



Private Placement

(CONFIDENTIALLY)

OPEN NEW DIMENSION TO THE WORLD OF SPORTS BETTING
ENTERTAINMENT

March 2019

We empower operators to innovate and create differentiated sports betting experiences that takes players to the next level of sports betting entertainment.

BetChill

Introduction

Sportbetting (Live-betting)

Online gaming industry is characterized by rapid growth. BetChill focuses on sports betting, primarily live betting, a segment that has shown both good growth and profitability and accounts for 60% of sports betting revenues in B2C companies such as Unibet and Betson.

BetChill

BetChill is a game-provider (B2B) with a vision to enable operators to offer different sports betting experiences. This also allows operators to optimize their business, to grow faster and with higher profitability than competitors.

BetChill consists of a series of seven unique, dynamic and live sports betting games, that are shaped to fit different player segments.

BetChill updates the platform continuously with new games and features to attract players and constantly renew and enhance the gaming experience.

Our strength is the understanding of the gaming experience. In order for us to be able to offer a gaming experience beyond the ordinary, mathematics is combined with innovation in game flow and technology.

Business model

For a new customer/partner, BetChill adjusts the gaming system based on the operators requirements. When operator accesses BetChills platform with games, an initial integration fee will be paid, and then a running royalty - a percentage of the operators revenues generated through BetChills gaming system.

Having a good and close dialogue with the operators is crucial for developing the right games for the specific markets, where customers often have different desires depending on the distribution channel and geographic market. As BetChill does not market the games directly to the players, a close partnership with the operators is important, to place our games well visible on their website.

Customers on board

At this moment 6 operators and game providers have shown great interest for these games through email and letter of intent including - HeroGaming, BetGenius, InPlayNet, DigiTain.

This is great opportunity for operators to offer different sportbetting experiences to their current costumers and to attract new segments as well by freshen up marketing content with unique and revolutionary games.

Competitors and why we are different (USP)

BetChill has no direct competitors since the games are completely unique though within the same betting genre can be seen as alternatives to traditional online game for match results. The concepts that can be compared come from companies such as NetEnt, Yggdrasil, PlayTech and Microgaming. These companies creating casino games unlike us that are aimed at create sports betting games.

Developers : Innovecs

In order to develop games correctly, ensure quality and deliver a custom system solution to operators that integrates quickly and easily, ensuring cost-effective operation and minimize time between installation and deployment - we will cooperate with Innovecs throughout the process - to take advantage of their expertise in gaming industry.

The idea for a new game is realized in a well-defined process flow where the product management in Frankfurt initiates and is responsible for the game project on an overall level.

The game development and infrastructure coordination take place in their game studio in Kiev, all under project management and close cooperation with the product manager. This is a strategic location because the IT competence is high in Kiev while the labor force is half as low in comparison with Sweden.

Great attention will be paid to every detail such as user experience, graphic, design, sound and effects to build revolutionary sports betting games.

Total issue of € 200 000

Subscription price of € 0.25 gives a value of € 500 000 before the issue. The number of shares issued is no more than 800,000. One fully subscribed issue corresponds to 28.58% of the votes and capital after the registration of the issue. The emission allowance is intended to be used to develop and launch the first game of seven within a new betting concept.

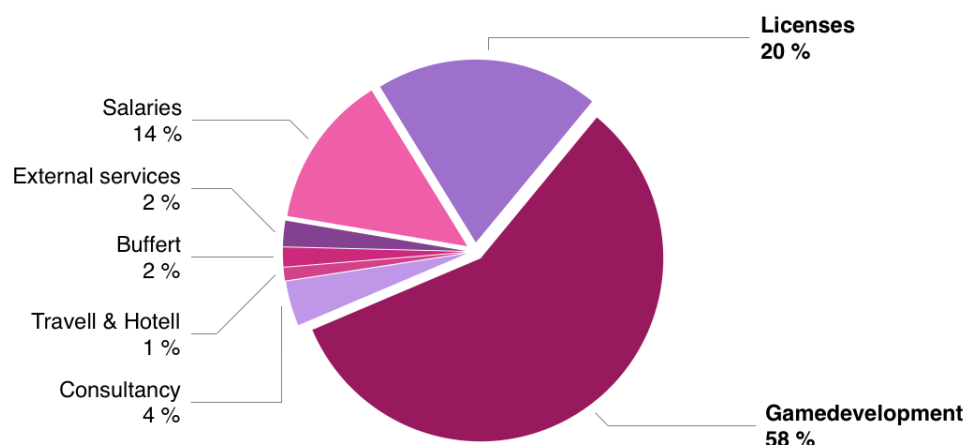
The company now makes an issue of € 200 000 on a pre-money valuation of €500 000 with the purpose of broadening the base of strategic investors and taking the next step in the development of the game platform and preparing for one greater development phase in 2019.

Valuation

The valuation of the company is a customized market valuation where we are based on parameters such as developed ideas, developed algorithms, networks and skills, and not least important, potential and the opportunities to develop the company successfully in short time. € 500 000 pre-money is a balance between the risks in the new project and giving the first investors a really good return on investment.

Investment

The budget provides an estimate of how the budget of €200 000 will be used. All experience shows that an additional buffer will be required which is included in the project. The buffer can be used strategically when the project approaches a state where the project is near a first delivery.





On February 21, 2019, the Board of Directors of BetChill AB, with the approval of the Extraordinary General Meeting of February 12, 2019, decided to issue a maximum of 800,000 shares, corresponding to a maximum of € 200 000, each with a quota value of € 0.0025 . Upon full subscription, the share capital will increase by no more than € 2,000. From € 5,000 to a maximum of € 7,000 .

Subscription of shares shall be made by way of deviation from the shareholders' preferential right to be subscribed in the company by a limited investors. Subscription of shares shall take place between 28 February 2019 and 1 May 2019.

1. The new shares shall be subscribed by strategic investors.
2. The subscription shall be on the subscription list no later than 1 May 2019. The subscription price shall be € 0,25 per share.
3. Payment for subscribed shares shall be paid in full at the latest three banking days from subscription.

The Board reserves the right to extend the subscription period. The new shares shall entitle the holder to a dividend for the first time on the record date of dividend which occurs immediately after the new issue has been registered with the Swedish Companies Registration Office (Bolagsverket).

Articles of Association and the Board of Directors' report of material events since the company's founding shareholders, who so request.

Submitted to:

BetChill AB
Etibar Namazov
Strofatan 5D
703 73 Örebro

Send scanned copy by e-mail to:

etibar@betchill.com
Subscription period: Feb 28 -May 1, 2019
Issue size: €200,000
New shares: 800 000
Subscription price: €0,25
Valuation (before issue): €500,000

Registration is binding. The issue will be implemented through ongoing allocation and close when 800,000 shares are allocated. Payment for allocated shares shall be made no later than three days after notice of allocation as instructed on settlement note. Share certificates will not be prepared, instead, a copy of the share register will be sent.

On the occasion of the issue, the Company's share capital, now amounting to € 5,000 divided into 2,000,000 shares, will increase by no more than €2,000 to a maximum of €7,000 by issuing no more than 800,000 shares. The new shares issued without preferential rights for existing shareholders shall be entitled to a share in the Company's profit from the current financial year. Prior to the issue, the Company is valued at € 500 000 (before the issue). Otherwise reference is made to the information material that the Company has prepared.

The undersigned hereby authorizes the Company's Board of Directors, or the person they appoint in their place, to subscribe for my / our behalf:

_____ shares in the Company.

Firstname	Lastname/Company
Personal code nr.	Phone nr
Adress	City/ zip code
Date	E-mail
Signature	



A good game should first of all provide an exciting and entertaining gaming experience. What is perceived as good is of course different for different players. Therefore, it is important to have a well-balanced game portfolio so that different player groups can find their favorites.

BetChill's first generation consists of seven unique, social, and LIVE sports betting, designed to fit different customer segments: time-conscious and competitive, spontaneous, team player, cautious and analytical players. The work name of the games is: Q-Bet, X-Bet, F-Bet, W-Bet, 3D Bet, G Bet, 7Bet.

BetChill's first game in a series of seven is a simple but equal brilliant game that brings "stock-trading experience" to sports-betting.

The game

Imagine a game, that looks like stock trading - with graphs that constantly moving up and down (as in shares but faster) and where "buy" and "sell" buttons are instead "home team" and "away team" buttons. The movement in graph is based on real-time sportdata (we receive such data from providers as Sportradar).

Every movement on the football field calculates and gives points to the team that performed that activity - corners, dribbles, tackles, card, goals passes, throw ins you name it, When home team performs its going up and when away team performs its going down. There is a catch in this game the more bets it is on the certain team the less points that team gets for each activity. This is because for it not to be obvious that the better performing team will always get more points.

Player can set how much each point in graph will be worth in real money and can cash out at any time. It is also possible to set automatic features to cash out after certain time or when reaching win and loss limit.

This gives players unique experience of sportbetting game that is very similar to stock trading - where player simply choose if it will go up or down (up is home team; down is away team).

Live sportdata

Runningball:

Predominantly this is a low latency data service delivered from scouts in stadium. Cover 6 sports , football, basketball, volleyball, ice hockey, handball and cricket across 100k events each year. This is the main data source that trading floors use to manage their live trading services.

Opta:

This is much deeper data, predominantly across football , cricket, rugby and US sports. This data is collected from TV pictures, so obviously has a greater delay than Runningball data, but provides much deeper level of data and statistics.

The time from entering the data to deliver to our platform is minima via 3/4 G mobile connection – this is delivered in under a second (0,8), but will depend on the mobile signal. We'll cooperate with the primary provider to all of the main sportsbooks who use this data so there is no concerns about latency.

THE MOST RELIABLE IN-PLAY FAST DATA

6 SPORTS

1,766 COMPETITIONS

122 COUNTRIES

108,000 MATCHES

1,500 SCOUTS



71,500
FOOTBALL



18,250
BASKETBALL



7,500
ICE HOCKEY



7,000
VOLLEYBALL



1,750
HANDBALL



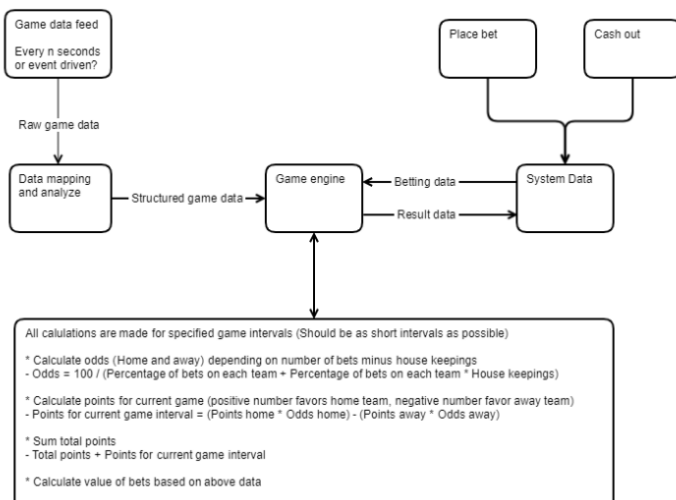
2,000
CRICKET

LIVE SPORTDATA SOCCER STATISTIC SUMMARY

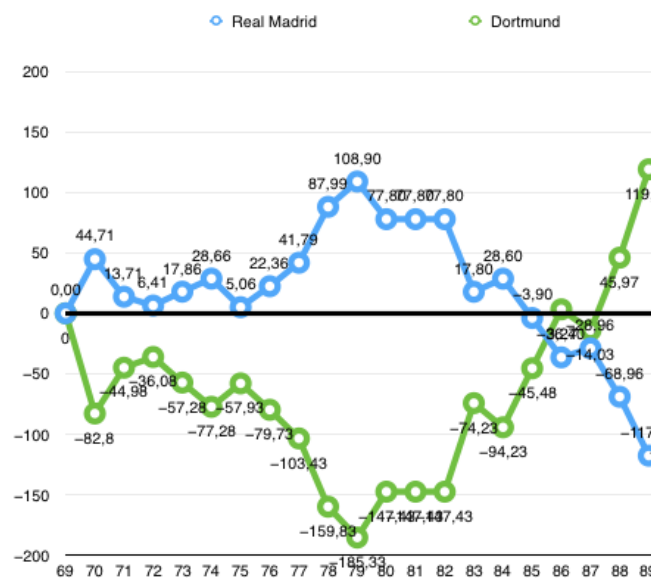
Ball Possession	Offsides	Shots on Target
Corner Kicks	Own Goals	Shots Saved
Fouls	Penalties Missed *	Throw-ins
Free Kicks	Red Cards	Yellow Cards
Goal Kicks	Shots Blocked	Yellow Red Cards
Injuries	Shots off Target	

* Extended Coverage Only.

GAME ARCHITECTURE



LIVE GAME FLOW



Why

3 main barriers that control why many casino and sports betting players do not invest in stocks even though both gambling and stock trading are about risking money in order to earn / win more money. As it turns out the main barriers for players is :

- **complicated**, entering entirely new area - namely stock trading, which is often perceived as complicated. (Players want to understand what they are betting on.)
- **slow**, it takes long time to get return on investment and perceived as slow. (Players are used to know the outcome of their bets within very short time - within 90 minutes or even shorter which is now possible with live odds which made such success and accounts 60% of sportbetting revenues in companies as betson and unibet).
- **expensive**, bets are high to get a satisfactory return on investment .

These barriers disappears through our new game, by creating a game that is about bringing very similar experience of stock trading to sportbetting players in the way that is easy and within known area for players - (sports) , entertaining with fast results and low bets.

The concept is that you bet on which team have the most influential game events during the match. With a simple likeness, of how a share moves, the game will also move in line with how different events occur frequently or in relation to the opponents.

"You do not bet on results but on" game movement ". The balance of the system makes it virtually impossible to manipulate or turn on another way to influence the game results. "

A player can choose the value of points (how much is each point in graph is worth in real money) and at any time close "bet" (Cash out) just like with shares, with profit or loss or allow it to run out to end of match. The efforts and odds are matched and balanced against all efforts that are made, all because the house does not have to own risk. **Games are risk free for operators**, which makes it even easier for distribution and expected to generate €468 per player per year for operators.

PROVIDERS

- Attracting new operators and strengthening game portfolio
- Strengthens position as an innovative company
- Be part of the opening new dimension to the world of sportbetting entertainment: stock trading for sports betting
- Competitive advantage

OPERATORS

- Unique live games - attract new customer segments
- Wide range of sportbetting games
- New marketing content and opportunities
- Risk Free games- nothin to lose and everything to win
- Optimize business to grow faster and with higher profitability

PLAYERS

- Game experience is independent of number of players
- Customize the game to your financial level
- Experience sports betting from a whole new perspectives
- Varied sports betting games

AND SO MUCH MORE...

PLAYER INTERACTION

How to play

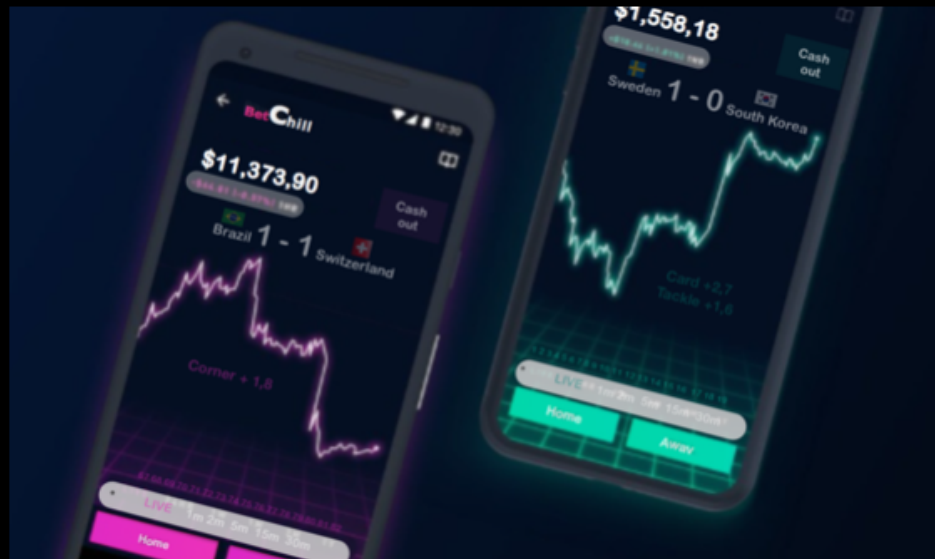
1. Click at the team

that you think will perform better: Home(up) or Away(down)

2. Set your value

(how much each point in graph is worth in real money: € 0,1-1000)

3. Bet



See your balance and Cash out at anytime or set automatic cash out features loss /profit limit or time

Game development (Innovecs)

For the 1st project/game, this will take around 5 months and will require:

1. a core games development team (backend, frontend, UI and integration with one real-money operator)
2. management overlay (PM, Software Development Manager and Solution Architect/Games Designer)
3. manual QA
4. Built in HTML 5 as opposed to a native mobile app, estimate in the region of €140 000 for full development.
5. This will ensure there is a solid B2B Games Platform and a 1st game developed.

#	Title	User Story
1	UI	As a user it must be extremely easy to start betting. The user should feel comfortable from the first moment. The user needs to be engaged in the game, driving them to stay in the game for as long as possible
2	UX	Game touch and feel
3	Game data feed	The game needs to be fed with data and this data will come from a third party provider (Sportradar)
4	Game engine	Implement the game algorithm and rules for the game 7 Bet that will be based on static game data from the game data feed.
5	Basic wallet (Demo version)	The user should start with a balance already in the wallet and any winning or losses should be reflected in the wallet
6	Distribution system	Selected users should be able to download and install the app without having to go through a lot of manual steps
7	Testing and refining	Testing and tweaking after initial development

Action Plan

The key to the success for operators in igaming industry is to be at the forefront and offer the most creative and best gaming experiences for those who play online, both mobile and desktop, which simplifies the process for us and provides input to presenting our games for operators and thus create sales opportunities.

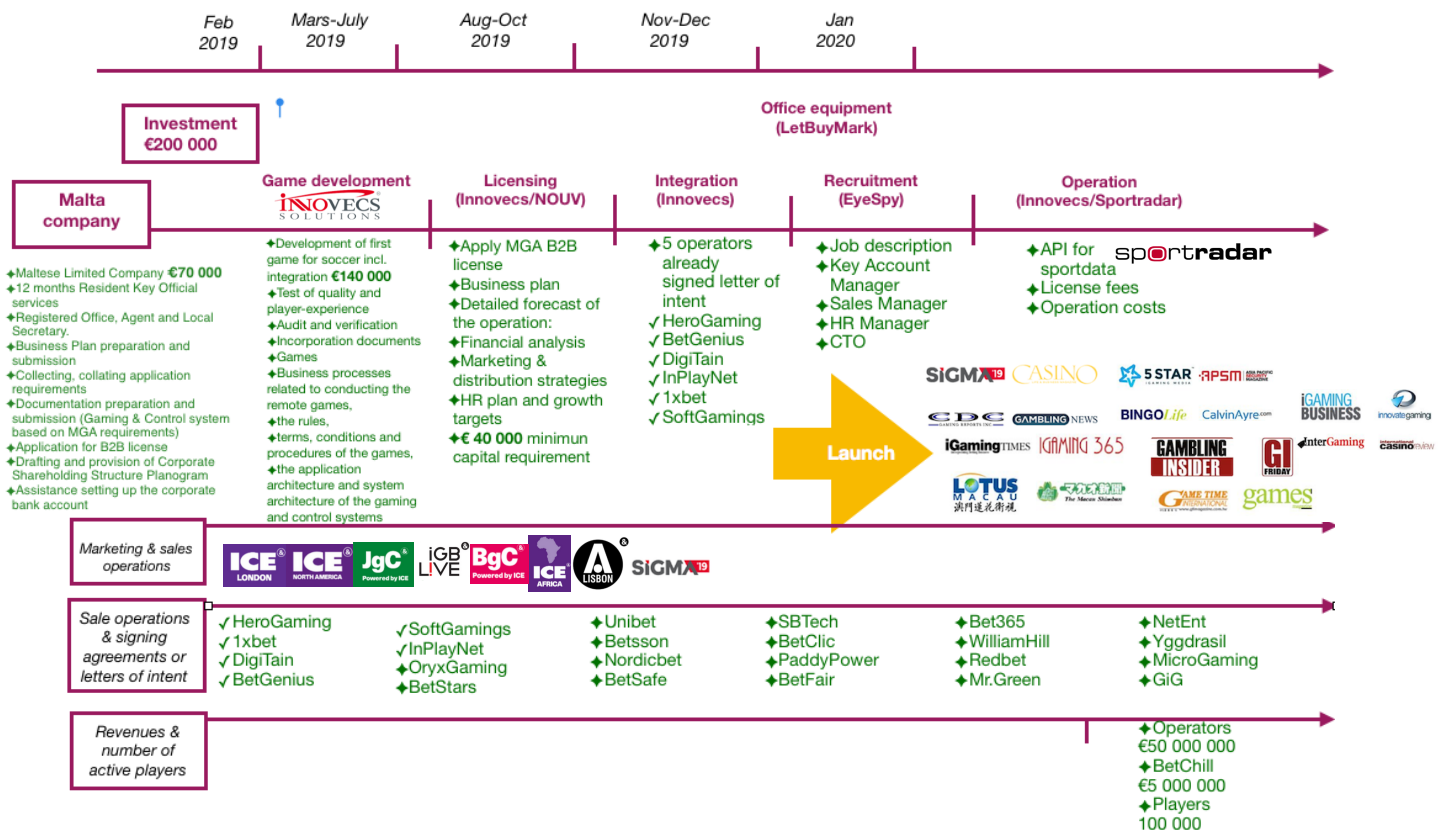
BetChill will go to established gaming platforms to offer the game for distribution when it is developed, for a royalty license. Examples of the most influential gaming companies BetChill will act , is a selection of sports betting companies to sign cooperate agreement with, a range of about 15 million active players:

✓ Bet365	5 000 000
✓ WilliamHill	4 000 000
✓ PaddyPower	2 400 000
✓ BetFair	1 100 000
✓ Unibet	1 200 000
✓ Betsson	600 000
✓ Betsafe	500 000
✓ Mr. Green	100 000
✓ LeoVegas	100 000
✓ Nordicbet	100 000



BetChill has a concept of seven games ready for development and to be rolled out in two steps. In step one, first game will be created and then launched on the European market together with some of the European betting companies. Parallel to this is also added focus on the African continent with it political but strong football interested stable southern part of the continent and later on US and Brazilian market.

In phase two, a processing starts of several markets. When the game concept is tested, balanced and optimized, the game idea will be transferred to cricket to reach the giant market in India, New Zealand, Australia, South Africa and the UK.



The 7-bet game has been tested on data from real football matches in which the house earns about €0,25 per player per minute played.

We aiming for 3% of operators (active live-sportbetting) player segment to play the game for 45 minutes (one half in one football match) per week:

- 15 million active, of which 36% sports betting customers = 5.4 million.
- 5.4 million of which 60% are live betting = 3.5 million customers.
- 3% of them play 7-bet (45 minutes per week) = 100,000 customers.
- 100,000 customers x €0,25 x 45 minutes x 52 weeks = 50m€ / year
- 10% of this is royalty to BetChill = 5 m€

The goal during the first year is to sign agreements with 30 operators and reach total of over 15 million active players of which 100 000 plays BetChill .



FINANCIAL FORECAST

Key figures €	2020	2021	2022
Gross profit	5 000 000	12 500 000	25 000 000
Operating margin	51 %	56 %	55 %
Profit margin	40 %	48 %	50 %
Total assets	2 000 000	6 000 000	12 500 000
Return on total assets	127 %	117 %	110 %
Average number of employees	8	40	80
Average number of signed operators	40	90	150
Average number of active players	100 000	250 000	500 000

Balance sheet €	2020	2021	2022
Non-current assets	2 000 000	6 000 000	12 500 000
Current receivable	-	-	-
Total assets	2 000 000	6 000 000	12 500 000
Equity	2 000 000	6 000 000	12 500 000
Non-current liabilities	-	-	-
Current liabilities	-	-	-
Total equity and liabilities	2 000 000	6 000 000	12 500 000

Income statement	2019	2020	2021	2022
Signed operators	10	40	90	150
Active players	N/A	100 000	250 000	500 000
Gross profit	N/A	5 000 000	12 500 000	25 000 000
Space rental	-	90 000	90 000	120 000
Packaging	-	80 000	110 000	200 000
Staff	-	500 000	2 500 000	5 000 000
Marketing	-	1 000 000	2 000 000	5 000 000
Investments	200 000	-	-	-
Licensees	-	600 000	600 000	600 000
External services	-	180 000	200 000	250 000
Other indirect costs	-	-	-	-
Total costs		2 450 000	5 500 000	11 170 000
EBITDA		2 550 000	7 000 000	13 830 000
Depreciation		-	-	-
Tax		10%	10%	10%
NET PROFIT		2 000 000	6 000 000	12 500 000

It is likely that the company may need additional funding in a later stage, such as the acquisition of licenses, or development of additional games in the portfolio. The idea is then that the company has built up a significantly greater value to issue additional shares from.

License (MGA)

Online gambling is a global phenomenon and the trend is that a growing number of countries regulate or discuss a regulation of online gambling, mainly in Europe, most recently in Sweden, but also in North America. Generally, regulation supports the growth of the market, BetChill's strategy is to enter new regulated markets when the right conditions exist, first in Malta whose license enables conducting of gambling activities in several countries in Europe and has become a center for the European gaming industry, industry expertise is also approaching the country and most European operators are operating in Malta.

The Application Process

The application process has been harmonised into a singular stage. Applicants can submit all the required information at one go and the MGA commits itself to the analysis of all information through multiple internal process streams.

In the application stage the MGA assesses whether an applicant:

1. Is fit and proper to conduct gaming business.
2. Is correctly prepared from a business strategy perspective.
3. Has the operational and statutory requirements to meet the obligations prescribed by law and policy.
4. Has correctly implemented what has been applied for, on a technical environment before going live.

Fit and Proper

The MGA conducts a fit and proper exercise on the applicant by assessing all information related to persons involved in finance and management and on the business viability of the operation. The MGA conducts probity investigations with other national and international regulatory bodies and law enforcement agencies.

Business Planning

The MGA conducts an in-depth financial analysis of the applicant's business plan. The applicant's business plan is expected to have a detailed forecast of the operation, inclusive of marketing and distribution strategies, HR plan and growth targets.

Operational & Statutory Requirements

The applicant is examined on the instruments required to conduct the business. This process includes examining incorporation documents, the games, the business processes related to conducting the remote games, the rules, terms, conditions and procedures of the games, the application architecture and system architecture of the gaming and control systems.

Furthermore, a remote gaming licensee is subject to minimum issued and paid-up share capital requirements. B2B licensees are required to retain a minimum share capital of €40,000.

The above three components constitute the desk-based audit of the application requirements and is completed within 12 to 16 weeks, assuming all information is complete and correct. Inconsistent and low quality applications will be dropped and the applicant will be subject to re-application.

System Preview

Once all three areas are successfully completed the MGA will inform the applicant that the application was successful and will invite the applicant to implement onto a technical environment in preparation to going live. The applicant will be allowed 60 days to complete this operation after which the application will be considered as suspended and subject to re-application. At any point within those 60 days the applicant may trigger a request for an external systems audit (performed by an independent 3rd party contracted by the MGA against a fixed market price). The systems audit will audit the live environment against the proposed application.

At this stage the MGA expects minimal deviation from the application.

On successful completion of the certification process, the Authority issues a five year licence.

Overview of football leagues



On average, operators offered 1,797 bets/markets for the **Premier League**; the maximum number of bets/markets offered was 3,702 .



On average, operators offered 1,496 bets/markets for the **Bundesliga**; the maximum number of bets/markets offered was 2,640 .



On average, operators offered 1,910 bets/markets for the **Primera Liga/Division**; the maximum number of bets/markets offered was 3,850 .



On average, operators offered 1,651 bets/markets for the **Seria A**; the maximum number of bets/markets offered was 3,404 .



On average, operators offered 1,114 bets/markets for the **Ligue 1**; the maximum number of bets/markets offered was 2,431 .



On average, operators offered 640 bets/markets for the **Champions League**; the maximum number of bets/markets offered was 1,588 .

Other sports



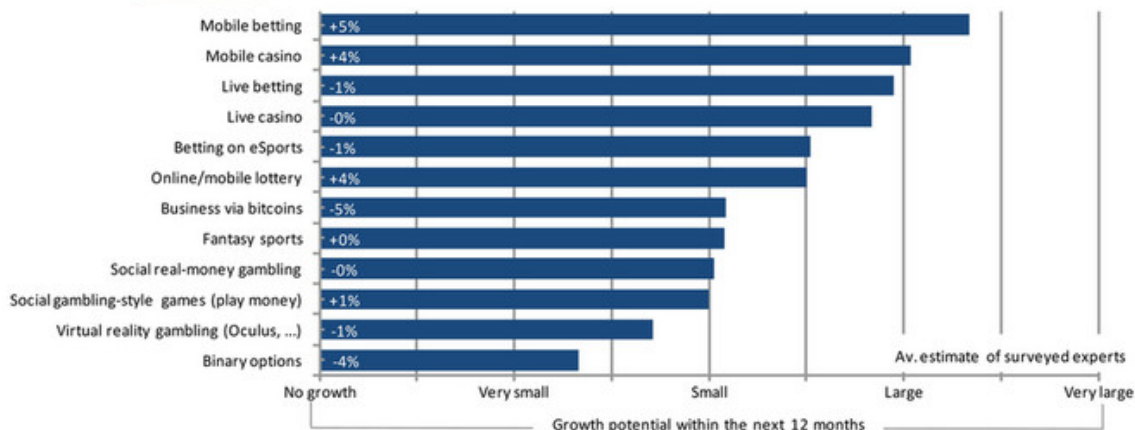
On average, operators offered 812 bets/markets for **basketball**; the maximum number of bets/markets offered was 2,149 .



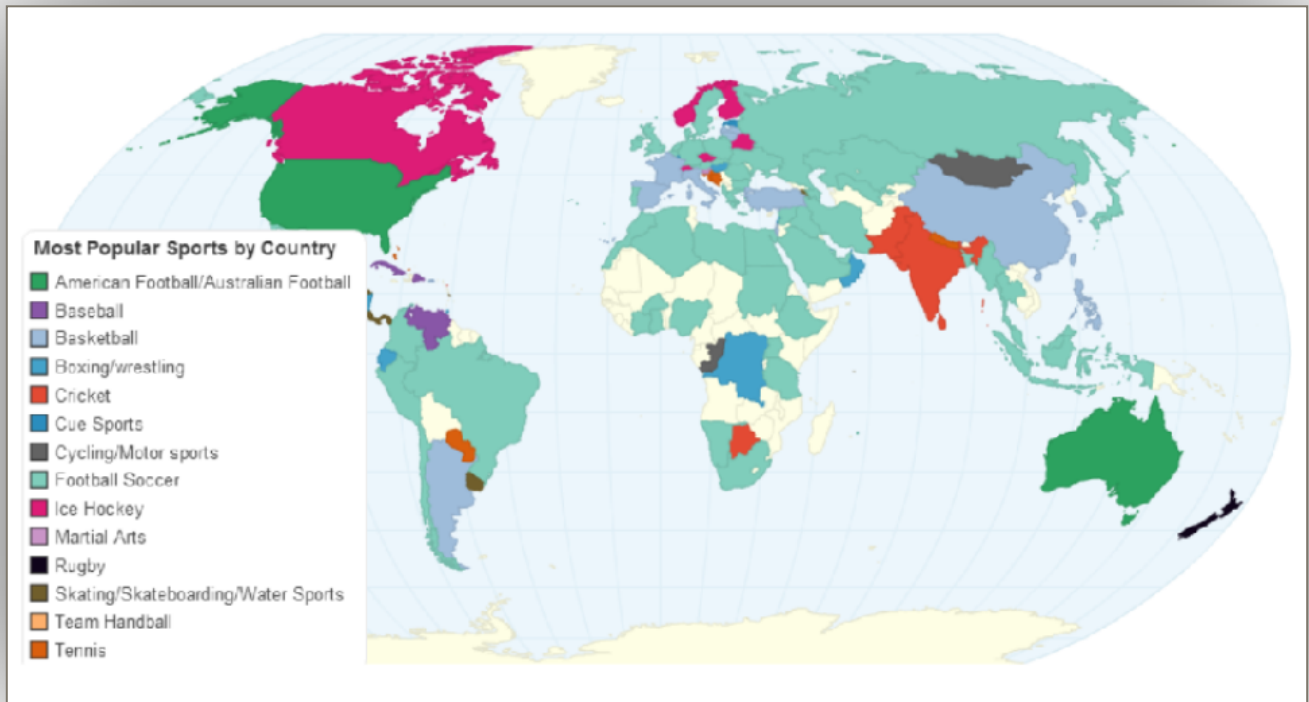
On average, operators offered 398 bets/markets for **tennis**; the maximum number of bets/markets offered was 551 .

Growth potential of the key online gaming/gambling products – Survey results

Survey question: Please evaluate the GROWTH POTENTIAL (regarding gross revenues) of the following ONLINE/INTERNET gaming/gambling products within the next 12 months.



Note: % figures = change compared to survey done in Dec. 17 ; n= 80; date of survey: March 2018; source: OGG; copyright protected - if you want to use the graph go to www.cr2.mecn.net for more info



Product trends

We also analysed the growth potential of some key online gaming/gambling products within the next 12 months (see exhibit on the right):

- **Mobile betting** again leads the ranking with market participants convinced that it still has a “large” growth potential in the next 12 months. And its growth dynamics also picked up some again. After slowing a bit down in the past (Summer/Q3 = -4%; Winter/Q4 = -0.3%), it now jumped up +5% in growth estimation compared to the previous quarter.
- Compared to the past quarters where **bitcoin business** has seen a strong push ahead, the current estimate is down again (-5% compared to the past quarter). This comes as a bit of a surprise because the bitcoin/blockchain topic seemed to be one of most relevant topics at ICE.

Market

The global gaming market, estimated to amount to about 350 billion euros by 2015, is expected to grow by 2.9% per year in the next few years.

The European market is estimated to account for approximately 27% of the world market, equivalent to about 95 billion euros.

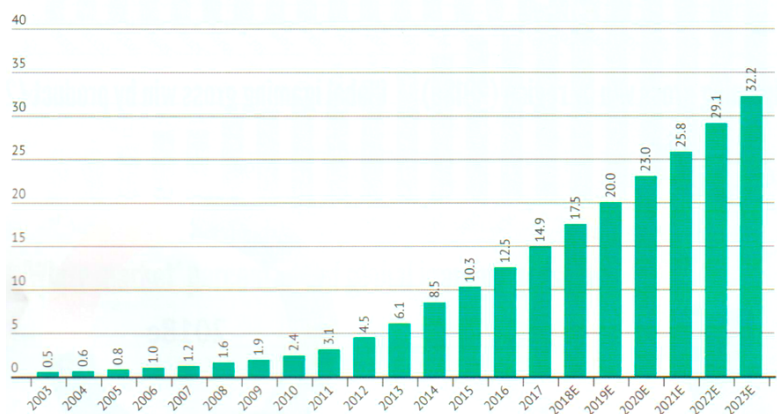
Online games are estimated at 16.6 billion euros, or approximately 17% of the European market, according to H2 Gambling Capital.

Over the past 10 years, the online segment has grown sharply from just over EUR 3 billion to today's nearly 17 billion, driven by increased availability and migration from land based gaming to online gaming.

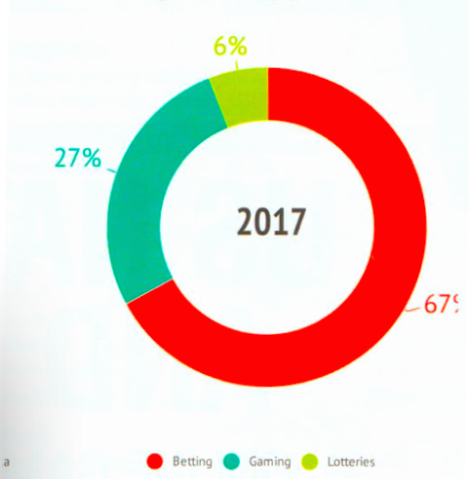
This trend is expected to continue in the coming years and H2 Gambling Capital estimates that the European online gaming market is growing at around 9% per year.

Growth potential for online gaming and game development is thus high.

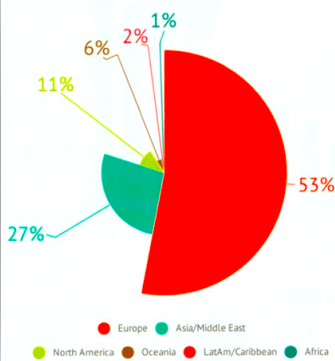
Total global mobile gross win (€bn)



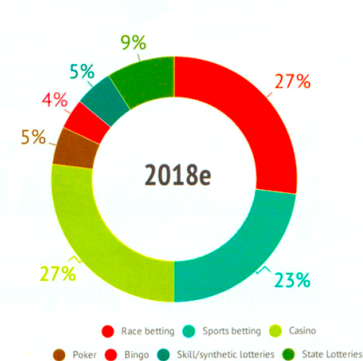
Global mobile gross win by product (2018e)



Global igaming gross win by region (2018e)



Global igaming gross win by product (2018e)



Entrepreneur

For the last 4 years in my professional career, I've spent my time starting a unique concept in the gaming industry that fits right on time.

My interests are mathematics, psychology, business and sports that's why I also chose the natural science program with focus on sports :soccer.

In order to improve my skills in areas such as management, market, leadership, organization and structure, I have participated in different types of courses, including: Investor Training and Negotiation Techniques at Connect.

Before that, I worked as a salesman for 4 years at MTG and with brands such as Viasat, ComHem, Tele2 and Vattenfall and received prizes for being top sellers.

Currently finished studies, Sales Management B2B at the Business School in Sweden, Örebro, which includes Business; Business law and labor law; Business Development; Financing and calculation; International business; Leadership and Communication; Personal progress; Marketing; Project Management; Strategic and operational sales.

"After graduating from the education, the student can lead a sales process towards B2B customers. The student can create and execute professional business presentations and is well versed in the different parts of the sales process and business development processes. The student has specialized knowledge in sales communication and is prepared for work in value-based sales. The student has strategic tools for developing his personal leadership. During the course the student has had an industry-related mentor who has prepared the student to lead a team. All in all, the education delivers a B2B salesman with clear leadership qualities."

When I bet, primarily on highest football leagues, I quickly realized that sports betting could be more entertaining which is why I started focusing my time on creating new sports betting games, business plan and start BetChill AB.

Read an interview - made by Business School (Affärshögskolan):
(In Swedish).

<http://affarshogskolan.se/nyheter/fran-saljare-till-internationell-egenforetagare/>

A handwritten signature in blue ink, consisting of stylized, flowing letters that appear to read 'Etibar Namazov'.

Etibar Namazov
Founder

Make ideas happen'

I sincerely hope you will join BetChill

Etibar Namazov



BetChill