ISSUER FREE WRITING PROSPECTUS Dated July 7, 2020 Filed Pursuant to Rule 433 Registration No. 333-237815



### Skillful Craftsman Education China's Vocational Education Technology Company

Investor Presentation July 2020



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This presentation includes statements that are, or may be deemed, "forward-looking statements." In some cases these forward-looking statements can be identified by the use of forward-looking terminology, including the terms "believes," "estimates," "anticipates," expects," "plans," "intends," "may," "could," "might," "will," "should," "approximately," "potential," or in each case, their negative or other variations thereon or comparable terminology, although not all forward-looking statements contain these words. They appear in several places throughout this presentation and include statements regarding our intentions, beliefs, outlook, analyses or current expectations concerning, among other things, the online education market in China and the prospects of our business as stated herein.

By their nature, forward-looking statements involve risks and uncertainties because they relate to events, competitive dynamics, and regulatory developments and depend on the economic circumstances that may or may not occur in the future or may occur on longer or shorter timelines than anticipated. Although we believe that we have a reasonable basis for each forward-looking statement contained in this presentation, we caution you that forward-looking statements are not guarantees of future performance and that our actual results of operations, financial conditions and liquidity, and the development of the industry in which we operate may differ materially from the forward-looking statements contained in this presentation as a result of, among other factors, the factors referenced in the "Risk Factors" section of the prospectus contained in the registration statement on Form F-1 initially filed with the Securities and Exchange Commission (the "SEC") on April 24, 2020, as amended (Registration No. 333-237815), for our proposed initial public offering (the "Registration Statement"). In addition, even if our results of operations, financial conditions and liquidity, and the development of the industry in which we operate are consistent with the forward-looking statements contained in this presentation, they may not be predictive of results or developments in future periods. Any forward-looking statement that we make in this presentation speaks only as of the date of such statement, and we undertake no obligation to update such statements to reflect events or circumstances after the date of this presentation.

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This presentation highlights basic information about us and the offering. Because it is a summary, it does not contain all of the information that you should consider before investing. You should read carefully the factors described in the "Risk Factors" section of the prospectus contained in the Registration Statement to better understand the risks and uncertainties inherent in our business and any forward-looking statements. This presentation contains statistics and other data that has been obtained from or compiled from information made available by third parties. The Company has not independently verified such statistics or data.

We have filed the Registration Statement (including a prospectus) with the SEC for the offering to which this presentation relates, which Registration Statement became effective on June 30, 2020. All references to dollar amounts in the offering summary or to use of proceeds are subject to change pending a final prospectus. Before you invest, you should read the prospectus in the Registration Statement (including the risk factors described therein) and other documents we have filed with the SEC in their entirety for more complete information about us and the offering. You may get these documents for free by visiting EDGAR on the SEC website at <a href="http://www.sec.gov">http://www.sec.gov</a>. The preliminary prospectus, dated June 29, 2020, contained in the Registration Statement, is available on the SEC website at: <a href="https://www.sec.gov/Archives/edgar/data/1782309/000110465920077861/tm2023544-4\_f1a.htm">https://www.sec.gov/Archives/edgar/data/1782309/000110465920077861/tm2023544-4\_f1a.htm</a>. Alternatively, we or any underwriter participating in the offering will arrange to send you the prospectus if you contact the Administrative Department at The Benchmark Company, LLC, 150 East 58th Street, 17th Floor, New York, New York 10155, United States; Axiom Capital Management, Inc., Suite 5420, 350 5th Ave, New York, New York, 10118, United States. Or Prime Number Capital LLC, Attention: Equity Capital Markets, 14 Myrtle Drive, Great Neck, NY 1102

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Neither the SEC nor any other regulatory body has passed upon the adequacy or accuracy of this free writing prospectus. Any representation to the contrary is a criminal offense.

# **Offering Summary**

Issuer	Skillful Craftsman Education Technology Limited				
Type of Offering	IPO				
Price Range	\$4.50 - \$5.50				
Shares Offered	3,000,000				
Gross Proceeds	\$15 million (assuming no exercise of the over-allotment option)				
Over- Allotment	15%				
Proposed Listing/Symbol	Nasdaq Capital Market / "EDTK"				
Pre-Offering Shares Outstanding	9,000,000				
	(i) Online course development				
Use of Proceeds	(ii) Increase virtual simulation programs				
	(iii) Mobile application development				
	(iv) Expand vocational education and career services platform				
Book Running Managers	Benchmark Company, Axiom Capital Management, Prime Number Capital				

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### **Our Mission**



We are a vocational education technology company providing interactive online learning courses that enable students to acquire vocational skills at their own pace



## Who Are We

- A high-tech vocational education platform company providing online vocational training and virtual simulation experiment training
- Founded in June 2013
- A key supporter of China economic development and education reform assisting to expand labor force employment
- Registered members\*: 59.5 million
- Fee-paying members: 2.6 million and 3.1 million as of September 30, 2019 and March 31, 2020, respectively

\* As of 09/30/2019



## https://drive.google.com/file/d/1j4aCgkQL1s6rkjEX IDCQqFflKA64gsdl/view?usp=sharing



### **Virtual Simulation Training - Example**



Example: Ship diesel engine dismantling and assembly

- ✓ Simulates real-live experience
- Lower teaching cost
- ✓ Simplify complex learning

- × No need to have professional teacher on-site
- × No need to purchase costly ship diesel engine
- × No physical risk to the students





### Current challenges in traditional training

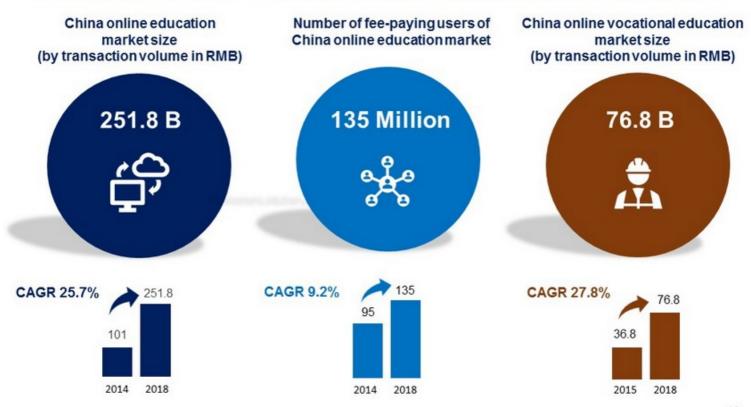
- High costs to train workers in heavy industrial sectors, including
  - · Large engine repair
  - · Satellite navigation
  - · Cultivation of plants and flowers
- · Lack of available, trained instructors
- · Lack of equipment for training use
- · Inefficient practice and longer time to learn

### Solutions provided by Skillful Craftsman

- · Provides virtual, simulated training
- Hands on learning, similar to the real-live experience
- · Courses are repeatable, flexible
- Lower cost, no physical risk to the students
- Highly leverageable: one course- multiple learners
- Single, scalable platform. Currently, there are 9 simulation courses across numerous sectors

### China's Online Education Market Has Been Growing Rapidly

· The China online vocational education market is ~30% of total China online education market



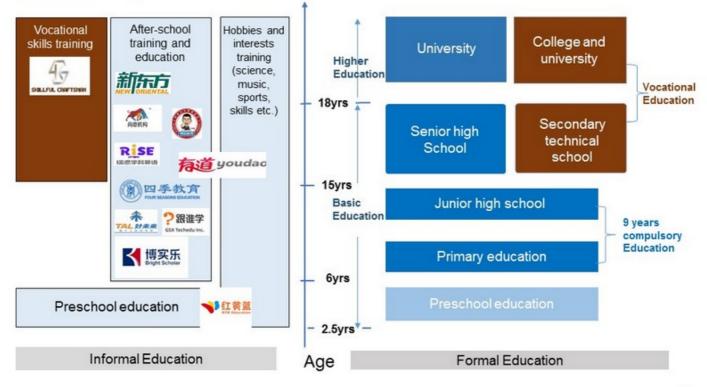
\*Data source: iResearch, 2018; Tecent, Ipsos, 2019

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### Vocational Education and Vocational Skill Training Are Essential to China's Education System



 Skillful Craftsman provides online vocational training and virtual simulation experimental training.



### Vocational Education Has Strategic Importance to China's Economic Development and Education Reform

- The objective of technical and vocational education and training (TVET) in China is to enhance labor force employability
- Ministry of Education (MOE) promotes development of online vocational training subjects, including
  - > expanding vocational education enrollment
  - > launching "1+X" (one diploma + multiple skills accreditations) pilot project
  - > cultivating enterprises that facilitate industry-education integration
  - organizing national vocational skills competitions and national vocational education week activities
- Implementation of the 1+X policy is intended to foster market demand for online vocational education services

# **A Key Player in Vocational Education Sector**



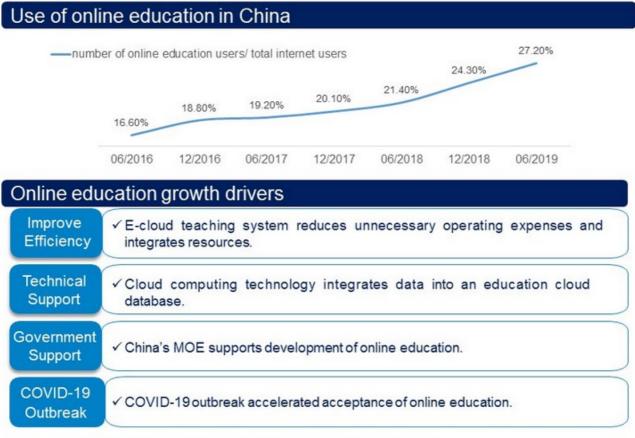






# A Key Player in Fast-growing Market



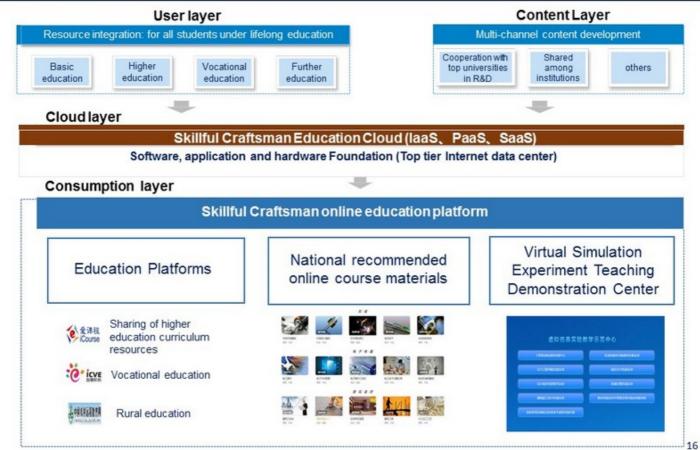


Data source: CNNIC: "The 44th China Statistical Report on Internet Development" on Aug 30th , 2019

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# Scalable Business Model, Integrating Online and Offline Education

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## 3 Superior Technology Built in Cloud



- · Support data sharing for universities and professional institutions
- Offered more than 407 courses and 9 experimental programs to accumulated 59.5 million<sup>1</sup>

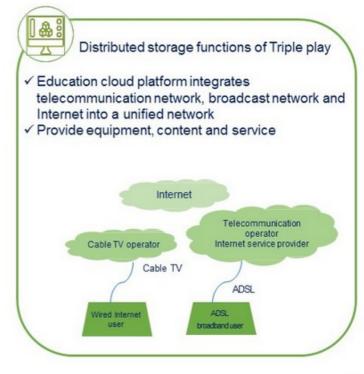


### registered students

Self-built state-of-the-art data center

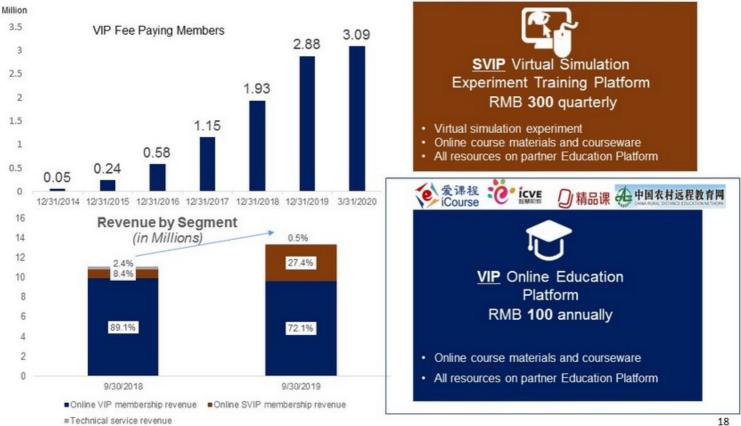
- ✓ Independent private network
- ✓ High level of security
- ✓ Directly connected to China's Internet backbone
- ✓ Ensure smooth access up to 10 million members simultaneously





Note: 1. As of 9/30/2019

### **Increase Fee Paying Member Penetration Rate Through Differentiated Virtual Simulation Training** SKILLFUL CRAFTSHAN



6 month period ending

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### Experienced Management Team with Decades of Experience in Education Industry





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Xiaofeng Gao Chairman of the Board of Directors/CEO

- More than 20 years of management experience
- ✓ CEO, Wuxi Kingway Technology Co., Ltd
- ✓ M.S., Automation
- ✓ Beijing University of Science and Technology



Liu Jun CFO

- 20 years of experience in finance and accounting
- CFO, Wuxi Kingway Technology Co., Ltd
- M.S., Accounting, Xiamen University







 Continue to convert registered members (59 million) to fee paying member



- Drive higher revenue per member through the development of dynamic and interactive virtual simulation content
- Broaden VIP member base and align courses development with key education mandates, including one diploma + multiple skills accreditations
- Develop education app and offer multi-channel learning solution, such as personalized courses and live broadcast courses



Continue vertical integration services to provide training and employment services, career advisory services, recruiting analysis and interview history tracking, and increase our members engagement

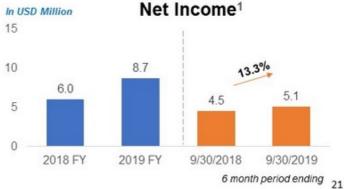
# **Financial Highlights**

### Demand for online education services driving revenue growth and strong margins

- Strong revenues driven by online education services
  - Estimated FY 2020 revenue of \$28.7 million
- Growth of fee-paying customer base
  - The number of fee-paying members increased to approx. 3.1 million as of 3/31/2020, ~35% YoY growth
  - 78.6% generated from online VIP membership;
  - 21.4% from online SVIP membership
- High net income margin along with ongoing revenue growth
  - approx. 38% net income margin for 9/30/2019
  - Cost effectively convert existing customers to feepaying customers
- Continued growth of virtual simulation education business
  - Growing demand for practical employment content
  - Highly leverageable

1. Fiscal year end Mar 31, financials are in USD Million





## **Use of Proceeds**





1+X (one diploma + multiple skills accreditations) online course development



Virtual Simulation Program Development



Mobile Application Development

Vocational Education Interaction Platform and Career Advice Services Platform Development

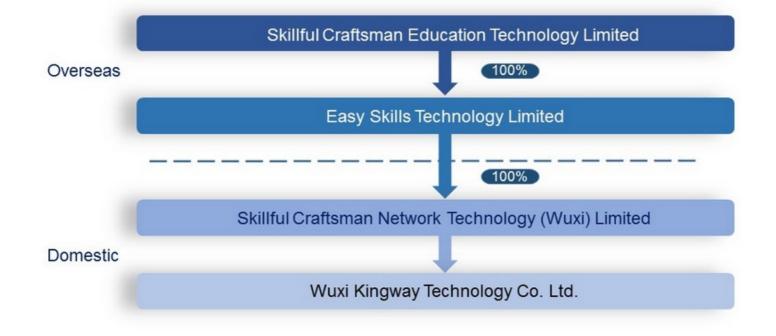


# Appendix



### **Company Structure**





### 17 Computer Software Copyrights We Obtained SKILLFUL CRAFTSHAN



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#### SKILLFUL CRAFTSMAN EDUCATION TECHNOLOGY LIMITED

#### UNAUDTED CONSOLIDATED BALANCE SHEETS

		As of				
	Note	September 30, 2019		March 31, 2019		
ASSETS	Note		2019		ucu 51, 2019	
Current assets:						
Cash and cash equivalents	3	s	11,957,538	s	10.362.283	
Accounts receivable, net	4	\$	85,736	\$	451,132	
Prepayments and other current assets	5		1.290.860		902,811	
Income tax receivable	13		383,592		202,011	
Total current assets	15		13,717,726	_	11,716,226	
			15,/1/,/20		11,/10,220	
Non-current assets			10.040.000			
Property and equipment, net	6		13,942,555		14,022,240	
Intangible assets, net	/		17,864,400		17,799,207	
Long-term prepayments and other non-current assets			291,606			
Total non-current assets			32,098,561		31,821,447	
TOTAL ASSETS		s	45,816,287	\$	43,537,673	
LIABILITIES						
Current liabilities						
Accounts payable	8	s	28,249	s	10.025	
Taxes payable	13		66,677		375,337	
Other payables	9		339,495		151,545	
Deferred revenue-current	10		19,633,314		15,308,898	
Total current liabilities			20,067,735	1	15,845,805	
Non-current liabilities		_				
Deferred revenue-noncurrent	10		2.615.775		8,672,836	
Total non-current liabilities			2,615,775		8,672,836	
TOTAL LIABILITIES		\$	22,683,510	\$	24,518,641	
SHAREHOLDERS' EQUITY:						
Ordinary shares, par value \$0.0001 per share, 500,000,000 shares authorized;						
18,000,000 shares issued and outstanding			1,800		1,800	
Additional paid-in capital			1,619,774		1.619.774	
Statutory reserve			745,590		745,590	
Accumulated profits			22.080.010		16,945,947	
Accumulated other comprehensive (loss) /income			(1,314,397)		(294,079	
TOTAL SHAREHOLDERS' EQUITY		-	23,132,777	-	19,019,032	
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		0	45,816,287	s	43,537,673	
TOTAL LIADILITIES AND SHAREHOLDERS EQUIT		\$	45,510,28/	3	43,537,073	

The accompanying notes are an integral part of these consolidated financial statements

#### SKILLFUL CRAFTSMAN EDUCATION TECHNOLOGY LIMITED

#### UNAUDITED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME

		For the six months ended September 30,			
	Note		2019	2018	
Revenue	10	\$	13,420,883	\$	11,122,248
Cost of revenue	11		(5,350,363)		(3,739,458)
Gross profit		_	8,070,520	_	7,382,790
Operating expenses:		_		_	
Selling and marketing expenses			(776,903)		(738,515)
General and administrative expenses			(473,802)		(633,181)
Total operating expenses	12	1	(1,250,705)		(1.371.696)
Income from operations		_	6,819,815	_	6,011,094
Interest income			41,692		39,531
Others, net			(3,345)		(64)
Income before income taxes		_	6,858,162	_	6,050,561
Income tax expense	13		(1,724,099)	-	(1,513,006)
Net profit		s	5,134,063	\$	4,537,555
Less: net profit attributable to non-controlling interests			-	-	-
Net profit attributable to Skillful Craftsman Education Technology Limited's shareholders		_		_	
shareholders Net Profit attributable to non-controlling interests		_	5,134,063	-	4,537,555
Net earnings per ordinary share, basic and diluted			0.29		0.25
Weighted average number of ordinary shares, basic and diluted			18,000,000		18,000,000
Net profit		\$	5,134,063	S	4,537,555
Other comprehensive (loss) /income:					
Foreign currency translation adjustment		_	(1,020,318)	_	(1,104,201)
Total comprehensive income			4,113,745		3,433,354

The accompanying notes are an integral part of these consolidated financial statements.

#### SKILLFUL CRAFTSMAN EDUCATION TECHNOLOGY LIMITED

#### UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS

	For	For the six months ended September 30,			
	2019			2018	
Cash flows from operating activities			-		
Net profit	\$	5,134,063	s	4,537,555	
Adjustments to reconcile net profit to net cash generated from operating activities		4,181,098		3,368,921	
Depreciation of property and equipment		1,069,520		206,471	
Amortization of intangible assets		3,104,576		3,162,450	
Loss on disposals of property and equipment		7,002			
Changes in operating assets and liabilities:		9,315,161		7,906,476	
Accounts receivables		365,396		56,274	
Prepayments and other current assets		(388,049)		169	
Long-term prepayments and other non-current assets		(291,606)			
Accounts payable		18,224		(504,822	
Amounts due to a related party				(1,590,305	
Deferred revenue		(1,732,645)		2,718,761	
Other payables		187,950		1,871,097	
Income Taxes payable or receivable		(692,252)		525,622	
Net cash generated from operating activities		6,782,179	_	10,983,272	
Cash flows from investing activities					
Purchase of property and equipment		(1,682,416)		(7,427,563	
Purchase of intangible assets		(4.043.574)		(1.804,937	
Net cash used in investing activities	5	(5,725,990)	\$	(9,232,500	
Net cash flows from financing activities			_		
Effects of foreign currency translation		539,066	_	827,653	
Net increase in cash and cash equivalents		1,595,255		2,578,425	
Cash and cash equivalents at beginning of period		10,362,283		4,896,067	
Cash and cash equivalents at end of period	\$	11,957,538	\$	7,474,492	
Supplemental disclosures of cash flow information:					
Cash paid for income taxes	\$	2,327,558		1,277,809	

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