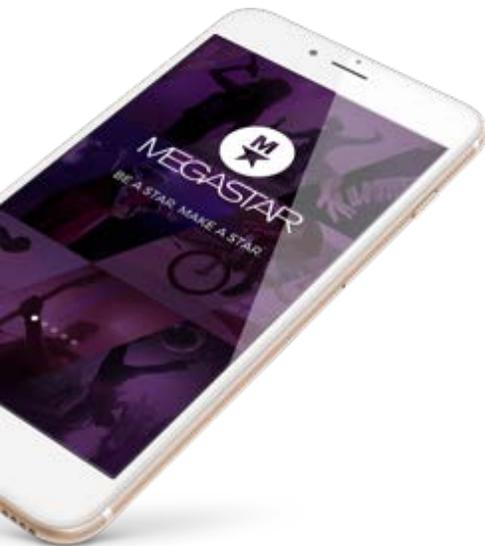


## PLACEMENT TO CORNERSTONE STRATEGIC INVESTOR – THE RIVA GROUP

- + The Riva Group confirms its engagement and support for MSM by subscribing for a firm allocation of 37M MSM shares at \$0.043 per share to raise up to \$1.59M
- + Riva and MSM are in the final stages of documenting the binding HoA for the launch of Megastar India. The MOU exclusivity period has been extended to 30 April 2018
- + The Indian market has 1.3B+ people with 400M+ smartphone or tablet users and is expected to massively accelerate the growth of Megastar's user base
- + Company intends to undertake Entitlements Offer following conclusion of the voluntary suspension



Digital technology and entertainment company, MSM Corporation International Limited ("MSM" or the "Company") is pleased to announce that it has received a firm commitment from The Riva Group ("Riva") to subscribe for a placement of 37 million new fully paid ordinary shares at A\$0.043 per share to raise A\$1.59M, as part of the proposed non-renounceable pro-rata 1 for 5 Entitlement Offer as announced on 8 February 2018. MSM executed a binding MOU with Riva for the launch of Megastar in India on 5 December 2017.

The Company intends to complete the Entitlement Offer on the same pricing terms as the Company's most recent placement (announced 21 February 2018), to raise A\$3.67M. Riva will also be entitled to a one (1) for four (4) free attaching option exercisable at A\$0.10 each, expiring 7 November 2019.

The new securities will be issued to Riva:

- to the extent that there is sufficient shortfall from the Entitlement Offer, as part of that shortfall, without the need for shareholder approval; and
- if there is insufficient shortfall, pursuant to the Company's placement capacity under Listing Rule 7.1, without the need for shareholder approval.

The Entitlements Offer and Placement timetable will be confirmed with the Australian Securities Exchange (ASX) following the conclusion of the voluntary suspension of MSM's securities. The purpose of the Placement and Entitlements Offer, is to assist the Company to pursue its strategic objectives as detailed in its ASX announcement on 8 February 2018.

### Negotiations with Riva - Megastar India

MSM has a memorandum of understanding (MOU) with Riva for the launch of Megastar in India. It is anticipated that MSM will provide its Megastar Intellectual Property (Brand, Format, Platform) and technical expertise. Riva will provide

funding, operational capabilities, including marketing and PR/Media support along with its A-list (Bollywood) connections in the Indian media and entertainment market. The Indian market has 1.3B+ people with 400M+ smartphone or tablet users and is expected to massively accelerate the growth of Megastar's user base<sup>1</sup>.

MSM and Riva have extended the exclusivity period for the binding heads of agreement (HoA) negotiations until 30 April 2018 as the final stages of documenting the HoA for India are completed. MSM will update the market upon the completion of the agreement and the anticipated timeline for the delivery of the first Indian version of Megastar.

### **MSM Managing Director, Dion Sullivan commented;**

"From the very start, RIVA and specifically, Paul Roy (Chairman) have been great to deal with. Paul's wealth of EMT (Entertainment, Media and Technology) experience allows for MSM to collaborate with a partner who not only understands, but will actively support, our vision of building and running global digital entertainment products and brands. RIVA's investment directly into MSMCI is a vote of confidence for the MSM team from an established global media entertainment leader. Furthermore, it represents RIVA's enthusiasm for Megastar India. RIVA's vast experience in licensing and distribution will be a key in establishing new beachheads in foreign marketplaces, beginning with India. With this in mind, we continue to work to formalise the HoA and launch Megastar India as soon as is viable."

### **Chairman of The Riva Group, Paul Roy commented;**

"I believe that MSM/Megastar's plan to revolutionise the live talent show/search industries, especially in geographies such as India, China and Southeast Asia, is a natural evolution within the global Entertainment industries. With its deep roots in Hollywood and proven digital capabilities, it syncs exceedingly well with Riva's success to date within the Entertainment, Media and Technology sectors. Riva is looking forward to collectively expanding the significant market opportunities our businesses have in front of us."

<sup>1</sup> Indian Market Statistics – Statista - 2018 India SmartPhone Report/2018 India Tablet Report

## FOR FURTHER INFORMATION CONTACT:

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## ABOUT RIVA

Founded in 2002, with Headquarters in Dubai and offices across the world from the USA to East Asia; The Riva Group have successfully been delivering the vision of tomorrow for over 15 years. The Riva Group of companies hold an industry advantage in their ability to take every project from concept to execution all housed under one roof. The complementary divisions cover: creative design and development of theme parks, brand and Intellectual Property licensing, 3D animation and visual effects for films, games and TV content.

The Riva Group recently played an instrumental role in the concept, design and development of major theme parks in the middle east, based on world class IP licenses. The concepts for one of the parks was inspired by The Riva Group's Chairman; Mr Paul Roy and his Mumbai based celebrity partners who specialise in directing, screenwriting and production for Bollywood and have won numerous awards and international accolades over the last 15 years.

The Riva Group have vast experience specialising in licensing agreements where they have successfully negotiated and arranged for licenses for world class entertainment Intellectual Property with; Dreamworks Animation, Marvel, Sony Pictures, Electronic Arts, Lionsgate, Square Enix, Microsoft Studios, Cartoon Network, Capcom and Konami. In October 2017, The Riva Group in partnership with Los Angeles-based Firefly Games developed and launched the cutting-edge Dreamworks Universe of Legends Mobile Game where Shrek meets Kung-Fu Panda in a Dreamworks Hero mashup.

## ABOUT MSMCI

MSM Corporation International Limited ("MSMCI") is an online entertainment company that specialises in building and launching new digital entertainment products to audiences in the US, Great Britain, Australia, Canada, New Zealand and South Africa. MSMCI partners with local operators in non-English speaking markets to maximise the reach of its products and services globally.

MSMCI's flagship product is Megastar, a global, mobile-first talent competition, featuring performers of any category, who competed to win one Million US Dollars, a role in a film and various other prizes. Winners are chosen by fans voting in the competition through the Megastar App.

The first Megastar competition launched in MSMCI's six core markets with the App available for download from the Apple and Google Stores. Additional Megastar competitions will subsequently launch in non-English speaking markets via partnering and licensing agreements.

Megastar was founded by Adam Wellisch and Dion Sullivan in February 2014 and listed on the Australian Securities Exchange becoming MSMCI (ASX:MSM) in January 2016. The Company is currently headquartered in Sydney, Australia and Oakland, California, USA.

Visit [www.msmci.com](http://www.msmci.com) to learn more or to [sign up for the investor newsletter](#)

