

MEGASTAR MILLIONAIRE™

A New Era of Global Talent Competition

Investor Presentation
February 2016

Social | Mobile | Global

msm

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MSM Overview

Digital technology and entertainment company that, via the first product offering, [Megastar Millionaire](#), is preparing to launch the first global, social mobile talent discovery competition platform.

- Megastar Millionaire will connect performers and fans in an innovative/interactive experience, designed to transform the emerging talent discovery sectors
- Crowd sourced global, mobile talent competitions; awarding 2 intrinsic drivers (fame, fortune)
- Social networking game for online talent in video format
- Business model will be similar to "fantasy e-sports" in that you "pay to play". We shall generate revenue by requiring entry fees for contestants (which can be paid by contestants or talent scout) as well as ways to "promote" your act.
 - Purchase votes/Digital economy
 - Interactions with talent
 - Merchandise (digital/physical)
 - Prizing

Market Opportunity

*MSM shall capitalise, via its first product offering **Megastar Millionaire**, on the intersection of the Internet's most relevant and revenue producing industries;*

- Mobile Gaming Marketplace; Annual revenues of more than **US\$30B** for CY 2015 ⁽¹⁾
- Video Content Consumption Marketplace; By 2019 **more than 80%** of all Internet content consumed shall be video based ⁽²⁾
- Social Media; **More than 74%** of all adults online use some form of social media ⁽³⁾;
 - **89%** 18-29 year old demographic
 - **82%** 30-49 year old demographic
- Social Media Ad Network Spending; Greater than **US\$23B** in 2015 Globally⁽⁴⁾

(1) <http://newzoo.com/insights/mobile-games-market-2015-free-report>

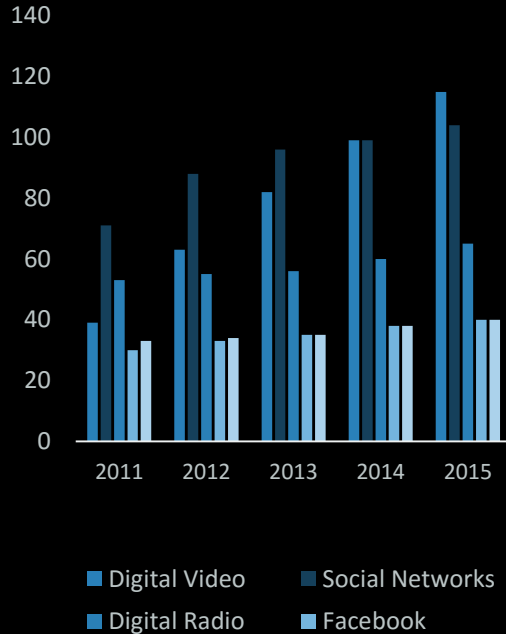
(2) By 2019, 80% of the World's Internet Traffic Will Be Video [Cisco Study] <http://www.reelseo.com/2019-internet-video-traffic/#ixzz3ze6RX1Sj>

(3) <http://www.pewinternet.org/fact-sheets/social-networking-fact-sheet/>

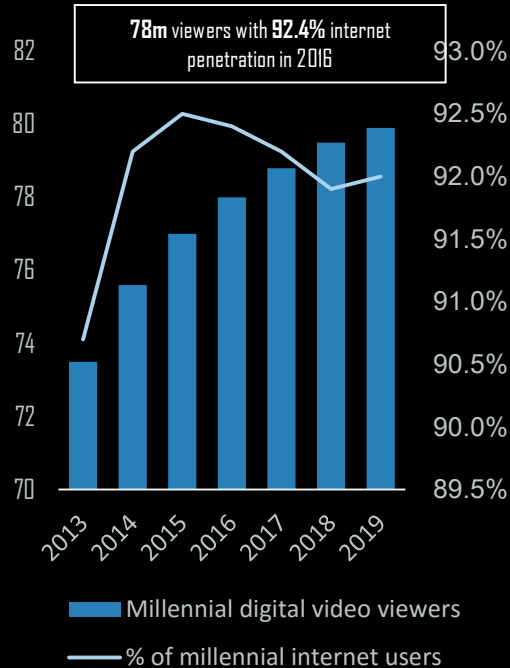
(4) <http://www.emarketer.com/Article/Social-Network-Ad-Spending-Hit-2368-Billion-Worldwide-2015/1012357>

Megastar Millionaire Capitalising on Key Trends

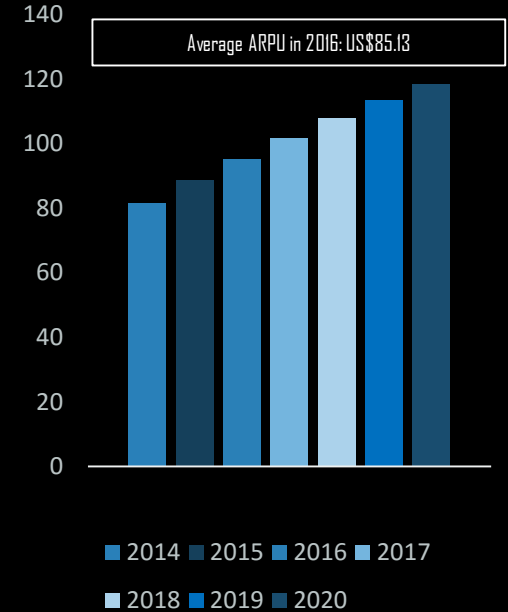
Average time spent per day on digital activities by US adult users of each medium 2011 - 2015



US Millennial Digital Video Viewers & Penetration, 2013 - 2019



Digital video average revenue per user (ARPU) in the US from 2014 - 2020 (\$US)



Megastar Millionaire Market Opportunity



Tens of Millions
of undiscovered talent/performers on YouTube



250,000+
registered DJ's achieved on ToneDen within 18 months (MSM's push to site/partner)

- Launched January 2015, 100,000 registered active users in September 2015
- Now more than 250,000 registered active users in February 2015
- More than 2,000,000 followers of ToneDen registered active users



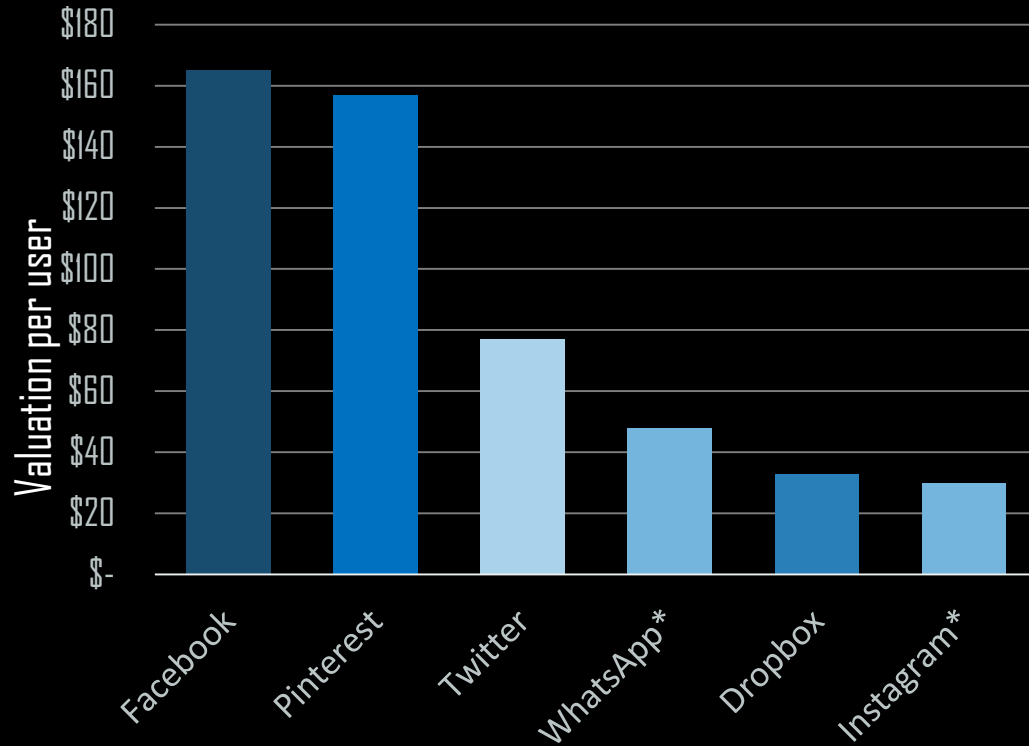
Initial target: 10,000 artists with an average following 5,000 social media followers
10,000 artists is conservative considering a million dollar prize opportunity, Top 12 contestants get to audition for a Hollywood film, the accelerator cross-selling model and the attraction of artist independence. ToneDen, which features only DJ artists, has demonstrated significant growth within 18 months and therefore proves the exponential growth opportunity once traction is achieved upon launch

50 Million: Potential reach
1-2% conversion rate

Rate based on historical like potential of fans to win prizes and interact with artists, merchandising, brand development, celebrity endorsement and interaction opportunities

Targeting *minimum* 500,000 – 1,000,000 Registered Active Daily Users (DAUs) on MSM

Social Media Valuation Metrics



Value per user is based on the following factors;

- (1) User engagement
- (2) Potential to expand user base
- (3) Current average revenue per user or ARPU
- (4) Growth potential of ARPU
- (5) Probability of fulfilling potential

Proven Leadership Team



DION M. SULLIVAN – Co-Founder & Executive Director

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



DOUG BARRY – Executive Chairman
SMS Silicon Valley

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". Mr. Barry has worked with industry heavy weights including being a founding investor in streaming music service Pandora as well as an Electronic Arts and Turner, Glu Mobile, Pledge Music, TiVo, Turner Broadcasting executive. Doug is also a co founder of Selby Ventures (US\$150m venture fund)



ADAM WELLISCH – Co-Founder & Director

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. 18 years experience tech strategy, development & execution. Executive and non-executive positions across tech start-ups and large multinationals. Expert in stakeholder engagement and senior executive positions at Bupa Australia & New Zealand (IS Director, Health Services Department and Compass Group, PLC Asia Pacific (CIO)

Experienced Operational Team

JOSH HEENAN – EXECUTIVE PRODUCER OF STUDIO

Josh has more than 12 years of experience in the digital gaming industry, and six years working with social and mobile platforms. He has worked on major franchises including

Call of Duty, Rockband and various Star Wars titles from LucasArts.

In 2010 Josh joined Zynga, helping establish its studio in India. He later took up a role at

Booyah where he ran operations on My Town 2 (1M Daily Average Users (DAU)) and No

Zombies Allowed (500K DAU). Most recently, Josh was with global developer and publisher

of free-to-play PC and mobile online games Nexon, helping to launch and operate

DomiNations (1.5M DAU).

ERIC COOK – DIRECTOR OF ENGINEERING

Eric has spent more than 8 years in the mobile and gaming industry having begun as a senior software engineer at Digital Chocolate in 2008 where he worked on the Facebook game MillionaireCity, which had 2M DAU. Following Digital Chocolate, he joined “gloops”

where he wrote and executed a scalable re-usable backend technology that runs

DomiNations, a mobile game with 1.5m DAU.

After gloops was acquired by Nexon, Eric became Director of Engineering and was the technical and management lead for the platform, scaling, big data, analytics and machine learning. The platform had over 1 billion interactions per day.)

US 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")

MEGASTAR MILLIONAIRE™

Transforming the Global Search
for Emerging Talent



Who is a Megastar Millionaire?

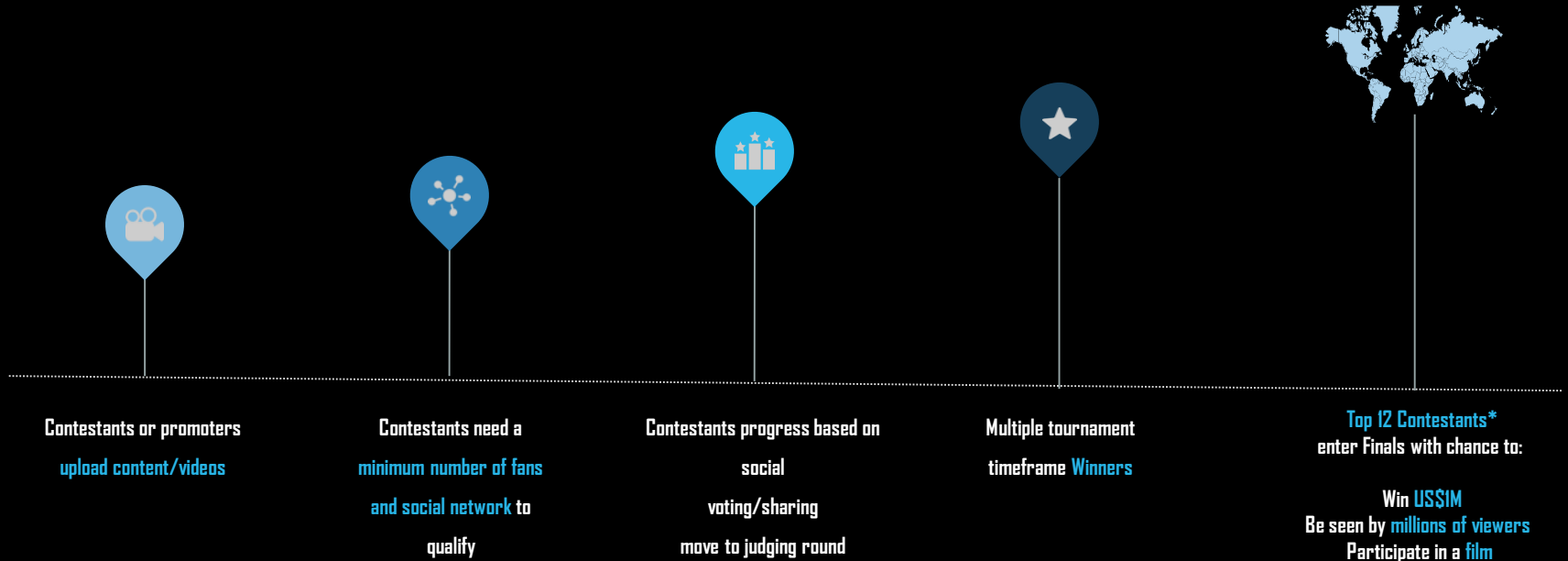
- ★ a musician
- ★ a comedian
- ★ a crazy aerobatic skateboarder
- ★ a wacky filmmaker
- ★ a dancer
- ★ a performance artist who blows your mind

Bottom line

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



How Megastar Millionaire Works



Extraordinary Talent



1. 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

1. Pre-launch marketing program – Viral videos feature celebrity judges & selected independent Contestants (seeded talent) in flash mob-style performances.

2. Contestants upload their auditions.

1. Fans scout talent, vote, and promote their favorites for entry into the judging rounds.

1. Celebrity judges release opinion pieces on standout entries – PR opportunity for contest, judges and entrants.

2. Fans compete for promotion & judging points.

3. Social promotion includes sharing leaderboards that show votes, views and point tallies.

Extraordinary Talent



One Megastar Millionaire

12 Finalists

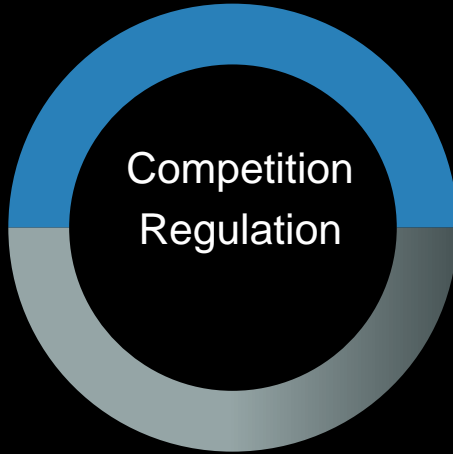
4 Runner Up Winners split a significant semi-finalist prizes

One Megastar Millionaire goes on promotional tour

Wins US\$1 Million

Opportunities to appear in Digital Riot Studio film

Extraordinary Talent



2 Stage Audition and Judging Process to safeguard integrity

Must be registered and over 18 to play

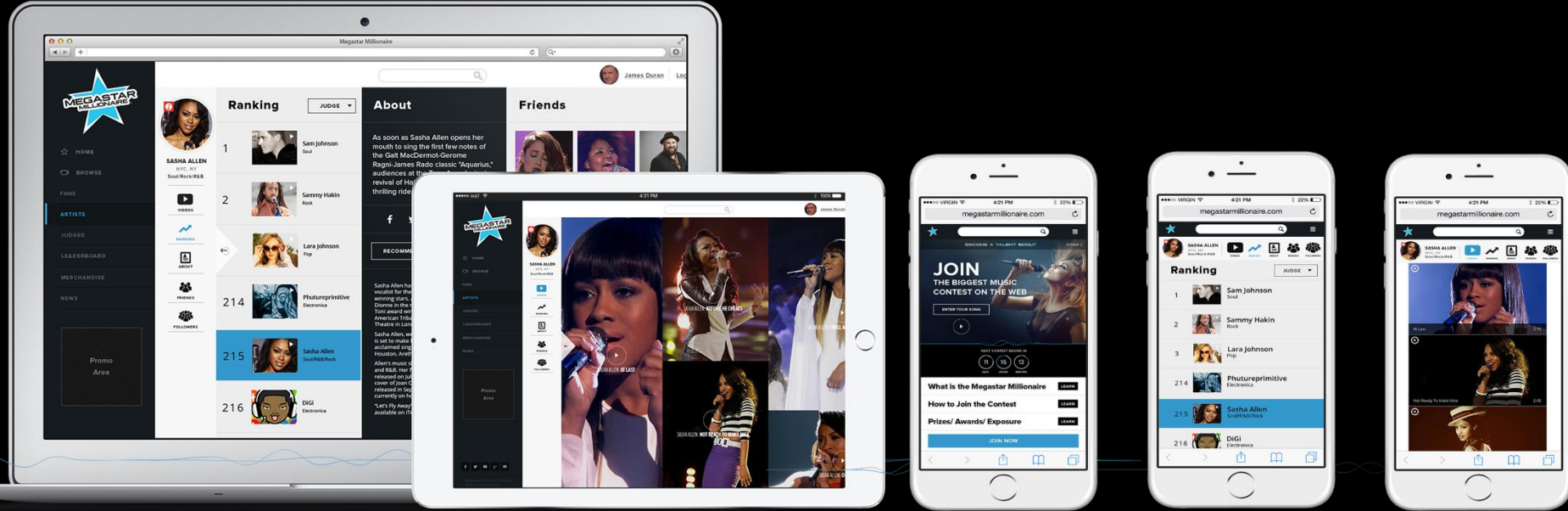
MSM will constitute a legal game of skill

User agreements to cover all content/right of publicity rights

Content will be moderated to ensure suitability for all ages

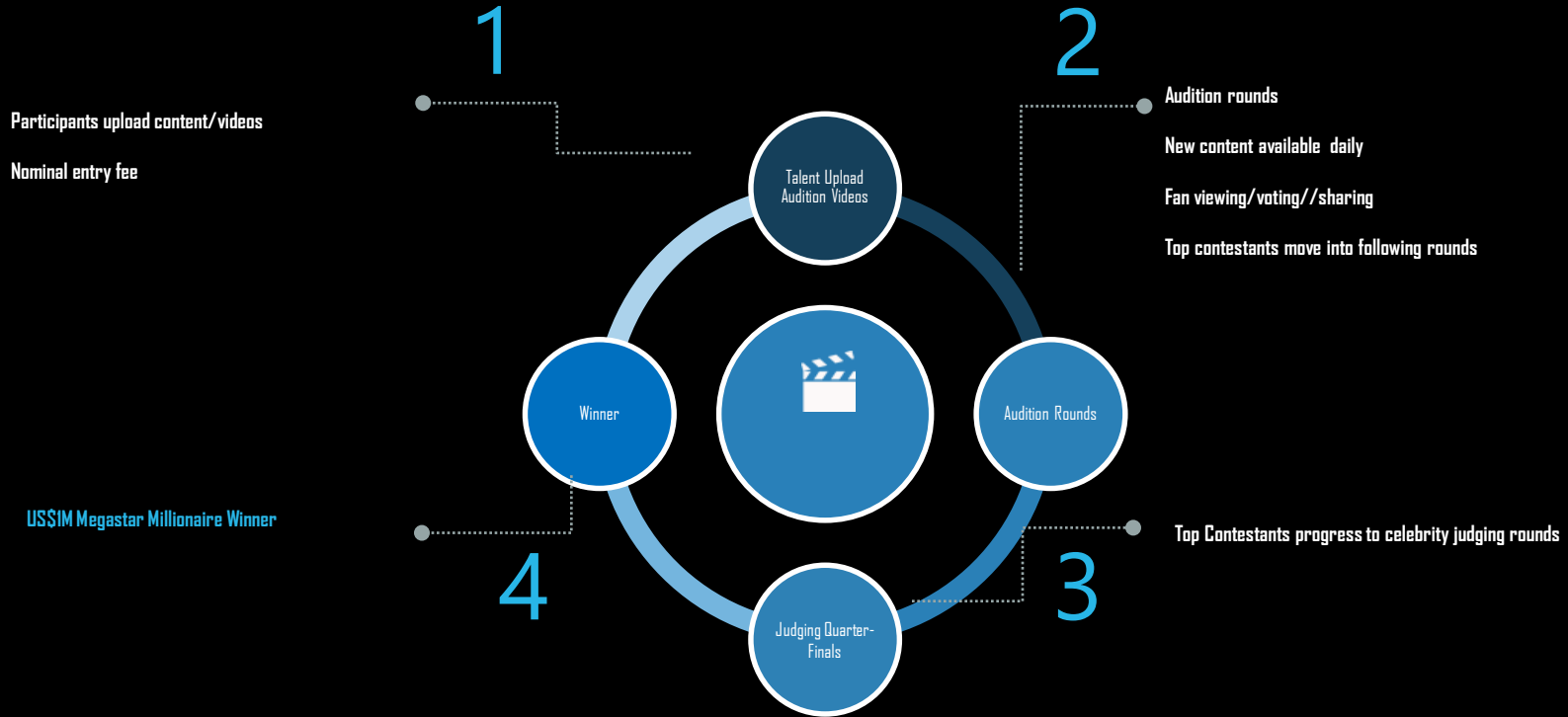
Fan Driven Platform

Driving Engagement and Social Sharing Across All Devices



Planned compliance with: iOS and Android mobile, Mac, PC and Tablet

How Megastar Millionaire Ramps Up



Topline Competition Strategy



Megastar Millionaire will monetise by creating large scale acquisition and engagement

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





TONEDEN

EXPLORE

Megastar Millionaire Strategic Partnerships

Q SEARCH

SIGN UP FOR FREE

ToneDen

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.

Since August 2015, ToneDen grew its music influencers and creators from 100,000 to more than 250,000, with more than 2,000,000 fans. MSM has taken a **5% stake** in ToneDen. They will be MSM's strategic partner in exploding the growth of the MegaStar Millionaire participant audience.

- ★ Consistent 10% growth of audience, month over month
- ★ **46.5% return rate** and 500+ music partners, including some of the most popular global music platforms
- ★ ToneDen is available through the ToneDen – New Music Delivered app and at www.toneden.io



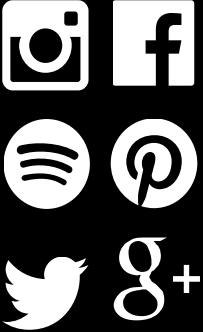
Megastar Millionaire Strategic Partnerships

Digital Riot Studios

Digital Riot Studios (DRS) 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 competition by offering Talent new forums for personal brand promotion

- ★ Top new talent will have the opportunity to audition in upcoming SMS films with US\$1M production budgets
- ★ CEO John Baldecchi, producer of Point Break, has joined MSM’s advisory board and will participate in announcements and social promotion
- ★ **MSM’s US\$50K** investment in DRS entitles it to full access to its Hollywood contacts and social media influencers
- ★ MSM US Chairman, Doug Barry, is also Digital Riot Studios Chairman



Megastar Millionaire Strategic Partnerships

ROAR



- ★ ROAR is one of the US's leading talent agencies, boasting high-net-worth and Hollywood "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.

Industry Background



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 Overview

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

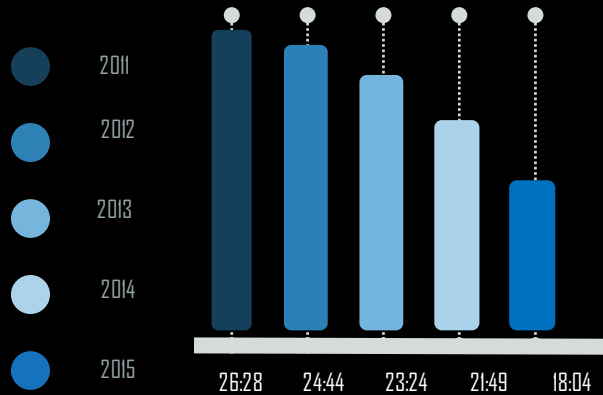
going into its 11th Season (2015)

Source: tvbythenumbers/americasgottalent



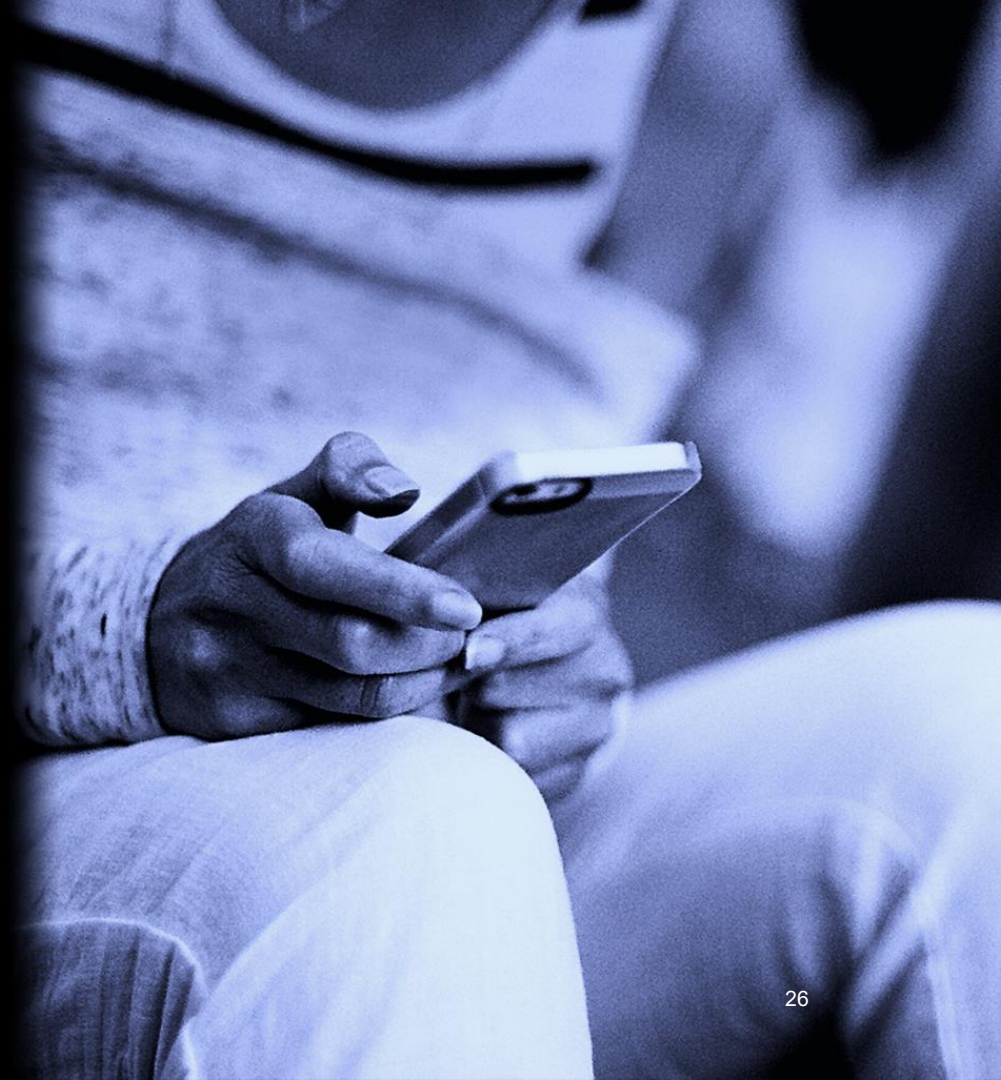
The Market is Changing

- ★ 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

Weekly time spent in hours: minutes, based on total 18-24 population



A New Era of Content Consumption

Viewers ; Heading away from TV to:

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

Over **1B** views on YouTube every day, **50%+** are on mobile.

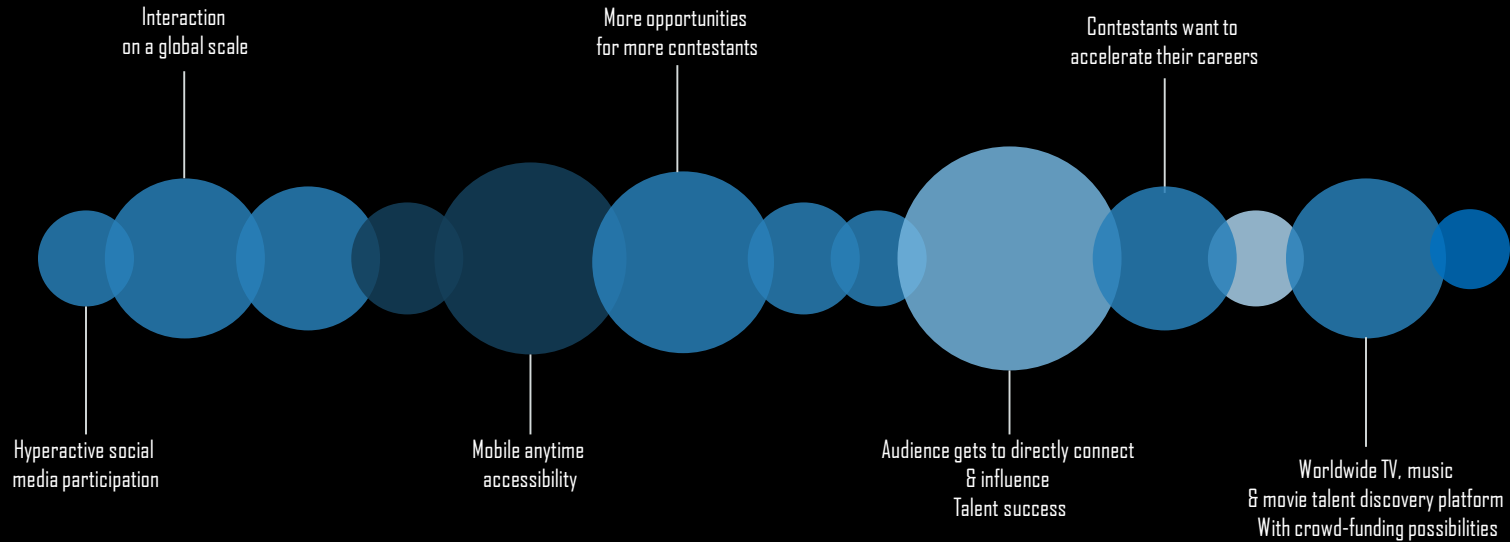
100m hours of video viewed on Facebook daily

>50% of FB's MAU base (**823m**) mobile-only

Source: [YouTube statistics](#)



Today's Contests look Different



Mobile Gaming is the Largest Gaming Segment by Revenues

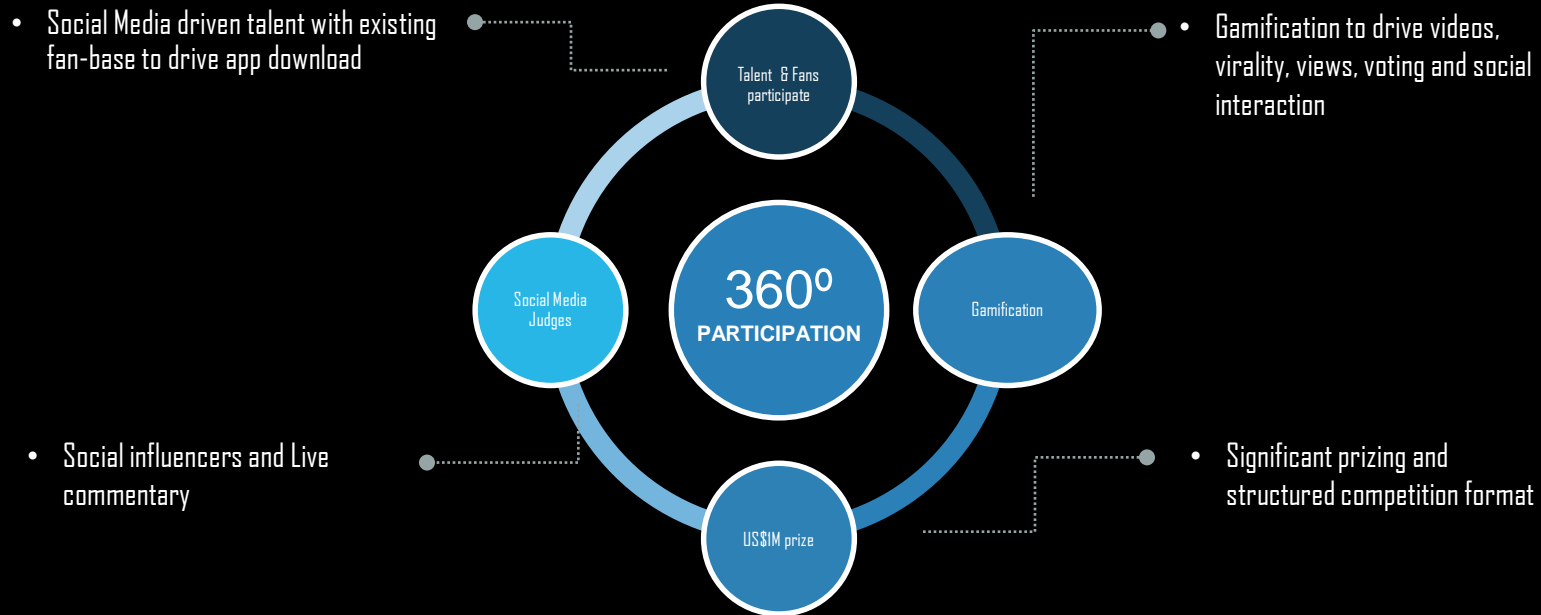
In 2015, mobile games
generated more than

US\$30 Billion

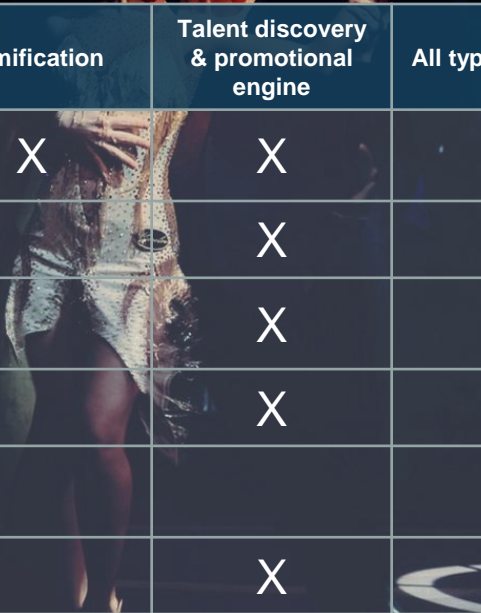
worldwide



How is Megastar Millionaire Different?



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	X	X	X	X	X	X
Chosen			X			
EuroMusic Contest 2014	X		X			
YouTube			X	X		
America's Got Talent				X		
Mobstar			X	X		

Based on all competitors competitions remaining on an "as is" basis and MSM achieving its proposed business model

Capital Structure

Shares on Issue	173,938,499
Ordinary Shares held in escrow until 29/12/2016	11,666,667
Ordinary Shares held in escrow until 11/12/2018	89,235,836
Options on Issue	83,665,747
Total number of securities	358,506,749
Share Price	\$0.085
Cash Raised	\$7m
Market Capitalisation (fully diluted excluding performance shares)	\$23.4m

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)



Social | Mobile | Global

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Executive Director/CEO
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The logo for Megastar Millionaire, featuring the words 'MEGASTAR' and 'MILLIONAIRE' in a bold, white, blocky font with a thick outline. The text is set against a dark blue background with a glowing, starburst-like effect. A small 'TM' trademark symbol is located at the bottom right of the word 'MILLIONAIRE'.

MEGASTAR
MILLIONAIRE™

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