



MONTECH HOLDINGS LIMITED

Investor Presentation

April 2015

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ABOUT MONTECH HOLDINGS

Montech Holdings Limited (**ASX:MOQ**) is an ASX listed company with a strategy to develop, build and acquire complementary Cloud focussed technology businesses.

- Enterprises and government will increasingly shift part of their infrastructure and applications to private and hybrid cloud models – this process has only just begun.
- Microsoft is an excellent technology supplier to partner with as it offers a full range of cloud related infrastructure and applications and is marketing aggressively in Australia.
- Montech is acquiring two multi-awarded cloud focussed software and services businesses - Technology Effect Pty Limited (**Technology Effect**) and Breeze Training Pty Limited (**Breeze**).

TECHNOLOGY EFFECT OVERVIEW



- Offers a range of consulting, integration and managed services solutions in ICT infrastructure and Cloud related areas
- Founded in 2005, over 60 staff in Brisbane
- Partners Joe D'Addio, Scott McPherson and Matthew Goggin have a combined 75 years of experience in the IT industry at Com Tech Communications and Dimension Data
- Focus on mid-tier enterprises and the public sector in Queensland
- Strong reputation as results driven integrators of a range of tier one technologies and solutions

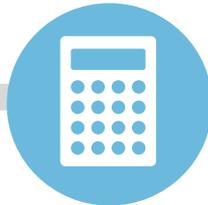
Technology Partners

Microsoft Partner

Gold Cloud Platform
Gold Devices and Deployment
Silver Cloud Productivity
Silver Communications

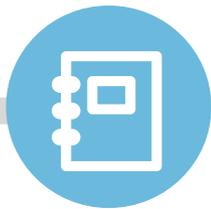


TECHNOLOGY EFFECT OVERVIEW



Financials
(\$'000s)

	FY12 (unaudited)	FY13 (audited)	FY14 (audited)
Revenue	20,490	24,273	26,347
EBIT	1,106	1,689	2,273



Selected Customers



Loyal customer base with high retention and broad spread

BREEZE OVERVIEW



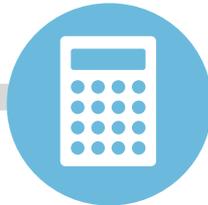
- Reputation for providing complex hybrid cloud integration solutions based on Microsoft technologies
- Founded in 1998, over 18 staff in Sydney
- Founder Mick Badran and CEO Nicki Page have a combined 40 years of IT experience including at Microsoft and KAZ Computing
- Focus on midmarket enterprises operating in a hybrid cloud IT environment
- Global recognition including 2012 and 2014 Worldwide Application Integration Partner of the Year Award from Microsoft
- Proprietary software solutions Breeze has developed include:

Technology Partners

Microsoft Partner
Gold Application Development
Gold Data Analytics
Silver Application Integration

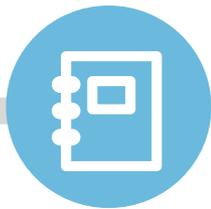


BREEZE OVERVIEW



Financials
(\$'000s)

	FY12 (unaudited)	FY13 (audited)	FY14 (audited)
Revenue	1,273	1,776	2,356
EBIT	234	142	186



Selected Customers



Highly regarded by customers as a developer of innovative integration solutions with the support of Microsoft

TECHNOLOGY EFFECT + BREEZE VALUE PROPOSITION



Technology Effect & Breeze are established market leaders in their own fields.

Together they offer a focused and high quality holistic approach to
IT Infrastructure & Application Development services
as they take customers on a journey to the Cloud.



Complimentary
technical skills &
expertise



Well respected
leadership team with
strong reference sites



Key technology
relationships – actively
promoted by tier one
vendors



Geographic Coverage -
Technology Effect
(QLD) & Breeze (NSW),
both focus on mid-
market enterprises

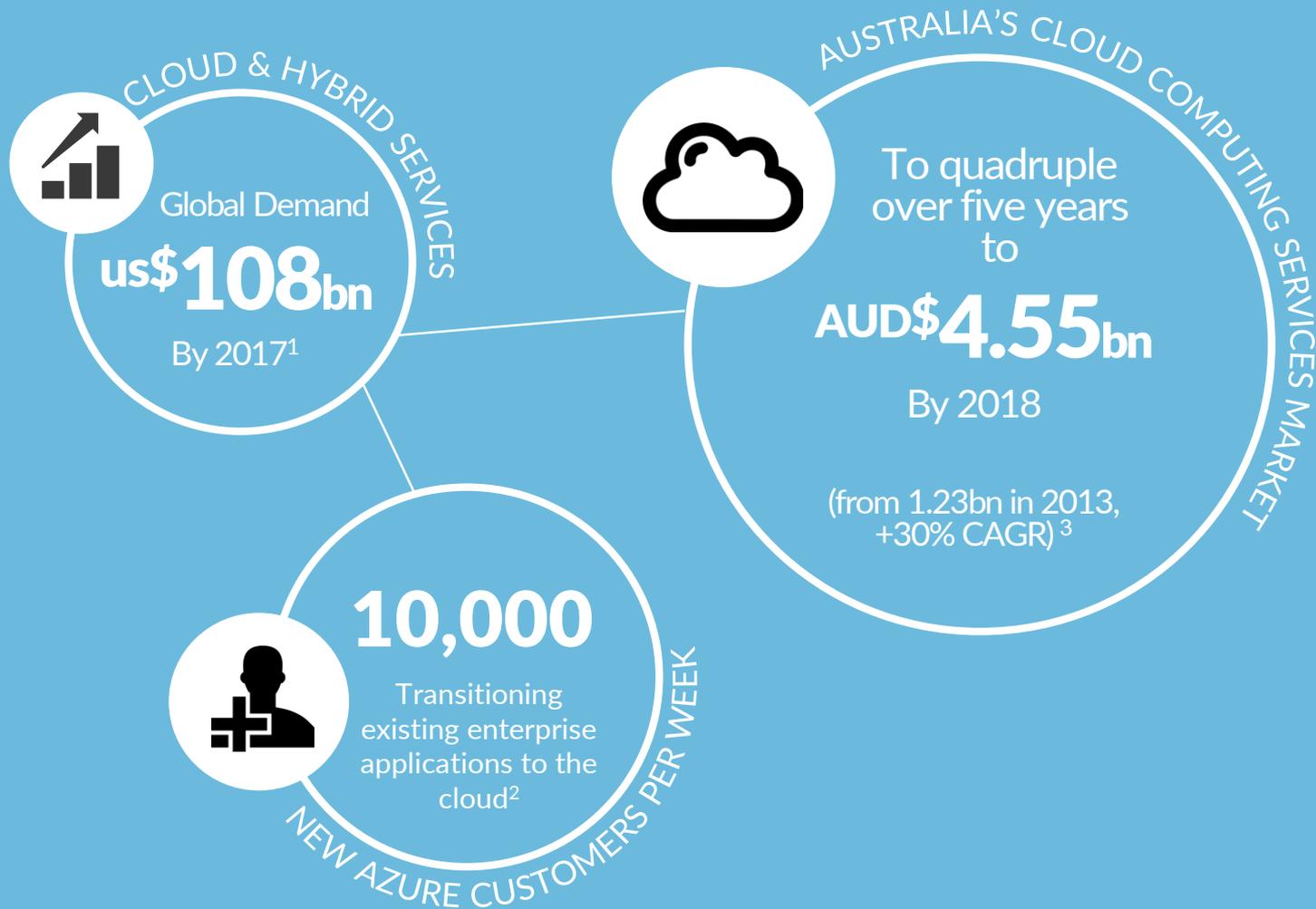


Synergies through
common systems, back
office processes and
cross-selling



Merger brings scale and
profile, attracting talent
and customers

THE CLOUD IS A BIG MARKET OPPORTUNITY

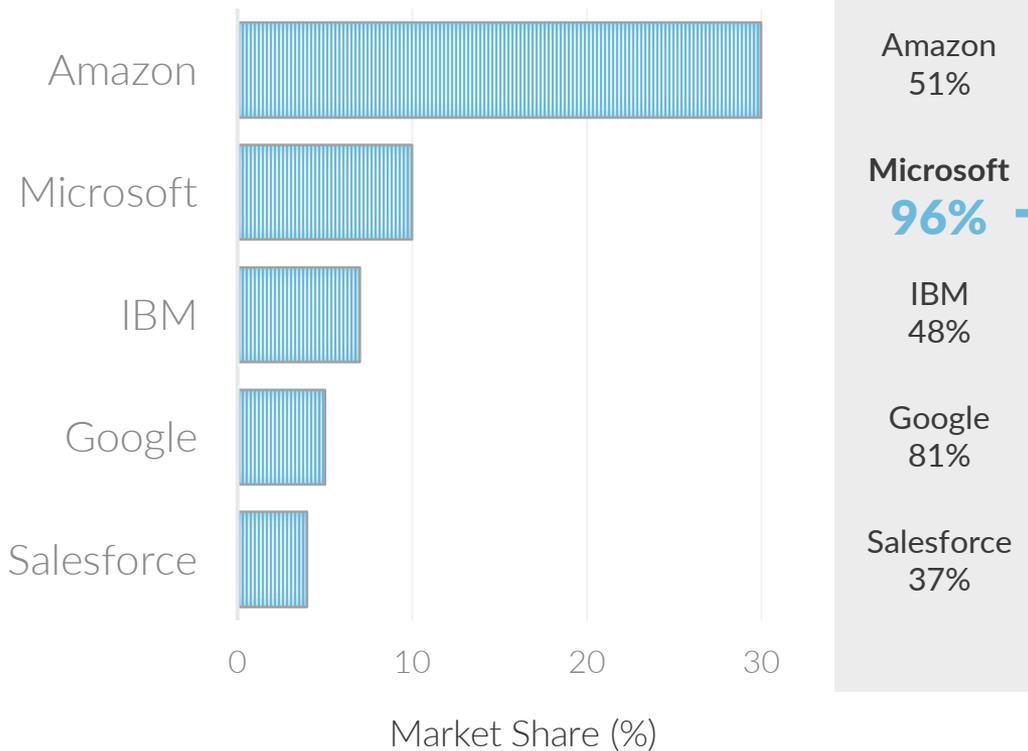


Sources:

1. IDC, *Successful Cloud Partners 2.0*, 2014,
2. Various Microsoft reports and statements,
3. Frost & Sullivan "State of Cloud Computing in Australia Report 2014" as reported in Rust Report of 27 October 2014

CLOUD MARKET STATE OF PLAY

Cloud Infrastructure Services – Q4 2014
Market Share & Revenue Growth⁴
 (IaaS, PaaS, Private & Hybrid Combined)



YoY Growth

Amazon
51%

Microsoft
96%

IBM
48%

Google
81%

Salesforce
37%

Microsoft

Rapid Growth: Azure has the highest growth rate amongst its peers and 10% market share¹. A recent survey by Cowen & Co indicated that 71% of corporates say Microsoft Azure will be the cloud provider they plan to use in the next 12-18 months².

Leading Industry Platform: Azure is the only IaaS+PaaS cloud platform ranked by Gartner³.

Cloud First, Mobile First Strategy: Microsoft is leveraging its global leadership position in the Enterprise to become a leader in Cloud, Big Data, Enterprise Mobility, Social and Security.

Australian Data Centres: With the opening of their in country data centre(s) Microsoft expect greater momentum in Australian companies moving to the cloud.

Sources:

1. Synergy Research Group Oct 2014, 2. Cowen & Co, 3. Microsoft website, 4. Synergy Research Group

SUPPORTED BY

MICROSOFT

“There are a lot of changes happening in the Partner Channel and the coming together of Breeze and Technology Effect is a great example of how some of our most innovative Microsoft Azure partners are bringing new thinking to our joint customers in a ‘Cloud First, Mobile First’ world”

Phil Goldie, Director of Partner Business and Development, Microsoft



MONTECH GROWTH STRATEGY

AIM

To provide exceptional customer experiences through smart solutions that drive results

With our combined capabilities we now have the ability to provide a complete cloud offering for our customers

Expand geographically to build the leading hybrid cloud integration services provider in Australia

Further **develop intellectual property and products** to build and increase recurring revenues

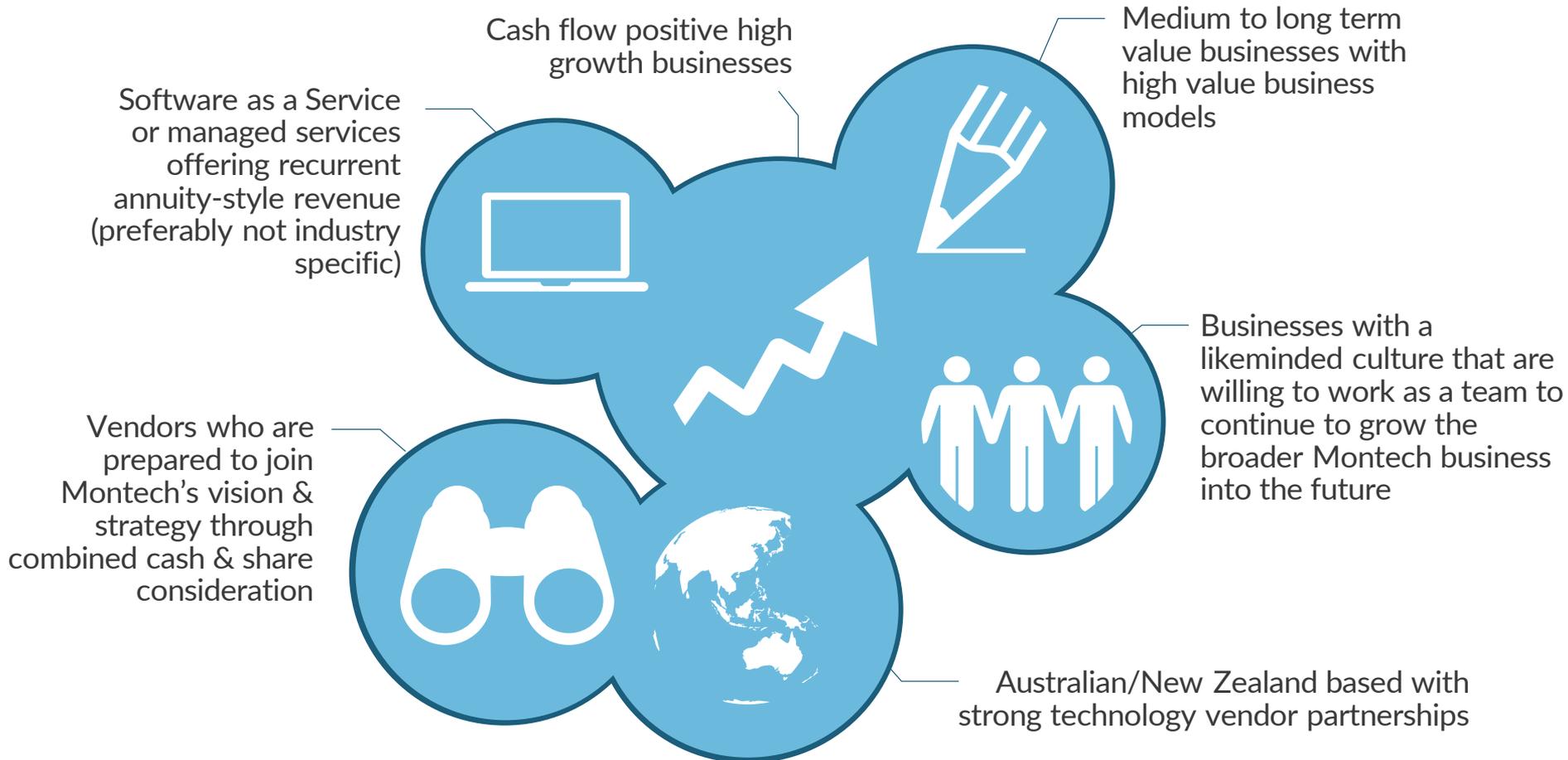
Increase recurring revenues from managed services and sale of cloud technologies

Use shared back office and corporate functions to **drive efficiencies**

Expand solution and service capabilities through **acquisitions and hiring**

ACQUISITION CRITERIA

The optimal characteristics of the businesses Montech is seeking to acquire and develop include those with:



EXECUTIVE TEAM



Nicola Page, Chief Executive Officer

- 20+ years in IT in both UK and Australia as a Computer Scientist. Appointed as a Director and Chief Executive Officer of Breeze in 2012, having joined in 2009 as a Business Development Manager.
- Background in Technical and Sales with companies such as KAZ Computing and Microsoft.
- 2014 ARN Women in ICT Entrepreneur of the year.



Joe D'Addio, Chief Operating Officer

- 35+ years in IT with a particular focus on areas of professional services, system and network engineering and technology consulting.
- Over last 20 years, held key management & director positions, building and leading IT businesses with Com Tech Communications and Dimension Data.
- Co-founder of Technology Effect.



Scott McPherson, Director Solutions

- 20+ years with Com Tech Communications and Dimension Data.
- Queensland University of Technology Bachelor of Business degree in Information Management.
- Started as a systems engineer, transitioned into a solutions architect and then into practice management, co-founding Technology Effect.



Mick Badran, Chief Technology Officer

- Director and Chief Technology Officer of Breeze and has been with the company since its inception in 1998.
- With 20+ years experience, Mick is the mastermind behind projects that have achieved global recognition and renowned for ability to architect innovative integration solutions.
- Awarded as a Microsoft Most Valuable Professional every year since 2005.



Matt Goggin, Director Sales

- 20+ years of IT industry experience.
- Joined Tech Effect in 2009 to set new industry standards for professional collaboration and increase the sales impetus by building a knowledgeable and customer focused team.
- Previously at Com Tech Communications and Dimension Data where he was responsible for establishment and Management of the Managed Services line of business in Queensland.



David Shein, Non-Executive Chairman

- Established Com Tech Communications with \$10k capital and built it to revenue of \$700m p.a., profit of \$40m and 1,400 employees in 2001 when it was acquired by Dimension Data.
- Chairman and a founding investor of Macromatix, (Sold to TPG Ventures, 2012) & Non-Executive Chairman of Centric Wealth which was owned by CHAMP Private Equity (sold to Findex, 2014).
- Actively mentors and has an investments in Pocketbook, ShopReply, Clipp, RANGEme Assetic, OneBigSwitch, ZipMoney and OurCrowd.

BOARD OF DIRECTORS



Michael Pollak, Non-Executive Director

- 15+ years experience in audit, insolvency and corporate advisory.
- Currently Director of ASX-listed HJB Corporation Limited (ASX:HJB) and UCW Limited (ASX:UCW), and previously a director of Rhippe Limited (ASX:RHP), Disruptive Investment Group Limited (ASX:DVI), Prospect Resources Limited (ASX:PSC) and PLD Corporation Limited (ASX:PLD), being some of the companies he previously recapitalised.



Joseph Fridman, Non-Executive Director

- Co-founder and CEO of Monash Private Capital an independent principal investment and advisory firm.
- Previously CFO of Investec Bank Australia and Chairman of the bank's Investment Committee.
- Brings a comprehensive mix of financial, strategic, operational, risk management and commercial skills.
- Chartered Accountant and M.B.A. from the AGSM.



Jonathan Pager, Non-Executive Director

- Managing Director of Pager Partners Business Consultants and Pager Partners Corporate Advisory.
- Currently a Director of INT Corporation Limited (ASX:INT), UCW Limited (ASX:UCW) and previously a director of Rhippe Limited (ASX:RHP), PLD Corporation Limited (ASX:PLD) and Prospect Resources Limited (ASX:PSC), being some of the companies he previously recapitalised.



Nicola Page, Executive Director / CEO



Joe D'Addio, Executive Director / COO



Scott McPherson, Executive Director / Director Solutions

KEY OFFER INFORMATION

MOQ Capital Structure post transactions⁵	Ordinary Shares
Existing shares	315,409,857
Issue of consideration shares	583,066,117
Maximum number of shares under employee shares offer ¹	12,000,000
Issue of shares to SBN ²	2,242,857
New shareholders under capital raising ³	114,285,714
Total shares on issue⁴	1,027,004,545

Notes:

1. Employee shares offer of up to 12,000,000 shares (fully subscribed) at a subscription price of \$0.025 per share
2. Conversion of a Breeze creditor (\$0.028 per share) in relation to a strategic innovation product to be 100% owned by Breeze
3. New shares offer of 114,285,714 shares at \$0.035 per new share to raise \$4,000,000
4. Market capitalisation at the offer price \$35,945,159
5. Excludes 75,000,000 options exercisable at \$0.01 per option and 500,000 options exercisable at \$0.70 per option

Pro forma consolidated FY14 (Montech + Technology Effect + Breeze)	\$ ('000s)
Revenue	28,710
EBIT	2,273
NPAT	1,504

INDICATIVE TIMETABLE

Suspension of the Company's Securities from trading on the ASX (at the close of trade)	15 April 2015
Lodgement of Prospectus with ASIC	17 April 2015
Opening Date of the Offer	17 April 2015
Closing Date of the Offer	5 May 2015
Allotment of Securities under the Notice of Meeting and Prospectus	7 May 2015
Completion of Proposed Transactions	7 May 2015
Pre-quotation disclosure to ASX	14 May 2015
Anticipated date the suspension is lifted and the Company's Securities re-commence trading on ASX	19 May 2015

Note:

The above dates, other than the date for the lodgement of the Prospectus with ASIC, are indicative only and each or any of them may be varied without notice.

Prospectus to raise \$4m (at 3.5c per share) for general public and up to \$300k (at 2.5c per share) for employee offer

SUMMARY

- Montech's (ASX: MOQ) strategy is to develop, build and acquire complementary Cloud focussed technology businesses:
 - To take advantage of the shift to the cloud – only just begun.
 - Microsoft – chosen cloud partner to grow with, as it markets aggressively in Australia.
 - Montech has a high quality and industry experienced Board.
- As a cornerstone, Montech is acquiring **Technology Effect** and **Breeze**:
 - Both multi-award winning, cloud focussed software and services businesses.
 - Complimentary skill sets, culture and technology relationships.
 - Respected management teams with loyal customers bases.
- Montech is actively considering further acquisition opportunities:
 - Expand geographically outside of NSW and QLD.
 - Provide additional solutions capability.
 - High growth, cash flow positive with recurring revenue.
 - Complimentary culture, technical skills and relationships.



FOR FURTHER INFORMATION PLEASE CONTACT:

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