

# Allow Everything. Trust Nothing.

Filed Pursuant to Rule 433  
Issuer Free Writing Prospectus  
dated  
April 20, 2020  
Relating to Preliminary Prospectus  
dated  
April 17, 2020  
Registration No. 333-237629

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April 2020

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**NASDAQ / TASE: SFET**

**[www.safe-t.com](http://www.safe-t.com)**

# Free Writing Prospectus Statement

This presentation highlights basic information about us and the offering to which this presentation relates. Because it is a summary, it does not contain all of the information that you should consider before investing in our securities. The Company has filed a Registration Statement (including a prospectus, which currently is in preliminary form) with the SEC for the offering to which this presentation relates. The Registration Statement has not yet become effective. Before you invest, you should read the Preliminary Prospectus in the Registration Statement (including the risk factors described therein) and other documents the Company has filed with the SEC for more complete information about the Company and this offering. You may access these documents for free by visiting EDGAR on the SEC web site at [www.sec.gov](http://www.sec.gov). The Preliminary Prospectus, dated April 17, 2020, is available on the SEC web site at [www.sec.gov/edgar](http://www.sec.gov/edgar). Alternatively, the Company or the underwriter participating in the offering will arrange to send you the Preliminary Prospectus and, when available, the final prospectus and/or any supplements thereto if you contact A.G.P./Alliance Global Partners, 590 Madison Avenue, 36th Floor, New York, NY 10022 or via telephone at 212-624-2060 or email: [prospectus@alliancecg.com](mailto:prospectus@alliancecg.com).

# Forward-Looking Statements

This presentation of Safe-T® Group Ltd. (the “Company”) contains “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act and other securities laws. Words such as “expects,” “anticipates,” “intends,” “plans,” “believes,” “seeks,” “estimates” and similar expressions or variations of such words are intended to identify forward-looking statements. For example, the Company is using forward-looking statements when it discusses the potential of its products, its strategy, market potential for its products and future growth. The presentation also contains preliminary estimates with respect to certain of the Company’s first quarter results based on currently available information. The Company is providing ranges, rather than specific amounts, for these preliminary estimates primarily because the financial close process and review are not yet complete and, as a result, the Company’s final results upon completion of its closing process and review may vary from the preliminary estimates. Forward-looking statements are not historical facts, and are based upon management’s current expectations, beliefs and projections, many of which, by their nature, are inherently uncertain. Such expectations, beliefs and projections are expressed in good faith. However, there can be no assurance that management’s expectations, beliefs and projections will be achieved, and actual results may differ materially from what is expressed in or indicated by the forward-looking statements. Forward-looking statements are subject to risks and uncertainties that could cause actual performance or results to differ materially from those expressed in the forward-looking statements. For a more detailed description of the risks and uncertainties affecting the Company, reference is made to the Company’s reports filed from time to time with the Securities and Exchange Commission (“SEC”), including, but not limited to, the risks detailed in the Company’s annual report on Form 20-F filed with the Securities and Exchange Commission (“SEC”) on March 31, 2020, and in any subsequent filings with the SEC. Forward-looking statements speak only as of the date the statements are made. The Company assumes no obligation to update forward-looking statements to reflect actual results, subsequent events or circumstances, changes in assumptions or changes in other factors affecting forward-looking information except to the extent required by applicable securities laws. If the Company does update one or more forward-looking statements, no inference should be drawn that the Company will make additional updates with respect thereto or with respect to other forward-looking statements.

# Offering Summary

Issuer	Safe-T Group Ltd
Exchange / Ticker	NASDAQ / TASE: SFET
Offering Size	Approximately \$10,000,000
Over Allotment	15%
Offering Details	Units consisting of one ADS and one warrant to purchase one ADS (or alternatively, a pre-funded Unit consisting of a pre-funded warrant to purchase one ADS and an additional warrant to purchase one ADS).
Use of Proceeds	We intend to use the net proceeds from this offering for working capital, general corporate purposes and pursuing strategic opportunities, including, but not limited to, business combination transactions.
Sole Book-Runner	A.G.P / Alliance Global Partners

# Safe-T – Masters of Access

We empower organizations to easily and dynamically **allow** the access of users to private apps, services and networks with **maximum business continuity** and **minimal risk**

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**Allow Everything. Trust Nothing.**

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# Safe-T Leadership



**Chen Katz**  
**Chairman of the Board**  
TechnoPlus Ventures (TASE: TNPV)  
Nanomedic Technologies  
Compulab  
Aminach



**Amir Mizhar**  
**Co-Founder, President and Chief Software Architect, Director**  
eTouchware  
M-Technologies



**Shachar Daniel**  
**Co-Founder and CEO, Director**  
PrimeSense / Apple (NASDAQ: AAPL)  
Logic  
Elbit (TLV: ESLT)



**Eitan Bremler**  
**Co-Founder, VP Products & Technology**  
Radware (NASDAQ: RDWR)  
Radvision / Avaya (NYSE: AV)  
Israeli Intelligence Corps



**Avi Rubinstein**  
**Chief Business Officer**  
ECTEL  
CyberX  
StorWiz  
VideoCodes  
Nice



**Itay Nahum**  
**VP, Customer Success**  
IBM



**Shai Avnit**  
**Chief Financial Officer**  
BriefCam  
BioProtect  
Card Guard Scientific / LifeWatch (SIX: LIFE)



**Barak Avitbul**  
**CEO, NetNut Ltd.**  
DiViNetworks



**Hagit Gal, Adv.**  
**Corporate Legal Counsel**  
Emblaze



**Karin Tamir**  
**Director of Marketing**  
Sensible Medical  
Medispec  
Radvision

# US Advisory Committee



**Dr. Sunil Lingayat**  
Chief of Cybersecurity  
Strategy and Technology  
T-Mobile



**Gary Eppinger**  
Global Chief Information  
Security Officer (CISO) and  
Privacy Officer  
Carnival Corporation & plc



**Yabing Wang**  
Chief Security Architect and  
Vice President of Global  
Security  
Alight Solutions (Aon-Hewitt)



**Richard Greenberg**  
OWSAP Global BoD, ISSA  
Fellow, Former CISO Los  
Angeles County Department of  
Health Services



**Floyd Fernandes**  
Chief Information Security  
Officer for a global multi-media  
company



**Mike Pflieger**  
Chief Information Security  
Officer and Vice President of  
Enterprise Information  
Management for CDW, provider  
of technology solution



**Martin Bally**  
Chief Security Officer and Vice  
President for Diebold Nixdorf,  
responsible for enterprise  
information and product  
security

# Holding Structure





# Safe-T ID



Publicly traded cyber security and secure internet access company (NASDAQ, TASE: SFET) with patented technology; Founded in 2013



\$10 Billion total addressable market



Professional and skilled Employees (leading global cyber companies & intelligence army units)



Hundreds of enterprise customers globally, including a scalable cloud solution in 5 continents



Strategic Acquisitions: NetNut Ltd., residential IP Proxy company, and CyKick Labs' UBA technology



Global technology and channel partner network and nearly 100 partnership platform with ISPs



OEM partnerships in USA (K2, SecureAuth)



Research coverage by leading industry analysts (Gartner, Frost & Sullivan)

<https://www.marketsandmarkets.com/Market-Reports/software-defined-perimeter-market-141863014.html>

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# Selected Customers

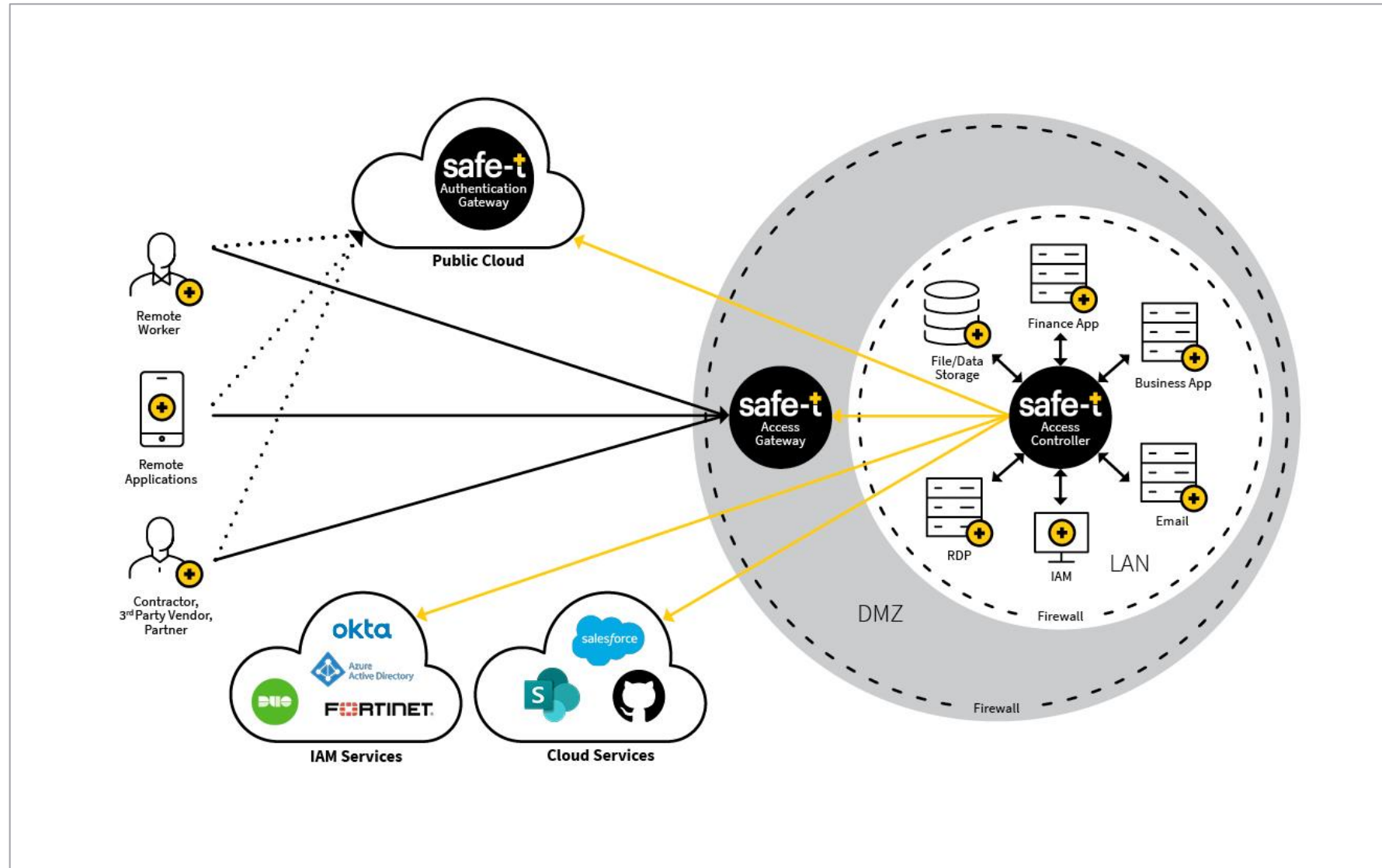


# Safe-T Secure Application Access

## Safe-T's Software-Defined Perimeter Solution

- + Safe-T Secure Application Access introduces an evolution in the way organizations grant secure external access to their services.
- + It offers true secure and transparent access for all entities to internal applications and data.
- + Clients requesting access must go through authentication and authorization stages before they can access the resource.

# Safe-T Secure Application Access



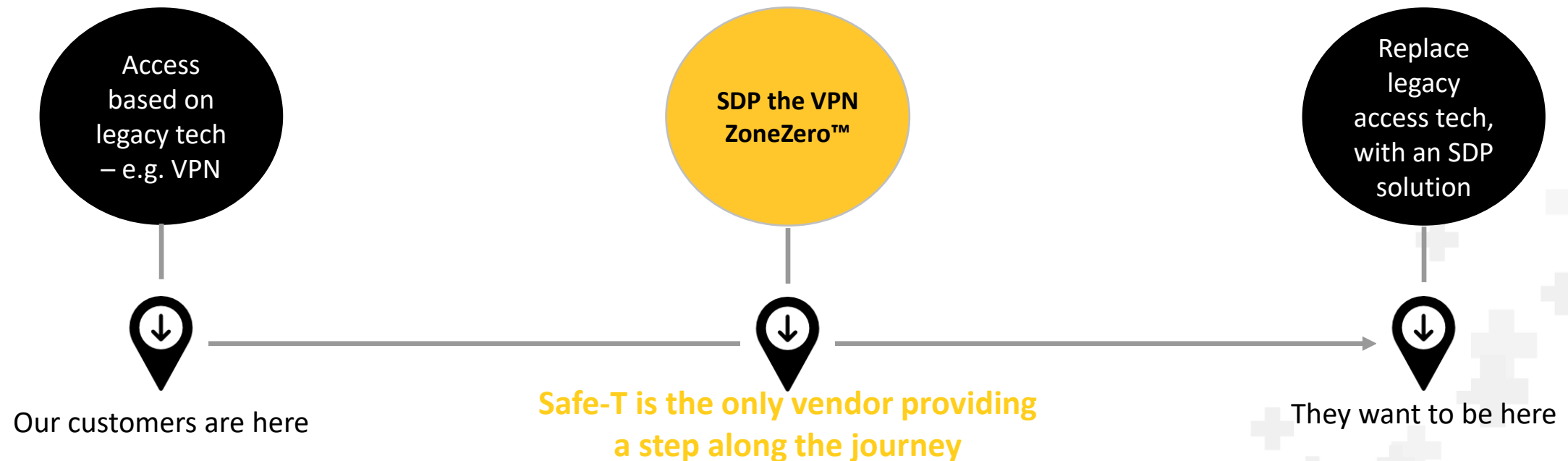
# Secure Applications Access

## Deploying SDP is a Journey

- Access **before** trust is established
- Users are **on** the network
- **Potential** lateral movement
- **VPN Client-based** solution
- Designed for **on-premises services**

- Access **after** trust is established
- Users are **off** the network
- **No** lateral movement
- **VPN Client-based** solution
- Designed for **on-premises services**

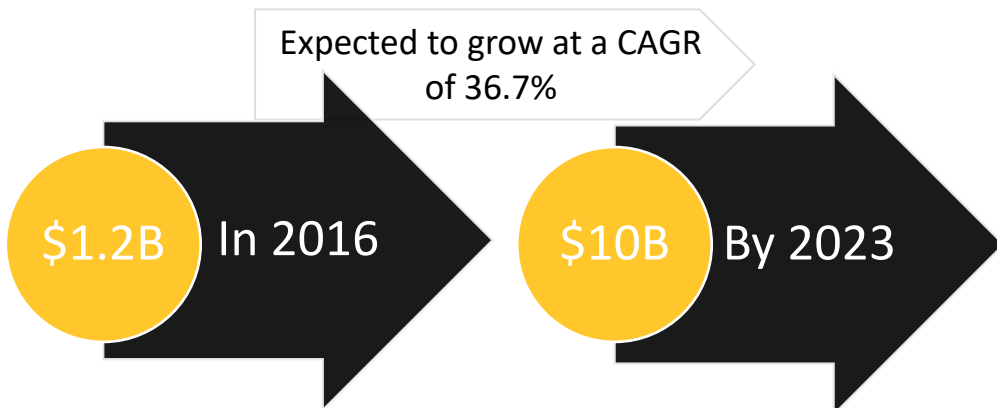
- Access **after** trust is established
- Users are **off** the network
- **No** lateral movement
- **Client-less** solution
- Designed for **cloud & on-premises services**





# Secure Application Access

## Global Software-Defined Perimeter (SDP) Market\*



According to Gartner, “By 2023, **60%** of enterprises will phase out most of their remote access virtual private networks (VPNs) in favor of ZTNA.”\*\*

safe-t was named a Representative Vendor in Gartner SDP reports.

\* <https://www.marketwatch.com/press-release/software-defined-perimeter-sdp-market-2019-global-analysis-opportunities-and-forecast-to-2024-2019-03-11>

\*\* Gartner, Market Guide for Zero Trust Network Access, Steve Riley et al., 29 April 2019

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“**Symantec** buys Israeli cybersecurity co **Luminate** for \$200m

Globes, February 2019



**Proofpoint** is paying \$120 million for **Meta Networks**, in which \$10 million has been invested since it was founded two and a half years ago.

Globes, May 2019



# The Corona Virus Effect

*“Tim Cook encouraging remote work at Apple global offices due to coronavirus”*

*“The Coronavirus Is Forcing Techies To Work From Home. Some May Never Go Back To The Office.”*

*“Working from home because of coronavirus? Don’t give your company a different kind of virus.”*

*Coronavirus Forces World’s Largest Work-From-Home Experiment*

And many many more...

# Secure Application Access - Main Advantages



Any setup: on-premise,  
on cloud or hybrid



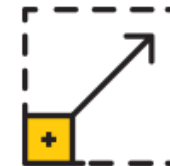
Flexible - Client, Clientless & IoT  
versions/ with your VPN, instead of your  
VPN or next to your VPN



Full network segmentation using  
Reverse Access patented  
technology



Detects the presence of bots or authenticated malicious  
insiders using Telepath Behavioral Analytics thus preventing  
attacks before they happen



Scalable – fits any type & numbers of  
users, grows with the growing data  
demands

# Safe-T Secure File Access

## Current File Access and Storage Solutions are Inadequate

- + Requires deploying clients – operational overhead
- + Uses technologies like SMB, which are vulnerable for Ransomware attacks



- + No access control on user actions
- + No auditing of user actions

<https://www.bleepingcomputer.com/news/security/one-year-after-wannacry-eternalblue-exploit-is-bigger-than-ever/>

## Safe-T Secure File Access

- + Safe-T Secure File Access solution transforms standard network drives to a secure, encrypted and access-controlled drive
- + Sensitive information is exposed on a “need to know basis” and permissions
- + Users are granted specific permissions to upload, download, copy, open, delete, view, etc.
- + Secure access to sensitive information is gained over the standard and secured protocols
- + All user actions are controlled and audited
- + Fully integrated with Safe-T Secure Application Access solution



# Secure File Access Main Advantages



Full segregation of duties –  
Isolate IT from business users



Seamless Integration –  
Hassle-free unification with current  
file storage solutions



Control over sensitive information-  
Keep your data in the right hands



Simple and easy deployment –  
No client installation



Enhanced risk reduction –  
Prevent data theft and leakage



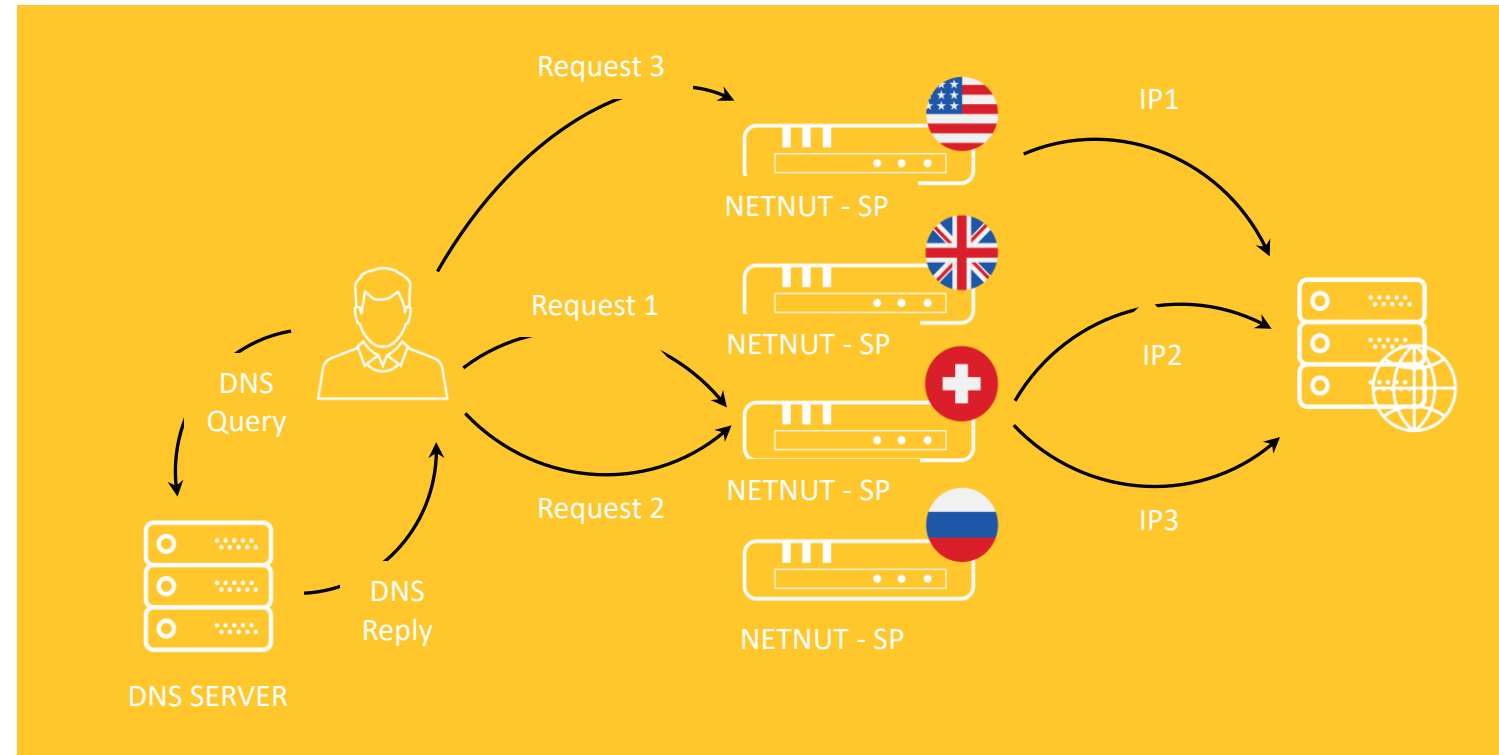
Minimized overall network attack footprint-  
By removing the insecure SMB protocol

# Secure Internet Access

## NetNut Global Proxy Network

NetNut provides cyber and web intelligence companies with a proxy service that allows them to collect data anonymously and infinitely from any public online sources.

The service is based on NetNut's unique optimized proxy and traffic redirection technology deployed on the backbone of ISPs and internet exchange points worldwide.

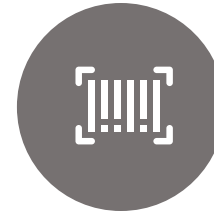


# NetNut Customer Use Cases



## Ad verification

Our ad network customers view their advertisers' landing pages to ensure they don't contain malware or improper ads. This verification is crucial for fraud detection.



## Brand protection

Well known brands monitor the web for proper use of their brand to protect their Intellectual Property, trademarks and pricing strategy.



## Travel

Travel companies collect pricing information of their competitors from different GEO location. Our network allows them to adapt their pricing accordingly and gain competitive advantage.

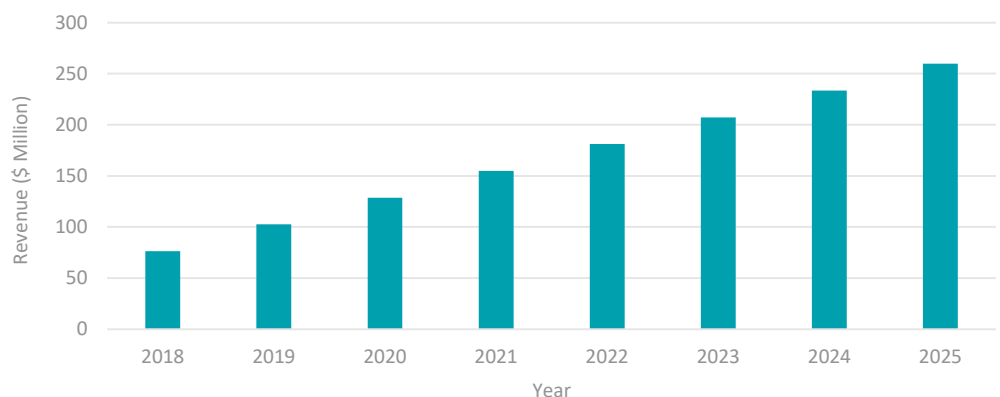
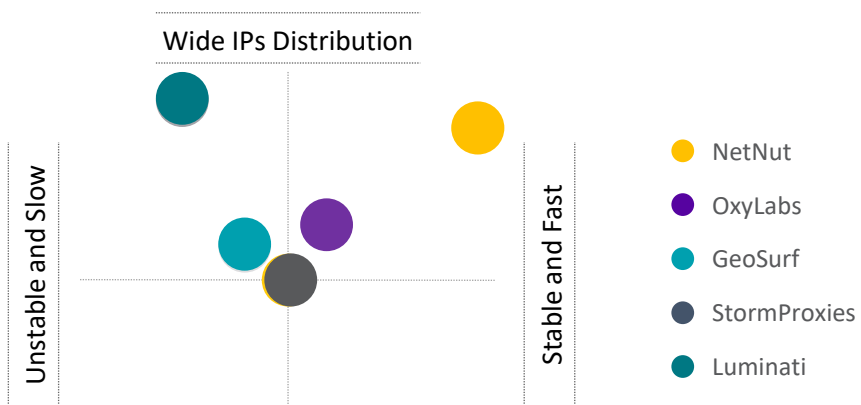


## Business intelligence

Leading E-commerce websites collect product related features and pricing from the web using our network to get the data in a reliable way without being misled.

# Secure Internet Access

## Solution Comparison Map



Frost & Sullivan, Global IP Proxy Network Market, July 2019

## Market & Competitors

**\$200M RECENT ACQUISITION IN THE FIELD**

***EMK acquires Luminati – the world’s largest IP proxy network, which brings transparency to the internet***



# Secure Internet Access

## NetNut Global Proxy Network Main Advantages



### Security

All traffic is routed exclusively through the NetNut network; no third-party computers are utilized



### Quality

Guarantees the quality of its service, by controlling all their servers located on major internet routes or at ISPs around the world



### Speed

Provides unique architecture of residential IP's



# Capitalization Table (as of April 17, 2020)

	<u># of Shares</u>	<u>% of Fully Diluted</u>
Ordinary Shares Outstanding - Directors & Officers	843,238	0.33%
Ordinary Shares Outstanding – Public (*)	127,719,754	49.24%
Warrants (**)	112,475,474	43.36%
Debentures (***)	16,399,920	6.32%
Stock Options Pool	1,932,348	0.75%
Fully Diluted Shares	259,370,734	100.00%

(\*) Does not include additional potential equity paid as earnout fee for the NetNut acquisition.

(\*\*) Mostly at exercise prices ranging between \$0.0825 to \$0.20 per share (\$3.30 and \$8.00 per ADS, respectively).

(\*\*\*) Outstanding convertible debenture is approx. \$0.54 million plus accrued interest. Does not include future potential dilution resulting from triggering adjustment mechanism for the conversion of debentures.

# Growth Strategy- Short-Term

## Leveraging the fast growth IP proxy by adding hundreds of customers



### Sales & Marketing

- + Expanding existing marketing channels :  
SDRs, Affiliation, SEO, SEM, Social media, content creation, etc
- + Partnerships with small competitors (less than \$1M revenues annually)
- + Increase brand awareness



### Research & Development

- + Enhancing networking capabilities
- + Adding features: City selection, carrier-based selection, Dynamic IPs etc.



### China

- + Penetrating the Chinese market
- + Building Chinese website
- + Establish local partners, local affiliates
- + Setting a dedicated sales team

# Growth Strategy- Long-Term

## Leveraging SDP potential



### Sales & Marketing

- + Enhance Leads Generation (USA focus): events, SDRs cold calls & email campaigns, digital & social, Evangelism by our Advisory Board executives
- + Partnerships – leverage our success story with K2 & SecureAuth to additional OEMs, expand our distribution network
- + Increase brand awareness



### Research & Development

- + Moving to the cloud (SAAS revenues)
- + Leverage customers slow adoption by disruptive approach “SDPing the VPN”
- + Winning features & hybrid approach



### Intellectual Property

- + Expansion of patents portfolio
- + Exploitation of IP rights

# Setting the Course for a Rapid Growth

**During the past 12 months, Safe-T® has made impressive progress by adopting a new business strategy:**

- + Acquired NetNut Ltd., a fast-growing cash flow balanced company with efficient operation
- + Reduced variable overhead costs dramatically
- + Focused on growing our innovative SDP product line, rather than legacy SDE products
- + Adopted focused revenue growth strategy, with short-term growth mainly stemming from IP Proxy activities and long-term growth (2020 and on) stemming from the SDP product line along with IP Proxy activities

## **Already bearing fruits from the new strategy:**

- + 2019 revenues increased by 124% compared to 2018, to approximately \$3.3 million, while 2020 first quarter revenues are expected to range between \$1.05-\$1.15 million, 146%-169% rise compared to the first quarter of 2019
- + COVID-19 effects – “work-from-home” policies emphasized the need for secure remote access
  - + 6 new and fast implementations
  - + 4 new partners within 2 months
- + Currently exploring business opportunities in the fast-growing SDP market
- + Evaluating potential patent infringements of Safe-T’s patents by market leaders

The above information reflects preliminary estimates with respect to certain of the Company’s first quarter results based on currently available information. The Company is providing ranges, rather than specific amounts, for these preliminary estimates primarily because the financial close process and review are not yet complete and, as a result, the Company’s final results upon completion of its closing process and review may vary from the preliminary estimates.



**Thank You**