

GLOBAL FILM STUDIO INC.



This Private Placement Memorandum dated 22 July 2017 and amended on 25 September 2017, is issued in accordance with Rule 506 of the SEC for the purpose of providing certain information about an investment in Global Film Studio Inc., a private company federally incorporated in Canada. If you are in doubt as to the action you should take in relation to this document, please consult your stockbroker, banker, legal practitioner or other professional adviser immediately. If you are invited and wish to apply for Global Film Studio Shares in terms of the Offer then you must be Accredited Investor and complete the procedure for application and payment set out in this Private Placement Memorandum.

PRIVATE PLACEMENT

of 1,000,000 Common Shares with no par value in GLOBAL FILM STUDIO INC., a financing, holding and film distribution company with a world spectrum.

GLOBAL FILM STUDIO INC.

(Federally Incorporated in Canada on 5 August 2011. Corporation Number: 793996-5)

OFFER PRICE: USD 2.37 per share

TOTAL RAISE: USD 2,375,000

NUMBER OF LOTS: 250 of 4,000 Shares each

LOT'S PRICE: USD 9,500

PROJECTED ROI: 750%

PAYABLE IN FULL ON APPLICATION

DISCLAIMER

This Private Placement Memorandum (this 'Memorandum') has been issued by Global Film Studio Inc. This Memorandum is confidential and proprietary to Global Film Studio. It is provided to the recipient in confidence and with the understanding that the recipient will observe and comply with the terms and conditions set forth in this paragraph and the paragraphs below. The recipient's acceptance and retention of this Memorandum shall constitute an agreement to be bound by such terms and conditions. If such terms and conditions are not acceptable, the recipient shall promptly return this Memorandum to Global Film Studio.

This Memorandum, the information and offer contained herein are for the exclusive use of the recipient and those involved in the recipient's investment decisions for the sole purpose of evaluating the proposal herein and not to extend the offer. This Memorandum may not be photocopied, reproduced, provided or disclosed to third parties, apart from prospective investor's professional advisers, or used for any other purpose, and upon request must be returned to Global Film Studio.

The information in this Memorandum may be supplemented, amended or modified prior to Closing, in which event the information in this Memorandum shall be read as supplemented, amended or modified by such additional information. Prospective investors must rely on their own examination of the legal, taxation, financial and other consequences of an investment, including the merits of investing and the risks involved.

Prospective investors should not treat the contents of this Memorandum as advice relating to legal, taxation or investment

matters and are advised to consult their own professional advisers concerning the acquisition, holding or disposal of interests in Global Film Studio.

All statements in this Memorandum are made as of 22 July 2017 unless otherwise noted. Certain information contained in this Memorandum constitutes 'forward-looking statements', which can be identified by the use of forward-looking terminology such as "may", "will", "should", "expect", "anticipate", "target", "project", "estimate", "intend", "continue", or "believe", or the negatives thereof, or other variations thereon or comparable terminology. All statements of opinion and/or belief contained in this Memorandum and all views expressed and all projections, forecasts or statements relating to expectations regarding future events or the possible future performance of the Investment represent Global Film Studio's own assessment and interpretation of information available to it as at the date of this Memorandum. No representation, warranty or undertaking, express or implied, is made or assurance given that such statements, views, projections or forecasts are correct or that the objectives of the Company will be achieved. Due to various risks and uncertainties, actual events or results or the actual performance of the Company may differ materially from those reflected or contemplated in such forward-looking statements. Prospective investors must determine for themselves what reliance (if any) they should place on such forward-looking statements, views, projections or forecasts and no responsibility is accepted by Global Film Studio, its subsidiaries, or associates or any of their members, partners, directors, officers, employees or agents, in respect thereof. Prospective investors are strongly advised to conduct their own due

diligence, including, without limitation, as to the legal and tax consequences to them of investing in the Company.

This Memorandum has been prepared on the assumption that the legal and tax structure required to conduct the activities of the Company has already been implemented and that all regulatory, tax and other clearances have been obtained.

This Memorandum does not constitute an offer of shares in the Company unless specifically adjudged to do so under the laws of a particular jurisdiction. Further, it may not be used for purposes of and does not constitute an invitation to apply to participate in the Company by any person in any jurisdiction in which such offer or invitation is not authorized or in which the person endeavouring to make such offer or invitation is not qualified to do so or to any person to whom it is unlawful to make such an offer or invitation. It is the responsibility of prospective investors to satisfy themselves as to their own full compliance with the relevant laws and regulations of any territory in connection with any application to

participate in the Company, including obtaining any requisite government or other consents and adhering to any other formality prescribed in such territory.

The attention of prospective investors is drawn to the fact that the Company is likely to be making commitments to investments of a long-term and illiquid nature in companies whose shares may not be quoted or dealt in on any stock exchange. Such investments may be difficult to value and are likely to involve an above average level of risk. There is also a risk that the value of interests will be affected by exchange rate fluctuations.

Investments in the Company may involve significant risk and should only be undertaken by those who can make a long-term investment, can bear the risk of loss in their investment and have no need for liquidity in their investment.

Before deciding to invest in the Company, prospective investors should pay particular attention to the conflicts of interest and risk factors. Global Film Studio is a Canadian corporation federally incorporated.

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FORWARD LOOKING STATEMENTS

All statements other than statements of historical fact contained in this Document, including, without limitation, those regarding the Company's financial position, business strategy, plans and objectives of management for future operations or statements relating to expectations in relation to shareholder returns or any statements preceded by, followed by or including the words "targets", "believes", "expects", "aims", "intends", "plans", "will", "may", "anticipates", "would", "could" or similar expressions or the negative thereof, are forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors beyond the Company's control that could cause the actual results, performance or achievements of, or dividends paid by, the Company to be materially different from future results, performance or achievements, or dividend payments expressed or implied by such forward-looking statements. Such forward-looking statements are based on numerous assumptions regarding the Company's present and future business strategies and the environment in which the Company will operate in the future. These forward-looking statements speak only as at the date of this Document.

The Company expressly disclaims any obligation or undertaking to disseminate any updates or revisions to any forward-looking statements contained herein in order to reflect any change in the Company's expectations with regard thereto, any new information or any change in events, conditions or circumstances on which any such statements are based, unless required to do so by law or any appropriate regulatory authority.

The potential investment opportunities referred to in this Document cannot be guaranteed and it may be the case that only some or even none of these come to fruition.

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DIRECTORS AND ADVISORS

DIRECTORS

Bruno Pischiutta*
Daria Trifu**

Shareholder / Secretary, Treasurer
Shareholder / President, Chief Executive Officer

* Canada

** Canada

BOARD MEMBERS

Bruno Pischiutta
Daria Trifu
Elio Dell'Unto*

Chairman of the Board
Board Member
Shareholder / Board Member

* Canada

ADVISORY BOARD MEMBERS (In alphabetical order)

Fadi Karam*
Ambassador Dumitru Preda PhD**

Shareholder
Shareholder

* Switzerland/Lebanon

** Romania/Cuba

BUSINESS ADDRESS:

7305 Woodbine Ave., Suite 504
Markham, Ontario, Canada, L3R 3V7

COMPANY'S BANK ACCOUNT

The Royal Bank of Canada
Yonge & Orchardview Branch, 2346 Yonge Str., Toronto, ON, M4P 2W7

PLACEMENTS STATISTICS

Placing price	USD 2.37 per share
Number of new Common shares being issued	1,000,000
Number of shareholders	124
Minimum subscription is for one Lot of 4,000 Shares	USD 9,500
Maximum subscription is for 250 Lots	USD 2,375,000
Number of Common shares issued and outstanding at today's date	11,356,877
Percentage of share capital represented by new shares	8.805%
Total proceeds of the Placing	USD 2,375,000

DEPLOYMENT OF FUNDS

SOURCE

Private Placement	USD 2,375,000
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USE OF PROCEEDS

General Expenses, Consolidated Auditing of Financial Statements (2011 to 2017 included), Prospectus, Public listing, IPO.	USD 2,375,000
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THE COMPANY - OVERVIEW

Mission Statement

Global Film Studio Inc. wants to become a public listed holding and financing company, investing in non-violent movies with an ethical approach and addressing topics of our time as well as investing in a leading Film Festival with the same approach.

Background to this Mission

In the Western world there are about 10,000 film companies and more than 2,000 Film Festivals are presented each year.

If you visit a film market place (ex: The Cannes Film Market) and you look at the posters of the films that can be purchase you will be surprised by the amount of violence and graphic sexuality that is portrait in most of the posters. This happens because most of producers wrongly believe that sex and violence are very commercial elements that are necessary in successful films. This belief generates a negative competition, i.e., films try to be the most violent, the most sexual in the market.

Family films (ex: Disney's films) have always been the most successful at the box-office. If it is true that a share of the market in USA and, in general, in the Western world love to see sequences of violence and graphic sexuality, it is also true that many adults in North-America and in Europe are sick and tired of these elements present in most of the films and desire an approach based on different themes, more deep than those. A big share of viewers in the Western world simply do not go to cinema anymore because they are tired to see always the same things. If this is true in the Western world, it is 100 times more true in China, India, Bangladesh and many other Asian, Middle Eastern and African countries. In most of those countries violent and graphically explicit sexual films will never be screened because they are against the local law and/or religion.

This introduction is important to understand the unique niche of our company: Global Film Studio remains faithful to its commitment of choosing to invest in non-violent and ethical media related ventures that provoke thought and address typical issues of our time.

The film Festival that GFS owns and organizes every year, Brasov Int'l Film Festival & Market, is the most important and renowned non violent Film Festival in the world.

Film is a global phenomenon; clearly our company's niche is unique and has sky-high possibilities of worldwide marketing our products successfully.

In our strategy, what we want to do is to create a media conglomerate unique in the world; a public company that will have the confidence of the market because it will show to the market the extreme profitability of this unique approach.

In the execution, the first step is to be listed via an IPO on an American Exchange, to market our completed and unexploited films and to show an exceptional and fast ROI to the initial investors.

1.1 Global Film Studio's Portfolio:

A. Global Film Studio Inc. owns 61.5%, the total majority in Toronto Pictures Inc., and it is the largest shareholder of the company:

Toronto Pictures, founded by Bruno Pischiutta and incorporated in 1996 in Ontario, Canada, is a publicly traded company in the USA since May 2007 (OTC symbol TTOPF). The company is known worldwide and its market value has been, in these years, between US \$180M and US \$8M. Based on its history and its assets, it is the opinion of the Management of Global Film Studio that its value is much higher than the actual market value.

For a long time the media has labeled Toronto Pictures “The Wonder Company”. This is because Toronto Pictures has three business formulas, invented by the founder Bruno Pischiutta, that are very confidential and proprietary. One formula saves over 75% of the management costs, the second one saves 25% of the film production costs and the third one prefers an increase of the assets and of the shares’ value to just the traditional income generated by sales, in the first and second stages of the company’s life.

The web site of Toronto Pictures is organized as a Social Network. The paying members are over six hundred and they are participating in the network from countries on every continent.

Toronto Pictures’ functions are extremely important in the economy of the whole group: TP develops, markets and releases (mostly in the USA) film products. The marketers of TP are the best in the USA. The manager of one of the largest cinema chains in Los Angeles is working with Toronto Pictures and he provides the proper cinema venues in Los Angeles and in New York when required for releases.

B. Global Film Studio Inc. is the major shareholder in Adhara Properties Inc. owning 45% of the company;

Adhara Properties Inc. is a private Canadian company founded by Daria Trifu and federally incorporated on June 6, 2003.

Beside other products, the Company has produced the Critically Acclaimed feature film PUNCTURED HOPE that was nominated by The Political Film Society in Hollywood in two categories: “Best Film Expose” and “Best Film on Human Rights” of 2009 – other films nominated in the same categories that year include AVATAR, THE HURT LOCKER, INVICTUS and INGLORIOUS BASTERDS.

Global Film Studio Inc. is the major shareholder in Adhara Properties Inc. owning 45% of the company; the other two shareholders have only 27.5% each.

The company deals in publishing and film production. The CEO, Daria Trifu is very well known in the international film industry. She has important contacts, at the same time, with international talent.

Two of the confidential and proprietary formulas of Toronto Pictures Inc. have been passed to and are actually used by Adhara Properties Inc. as well. They are the ones that save more than 75% of the management costs and 25% of the film production costs.

Adhara Properties Inc. is the publisher of DARIA! magazine.

DARIA! is an Art, Entertainment & Business magazine; the only magazine that has a black cover while the actual cover is placed on the inside. The magazine is printed once per year. Most of what is published in Daria!, would not be read anywhere else before. Each issue of Daria! is distributed at high class events, luxury clubs, hotels and film festivals worldwide. It is also mailed to top film executives and journalist around the world. The magazine was distributed during private events that Adhara Properties has organized in Monte Carlo (Jockey Club - The Fairmont Hotel), in New York City (The Friars Club), in Montreal (International Film Festival), in Los Angeles (The Fairmont Hotel during The American Film Market), Last Vegas, Cannes, etc. The magazine contracts, as contributors, journalists from different parts of the world for each of its issues. In addition to its printed version, the magazine is also available on-line.

DARIA! is an incredible marketing tool to promote films, talent, festivals and any relevant idea regarding the Entertainment world because, the magazine is basically delivered directly in the hands of the most important media executives.

The ownership of completed and not yet exploited films such as PUNCTURED HOPE and THE COMOEDIA and of films in the making such as ABUSED IN AMERICA and of feature documentaries in the making such as FILMING AFRICA, clearly spell out terrific and different possibilities of sky-high profit for the company in the present and in the immediate future.

C. Global Film Studio Inc. owns the Brasov International Film Festival & Market, BRASOV INTERNATIONAL FILM WORKSHOPS BY BRUNO PISCHIUTTA and the feature documentary titled BRASOV, PROBABLY THE BEST CITY IN THE WORLD:

The assets of the company have increased recently. Bruno Pischiutta, the Chairman and Daria Trifu, the President and C.E.O. have transferred 100% of the assets of Brasov Film Center s.r.l., that they owned personally, to Global Film Studio Inc.

The assets are:

1. Brasov International Film Festival & Market, in its 6th edition in 2017, is the most important and renowned nonviolent film festival in the world;
2. The documentary entitled BRASOV: PROBABLY THE BEST CITY IN THE WORLD has been completed and it is ready to be sold all over the world;
3. The publishing rights of the INTERNATIONAL FILM WORKSHOPS BY BRUNO PISCHIUTTA. Thirty hours of footage has already been filmed and it is in post-production to become a set of 4 DVDs that will be released worldwide and that represent the most comprehensive courses ever taught in film acting, directing, producing and screenplay writing.

1.2 Global Film Studio particularly invests in:

- Release and distribution of completed feature films and documentaries;
- Production of feature films, documentaries, books and magazines;
- Development of new feature films;
- Options & purchases of intellectual properties: film rights, story rights, publishing rights, national and international distribution rights, copyrights;
- Representation and promotion of exceptional talents (via its division Brasov Talent Agency);
- Creation and operation of film Schools, film Academies, film Centers, film Festivals and film Markets;
- Academy Awards® campaigns for some of its film products.

In the next three years, the production of feature films and documentaries will take place in Europe, South Africa and China. Major attention and investment will be addressed to the world distribution of the Company's films, to bring the company public and to implement constant IR and PR campaigns.

In particular, the films that Global Film Studio invests in target a global audience, explore different cultures and address controversial issues of our time in dramatic format. With cultural influences from Europe, North America, Asia and Africa, the Company is authentically international in its scope and recognition.

1.3 The actual choice is to mostly shoot the films that Global Film Studio finances in Europe for the following considerations:

- Favourable currency exchange rates; production costs (locations, crew, hotels etc.) in certain parts of Europe are at a fraction of the production costs in the USA;
- There are no film Unions in several European countries;
- The producers, the director, Stars and many members of the cast and creative team have accepted small fees when working under the umbrella of the Company. They have decided to work in Global Film Studio's movies because they share the same CAUSE and in consideration of the importance of the films' topics.

Similar favourable conditions for shooting a film exist in China and Africa. On the other hand, places like Toronto or Hollywood are the most expensive to produce films in. If subjects and screenplays permit, the choice is simple.

The business activity of the company should be adapted to the socio-geographical reality of the chosen country.

1.4 Global Film Studio's Business Formula

Global Film Studio, a financing Company, has almost no expenses (see “Salaries, fees and non-paid positions” chapter on this page), does not “spend” the shareholders’ funds but simply loans them, as a bank does, to companies partially owned by Global Film Studio itself.

1.5 Salaries, Fees and Non-paid Positions

Until today, no salaries have been paid to executives or labourers of Global Film Studio: everybody works as contractors only. It has to be noted furthermore that the officers of the Company are not paid for their management positions, and that the investment managers, the managers of every department, the members of the Board of Directors and the members of the Advisory Board are not getting any fees: these are all not-paid positions.

1.6 Social Responsibilities

The management of Global Film Studio believes that it has the obligation to undertake projects that create benefits for society at large. The management also believes that by undertaking such projects and involving communities internationally, the Company helps its brand in maximizing the long-term profit potential, therefore guaranteeing satisfaction for its shareholders. The entire chapter describing Global Film Studio’s Social Responsibilities is available here: http://www.globalfilmstudio.com/Social_Responsibilities.html.

1.7 Overall Business Plan:

The plan is to bring the company public in USA and to establish it as one of the most relevant international media entities in the world. It is the Management’s aim and philosophy to invest in businesses that generate sufficient cash-flow and pay dividends.

1.8 Corporate Governance

The Directors recognize the importance of sound corporate governance. The Board of Directors comprises three members, including two executive directors and one non-executive director. The Advisory Board comprises by non-executive directors only. The depth of experience and diversity of the Board members and of the Advisory Board members ensures that robust and forthright debate on all issues of material importance to the Company can take place.

The Board is responsible to shareholders for setting the strategic direction of the company, monitoring operational performance and management, risk management processes and policies, compliance and setting authority levels, as well as selecting new directors. The Board is also responsible for the integrity and quality of communication with shareholders, contractors and collaborators. The Directors hold annual meetings and at any other time as and when required.

1.9 Dividends Policy

It is the intention of the Board to start paying dividends to its shareholders within two years after closing of this Private Placement.

1.10 Borrowings

The Company's policy is to not borrow any funds from banks and/or any financial institutions. This guarantees the investors and shareholders that the Company will never be in danger of bankruptcy.

1.11 Taxation

The company pays its taxes in Canada and it is completely up to date with its filings.

1.12 Future Issuance of Common Shares

The Company is as yet not listed on any stock exchange but there is a driving commitment to do so as soon as the Financial Statements of the company have been audited and the Prospectus is ready. The Directors have been pro-active in dealing with the prospects of the Company's IPO as they believe that achieving an IPO will unlock the value that the Company is currently building, and will also provide liquidity of the Company's shares. Global Film Studio plans to undertake an IPO in 2018.

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BALANCE SHEET & PROJECTIONS

The table below shows the actual balance sheet for 2016.

GLOBAL FILM STUDIO INC. - FINANCIALS

Values Expressed in USD

2016

BALANCE SHEET

ASSETS

Cash	840.19
Shares Inventory	13,884,893.07
Accounts Receivable	103,630.82
Accumulated write-offs	1,125.00
Net Inventory	13,990,489.08
Short term Assets	4,500,000.00
Long term assets	7,265,000.00
Total Assets	25,755,489.08

LIABILITIES AND OWNERS EQUITY

Liabilities

Loans Payable	20,080.25
Accounts Payable	102,138.06
Total Liabilities	122,218.31

OWNERS' EQUITY

Shares Inventory	13,884,893.07
Equity Investment	3,450.00
Retained Earnings	(20,072.30)
Increased Assets	11,765,000.00
Total Equity	25,663,270.77
Total Liabilities and Owners Equity	25,755,489.08

Forecast of the Company's financial performance has been prepared by the Directors. Total Assets are forecast to grow from USD 25,755,489.08 million in 2016 to USD 28 million by 2018, before the IPO.

WARNING:

The above balance sheet and projections have been prepared by the Chairman, have been accepted by the government of Canada, but have not yet been audited. The Chairman, Mr. Bruno Pischiutta, studied philosophy at the University of Trieste (Italy), is an internationally awarded film writer and director but he was never formally educated in accounting and related subjects.

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THE "CAUSE" OF GLOBAL FILM STUDIO

"We want that the rights of women and children are respected. We want to fight intellectual pollution, stupidity, racism and discrimination. We want to show that nonviolent films can be commercially viable and can contribute to achieving a better world. We want to win the fight against ignorance and bigotry. We want to use the art of film as a weapon in order to improve the viewers' lifestyle.

Our CAUSE is driven by high ideals and it is more important than any one of us.

It is a new world; it is time for a new morality! It is time to put the important things first. We are working for our CAUSE through the medium of film because we are filmmakers. Film is our way of expressing ourselves and we take into consideration the fact that our films will live on after us: they will become our legacy."

Maestro Bruno Pischiutta

A handwritten signature in black ink, appearing to read "Bruno Pischiutta", enclosed in a thin black rectangular border.

Film Director
Chairman of the Board of Global Film Studio Inc.

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THE TEAM

Officers and Directors



Bruno Pischiutta - Chairman of the Board

Bruno Pischiutta is the Founder, President and C.E.O. of Toronto Pictures Inc., a Canadian company incorporated in 1996. He is the Artistic Consultant of Brasov International Film Festival & Market.

Bruno Pischiutta, internationally celebrated and awarded writer, director and producer is known for his lifelong commitment to fostering the art of film making.

Throughout his +30 year career in the professional Film Industry, Mr. Pischiutta wrote, directed, produced, executive produced and edited feature films, TV shows and documentaries that have been widely screened in cinemas and broadcast throughout Italy and other European countries. Bruno Pischiutta is also a published writer and he received several international Awards. He is known for his socially conscious and nonviolent films.

His latest feature film PUNCTURED HOPE, was screened in theaters in Los Angeles for three months during the 2009 Academy Awards® season. The film was nominated by The Political Film Society (Hollywood) as 'BEST FILM EXPOSE' and 'BEST FILM ON HUMAN RIGHTS' of 2009 alongside AVATAR, THE HURT LOCKER, INVICTUS and INGLORIOUS BASTERDS. This nomination qualifies Maestro Pischiutta as one of the best film directors of dramatic feature films in North America.

More information at: IMDB - <http://www.imdb.com/name/nm0994395/>.



Daria Trifu - President, C.E.O. and Member of the Board of Directors

Ms. Trifu is the Founder, President and C.E.O. of Adhara Properties Inc., a Canadian company federally incorporated in 2003, and Publisher and Editor-in-Chief of "Daria!" Magazine. She is the Creator and Director of Brasov International Film Festival & Market. Ms. Trifu was the producer of the critically acclaimed feature film PUNCTURED HOPE.

LinkedIn - <https://www.linkedin.com/in/dariatrifu>;
IMDB - <http://www.imdb.com/name/nm1819138/>

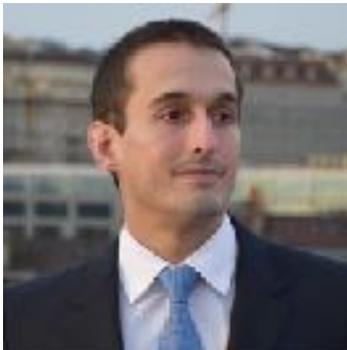


Elio Dell'Unto - Film Producer and Member of the Board of Directors

Toronto based Film Producer Elio Dell'Unto has been working with Director Bruno Pischiutta since 1991. Elio Dell'Unto has traveled for work extensively together with Mr. Pischiutta to Africa, China and, in later years, to Romania in Europe. Mr. Dell'Unto has covered several management positions both with the company and in film production.

More information at: IMDB - <http://www.imdb.com/name/nm1837239/>

Advisory Board Members (in alphabetical order)



Fadi Karam, General Business Manager

Fadi Karam's past and present working experience in general management, marketing and brand management includes holding positions at Nestle, Procter & Gamble and Microsoft. He stands today as a solid brand building and marketing expert. Mr. Karam has graduated from Stanford University and he is at present the Global Category Lead at Nestle International based out of Switzerland. More information about Fredi Karam: LinkedIn - <https://www.linkedin.com/in/fadikaram>



Dumitru Preda PhD (n. 1951), MP, University Professor

Romanian Ambassador to Cuba and one of Romania's most renown historians Dr. Dumitru Preda, PhD, is a Minister-Counsellor, Director of the DOR-MAE; former Deputy Permanent Delegate of Romania to UNESCO (Paris) from 2002; Chargé d'Affaires a.i. in 2004 and 2006 and, since November 2011, he serves as the Romanian Ambassador to Cuba. His work in Cuba is highly regarded as the one that will help to expand cultural, economical and medical relations and collaborations between the two countries in the coming years.

Considered one of Romania's most renown historians, he is the author of 50 volumes and over 150 studies that have been published internationally. In 2002 he received the Romanian Ministry of Foreign Affairs Diploma of Merit for his "outstanding contribution to the diplomatic activities".

CONTRACTORS / BUSINESS ASSOCIATES

The Company works with some of the greatest film industry talent around the world. They come from Film, Music, Art and Fashion. The "talent" is working with Global Film Studio for its 'brand name' value, at a minimum cost. The commercial value is enormous.

The Directors believe that the success of the Company depends to a significant degree on the quality of its human capital and content of the properties it invests in and it sustains. The Directors also recognize the importance of the contractors and business associates being well motivated and identifying closely with the success of the Company.

As a multinational company, in preparation of becoming publicly listed and in line with its core operational track, Global Film Studio does not pay any fees to its management team. In addition, all talent/professionals are contracted — job-by-job — but they are not employees.

No fees are paid to Executives, Directors and Advisors until the business reaches its forehand stated target. This system allows the business to grow faster and stronger.

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THE OFFERING

THE FOLLOWING INFORMATION SHOULD BE READ IN CONJUNCTION WITH THE FULL TEXT OF THIS PRIVATE PLACEMENT MEMORANDUM:

INTRO: a note from the Chairman

“The offering could be a great opportunity for an Angel Investor: It is straight forward and not complicated: the Angel purchases 1M Common shares from our company, that is still private, at \$2.37 each.

The company uses the Angel’s money in paying for all expenses that are associated with taking Global Film Studio Inc. public and issuing a very strong IPO.

In less than one year time, the private shares that the Angel has purchased become public and are sold by the company for a much higher price (we will try to bring the value at \$18).

One important change for the company will be to domicile it in the USA, as a consequence of the Angel’s investment; the new move will position Global Film Studio on the wave of the present golden age of the American economy. Today the Markets are high like never before, the GDP is very high and the unemployment is on a record low in sixteen years. This is clearly the moment to make a decisive move.

Sophisticated investors know that, financially speaking, the value of media assets are between the most difficult to be determined. This is because certain features such as unicity, excellent quality and similar cannot be simply evaluated without considering the total context in which they are and they can fluctuate depending from times, geographical location and other elements.

The USD 25M, the total assets in our non-audited balance sheet and the USD 7M increase of assets in the last six years, do not tell all the story of the today's company value and certainly do not tell all the story about tomorrow's value.

Global Film Studio is holding the majority in Toronto Pictures Inc., public company that owns two completed films and that is going under restructuring. It is also holding the major number of shares in Adhara Properties Inc., private company that owns several completed films that are not yet exploited in the market, and the unique DARIA!, an art, entertainment and business magazine. The 'look' of DARIA! is between the one of Vanity Fair and the one of National Geographic.

Global Film Studio directly also owns:

- the unique Brasov International Film Festival & Market, the most important and renown non-violent film festival in the world;
- the unique Brasov Talent Agency with forty actors on contract, a Talent Pool of over 4,000 actors and an ongoing International Talent Search;
- the unique slate of ten of the best feature films around and ten related documentaries. These products will all qualify for nomination consideration at the Academy Awards. Recently, Global Film Studio started negotiations with a major industrial Chinese Group to sell the distribution rights of these film for USD 220M;
- the unique International Film Workshops that, if properly produced and marketed, can generate multimillion \$ sales for many years to come;
- the still un-marketed documentary "Brasov, Probably the Best City in the World."

Definitely, the USD 25M assets do not tell all the story. Investing in this Private Placement is just giving the tools to the company to bring up the value of the shares very much and to give 700% profit to the investors. It is our plan to issue an IPO with the initial share price of \$18. No surprise if the first day of the IPO the shares' value will go over \$30. It has happened before, maybe we will make it happen again."

1.1 SHARE CAPITAL:

The Company's share capital is made up as follows:

There is only one class of shares, Common Shares.

SHARES ISSUED AT TODAY'S DATE: 11,356,877

NEW SHARES NOW BEING OFFERED: 1,000,000 Common shares at USD 2.37 per share.

1.2 METHOD OF OFFERING

Offer for sale of 250 Lots of 4,000 Common Shares each.

1.3 PURPOSE

The Offer is being undertaken to give to Accredited Investors worldwide an opportunity to become shareholders of Global Film Studio. The Offer will also enable the Company to finance the execution of its business strategy.

1.4 USE OF PROCEEDS

Bringing the company to be legally domiciled in the USA.

- Auditing of Consolidated Financial Statements of the Company and its auxiliary companies since inception in 2011 until and including 2017 done by Certified Public Accountant qualified to audit financial statements of public companies;
- Preparation of the Company's Prospectus by one of the top legal firms in the USA;
- Public listing of the Company on a superior stock market in USA via IPO.

Management cannot guarantee that all these opportunities will reach execution stage. Remaining proceeds shall be utilized for executing any other investments in line with Global Film Studio's investment strategy.

1.5 UNITS OF SALE

**Minimum of One Lot of 4,000 Common Shares.
Maximum of 250 Lots of 4,000 Common Shares each.**

Total capital to be raised: USD 2,375,000

There are a total of 250 Lots. Lots are available for subscription at USD 9,500 each and they consist of 4,000 Common shares.

Minimum subscription/purchase: USD 9,500 (representing one Lot) = 4,000 shares

Maximum subscription/purchase: USD 2,375,000 (representing 250 Lots) = 1,000,000 shares

1.6 OFFER PRICE: USD \$2.37 per share

1.7 TOTAL OFFER SIZE: 1,000,000 Common shares

1.8 PAYMENT: Full upon application

RATIONALE FOR THE OFFERING

The main purpose of the Offer is:

To participate in the Company's growth curve prior to undertaking an IPO: The Company's operational and investment strategy is showing strong signs of success. The Board and Management of the Company are committed, when properly financed, to go public and issue an IPO.

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SUBSCRIPTION FORM

GLOBAL FILM STUDIO INC.

7305 Woodbine Avenue, Suite 505
Markham, ON, L3R 3V7 - Canada
Tel USA: (001) 646-300-9232

PRIVATE PLACEMENT MEMORANDUM ISSUED ON JULY 22, 2017

Investment in Equity of the Company for Accredited Investors only, as defined by Rule 506 of the USA Securities Commission.

INSTRUCTIONS

Prospective Accredited Investors may hereby subscribe for the shares directly to Global Film Studio Inc.

The Subscription for the Common shares being offered must be made by correctly completing the Subscription Form hereunder.

Subscribers should sign the form and write their full name, address and daytime telephone numbers on the lines provided.

Each subscription should be forwarded together with payment in form of an electronic funds transfer for the full amount of the cash purchase price.

Duly completed Subscription Forms for the proposed investment in Global Film Studio Inc. should be delivered to the Company, scanned and emailed, to corporate@globalfilmstudio.com

Please provide the required information in the appropriate areas.

Subscriber:

Please complete the Execution Page and Funds Tracking information area.

1. Subscription for Common Shares of Global Film Studio Inc., a private Canadian company federally incorporated on August 5, 2011 and with the Corporation Number: 793996-5, (the “Company”). As of July 22, 2017, the Company has issued a total of 11,356,877 (eleven million three hundred fifty-six thousand eight hundred and seventy-seven) Common Shares only.

The undersigned Subscriber (the “Subscriber”) hereby irrevocably subscribes for and agrees to purchase a total of:

|

(amount of Lots in numbers) | (amount of Lots in letters)

Lots of Shares of the Common Shares (the “Shares”) of Global Film Studio Inc. to be newly issued by the Company at the price per Lot of:

US \$9,500 | **nine thousand five hundred**

(amount in numbers) | (amount in letters)

The Subscriber, agrees to pay a total of:

US \$ |

(amount in numbers) | (amount in letters)

As subscription price for the **Lots of Common Shares** being purchased herein. The entire purchase price is due and payable upon the execution of this Subscription Agreement, and shall be paid by wire transfer as per instructions below.

2. Method of Subscription.

Subscription for **Common Shares** shall be made by:

a) Delivering to Global Film Studio Inc. the executed copy of this Agreement by e-mail to: corporate@globalfilmstudio.com

b) Payment of the Subscription Price in the following manner:

Bank Wire Transfer to:

Bank:	Royal Bank of Canada (RBC)
Company/Account Name:	Global Film Studio Inc.
Company Address:	7305 Woodbine Avenue #505, Markham, ON, Canada L3R 3V7
Account #:	1000629
IBAN#:	003100062906722
(ABA) Routing #:	021000021
Swift Code:	ROYCCAT2
Sort Code:	000306722
Transit #	06722
Bank/Institution #:	003
Bank Address:	Yonge & Orchardview Branch, 2346 Yonge Str. Toronto, ON, M4P 2W7

3. The undersigned represents, warrants and agrees as follows:

a) The subscriber is an accredited investor as defined by rule 506 of the USA Securities Commission.

b) This Subscription is and shall be irrevocable.

c) Subscriber has carefully read this Subscription Agreement, all of which the undersigned Subscriber acknowledges has been provided to him/her. The undersigned has been given the opportunity to ask questions and receive answers from duly qualified representatives of the Company concerning the terms and conditions of this Subscription for **Common Shares**, the Disclosure Materials (Company's Executive Summary, Social Responsibilities, etc. at www.globalfilmstudio.com) and the terms and conditions under which the **Common Shares** are being acquired.

d) The Subscriber, in evaluating the merits and risks of an investment in the **Common Shares**, has been encouraged to seek the advice of his or her own personal tax and legal counsel.

f) Subscriber, if an individual, has adequate means of providing for his/her current needs and personal and family contingencies and, for a period of two years, he/she has no need for liquidity from this investment in the **Common Shares**. The undersigned has no reason to anticipate any material change in his/her financial condition for the foreseeable future.

g) Subscriber is financially able to bear the economic risk of this investment, including the ability to hold Global Film Studio Inc. Shares for the next two years or to afford a complete loss of his/her investment.

h) Subscriber's overall commitment to investments which are not readily marketable is not disproportionate to his/her net worth and the investment in the **Common Shares** will not cause such overall commitment to become excessive.

i) The funds provided for this investment are either separate property of the undersigned, or community property over which the undersigned has the right of control or are otherwise funds as to which the undersigned has the sole right of management.

i) FOR PARTNERSHIP, CORPORATIONS, TRUSTS OR OTHER ENTITIES ONLY: If the undersigned is a partnership, corporation, trust or other entity, the undersigned acknowledges possession of the authority of the individual executing this Subscription Agreement to act on its behalf. The undersigned has the full power and authority to execute the Subscription Agreement on behalf of such entity and to make the representations and warranties made herein on its behalf.

k) The address shown under the undersigned's signature at the end of this Subscription Agreement is the undersigned's principal residence if he/she is an individual or its principal business address if a corporation or other entity.

l) Subscriber has such knowledge and experience in financial and business matters as to be capable of evaluating the merits and risks of an investment in the **Common Shares**.

m) Subscriber expressly acknowledges and agrees that the Company is relying upon the undersigned's representation contained in this Subscription Agreement.

n) Subscriber acknowledges that he/she understands the meaning and legal consequences of the representations and warranties which are contained herein.

4. The Company represents that it is duly and validly incorporated, is validly existing and in good standing as a Corporation, and has all requisite power and authority and all necessary authorizations, approvals and orders required as of the date hereof to own its properties and conduct its business, and to enter into this Subscription Agreement and to be bound by the provisions and conditions hereof, and is in good standing with any governmental entity which would impose requirements as a result of the amount of business done by the Company in that entity.

5. Except as otherwise specifically provided for hereunder, no party shall be deemed to have waived any of his/her or its rights hereunder or under any other agreement, instrument or papers signed by any of them with respect to the subject matter hereof unless such waiver is in writing signed by the party waiving said right. A waiver on any one occasion with respect to the subject matter hereof shall not be construed as a bar to, or waiver of, any right or remedy on any future occasion. All rights and remedies with respect to the subject matter hereof, whether evidenced hereby or by any other

agreement, instrument, or paper, will be cumulative, and may be exercised separately or concurrently.

6. This Agreement may not be changed, modified, extended, terminated or discharged orally, but only by an agreement in writing, which is signed by all of the parties to this Agreement.

SUBSCRIBER STATEMENT

I am an accredited investor as defined by rule 506 of the USA Securities Commission and I, the Subscriber, have been suggested by the Company to seek advice from an independent counsel as I consider necessary and I have read this Agreement carefully and accept, agree and acknowledge the representations and terms thereof in full and without exception and agree that this Agreement constitutes the entire agreement between us and there are no collateral representations or other agreements.

Exact Name in Which Title is to be Held (**Common Shares** Certificate will be issued in the name listed on this line)

Subscriber's Signature

Signed this _____ day of _____, 2017

Name (Please Print)

TAX Number

Residence (Number & Street)

City

Province

Postal/Zip Code

Phone

Fax

Email

Funds Tracking

To be completed by Subscriber after funds are wired to Global Film Studio Inc.

Date of wire transaction:

_____ / _____ / _____

Amount wired: _____

Tracking Number: _____

Acceptance by the Company (to be completed by Company only):

Global Film Studio Inc., hereby accepts the above subscription by the Subscriber.

Signed this _____ day of _____, 2017

Authorized Signatory's Name

Authorized Signatory's Signature

Applicants should sign the form and write their full name, address and daytime telephone numbers in the boxes provided. Joint applicants must all sign the application form. The Applicant, in case of company, should also state incorporation number and affix the incorporation seal in the signature box.

Each application should be forwarded together with payment in form of an electronic funds transfer for the full amount of the cash purchase price, made payable to the account details at page #25 above.

Duly completed application forms for the proposed investment in Global Film Studio Inc. should be scanned and delivered via e-mail to corporate@globalfilmstudio.com

PRIVATE PLACEMENT

GLOBAL FILM STUDIO INC.
7305 Woodbine Ave, Suite 505
Markham, Ontario
Canada, L3R 3V7

Tel: +1-646-300-9232
Skype: torontopictures
E-mail: corporate@globalfilmstudio.com
Website: www.globalfilmstudio.com