



Worth Group Capital LLC  
1621 Central Ave.  
Cheyenne, WY 82001

August 6, 2019

Branded Entertainment Inc.  
552 East Charleston Blvd.  
Las Vegas, NV 89104

RE: INVESTOR REIMBURSEMENT CONCESSION

To Whom It May Concern:

**Worth Group Capital** (“WGC”) has agreed to provide EIGHTY PERCENT (80%) of all necessary financing via a credit facility for **Branded Entertainment, Inc.**, a Nevada corporation (“BEI”) for the production and distribution of its professional film and/or television projects (the “Projects”). This credit facility can be deployed at BEI’s discretion provided that BEI sources private capital investment for the other TWENTY PERCENT (20%) of the necessary financing (the “Investor(s)”).

WGC understands that the Projects will provide a number of short- and long-term revenue opportunities, including but not limited to “tax incentives.” Tax incentives are cash subsidies of the total production expenditures for film and/or television production undertaken in one of a number of jurisdictions seeking to incentivize outside entertainment companies to base production in their communities (e.g. Louisiana, Georgia, etc.). By way of example, in Louisiana, this incentive is up to forty percent (40%) and in Georgia, it is up to thirty percent (30%).

WGC has agreed that the Investor(s) will have a “first position” on any and all revenues generated by the Projects, for both their principal investment *and* all interest accrued thereupon, as agreed by the Investor(s) and BEI. This allows the Investor(s) to be made whole in advance of *any* payment to WGC in satisfaction of the subject debt facility.

While this notice is provided in advance of any inquiry, we would be happy to verify our agreement to these terms with any prospective investor and/or their qualified representatives. We look forward to your participation in BEI and our facilitation of this opportunity.

Sincerely,

*Justin Ely*

Justin Ely

CEO

Worth Group Capital LLC