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FTX:WNDR

March 2022

Disclaimer

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Certain statements in this presentation may constitute "forward-looking" statements regarding the proposed transaction with Bitbuy Technologies Inc. ("Bitbuy"), and Sun Machine Entertainment Inc. ("Sun Machine") including the anticipated benefits thereof to the Company and its shareholders and the closing thereof. When used in or in relation to this presentation, such statements use words including, but not limited to, "may", "will", "expect", "believe", "plan", "intend", "anticipate", "future" and other similar terminology (including negative variations thereof) and include, without limitation, statements or information with respect to: the Company's future growth, results of operations, performance, future capital and other expenditures (including the amount, nature and sources of funding thereof), planned expansion and business prospects and opportunities. In respect of the forward-looking statements concerning the anticipated benefits and completion of the Bitbuy and Sun Machine transactions, the Company has provided such in reliance on certain assumptions that the Company believes are reasonable at this time, including assumptions as to the time required and the ability of the parties to receive, in a timely manner, the necessary securityholder, regulatory, stock exchange and other third party approvals; and the ability of the parties to satisfy, in a timely manner, the other conditions to the closing of the transaction. By their nature, forward-looking statements are subject to numerous risks and uncertainties, some of which are beyond the Company's control. In particular, completion of the Bitbuy and Sun Machine transactions are subject to a number of conditions which are typical for transactions of this nature, including regulatory approval and shareholder approval. Failure to satisfy any of these conditions or the failure to obtain approval of securityholders may result in the termination of the definitive agreements underlying these transactions. Furthermore, the Company has agreed to restrict Ontario residents from accessing the WonderFi App. WonderFi has provided an undertaking to the BCSC and the OSC not to lift such restrictions without the prior written consent of the OSC and to continue to engage in discussions with staff at the BCSC and the OSC as to the applicability of Canadian securities and derivatives laws to its business. There is no certainty that the restrictions will be lifted, and if lifted, that the OSC or BCSC will not implement new restrictions that equally impede the implementation, development, or commercialization of the WonderFi App or other components of WonderFi's business, or that have a negative impact on the intended benefits of the Bitbuy and Sun Machine transactions. These forward-looking statements reflect the current expectations of WonderFi's management regarding future events, operating performance or other achievements, or potential matters relating to any of the foregoing, of the Company, but involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company, or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such statements reflect management's current views and are based on certain assumptions; the reader must take note that there is no certainty that the Company will achieve or undertake any specific activity in respect thereto. They are, by necessity, only estimates of future results, performance, achievements or developments, and the actual results, performance, achievements or developments may differ materially from these statements due to a number of known and unknown factors, uncertainties

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Completion of the Bitbuy and Sun Machine transactions are subject to several conditions which are typical for transactions of this nature, including regulatory approval and shareholder approval. There is no guarantee that these conditions will be met or that the Company will receive shareholder and regulatory approval. Failure to satisfy any of these conditions or the failure to obtain approval of securityholders may result in the termination of the definitive agreements underlying these transactions.



WonderFi's mission is to create the leading global platform that unifies and democratizes access to digital assets in a compliant manner.

The Web3 Opportunity

Web 3 Statistics

of Distributed Applications

3,974

of Smart Contracts

7,130

Ethereum Share of DeFi TVL

55%

Daily Active Dapp Users

111,650

New Dapps Launched in Feb. 2022

50

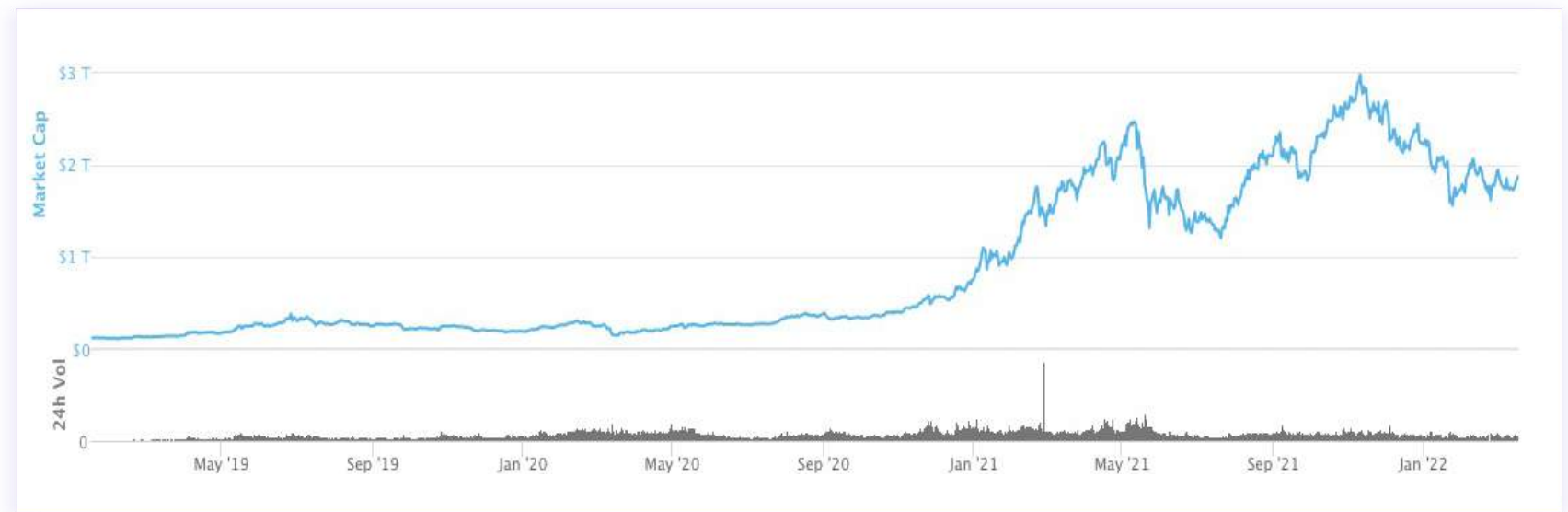
Source : stateofthedapps.com, as at March 18, 2022

Unique Ethereum Wallet Addresses



Source : Etherscan as of March 17

Rapid Growth in Addressable Crypto Markets

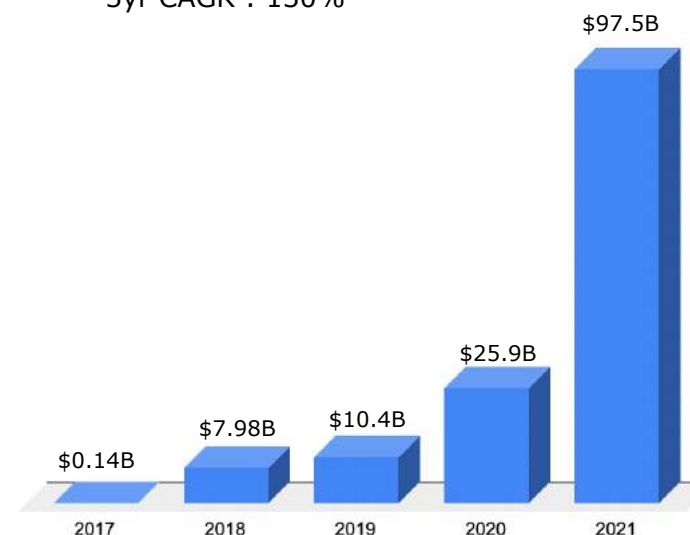


Source : coinmarketcap.com, as at March 18, 2022

Serviceable DeFi Market

Total-Value-Locked in DeFi

3yr CAGR : 130%

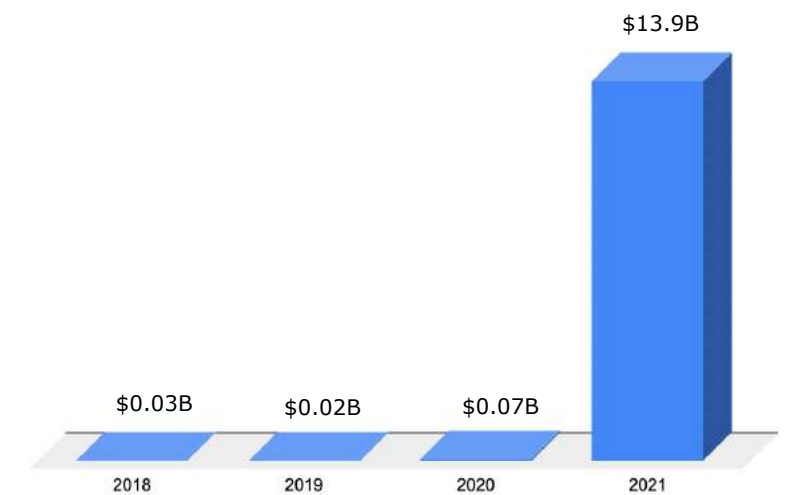


Source : defipulse.com

Increasing Demand for NFTs

NFT Sales (Primary & Secondary)

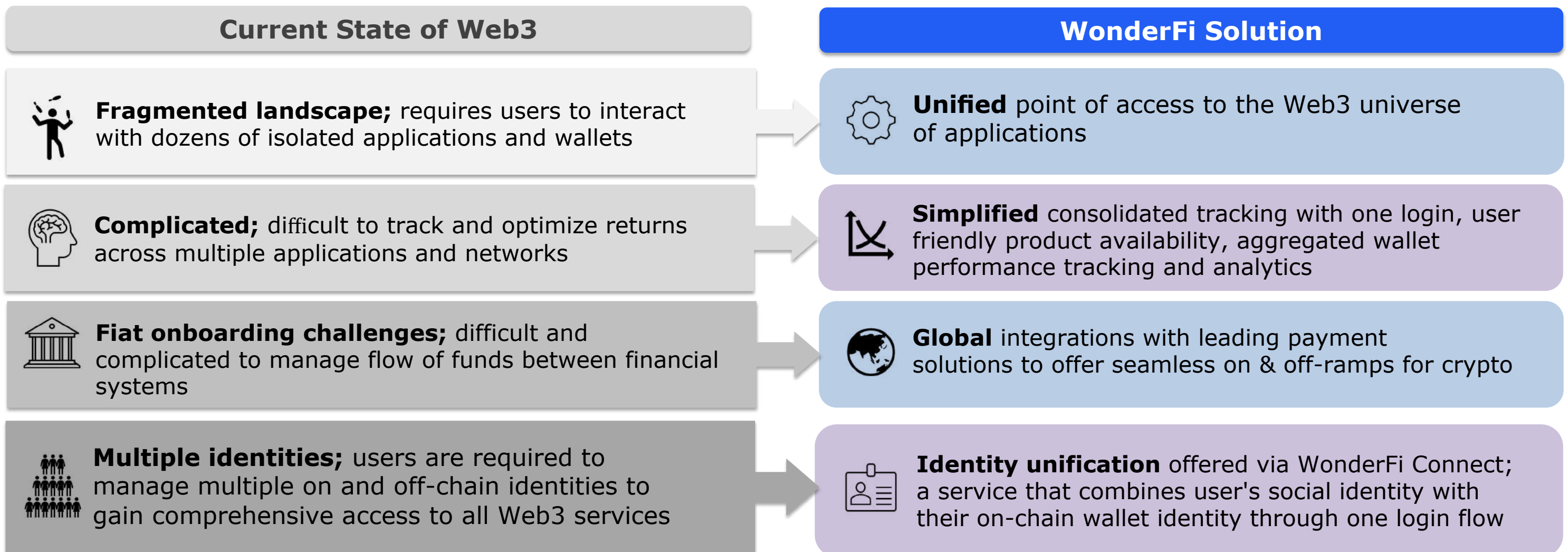
3yr CAGR : 673%



Source : nonfungible.com

Web3 Problems; WonderFi Solutions

WonderFi's simple user interface and suite of features makes Web3 accessible for the masses.

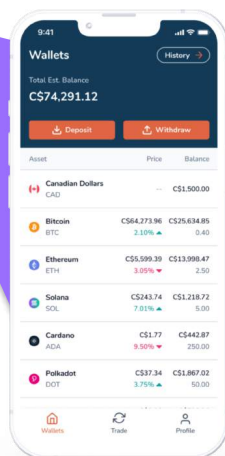


WonderFi at a Glance

Centralized Finance



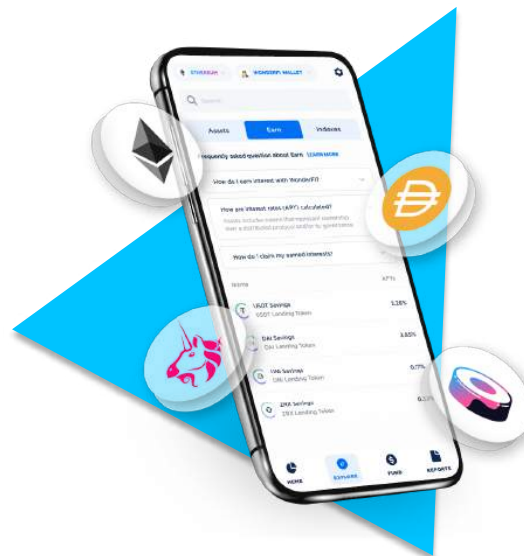
- Canada's leading regulated crypto trading platform
- 400,000+ registered users
- 95 employees



Decentralized Finance



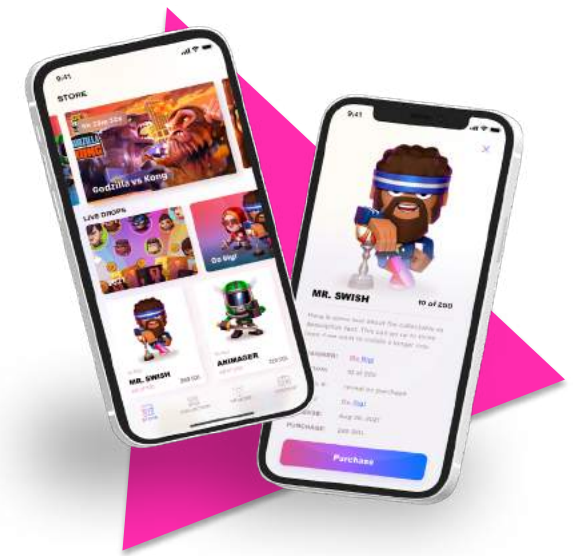
- Globally accessible DeFi platform built for Web3
- Launched in Q1 2022
- 25 employees



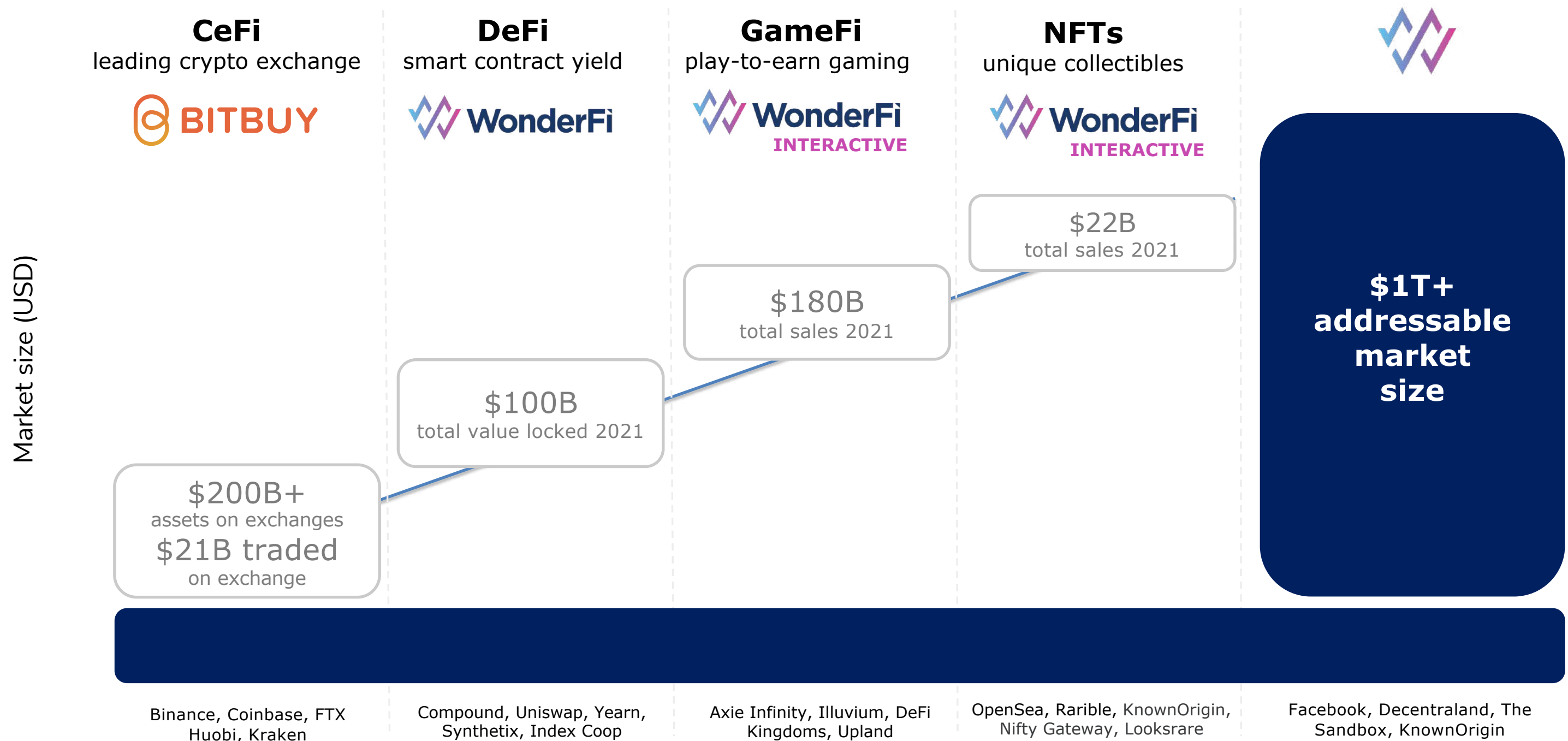
Gaming & NFTs



- NFT deployment, trading and management
- 200,000+ users
- 10 employees



WonderFi: The Web3 Investment



Sources: <https://nonfungible.com/market/history/> <https://defillama.com/> <https://beincrypto.com/learn/nft-games/> <https://cryptoquant.com/>

WonderFi Connect - Coming Soon

Unified access to compliant centralized and decentralized platforms.



Secure Web3 login portal



Scalable infrastructure for users to connect to the next wave of Dapps



Combines Web2 and Web3 identities for seamless onboarding

BITBUY

Username

Password

☐ Remember me (Skip 2FA for 5 days)

Sign in

Continue with WonderFi

[Forgot your password?](#) [Forgot your username?](#)



WonderFi

Login to Wonderfi

Scan this QR code with Google Authenticator (or similar) app:

Trouble Scanning?

Enter your passcode here

I'd rather use SMS

Backed by Industry Leaders



"WonderFi's management team has executional skills along with the bandwidth, assets and licenses to provide an institutional grade compliant crypto platform to investors interested in exposure to centralized and decentralized financial services."

Kevin O'Leary

Chairman, O'Shares Investments



"It's something that we've seen excitement for, we've partnered with the team on various things... in the same way WonderFi is bridging access to DeFi, we're excited to bridge access to WonderFi between crypto and traditional finance."

Sam Bankman-Fried

Founder & CEO, FTX

Backed by Industry Leaders



Leonard Latchman

Co-founder, Mindmed



MindMed

"WonderFi has established itself as the consolidator of compliant crypto platforms – there are ample opportunities in Canada and globally and WonderFi is uniquely positioned to capitalize."



Josh Richards

Influencer, Strategic Advisor to NHL



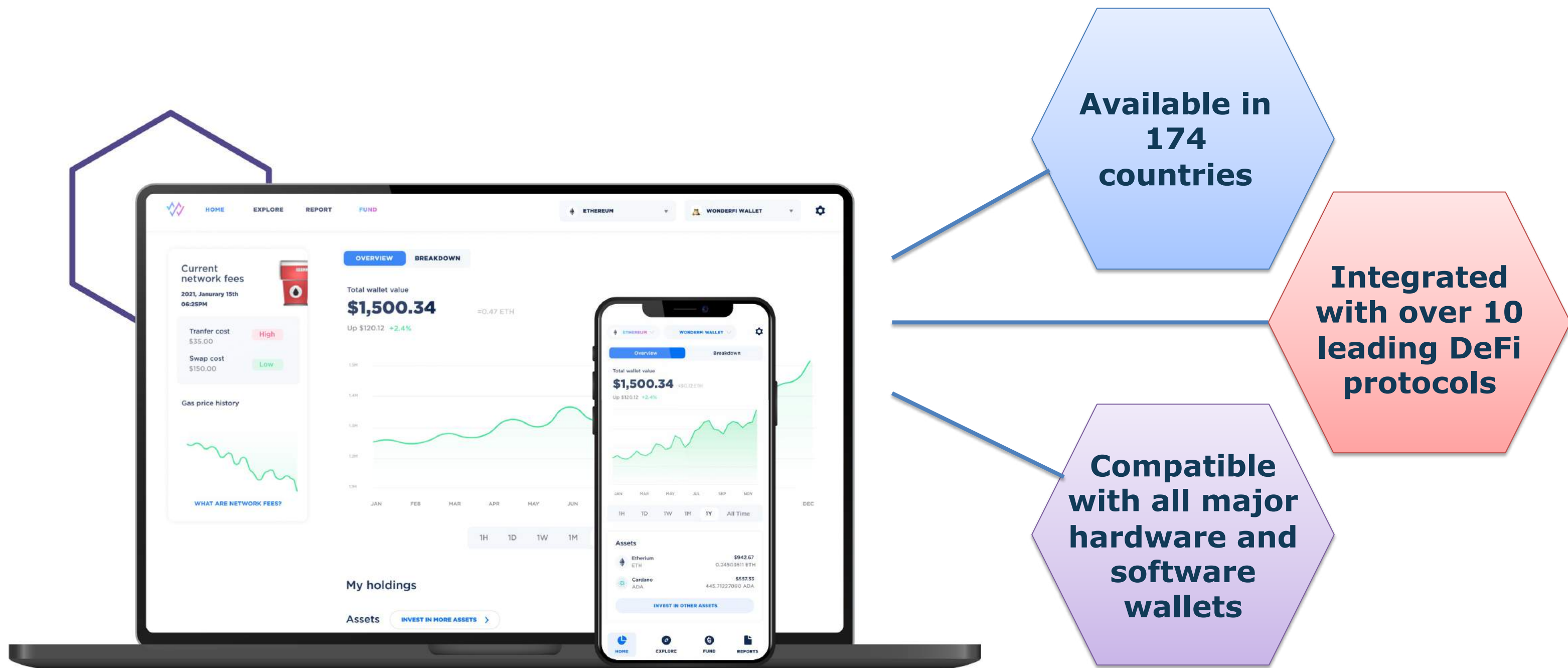
"I'm a big believer in the importance of DeFi and that's why I invested in WonderFi. We've made amazing progress and I'm excited to support the growth of the company by using my voice to reach Gen Z."





The WonderFi Ecosystem: Web3, Unified

WonderFi – DeFi, simplified



WonderFi App

Simple features designed to scale across the DeFi universe.



Earn

10 protocols



Swap

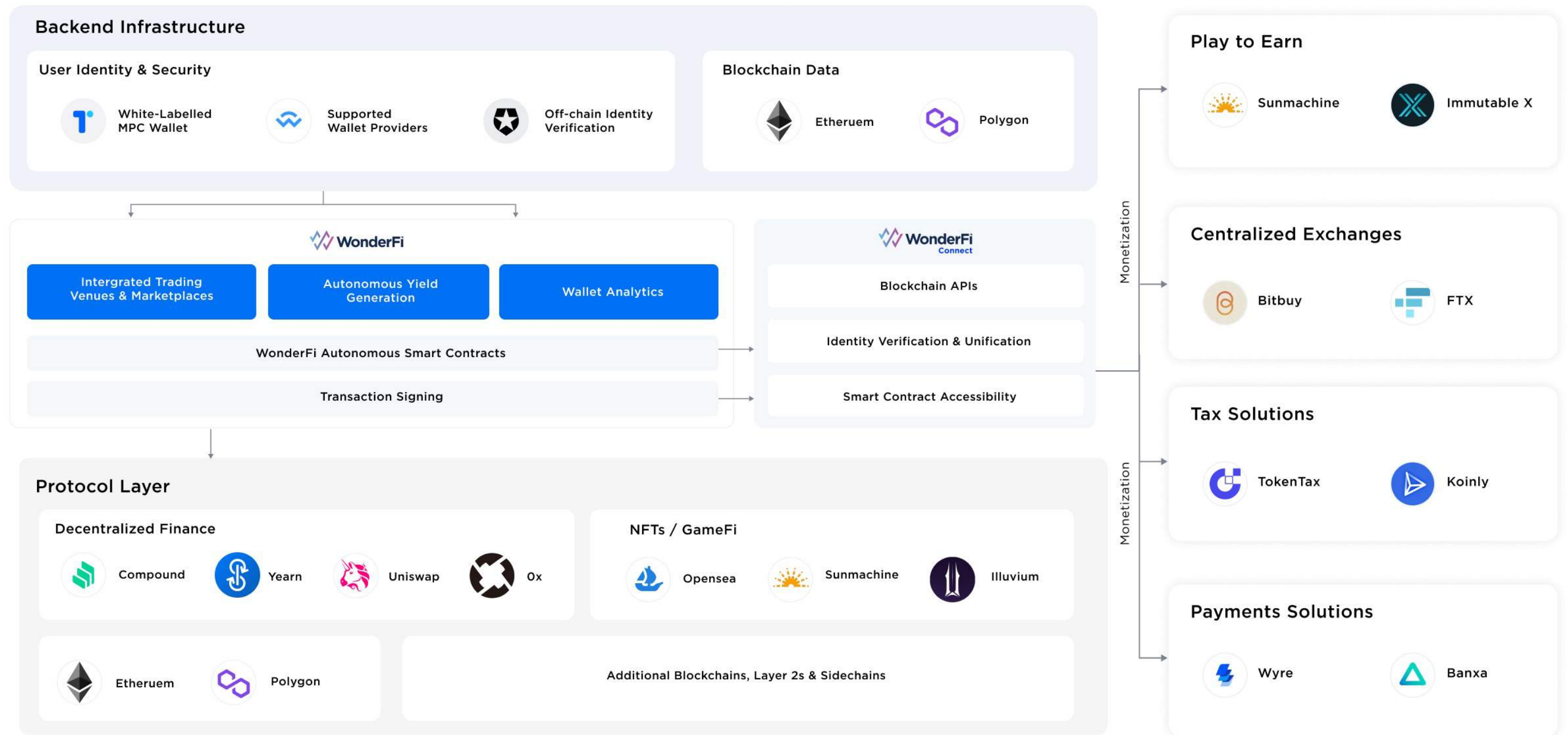
15 pairs



Indexes

4 diversified indexes

WonderFi Ecosystem Explained





Bitbuy: Canada's Leading Crypto Marketplace



Bitbuy

Canada's leading crypto marketplace

Canada's leading crypto marketplace

Best prices, deepest liquidity, and most products

First approved marketplace in Canada

Ontario Securities Commission (OSC) and Canadian
Securities Administrators (CSA)

Institutional trading and prime services development

Access the largest global liquidity, collateral
management, securities lending and credit markets

Yield products on roadmap

Exclusive staking relationship entered Feb 2022
DeFi expertise on roadmap through WonderFi



Canada's leading crypto marketplace

Best prices, deepest liquidity, and most products

+\$5 Billion

Value traded to date

400,000+

Registered users

\$600 Million

Of peak custodied assets transacting on a fully owned and operated platform that can scale to billions

Bitbuy is the 1st Regulated Marketplace in Canada

| | Restricted Dealer <i>(Interim Regulatory Framework - 2-Year Transition to IIROC)</i> | Approved Marketplace <i>(In addition to Restricted Dealer License)</i> |
|--|--|---|
| Sophisticated Product Offerings |  |  |
| Owns 100% of Marketplace Tech Stack <small>(ability to respond to regulatory changes and new product innovation)</small> |  |  |
| Owns and Operates Markets <small>(Can trade with Institutions)</small> |  |  |
| Competitors |     |  |

Bitbuy’s license and proprietary tech stack is a major barrier to entry over Canadian crypto competitors that are Restricted Dealers

Note: Ontario Securities Commission Order: https://www.osc.ca/sites/default/files/2021-12/oth_20111130_bitbuy.pdf

User Acquisition

In-house agency approach

Online experience

- More spend in digital acquisition than any other crypto brand in Canada since 2016
- Top SEO ranking for key terms in Canadian digital assets landscape
- 150+ active global affiliates driving traffic through digital content marketing
- Robust A/B testing of acquisition funnels via landing page optimization

CAC / LTV - data focus

\$80-\$100 CAC
\$600-\$1000 LTV (estimated)

Offline wins

- Filmed four TV commercials, including Super Bowl ads seen by over 11M people, plus NHL, NBA, and 24hr news / business networks including BNN
- Produced six radio ads, aired across news, sports, and music radio networks across Canada
- Coast-to-coast digital billboard campaign



PR success



Kyle Lowry appears in Super Bowl commercial for Toronto's Bitbuy

THE WALL STREET JOURNAL.

MARKETS

Bengals, Rams and Bitcoin: Crypto Ads Invade the Super Bowl

Sports Illustrated

FORTUNE

REUTERS



Liked by alysonkoshy and 40,831 others
kyle_lowry7 Bitbuy!!! How you going to do me like that? 🤔🤔🤔... more

Global NEWS

FOX BUSINESS

CNN

FINANCIAL POST

FP Finance / Cryptocurrency

Toronto's Bitbuy first crypto marketplace to receive full OSC approval

Bitbuy's next step: bring more coins onto the regulated platform

Stephanie Hughes
Dec 31, 2021 • December 1, 2021 • 3 minute read • Join the conversation



Forbes

Feb 11, 2022, 05:44pm EST | 659 views

Super Bowl 2022 Ads: Thrills, Eats, A Showdown, Some Really Good Music, And Of Course, Celebrities Galore

FINANCIAL POST

FP Finance / Cryptocurrency

Kevin O'Leary-backed WonderFi to purchase Bitbuy parent First Ledger in first takeover of regulated crypto platform in Canada

WonderFi will complete the deal using 70 million new shares and a total of \$206 million

Stephanie Hughes
Jan 04, 2022 • Last Updated January 4, 2022 • 3 minute read



The New York Times

CNN BUSINESS

Welcome to the crypto Super Bowl

By Paul R. La Monica, CNN Business

Updated 1:56 PM EST, Wed February 09, 2022



Bitbuy International Markets

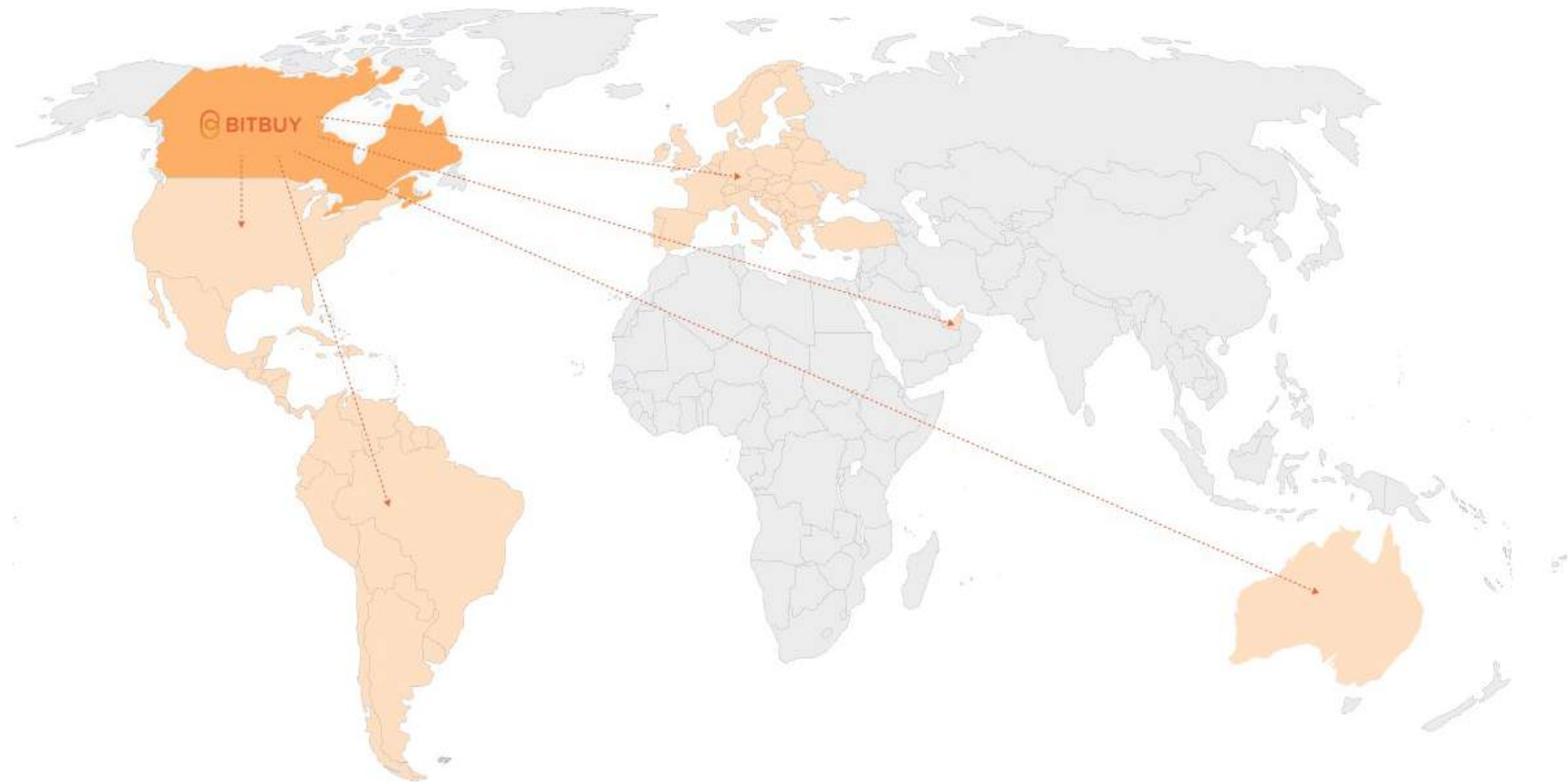
Going global, repeating Canadian success

A formula that works

- Experience operating a regulated marketplace.
- Experience in user acquisition
- Wholly owned tech stack
- Can add trading pairs in any cross currency to suit any market.

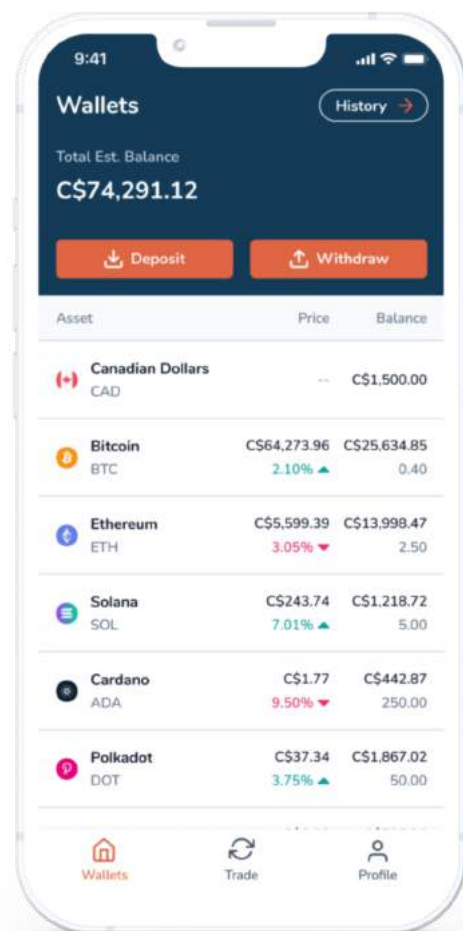
Scale with expansion; growth without significant cost

- Significant excess capacity today on the platform to scale globally.
- New products can be added at low incremental costs





Bitbuy roadmap 2022 and beyond



Grow our market share (product, volume, acquisitions)

- Rapid listing team focused on +100 coins by 2022YE
- Global scale liquidity in CAD\$ pairs: adding global liquidity providers in H1 2022
- Acquisition and Integration teams in place

Bring Web3 products to Bitbuy.com Clients




Staking, DeFi, CeFi, Lending, NFTs, Metaverse and Gaming solutions under development to satisfy our Client demands for a comprehensive Web3 experience.

Global Expansion to new markets

Taking our platform to other regulated markets through partnerships, beginning in Australia, New Zealand and the United States

Strength of WonderFi + Bitbuy

Together, WonderFi and Bitbuy will set the global standard for unifying the Web3 experience through both custodial and non-custodial product offerings.

| |  |  |  |
|---------------------------------|--|--|--|
| Market Positioning | <ul style="list-style-type: none"> Democratizing access to DeFi and non-custodial Web3 services | <ul style="list-style-type: none"> Leading Canadian centralized crypto trading venue and fiat on/off ramp | <ul style="list-style-type: none"> Full service Web3 retail platform |
| Complementary Product Offerings | <ul style="list-style-type: none"> Unified Web3 login, Decentralized Finance, blockchain data & analytics, non-custodial wallets | <ul style="list-style-type: none"> KYC, low-cost trading, fiat payment gateways, scalable centralized database & product offerings | <ul style="list-style-type: none"> Comprehensive suite of products for unified management of digital assets |
| Human Capital | <ul style="list-style-type: none"> Strong focus on product and high value partnerships, with core competencies in technical development, product design, and growth | <ul style="list-style-type: none"> Strong capabilities in legal, finance, and payments with core competencies in exchange technology and fiat bridges | <ul style="list-style-type: none"> Powerful combination of development and executional talent |
| Global Presence | <ul style="list-style-type: none"> Globally accessible in 174 countries | <ul style="list-style-type: none"> Available in Canada, with expansion to Australia, US and EU planned for 2022-2023 | <ul style="list-style-type: none"> Global accessibility |

Note: Ontario Securities Commission Order: https://www.osc.ca/sites/default/files/2021-12/oth_20111130_bitbuy.pdf



“Games can onboard the next 100 million, even 1 billion people into crypto.”

Sam Bankman-Fried, WonderFi Investor



WonderFi Interactive

WonderFi Interactive is our entrance into one of the fastest growing consumer facing segments of the industry by integrating play-to-earn gaming and NFTs into WonderFi.



Initial launch with Go Big! and over 200,000 users

Gamers earn NFTs which are claimed through WonderFi

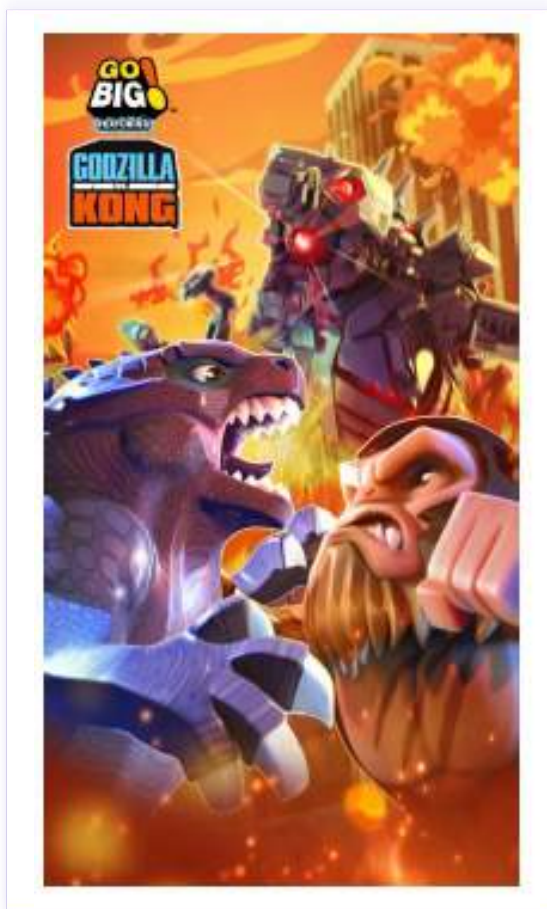
Usable NFTs span across multiple games

GameFi: User integration into WonderFi



1

Download and play game



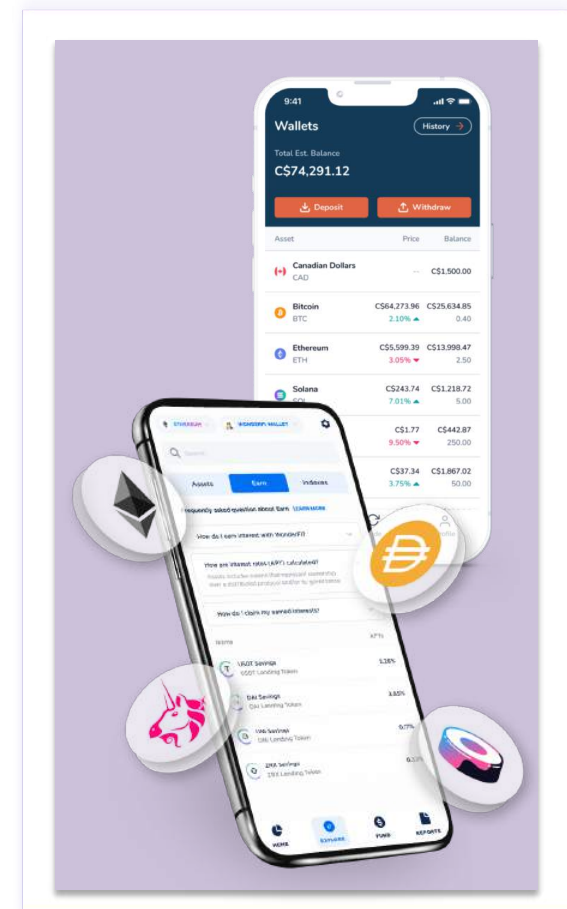
2

Earn NFT assets, claim in WonderFi



3

Trade and monetize rewards







Strategic Plan and Roadmap

Strategic Plan



Create the leading public vehicle that offers investors access to the Web3 universe, through high-growth products that aim to unify their communities of DeFi, CeFi, NFTs and GameFi users into one leading global Web3 ecosystem.



Create a secure single sign-on interface with shared credentials to allow users to move seamlessly across the WonderFi ecosystem.



Integrate additional protocols, implement aggressive user acquisition strategy, add additional leading DeFi offerings, extract synergies from Bitbuy acquisition.



Significantly increase number of listed pairs, bring yield products to Canadians, add multiple leading global liquidity providers to the marketplace, launch institutional product offering and client base, launch into multiple new global markets through organic expansion and accretive acquisitions.



Close Go BIG! Acquisition as launchpad into GameFi and NFTs, adding infrastructure to allow NFT minting of in-game earned assets via WonderFi Connect, integrating additional in-game mining strategies (play-to-earn), organically developing or acquiring multiple new titles to grow user community.



Capital Structure

Capital Structure

CAD raised since inception

\$94.1M

CAD equivalent in cash
and crypto on balance sheet

\$47.3M



CAPITAL STRUCTURE (AS OF MARCH 24, 2022)

| | |
|------------------------------|--------------------|
| Issued and Outstanding | 164,870,273 |
| Options | 7,215,705 |
| Warrants | 20,190,867 |
| RSUs | 3,111,667 |
| Total (Fully Diluted) | 195,388,512 |



Team

Experienced Management Team

Seasoned executive management team with experience at leading cryptocurrency companies and traditional financial institutions.



Ben Samaroo
CEO, WonderFi



Michael Arbus
CEO, Bitbuy



John Rim
CFO, WonderFi



Cong Ly
CTO, WonderFi



Jordan Anderson
COO, Bitbuy



Dean Skurka
President, Bitbuy



Board of Directors



Bill Koutsouras
Chair

Bill brings more than two decades of experience in capital markets, strategic planning, financial reporting, public company governance and reporting. He is currently the Lead Director at Galaxy Digital Holdings and the Chairman of Wheaton Precious Metals International. Previously he was the EVP & CFO of Endeavour Financial, a leading mining and metals focussed merchant banking company. He is Chartered Professional Accountant and Chartered Financial Analyst.



Stephanie Li
Director

Stephanie brings more than 15 years of finance experience to her role at WonderFi, with a particular specialty in high-growth environments. She is currently the Chief Financial Officer at Cielo Waste Solutions, one of the fastest growing ESG companies in North America. Stephanie has extensive experience in leadership, strategic planning, financial reporting, budgeting, internal controls, governance and risk management, audit, tax, and capital markets. She previously served in a leadership role at Northview Apartment REIT, a Toronto Stock Exchange listed real estate investment trusts (REIT) which was acquired in 2020 for \$4.9 billion.



Ben Samaroo
CEO, WonderFi

Ben is an entrepreneur with executive and advisory experience in private and public companies across fintech, blockchain and digital assets. Ben was formerly an executive officer of First Coin Capital, a cryptocurrency start-up acquired by Galaxy Digital, and served on the Galaxy Digital leadership team. He serves as an advisor to the British Columbia Securities Commission on the Fintech Advisory Forum and to FINTRAC on virtual currencies. Ben holds his Juris Doctor and Bachelor of Commerce from the University of Alberta.



Dean Sutton
CSO, WonderFi

Dean is a technology founder, venture builder and investor with a decade of experience in leading technology-centric companies through development, financing and commercialization. As an active founder, executive and participant in fintech, blockchain and digital currencies since 2015, he has supported and advised a number of companies, including the first bitcoin mining company to list on the London Stock Exchange. He is a Co-Founder of LQwD Financial Corp. and Atlas One Digital Securities.



Dean Skurka
President, Bitbuy

Dean has been with Bitbuy for over 3 years and was previously the CFO, and CCO, leading the completion of Canada's first Proof of Reserve & Solvency Audit, integration of cold-storage solutions, and is a member of the IIROC Crypto-Asset Working Group. Previously, Dean spent 4+ years working in corporate restructuring and insolvency. Dean holds a Bachelors of Commerce from Ryerson University, having majored in finance, and minored in accounting.

