



PRE-IPO EQUITY SALE

PROJECTED 10,000 ROI / POTENTIAL UNICORN

The United States Securities and Exchange Commission has adopted new Regulation Crowdfunding rules under the Securities Act of 1933 and the Securities Exchange Act of 1934 to implement the requirements of Title III of the Jumpstart Our Business Startups Act. Regulation Crowdfunding prescribes rules governing the offer and sale of securities under new Section 4(a)(6) of the Securities Act of 1933.

This brochure contains information pertaining to the sale of corporate equity shares of Brain Game LS Inc., a New York Corporation, and of which offering is registered with the United States Securities and Exchange Commission, and of which final Offer Information is available on the Netcapital Funding Portal.

LEARN HOW YOU CAN OWN A PIECE OF
FINLITX™ AND THE
GET ON THE ROAD TO PROSPERITY LEARNING SYSTEM™
&

BRAIN GAME LS INC.

BRAIN GAME LS INCORPORATED
1504 BAY ROAD, SUITE 703
MIAMI, FL 33139

LEGAL DISCLOSURE

Brain Game LS Inc. (BGLS) is conducting an Equity Sale under the regulation of the Securities and Exchange Commission Regulation Crowdfunding and more specifically under the Securities Act of 1933 and the Securities Exchange Act of 1934. Regulation Crowdfunding prescribes rules governing the offer and sale of securities under new Section 4(a)(6) of the Securities Act of 1933, its further provisions and exemptions.

This BGLS offer is only available by registration on the Netcapital Funding Portal which is licensed to conduct all 4(a)(6) offerings as a funding portal registered with the United States Securities and Exchange Commission (SEC) and as a member of the Financial Industry Regulatory Authority (FINRA). Livingston Securities, LLC as escrow agent is licensed to conduct all 506(c) offerings as a broker-dealer registered with the SEC and as a member of FINRA. None of these companies provide investment advice or make investment recommendations. Investments in the BGLS off is subject to risk and is not insured.



GLOBAL VISION

Socio-Economic Empowerment

'Economic Power Makes You Matter' ... Kenny Smith, NBA Analyst

BRAIN GAME LS is dedicated to empowering our youth with Financial Literacy within the United States domestic markets and worldwide, helping youth and families achieve financial success. Our target market is the black and socio-economic disadvantaged.

At BRAIN GAME LS, we design and distribute education games that teach life skills. Our games are sold retail in stores, online direct to consumer and promoted through school systems and affinity organizations for curriculum enhancement, a fundraising product worldwide.

Welcome to Financial Literacy for a Digital World!

The Problem

Financial illiteracy is the single biggest problem facing the world's population today. Lack of financial management skills is directly related to food insecurity, malnutrition, childhood obesity, mental health problems, higher debt, child and adult delinquency, increased crime, higher prison populations and early death.

Most Schools now mandate teaching financial literacy; however, teachers and administrators are not financially literate and must purchase off-the-shelf books, videos and curriculum to transfer to the students. Additionally, government funding has diminished, and most schools have eliminated financially literacy programs despite state mandate, leaving our children to suffer.

Our Solution

Welcome to Financial Literacy for a Digital World! FinLitX!

What Is FinLitX™?



FinLitX is an autonomous app that teaches financial literacy without the need of a human monitor. Advanced AI identifies the player's vulnerabilities and by Machine learning, virtual reality, repetition, competition and rewards, will instill positive values trending to better financial decisions, grades, self-esteem and ultimately leading to a higher net worth.

FinLitX's underlining platform uses gamification, artificial intelligence to teach, and rewards crypto currency. Crypto currency is having a major impact on the world economy with a market cap of nearly 1 Trillion Dollars. Institutions, Retail, Government Regulators, as well as, consumers growing in acceptance of crypto currency, and we must prepare our communities to understand and OWN IT!

FinLitX also issues Badges and Accredited Certificates Of Achievement for those to complete the Financial Literacy Curriculum. These certificates can be displayed on your Resume', social media pages, and as proof of achieving accredited Financial Literacy.

Financial Literacy for a Digital World

also means learning

Crypto Currency

Crypto Coin Awards

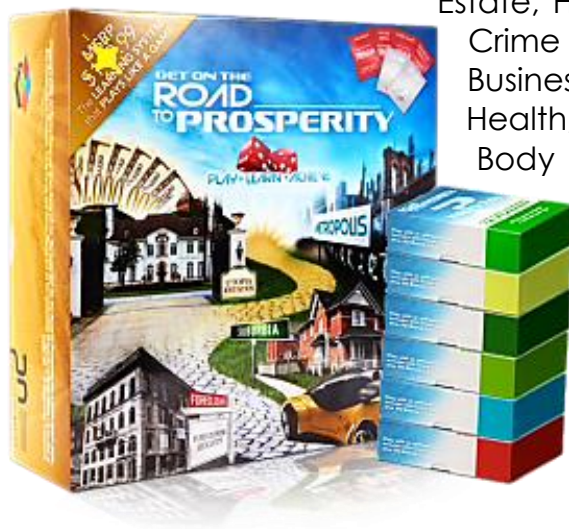
FinLitX includes a Crypto E-wallet to easily build your own crypto portfolio. As you play FinLitX you can earn rewards that include Crypto Coins such as Bitcoin, Ethereum, and our very own RTP (Road To Prosperity) Coin on the Ethereum Blockchain, along with many other incentives and prizes. FinlitX allows you to seamlessly practice what you learn which creates **instant empowerment!**



Get On The Road To Prosperity Learning System

Play ▪ Learn ▪ Achieve

The **Road To Prosperity Learning System (RTP)** is a Financial Literacy and Life Skills Learning System that includes 21 important life skills. It is an off-line table-top learning system that includes real world topics as How To Buy & Sell Real Estate, How to Build High Credit Scores, Civil Rights,



Estate, How to Build High Credit Scores, Civil Rights, Crime & Punishment, How to Start Your Own Business, Fashion, Health & Nutrition, Mental Health, Law & Ethics, Sports Teams, Social Media, Body Language, Public Speaking, Crypto Currency, World Travel, Economics, Entrepreneurship, Stock Market Trading, Coding & Robotics, Hip Hop, Rap & Fame, as well as Financial Literacy.

FinLitX and RTP will also be introduced for multiple languages, cultures and economies.

RTP has often been compared to ROSETTA STONE Language Learning Systems which was recently acquired by Cambium Learning Group for \$792M.

In 2021 Brain Game will be releasing RTP 2.0 which will contain electronic banking, credit score and asset calculating, with online trivia that infuses Artificial Intelligence.

7.4 Billion U.S. Table-Top Market

The tabletop game industry has an estimated market of 7.4 Billion U.S. dollars in 2020, and is expected to increase by 4.8 billion U.S. dollars within the next 6 years. Credit: Statista



What Is Edtech?

EdTech stands for Education Technology and the process of integrating technology and media into learning delivery and practice.

Brain Game Learning System is an EdTech company in that it delivers important educational curriculum through games curated with gamification, artificial intelligence, incentives, and rewards such as crypto currency.

Case Study: RTP Reaps Positive Outcomes and Widespread Acceptance

Case Studies were provided by Dr. Jeff Gardere, PhD and Associate Professor of Touro College, Wayne Harris, M. Ed, Regional Director, NYC Dept of Education and Bleu Colquitt, Chairman, Ways and Means Committee, Omega Psi Phi Fraternity. The studies primarily used the offline version of FinLitX called Road To Prosperity and involved over 1000 users within 11 States and the Caribbean and took place over a 24-month period. The study focus was to determine improved educational outcomes viz, increased grade scores, market acceptance and sustainability as a financial literacy tool.

The study primarily included children and Millennials between the ages of 13 and 35 (73%), adult professionals ages 36 to 67 with Bachelor and Master's Degrees (11%) and 13% of users ages 36 to 70 with high school diplomas.

All groups combined revealed a 100% consensus that the learning system is critically needed by youth and adults alike to organically learn financial literacy from an early age. Pre and Post assessments revealed a 13% improvement in financial decision making; and in answer to the question, "How can the RTP Learning System be improved,?" 67% stated the "RTP Learning System should be introduced within an app for enhanced usability and scale."

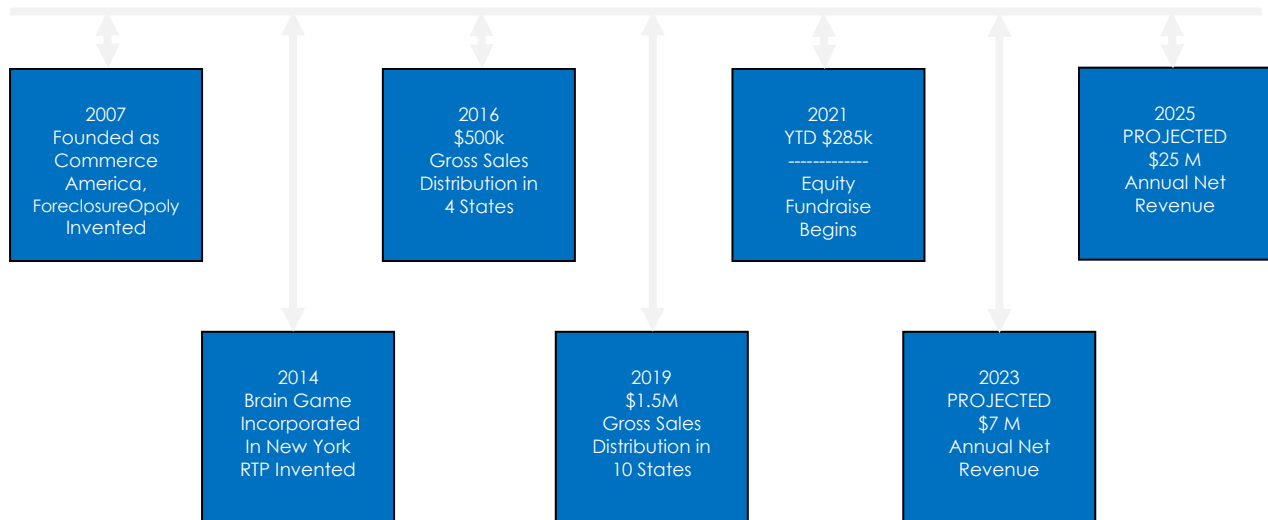
It's the *right time*
for Online
Gamification Infused
Education

311%

EdTech Online Growth
2020 - 2021



Brain Game LS Timeline



Our Equity Offer

Why is Brain Game LS (BGLS) selling shares to raise funds?

In July 2020 BGLS began the development of the FinlitX app upon receiving request from the School Districts of Paterson, NJ, Newark, NJ, Teaneck, NYC Department of Education, along with many consumer organizations, representing more than 300,000 users. The FinLitX app is scheduled to begin beta testing in April 2021. The funds raised will be used to expense beta testing, app revisions to comply with test results, app launch, marketing and fulfillment to satisfy our market demand, and further scale.

Summary of Investment Offer

Offering Type:	Equity
Security Name:	Class A Common Voting Stock
Number of Shares Offered:	125,000
Price Per Share:	\$2.00
Minimum Purchase:	\$250.00
Pre-Money Valuation:	\$8,986,752



**10,000% + Goal Return
Achieve Unicorn in 5 Years**

Simple ROI Formula for Success

Increase the Revenue Line

Reduce the Expense Line

Grow the Bottom Line

then Scale, Scale, Scale

We run a volume business. Our success does not depend on one client. Our commitment is to obtain one million users and more. Our “Satisfy the Client” first, enabled by our “users are our ambassadors” approach enables us to always do what makes sense for the user and that produces profits for the investor.

How Does Brain Game Monetize Revenue?

- FinLitX App generates between \$1.00 - \$3.00 per user session from affiliate reward sponsors. At 1M users per month, Brain Game will generate \$2M/month.
- RTP Learning System is sold retail in stores and direct to consumer, and through school and community fundraisers. At 100k games sold with an average \$43.00/unit net profit, Brain Game will generate a \$4M profit.
- FinLitX will host citywide, regional and national Financial Literacy contests, celebrity hosted, with corporate sponsored prizes. With an annual estimated 1 million contestants, affiliate reward sponsorship revenue will exceed \$4 million dollars.
- Brain Game will scale to offer the FinLitX app to the more than 137,000 schools and Universities nationwide.

Brain Game LS projects a 40% year over year client and revenue increase from 2021- 2030.

Product & Highlights

FUNDRAISING For Schools and Membership Organizations

The Road To Prosperity Learning System is the perfect online fundraising product for Cause based organizations that want to raise money. Members and Students will register for a PN Personal Website and sell the RTP Learning System to their social circle. Members and Students earn money, and the sponsoring organization raises funds for their cause while promoting financial literacy throughout their community. **This approach enables us to multiply our user base by a factor of 300x.**

Technology

BRAIN GAME LS has developed a proprietary military encrypted database that securely stores customer data. Our web-based system allows us to scale to service an unlimited number of agents and clients, while issuing a self-replicated website to each BRAIN GAME LS Ambassador. The system automates all accounting functions, and seamlessly aligns with the BRAIN GAME LS Debit Card for fast commission payments. **This technology creates BRAND LOYALTY and a strong referral base that is vested in the outcome.**

Celebrities and Financial Literacy

Celebrities love Financial Literacy and care about our children's future! FinLitX public relations campaign and Brand Image will include many celebrity endorsements and promotion. We are not yet in partnership with the below list, but we have received positive mention from an unnamed source listed below to be announced at the appropriate time.

Celebrities who support Financial Literacy include:

- Will Smith
- Steve Harvey
- Kate McKinnon
- Master P
- Bill Gates
- Jay-Z
- Rick Ross
- Diddy
- 21 Savage
- Many more...



Corporate Leadership

BRAIN GAME LS Executive Management

D. Alexis Samuels, CEO, Board of Directors, Game Designer, Entrepreneur



Mr. Samuels is the founder of Brain Game LS (Learning Systems). He brings 30 years business management experience to Brain Game LS. Prior to founding Brain Game LS, Mr. Samuels served as President of Commerce America Bank, and Executive Vice President of Vanguard Asset Group, both Financial Services Companies. Mr. Samuels successfully invented products for Nuskyn USA a Billion-Dollar publicly traded firm, and launched successful business ventures with the late Lee Iacocca, former Presidents of Ford and Chrysler Motors.

Harold T. Epps, Member Board of Directors, Corporate Advisor



Harold T. Epps is a business leader with over 35 years of corporate experience in providing high performance products and solutions for complex and compliance-driven industries. Most recently, Harold Epps served as Director of Commerce for the City of Philadelphia. Mr. Epps also served as Vice-Chairman of the Board of PRWT Services and served as PRWT's President and CEO from 2007 to 2014. Prior executive roles include Quadrant, Menasha Corporation, and Polaroid.

Natasha Seay, President, Chief Operations Officer



Ms. Seay joined Brain Game Learning Systems in 2014 after serving as General Manager of Client Relations at Doral Arrowwood. Ms. Seay also served as Quality Control Director at Philips-Microswitch. Natasha is a native of Louisiana and currently calls Miami Beach, Florida her home.

Dr. Jeff Gardere, PhD, "America's Psychologist", Advisor



Dr. Jeff Gardere, PhD is the Course Director of Behavioral Medicine at Touro College of Osteopathic Medicine in New York City. Dr. Jeff, better known as "America's Psychologist", is also a prolific author of four books and a contributing author of a half-dozen books including the brand-new, "The Causes of Autism". In addition to being a respected academician, Dr. Jeff has been a contributor to the FOX network, the Today Show, MSNBC, and CNN. Dr. Jeff was the host of VH1's Dad Camp, and recently was the psychologist on The Housewives of Atlanta. He is also the aftercare coordinator and psychologist for Lauren Lake's Paternity Court.

Partial Client and Partners



ACADEMIA



Bank



Satty, Levine & Ciacco, CPAs, P.C.
Certified Public Accountants & Business Advisors





Dear Investor,

Thank you for reviewing our Investment Deck. By now we are sure you agree we have an amazing Market, Product and offer you a phenomenal Investment opportunity.

Now, we invite you to purchase shares of Brain Game LS Inc. By doing so you join our global mission to educate, inspire and empower children and adults to overcome financial illiteracy that directly contributes to food insecurity, malnutrition, childhood obesity, mental health problems, higher debt, child and adult delinquency, increased crime, higher prison populations and early death.

Financial Literacy makes a big difference!

Join us along the road to prosperity to Unicorn status. In the investment world, a Unicorn is a company that reaches a *one-billion-dollar valuation*. With your investment, profits and support together we can make a difference in the world.

Your next step is to **scan the QR Code below**. You will be transferred to NetCapital where you can purchase shares, and become our partner.

Special Bonus Shares to purchase right now, and for referrals.

Thank you, and God Bless!

Sincerely,

D. Alexis Samuels, CEO

BRAIN GAME LS

[LinkedIn](#)

