal fee

Contestants need a minimum number of fans to qualify

Contestants progress
based on social
voting/sharing up to
1,000 move to judging
round

Daily, Quarterly, & Semi-Annual Winners

Top 12 Contestants\* enter Finals with chance to:

Win US\$1M

Be seen by millions of viewers

Participate in a film

\* Winners judged by an independent panel.

# How Megastar Millionaire Ramps Up

8 Week audition round Contestant & Fans uploads videos New videos entered daily Talent Minimum # of fans required to enter Upload Fan viewing/voting//sharing (paying) Audition Nominal entry fee Videos Top contestants move into following week Audition Winner Round **US\$1M Megastar Millionaire Winner** Top 1,000 enter 6 week celebrity judging round 4 Weekly Quarterfinal Rounds Judging 4 Category Winners/Runner Up Quarter-**Finals** 

#### 16 Weeks of Extraordinary Talent



- Awareness promotions: online and offline advertising highlighting the opportunity for Contestants and fans to win prizes in the next-generation worldwide talent contest geared to:
  - 1. Drive participants to enter
  - 2. Drive fans to register, view & vote
  - 3. Build the social network fast

- Pre-launch marketing program —
   Viral videos feature celebrity judges &
   selected independent Contestants
   (seeded talent) in flash mob-style
   performances.
- 2. Contestants upload their auditions.
- Fans scout talent, vote, and promote their favorites for entry into the judging rounds. Each artist needs at least 1,000 votes.

- Celebrity judges release opinion pieces on standout entries — PR opportunity for contest, judges and entrants.
- 2. Fans compete for promotion & judging points.
- Social promotion includes sharing leaderboards that show votes, views and point tallies.

**Talent Auditions** 

#### 16 Weeks of Extraordinary Talent



#### One Megastar Millionaire

12 Finalists

4 Runner Up Winners Split US\$100,000

One Megastar Millionaire goes on promotional tour

Wins US\$1 Million

Opportunity to appear in online (Digital Riot Studio) film

#### 16 Weeks of Extraordinary Talent



2 Stage Audition and Judging Process to safeguard integrity

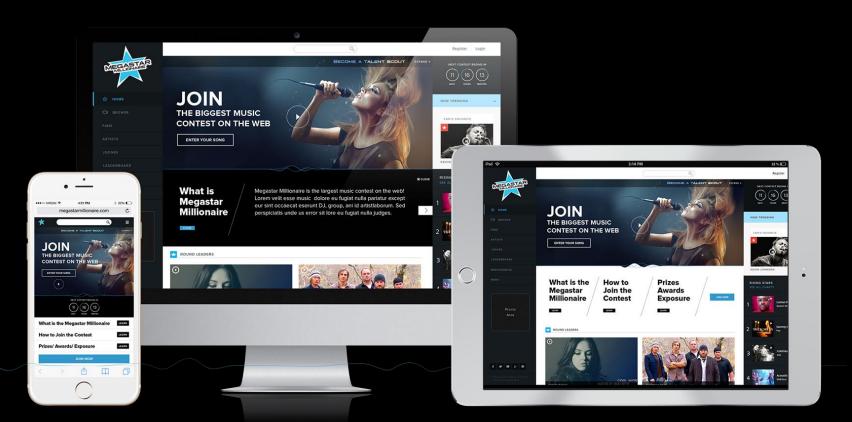
Must be registered and over 18 to play

MSM will constitute a legal game of skill

User agreements to cover all content/right of publicity rights

Content will be moderated to ensure suitability for all ages

## Fan-driven Platform

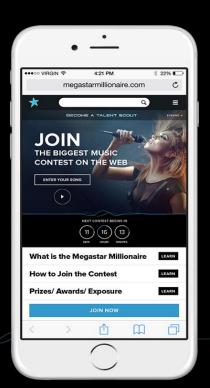


## **Across All Devices**





# Driving Engagement and Social Sharing







# Why We're Confident of Success

We know how to build the contest programmatically



# How is Megastar Millionaire Different?

 Social Media driven talent Gamification to drive with existing fan-base to videos, virality, views, Talent & drive app download Fans voting and social participate interaction 360° Social Media Gamification **Judges** PARTICIPATION. Social influencers and US\$1M Prize and Live commentary structured competition US\$1M format prize

#### ToneDen: Our partner in building audience



ToneDen is a Silicon Valley based music content and community platform developer, dedicated to nurturing Talent, especially DJs — a particularly influential group — and helping them promote themselves using social media tools and strategies.

In just one year, it has grown from zero to more than 100,000 registered music influencers and creators.

MSM has taken a significant stake in ToneDen. They will be our strategic partner in exploding the growth of our MSM participant audience.

- ★ 25% growth of audience, month over month
- ★ 35,000 unique music samples and songs played (loaded and/or accessed)
- ★ 12,000 new followers
- ★ 46.5% return rate within one week

- ★ 500+ music partners, including some of the most popular global music platforms
- ★ MSM US has committed invested US\$300K into the platform

#### Digital Riot Studios (formerly Social Media Studios)



Digital Riot Studios is a next-generation movie studio/distribution platform, producing "Hollywood-style" movies starring social media influencers, and distributed worldwide through online digital channels — iTunes, Amazon and Netflix.

DRS uses social media to discover emerging talent for its films: actors, supporting cast, musicians and writers. MsM's talent will be ideal candidates for DRS films. Our partnership with DRS will increase our social media attraction, and help differentiate our contest by offering Talent a new kind of possibility.

- ★ A preferred social media talent discovery platform
- Winners will have the opportunity to interview and be selected to participate in upcoming SMS films with US\$1M production budgets
- ★ DRS CEO John Baldecchi, producer of Point Break, is joining MSM's advisory board and will participate in announcements and social feeds

- MSM's US\$50K investment in DRS entitles it to full access to its Hollywood contacts and social media influences
- ★ Chairman: Doug Barry

#### ROAR: subject to formal agreement



- ★ ROAR is one of the nation's leading talent agencies, boasting high-net-worth "A"-list celebrities under management.
- ★ A strategic partner in MSM, ROAR serves the U.S. entertainment, lifestyle and corporate sectors.
- ★ They provide film, television talent, musical Talent, and offer brand management, film & TV production, media advisory services, business development and content creation.
- ★ With offices in Los Angeles, New York, Nashville and Atlanta, ROAR will help by providing top celebrity talent for judging, social media participation, and contest promotion.



By creating large scale participation and engagement leading to;

- Pay to Play and Subscription
- Advertising/Sponsorship Revenues
- Merchandise Sales
- Data Aggregation and Re-sale



### Post Season One Business Goals

To Prove Competition Metrics

- ★ Meet viable contestant base
- ★ Acquire/Solidify aggregate social fan base
- ★ Validate industry conversion rates of paying user base



# Management & Advisors



#### The expertise to run it well



#### DION M. SULLIVAN

MSM Director, Silicon Valley, CA, USA

Passionate, Experienced Marketing/Brand Strategist, with >20+ years of global experience within Digital Media, Social Gaming, Consumer Package Goods and Digital Entertainment. Managed brands from <US\$1MM-US\$100MM+.

Digital Media experience; ftd.com, Bank of America Online Banking, Viacom, MTV Kids & Family/Nickelodeon, Shockwave Games, Betfair/TVG, VideoJax and Excite Digital Media.

Financing experience; Investor Relations Raise/Filing management with NASDAQ, ASX and LSE. Capital fund raising (PE, IB, HNW, VC) and Communications, across North America, Europe, Australia and APAC.

- Executive roles at MTV Kids & Family, Viacom, Betfair, Bank of America.
- Involved in global M&A since 2009. Experienced IR in U.S. (NASDAQ), EU (LSX) and AUS (ASX) markets

 Spearheaded FTD.com turnaround strategy to transform the not-for-profit into a successful US\$850 million market cap NASDAQ for-profit company.

- Noted Industry
   Speaker/Presenter (Ad-Tech NYC, SF, Singapore)
- ★ Co-Founder Megastar Millionaire

#### The expertise to build it well



#### **DOUG BARRY**

Executive Chairman, MSM Silicon Valley, CA USA

With over 20 years media, entertainment, digital and technology start-up experience, Doug brings a world of corporate and entertainment industry connections and experience to MSM. In his career, he has helped create more than US\$5B in shareholder value, and has been an executive, investor and advisor to a number of the world's most successful tech and media ventures. He was also Executive Producer of the TV game show "The Joker's Wild".

- ★ Pandora Media the world's largest internet radio company, more than 200 million registered users; US\$1 billion in revenues, market capitalisation > US\$3.6 billion
- ★ Glu Mobile mobile phone game publisher; market capitalisation
   > U\$\$550 million

- ★ Pledge Music crowd funding & promotion music platform. Named by Fast Company, "top 10 most innovative companies in music in 2015"
- TiVo market leading digital video recording; market capitalisation > US\$1 billion
- \* "The Joker's Wild" TV Gameshow Executive Producer

- ★ Turner Broadcasting: Cartoon Network
- ★ Navio Liberate internet TV start-up; IPO > US\$1 billion
- ★ Electronic Arts EA Kids Market Cap: US\$20 billion
- ★ Co-founder Selby Ventures US\$150 million venture fund

#### The expertise to make it technologically sound



#### ADAM WELLISCH

MSM Director, Sydney, NSW, AUS

Adam is a tech exec with expertise in information management, financial planning and control and commercial strategy. He's a "big picture" thinker, who knows how to execute on big ideas, to create both short term commercial success and long-term sustainable value.

- ★ Co-Founder Megastar Millionaire
- ★ Bupa Australia & New Zealand
   IS Director, Health Services
   & Market Unit
- ★ Compass Group, PLC, Asia Pacific — CIO

- ★ 18 years experience tech strategy, development & execution
- ★ Executive and non-executive positions across tech start-ups and large multinationals
- \* Expert in stakeholder engagement

- ★ Process & Systems Design
- **★** Cloud Computing Migrations
- ★ IT Risk Management, Security & Compliance

#### **Initial Advisory Board**



#### Michael Pole

MSM Advisor, Los Angeles, CA, USA

Videogame Industry — US\$1B+ in game revenues, Vivendi's Universal Games & Fox Interactive (Former

Executive Vice President); Electronic Arts (Former Senior Vice President, Product Development);

Gloops International — US\$300M Japanese Mobile Game Publisher (CEO, International)



#### John Baldecchi

MSM Advisor, Los Angeles, CA, USA

Hollywood Movie Producer - US\$500M+ in feature film revenue

Producer - "Point Break" - US\$100M+ Warner Brothers remake (Christmas 2015 Release)

Producer - "The Mexican" - US\$250M+ worldwide revenue (Brad Pitt, Julia Roberts)

Sony, Fox, Disney & Dreamworks

President of Production - Larry Marks Productions ("Jerry McGuire")

# What Makes Megastar Millionaire Contest Format Unique?

	Video curation & personalisation	Gamification	Talent discovery & promotional engine	All types of talent	Prizing & payment platform	Live commentary
Megastar Millionaire	Х	x	X	Χ	Χ -	Х
Chosen			X	1		
EuroMusic Contest 2014	Х		X			Maria de la companya
YouTube			X	X	ATEL	
America's Got Talent			4	Х		J
Mobstar		)/-	Х	X		+

# Go-to-market strategy

Talent promotes participation to fan-base

Seed Competition Contestant Promotion Influencers/Celebrity Host Promos

Competition is curated with emerging and compelling talent and narratives

MSM will have staff in-house producers/editors

Celebrity Judges promote to their audiences

2

# Go-to-market strategy





# Post Competition Capital Structure

Megastar Millionaire - Share Structure	Number of Shares (Anticipated Minimum)	Number of Shares (Anticipated Maximum)	MSCAK 7th Nov 2019 10c Options				
Securities Currently on Issue (ASX:MSC)	43,938,402	43,938,402	25,908,186 *				
Securities to be issued via Capital Raise at \$0.06 (min \$4m - up to max \$7 m)	66,666,667	116,666,667					
MsM Consideration Securities	75,000,000	75,000,000	18,000,000				
MsM Convertible Note Holder Securities	25,000,000	25,000,000	25,000,000				
Chairman Securities - Doug Barry	12,500,000	12,500,000					
MSC Lead manager Options			14,000,000				
	223,105,069	273,105,069	82,908,186				

Market Capitalisation at full subscription

\$ 16,386,304

#### Options on Issue

\* 5,866,454 options with various strike and expiry between \$0.21 - \$0.99

#### Performance Shares

#### Class A

50,000,000 Performance Shares if MSM achieves \$5,000,000 in EBITDA OR number of unique registered users of at least 1,000,000 on or before the date that is 3 years from issue (Class A Performance Shares); and

#### Class B

50,000,000 Performance Shares if MSM achieves \$15,000,000 in EBITDA **OR** number of unique registered users of at least 2,000,000 on or before the date that is 5 years from issue (**Class B Performance Shares**)

## Key Milestones (Q4'15-Q1'16)

- Completion of Capita; Raising, Acquisition and Reinstatement to ASX
- Build out Advisory Board (US and AUS)
- Build Development Team (Global)
- Build Product Team
- Platform Design & Architecture
- Finalise Product Specifications and Cadence

# Planned Milestones for Season One (Q2-Q4'16)

Product Build																
Build Marketing Team																
Celebrity host/deals introduced & closed																
Strategic & distribution launch partners secured																
Alpha Product Test																
Beta Product Build																
Contestant outreach, selection & on-boarding																
Fan/Audience outreach (build momentum)																
Pre-launch social media marketing & PR																
Beta Product Test																
MSM Competition Launch																

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