



2020 Annual General Meeting Presentation

28 April 2020

Forward Looking Statements

This presentation is given on behalf of BuildingIQ, Inc. (BIQ or Company).

Information in this presentation is for general information purposes only and is not an offer or invitation for subscription, purchase, or recommendation of securities in BIQ.

Certain statements throughout this document regarding the Company's financial position, business strategy, and objectives of Company management for future operations are forward-looking statements rather than historical or current facts.

Such forward looking statements are based on the beliefs of the Company's management as well as on assumptions made by and information currently available to the Company's management. Such statements are inherently uncertain and there can be no assurance that the underlying assumptions will prove to be valid.

All data presented in this document reflect the current views of the Company with respect to future events and are subject to these and other risks, uncertainties and assumptions relating to the operations, results of operations, growth strategy and liquidity of the Company.



Welcome

William Deane - Interim Chairman

Our Board of Directors



William Deane
Non-Executive Director,
Interim Chairman



Gerd Goette
Executive Director,
Interim President and CEO



Lisa Jones
Company Secretary

Agenda

1. President & CEO's address
2. General questions
3. Business of the meeting

Presenters

William Deane, Interim Chairman

Gerd Goette, Interim President & CEO



President & CEO's Address

Gerd Goette

Full Year Results Snapshot (audited)*

Revenue from ordinary activities

A\$6.37m



14% from
\$7.36m in 2018

Customer Receipts

A\$7.46m**



12% from
\$6.68m in 2018

Operating Expenses

A\$7.46m



Improved by 8%
\$8.09m in 2018

**Total Comprehensive Income
(Loss)**

- A\$11.54m



204% from
- \$3.79m in 2018

*Prior comparative periods (throughout this document) have not been restated for the impact of AASB 16

**Inclusive of GST

Key Reasons for FY19 Financial Performance

Total comprehensive income decreased \$7.5m to a loss of \$11.5m.

It is worth noting:

1. BuildingIQ impaired its goodwill in the amount of \$3,936,019 using fair value calculations. This impairment was made following the execution of the mCloud Technologies EOI.
2. The Company increased its provision for bad and doubtful debts for certain US receivables by \$627,653 to a total of \$945,004.
3. Revenue decreased 14% from 2018 due to both the closure of utility & incentive/rebate programs in the US and the delay in the commencement of several Greenfield projects in Australia.
4. Results were negatively impacted by an \$816,222 increase in finance cost and a \$701,842 decrease in foreign currency translation.

Full Year Results Snapshot – Additional Metrics

Operating buildings

>1,355



7.1% from
FY2018

Net new buildings

90

Including 38 greenfield
building contracts

Sq. Ft. under management

>144m



19% from
FY2018

Customer contract renewal rate

>97%

Greenfield contracts

8

Converted into 5i services

Greenfield Sector - Buildingsense

- Buildingsense work on Greenfield projects grew further:
 - 38 new building contracts (54 buildings) were added in FY19, for total revenue of \$4.6m
 - In 2HFY19: 10 Greenfield projects were completed; revenue generated of \$2.6m: NSW 55%, 45% WA.
 - 16 contracts initially due for completion in 2019 will now be completed in 1HFY20
- Forrestfield
 - Project is moving ahead, however delays due to Covid-19 distancing rules
 - Transport issues from Melbourne to Perth have delayed critical materials
 - Increase in Cost of Goods Sold caused by exchange rate fluctuations
 - Project completion currently estimated for Q3 2021

Covid-19 Impact To-Date:

1. Strict work-from-home policy, with few exceptions for essential business
2. Subscription business operates remotely; helping clients with hibernation of buildings, schedule and building load changes; delays in onboarding and repair activities
3. Greenfield business continues (governments declared construction an essential service); project delays due to social distancing requirements, travel restrictions and transportation issues; cost increases from expanded work schedules and currency fluctuations; government agencies looking to accelerate projects in the healthcare, education and infrastructure sectors
4. Sales activities slowed down significantly and project timelines slip significantly
5. Collections delayed as clients manage their cash flows
6. Revenue in 2020 will be impacted
7. Applying for government support in Australia and USA (jobkeeper, small business loans, etc.)

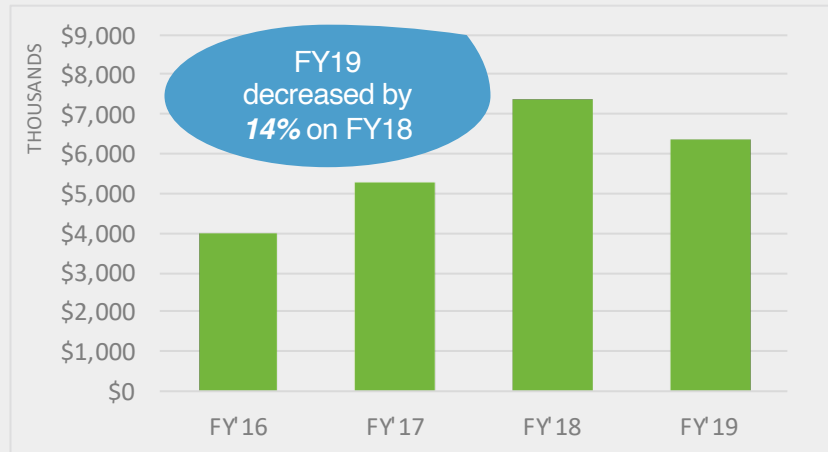
Board and management continue to assess the impact; at this time we cannot make accurate forecasts and any assumptions about future prospects would likely be erroneous.

Subsequent Events and Announcements

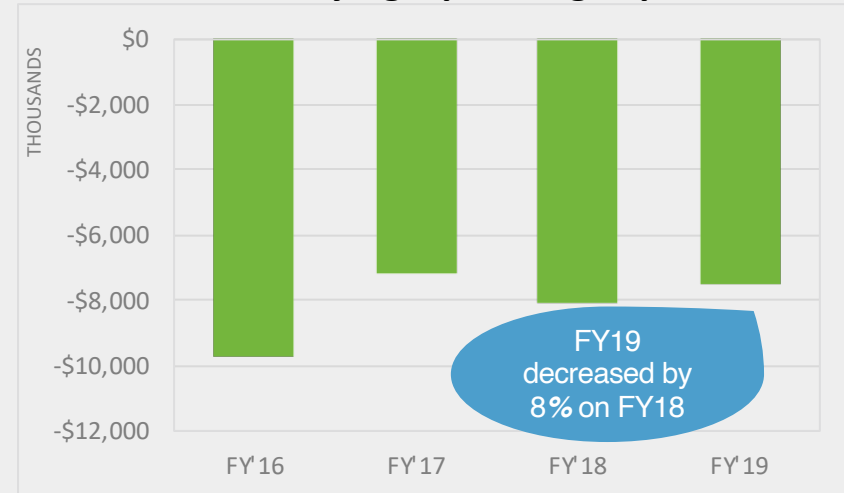
- 22 January 2020: Departure of the Company's President and Chief Executive Officer, Michael Nark, with his last day of employment on 21 Feb 2020.
- 28 January 2020: Departure of Mr Gregory Pynt from the Company's Board (Mr Pynt joined the Board on 20 December 2019).
- 11 February 2020: Expression of interest executed with mCloud Technologies Corp, which was subsequently terminated on 23 March 2020.
- 23 March 2020: Acceptance of a Letter of Strategic Intent from SNAPS Holdings Company, a US-based diversified technology holdings firm, providing for investment through promissory convertible notes, a private placement and options.
- 21 April 2020: Complaint filed by Johnson Controls Technology Company in the United States District Court for the District of Delaware, alleging BuildingIQ's building energy management systems and 5i Platform infringe certain patents held by Johnson Controls. The complaint has not been served on BuildingIQ and as a result the litigation process has not formally commenced.
- 27 April 2020: Agreement executed for first tranche of SNAPS investment (more detail below).

Business Snapshot

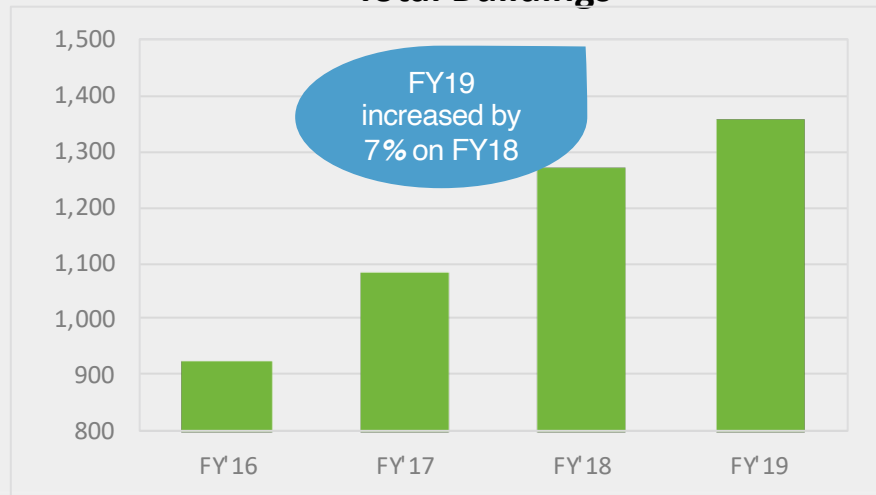
Revenue



Underlying Operating Expenses

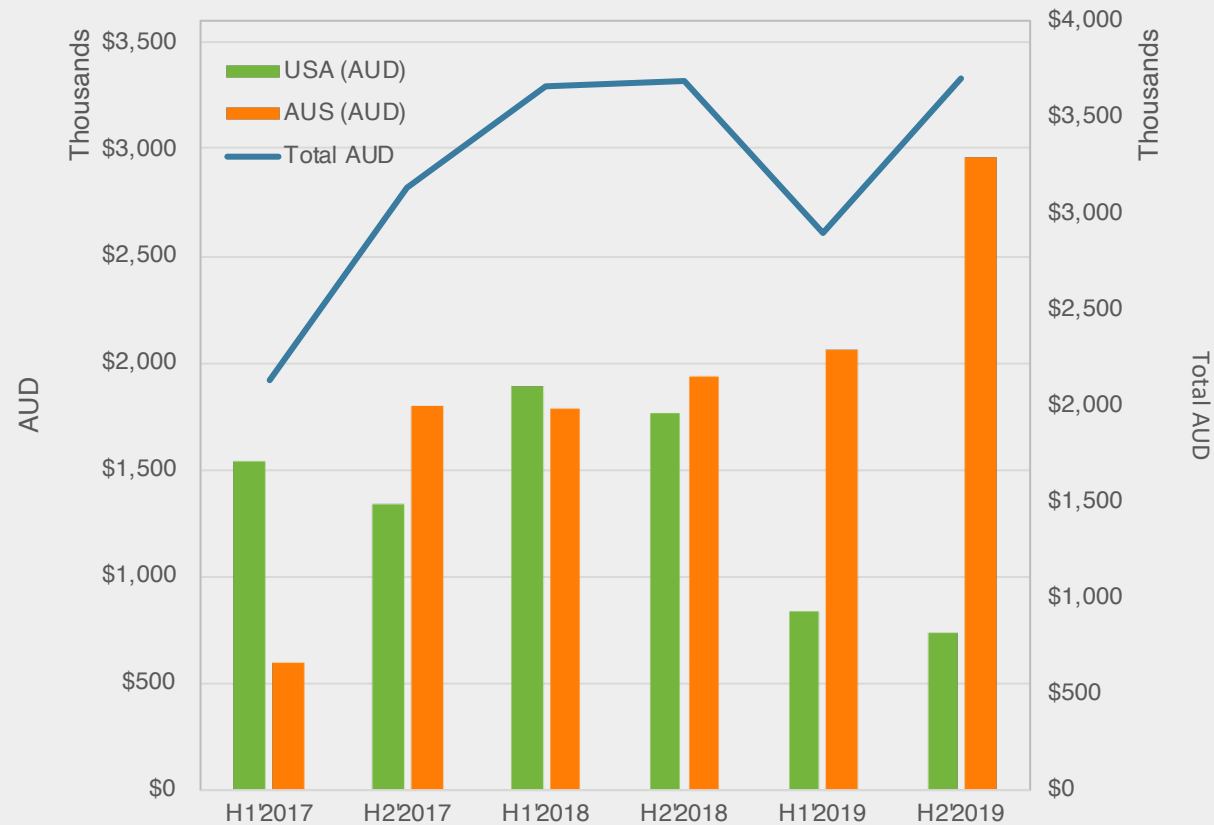


Total Buildings



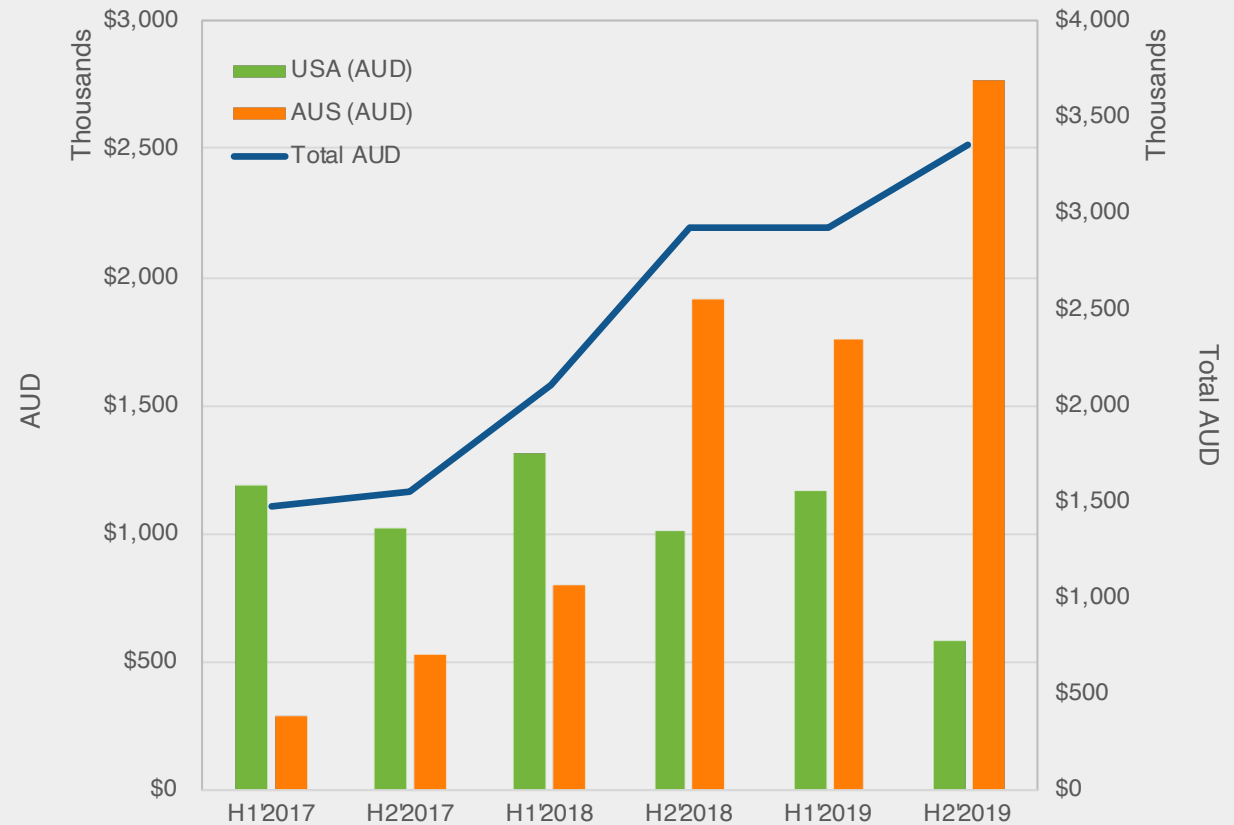
Revenue & Growth Driven by Greenfield Business

Revenue by geographic region*



* US revenue includes provision for bad debts

Cash receipts by geographic region





Financial and Operational Results

Financial Summary (audited)

	FY19 \$	FY18 \$	Change on pcp	Comments
Revenue from ordinary activities	6,366, 602	7,358,880	(14%)	Closure of US rebate / incentive programs and delay in commencement of major Greenfield projects
Revenue and other income	7,836,142	8,817,475	(11%)	Includes R&D tax rebate of \$1.47m
Operating expenses	(7,456,271)	(8,089,999)	8%	Reduced administrative and marketing expenses
Net profit after tax (NPAT) from ordinary activities	(11,511,446)	(4,467,916)	(158%)	Impairment of Goodwill of \$3,936,019 Provision for bad debt \$537,649 Depreciation & amortisation \$1.9m FX changes of \$701,842 Finance costs of \$816,222
Cash and cash equivalents	702,702	1,975,777	(64%)	Result of the above items

Modified Income Statement (audited)

Income Statement (A\$,000)	CURRENT 2019	PRIOR 2018	% CHANGE	
Revenue	6,367	7,358	(14%)	Closure of US rebate / incentive programs and delay in commencement of major Greenfield projects
Other income	1,470	1,459	1%	R&D grant for research expenses
Total revenue & other income	\$7,837	\$8,817	(9%)	
COGs	(5,242)	(3,876)	(36%)	Additional requirements to support revenue growth from Greenfield Building contracts
Gross Margin	\$2,594	\$4,941	(48%)	
Sales & marketing	(1,793)	(2,091)	14%	
Research costs	(368)	(481)	23%	
Administrative costs	(5,295)	(5,518)	4%	
OPEX	\$7,456	\$8,090	8%	Driven by decrease in administrative, sales and marketing costs
Impairment	(3,936)			FY19 goodwill impairment of \$3.94m
Depreciation & amortisation	(1,898)	(1,323)	(43%)	Includes depreciation on ROU assets of \$430k on adoption of AASB 16 Leases in FY19
Interest income and expense	(816)	4		
Net loss before tax	\$11,511	\$4,468	(158%)	
Income tax expense	-	-	-	
Net loss after tax	\$11,511	\$4,468	(158%)	Due to increased borrowings & interest cost related to office leases on adoption of AASB 16 Leases in FY19

Balance Sheet (unaudited)

Balance Sheet (A\$,000)		CURRENT 2019	PRIOR 2018	
Current Assets	Cash and cash equivalents	703	1,976	
	Trade and other receivables	3,600	4,610	Trade debtors \$2.6m, accrued income \$1.0m
	R&D grant receivable	2,672	2,571	
	Other current assets	556	811	
	Total current assets	7,532	\$9,968	Increase driven by Right of Use Assets (AASB 16)
Non-current Assets	Property and equipment	583	107	
	Goodwill	932	4,845	Changes due to impairment of \$3.94m based on new 'fair value' methodology
	Intangible assets	3,876	3,839	
	Total assets	\$12,923	\$18,759	
Current Liabilities	Trade and other payables	2,352	1,026	Trade payables has increased as a result of Greenfield growth
	Provisions & other liabilities	4,515	3,933	
	Deferred purchase consideration	120	120	
	Total current liabilities	\$6,987	\$5,079	
Non-current Liability	Lease liabilities	288		
	Total liabilities	\$7,276	\$5,079	Includes R&D Financing \$2m, Receivables and other financing \$1m, Employee liabilities and other provisions of \$1.5m
	Net assets	\$5,647	\$13,680	
Equity	Issued capital	54,468	51,007	
	Accumulated losses & reserves	(48,820)	(37,327)	
	Total equity	\$5,648	\$13,680	



SNAPS Holdings Company – Letter of Strategic Interest

About SNAPS Holding Company

Headquartered in Fargo, North Dakota in the United States of America, SNAPS owns a portfolio of companies providing a range of products and solutions worldwide, including:

- Mission critical, utilities and aviation land mobile radio communication control technologies;
- Internet of Things (IoT) / Artificial Intelligence (AI) based wireless networks;
- Location services, situation awareness and asset tracking technologies;
- Healthcare IT systems; IoT-driven smart agriculture technology;
- Smart building automation solutions.

SNAPS wireless venture, a countrywide data network, addresses a market currently estimated at US\$300 Billion and growing. Initial deployment schedule of SNAPS involves end-to-end IoT / AI driven smart building automation solutions for Commercial Real Estate and Digital Farming and Animal Health Markets.

Terms of the Transaction (Non-Binding LOI)

Key Terms, as per the ASX Announcement:

1. A\$2m of the funds will be provided in the form of promissory notes convertible into 160,000,000 CDIs.
2. A\$3.9m will be provided in a private placement for 390,000,000 CDIs (approx. \$0.010 per CDI), subject to obtaining shareholder approval, following the successful completion of a pilot of BuildingIQ technology around 31 May 2020.
3. SNAPS will also be issued 178,000,000 options to acquire additional CDIs, exercisable at a price of approx. A\$0.010 per CDI within 12 months from issuance, subject to obtaining shareholder approval.
4. BuildingIQ intends to maintain its listing status on the Australian Securities Exchange (ASX)

SNAPS LOI – Progressing Positively

- The first tranche of A\$424,780 has been received and the necessary agreements executed.
- To date, SNAPS has been issued with 10,619,500 of the total 178,000,000 options. These are exercisable at a price of approx. A\$0.018 per CDI within 12 months from issuance.
- The due diligence by SNAPS is continuing and a good relationship is developing.
- Discussions are continuing with SNAPS regarding a strategic collaboration of our respective technology and our commercial relationship, including the pilot of BuildingIQ technology.
- Transaction remains on track to be completed by the estimated date of 31 May 2020.



Looking Ahead

Business Strategy

Our focus remains unchanged on financially astute growth:

1. Strengthening our position in current markets through:
 - New greenfield and established buildings growth across multiple regions
 - The new segment of brownfield (retrofit) buildings in North America
 - A combination of organic and inorganic growth
2. Continuing to drive more of our services to existing customers
 - Recognising different markets present different opportunities
3. Expanding into new geographies



General Questions

Investor Communications

Financial Calendar

2020 Dates*	Details
April 30, 2020	Appendix 4C
July 31, 2020	Appendix 4C, Q2 FY2020 Market Update
August 31, 2020	1H FY2020 Results

***NOTE:** Dates may be subject to change



Business of the Meeting

Formal Resolutions

Ordinary Business

Consideration of Financial Report

To consider the Financial Report and the reports of the Directors and Auditor for the year ended 31 December 2019.

Ordinary Business

Resolution 1(a). Re-election of William Deane

To consider, and if thought fit, pass the following ordinary resolution:

“That Mr William Deane, being a director of the Company, retires in accordance with the Company’s bylaws and certificate of incorporation, and being eligible, offers himself for re-election, is re-elected as a director of the Company.”

Ordinary Business

Resolution 1(a). Re-election of William Deane

Proxies have been received in respect of this resolution as follows:

% Cast		Number
99.73%	For	270,342,074
0%	Open	0
N/A	Against	0
0.27%	Abstain	724,587

Ordinary Business

Resolution 1(b). Re-election of Gerd Goette

To consider, and if thought fit, pass the following ordinary resolution:

“That Mr Gerd Goette, being a director of the Company, retires in accordance with the Company’s bylaws and certificate of incorporation, and being eligible, offers himself for re-election, is re-elected as a director of the Company.”

Ordinary Business

Resolution 1(b). Re-election of Gerd Goette

Proxies have been received in respect of this resolution as follows:

% Cast		Number
99.73%	For	270,342,074
0%	Open	0
N/A	Against	0
0.27%	Abstain	724,587

Ordinary Business

Resolution 2. Ratification of the Placement issued on 16 December 2019 under ASX Listing Rule 7.1

To consider, and if thought fit, pass the following ordinary resolution:

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, the issue on 16 December 2019 of 22,718,251 CDIs (equivalent to 22,718,251 shares of common stock) at an issue price of A\$0.018 on the terms and conditions set out in the Explanatory Notes, is ratified and approved".

Ordinary Business

Resolution 2. Ratification of prior issue of shares

Proxies have been received in respect of this resolution as follows:

% Cast		Number
99.14%	For	83,090,168
0%	Open	0
0.86%	Against	724,587
0%	Abstain	0

Ordinary Business

Resolution 3. Ratification of the Placement issued on 16 December 2019 under ASX Listing Rule 7.1A

To consider, and if thought fit, pass the following ordinary resolution:

"That, for the purposes of ASX Listing Rule 7.4 and for all other purposes, the issue on 16 December 2019 of 31,781,749 CDIs (equivalent to 31,781,749 shares of common stock) at an issue price of A\$0.018 on the terms and conditions set out in the Explanatory Notes, is ratified and approved".

Ordinary Business

Resolution 3. Ratification of prior issue of shares

Proxies have been received in respect of this resolution as follows:

% Cast		Number
99.14%	For	83,090,168
0%	Open	0
0.86%	Against	724,587
0%	Abstain	0

Ordinary Business

Resolution 4. Approval to issue CDIs to Mr William Deane, in accordance with ASX Listing Rule 10.11

To consider, and if thought fit, pass the following ordinary resolution:

“That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, the issue of 1,666,667 CDIs (equivalent to 1,666,667 shares of common stock) at an issue price of A\$0.018 to Mr William Deane (or his nominee) is approved on the terms and conditions set out in the Explanatory Memorandum”.

Ordinary Business

Resolution 4. Ratification of prior issue of shares

Proxies have been received in respect of this resolution as follows:

% Cast		Number
99.37%	For	270,342,074
0%	Open	0
0.27%	Against	724,587
0%	Abstain	0

Ordinary Business

Resolution 5. Approval to issue CDIs to Mr William Deane, in accordance with ASX Listing Rule 10.11

To consider, and if thought fit, pass the following ordinary resolution:

“That, for the purposes of ASX Listing Rule 10.11 and for all other purposes, the issue of 2,777,778 CDIs (equivalent to 2,777,778 shares of common stock “Shares”) at an issue price of A\$0.018 to Mr Gerd Goette (or his nominee) is approved on the terms and conditions set out in the Explanatory Memorandum”.

Ordinary Business

Resolution 5. Ratification of prior issue of shares

Proxies have been received in respect of this resolution as follows:

% Cast		Number
99.73%	For	270,342,074
0%	Open	0
0.27%	Against	724,587
0%	Abstain	0

Ordinary Business

Resolution 6. Approval of 10% Placement Capacity

To consider, and if thought fit, pass the following ordinary resolution:

“That, pursuant to and in accordance with ASX Listing Rule 7.1A and for all other purposes, approval is given for the issue of Equity Securities up to 10% of the issued capital of the Company (at the time of issue) calculated in accordance with the formula prescribed in ASX Listing Rule 7.1A.2 and on the terms and conditions set out in the accompanying Explanatory Notes.”

Ordinary Business

Resolution 6. Approval of 10% Placement Capacity

Proxies have been received in respect of this resolution as follows:

% Cast		Number
88.68%	For	240,392,074
0%	Open	0
11.32%	Against	30,674,587
0%	Abstain	0



Thank you
BuildingIQ.com

