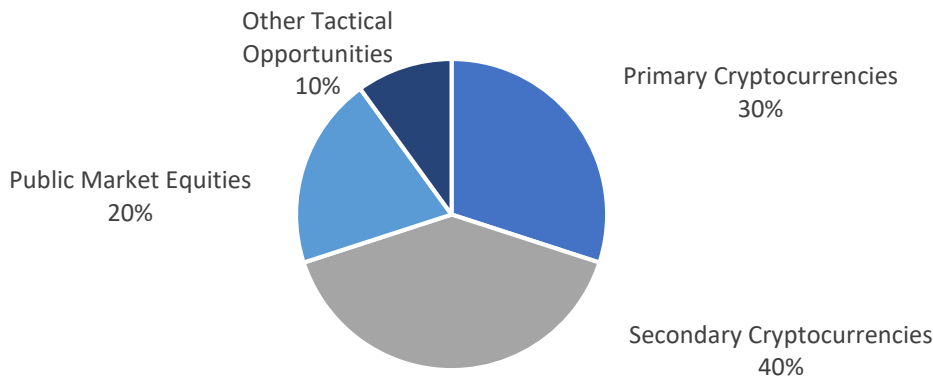


MGT CAPITAL TACTICAL BLOCKCHAIN OPPORTUNITIES FUND I

MGT Capital Investments is seeking to raise \$100 million in investor commitments for **MGT Capital Tactical Blockchain Opportunities Fund I (the "Fund")**, a hedge fund style investment vehicle that will pursue blockchain investment opportunities, which may include, but not be limited to, direct cryptocurrency holdings, public market equities and/or other special situations opportunities. Led by senior executives with more than 50 years of experience in the financial services, technology and blockchain sectors, MGT principals have deep experience in cryptocurrency/ blockchain related technology and investment strategies, having raised and managed over \$10 billion in committed capital since 2003.

Investment Strategy

MGT will allocate Fund investments across a broad array of blockchain related assets, providing investors with diversified and optimized exposure. The expected investment allocation is as follows:



- **Primary Cryptocurrencies:** coins/tokens traded on mainstream platforms (GDAX, Gemini, Bitstamp, etc.); currently includes Bitcoin, Bitcoin Cash, Ethereum, Litecoin and Ripple.
- **Secondary Cryptocurrencies:** includes the wider universe of smaller cap coins/tokens traded on secondary exchanges, including Binance, Poloniex, Kucoin, etc.
- **Public Market Equities:** stocks currently listed on major stock exchanges that currently offer exposure to blockchain technologies and cryptocurrencies. We anticipate 75%+ of public markets investments to be in NASDAQ/NYSE listed equities.
- **Other Tactical Opportunities:** MGT will reserve 10% of the Fund to capitalize on special situation investment opportunities, which may include CME/CBOE futures, select venture capital/growth equity type investments, blockchain based lending, etc.

Investment Highlights

The Fund is designed to provide an expertly managed, tax-advantaged and diversified blockchain/ cryptocurrency portfolio for investors seeking superior risk-adjusted returns versus the broader market:

- **Access to Proprietary Opportunities:** via MGT's strong network of relationships in the industry, the Fund will have access to private (and heavily discounted) sales of ICOs, exclusive block trades and other proprietary investment opportunities.
- **Significant Influence in Cryptocurrency Markets:** given we will hold meaningful percentages of certain coins' total supply, as well as our relationship with John McAfee (a widely renowned veteran in the industry), we expect to be able to exert significant influence in the cryptocurrency markets as well as the social media community.
- **Proprietary Trading Algorithms:** our team of 10+ software engineers have developed a suite of proprietary trading algorithms that optimizes our entry, hold and exit into cryptocurrencies. We believe our trading techniques can generate in incremental 50-100% of annual return for our investors.
- **Low Relative Volatility:** our risk management processes will ensure that investors achieve the high returns of the cryptocurrency markets while enduring much less volatility than the average retail investor.

Key Fund Terms

Target Fund Amount

- \$100 million

Target Returns

- 5-10x the growth of the total market cap of all cryptocurrencies
- For example, if total market cap grows from \$500bn to \$1tn, the Fund would expect to generate 10x-20x returns

Minimum Hold Period

- February 28, 2019, representing 1 year hold period
- Note: any tokens redeemed before this date will be rejected

Managing Member Commitment

- 10% of total fund (in a subordinate position to investors' capital, acting as first-loss credit enhancement)

Fee Structure

- 1% management fee per annum, paid monthly
- 10% incentive fee (on total profits), paid annually

Minimum Contribution

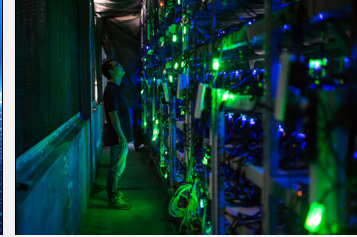
- 0.1 eth

Maximum Contribution

- 10 eth, with MGT reserving the right to accept higher amounts

Preliminary Token Details

- ERC-20 standard
- Symbol: TBOF
- Expected distribution date: February 28, 2018



MGT CAPITAL TACTICAL BLOCKCHAIN OPPORTUNITIES FUND I

Private Sale Details

MGT is currently in the **Private Sale Stage** of the capital raise / token offering for the Fund. Select friends and family, as well as a limited number of outside investors, will be permitted to make Ether contributions in exchange for TBOF tokens, which will represent a partnership interest in the Fund.

The Private Sale will be subject to a **\$25 million hard cap**. Contributions will be accepted on a first come, first serve basis. Any contributions after the hard cap has been reached will be rejected. The remaining amount will be offered to institutional investors and MGT employees.

Token and Contribution Detailed Information

Token Description and Usage

The Tactical Blockchain Opportunities Fund Token ("TBOF") represents an initial \$1.00 of partnership interest in the Fund. For example, if you contribute \$5,000 of Ether in the Private Sale, you will receive 5,000 TBOF tokens on the Distribution Date, which represents 0.0033% of the Distributable Profits of the Fund, assuming the targeted \$150 million fund raise. Note: Ethereum contribution values will be determined by the ETH/USD exchange ratio, as listed by GDAX, at 11:59pm Eastern Time on the date of contribution.

Contribution Instructions

- Send your desired Ether contribution to our smart contract address:
0x2E49B057bf984A3141630126050D1BEfdE44E74D
- Please adhere to the Minimum and Maximum Contribution terms, or else your transaction will be rejected
- If the hard cap has been reached, your transaction will be rejected
- If your transaction is accepted, your Ethereum address will be entitled to receive TBOF tokens in a quantity as determined by the procedures above
- Distribution of TBOF is scheduled to occur on February 28, 2018

Important Tips

- Do NOT send funds directly from a cryptocurrency exchange account (eg. Coinbase, Binance, etc).
- Do NOT send funds from any wallet that does not give you full control/visibility of your private key. Even if you are able to participate in the presale and claim tokens, your tokens will be inaccessible until your wallet adds support specifically for TBOF.
- It is highly recommended that you use MyEtherWallet or MetaMask

Redemption Mechanics

Following the expiration of the Minimum Hold Period, TBOF tokens will be redeemable for Ether in a quantity equivalent to the associated Distributed Profits, representing liquidation of your profit interests in the Fund. Further details and instructions regarding Redemption will be provided at a later date.

Frequently Asked Question (FAQ)

Where can I find the Fund's website, whitepaper and other more comprehensive marketing materials for the Fund?

We are conducting the Private Sale as an off-grid series of peer-to-peer transactions. In other words, our offering is outside the reach of securities law and other regulatory bodies. To retain this classification, our legal counsel have advised us to restrict public marketing materials. We decided to do this to avoid the costly KYC process that prevents a large number of retail investors from participating in ICOs and other coin offerings. Thus, we are able to make the Fund available to a wider array of investors and enthusiasts in the community.

What role will John McAfee have in managing the Fund?

Even though John McAfee is no longer an employee of MGT, he continues to be a valuable relationship for MGT, as well as a direct advisor to the Fund. Our strong relationship with Mr. McAfee will undoubtedly aid us in our investment activities and generating the targeted returns for our investors.

Will TBOF tokens be available on Binance or other exchanges?

No, we have no intention of listing TBOF on any exchanges, to keep concentration of ownership limited to the participants in the Private Sale. The Private Sale will be the only opportunity for retail investors to commit capital to the Fund.

Will there be a Fund II, Fund III and/or other subsequent opportunities?

Depending on the performance of the current Fund, we certainly expect to raise subsequent funds with similar strategies. These will likely occur in late 2018 or 2019 – for subsequent funds, we will also offer meaningful discounts to investors in this Private Sale.