



NowForce Partnership - Investor Update

November 2017

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All information in this information pack is current at the date of circulation, and all currency amounts are in Australian dollars, unless otherwise stated.

Velpic - Inspired LMS

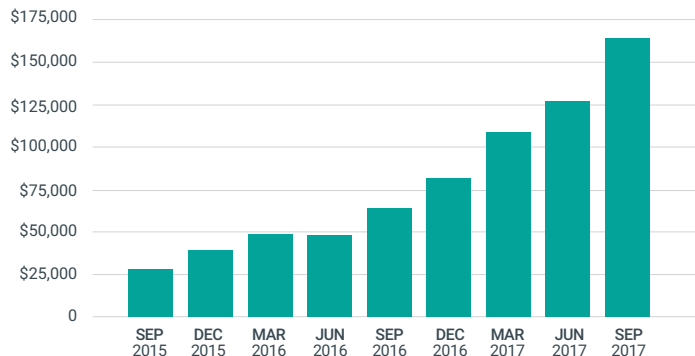
Video eLearning Platform in the Cloud



- Unique solution for businesses to train and induct staff with integrated video training
- Dramatically expands on the capabilities of traditional LMS
- Lessons on demand, anywhere, any time on any device
- Single solution to provide an end-to-end training experience
- Recurring SaaS fees

Track record of revenue growth

Quarterly Recurring SaaS Revenue



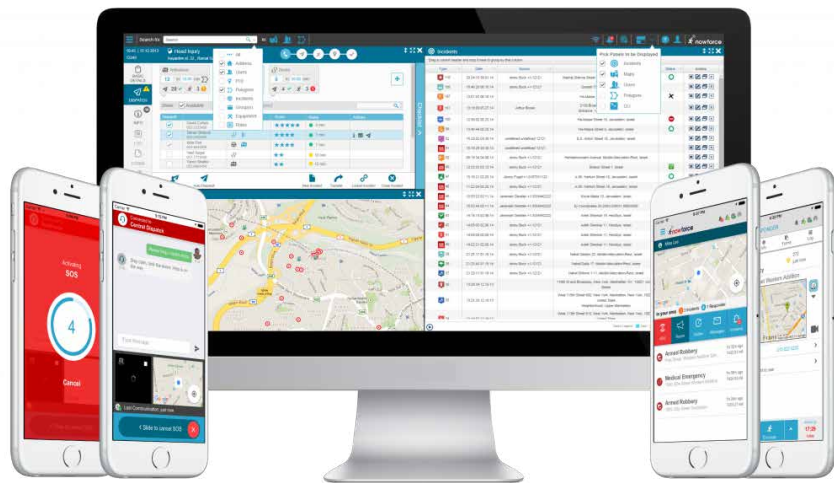
- Targeting the large and growing learning management systems market expected to be worth \$15.72bn by 2021¹
- New products launched: Velpic Construction, Velpic Sport eCoaching, Velpic Franchising, Velpic Insights Network
- Substantial revenue growth in FY 2017 and Q1 FY 2018
 - 136% increase in annualised recurring revenue from Sept 16 to Sept 17
 - 142% increase in new clients and upgrades Sept 16 QTR to Sept 17 QTR

¹ Markets and Markets - report Learning Management System Market



NowForce - global operating system for safety and security

Incident Management



Personal safety app

Hear something, say something, Report SOS, crimes, hazards

Computer aided dispatch

Incident management with full visibility of responders, resources and active incidents

First responder app

Alerts, dispatches and navigates responders to incidents with live video updates

Rapidly Expanding Enterprise Client Base

- 100+ existing clients including Multinationals, USA Federal Agencies and a number of North America's most prestigious Universities
- Ranked Top 10 Most Promising Homeland Security Solution Providers 2017 (govCIO)
- Privately funded by leading VCs and Verint Systems (NSDQ:VRNT)
- 3M+ incidents managed by users in 1,000+ cities
- 2X Y2Y Growth
- Registered Patents
- Offices: Washington D.C., Israel

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UNIVERSITY



Velpic - Nowforce partnership to bring online learning to the security industry globally

PREVENTION AND EDUCATION

POWERED BY



INCIDENT MANAGEMENT

POWERED BY



Velpic Security integrating prevention and incident management

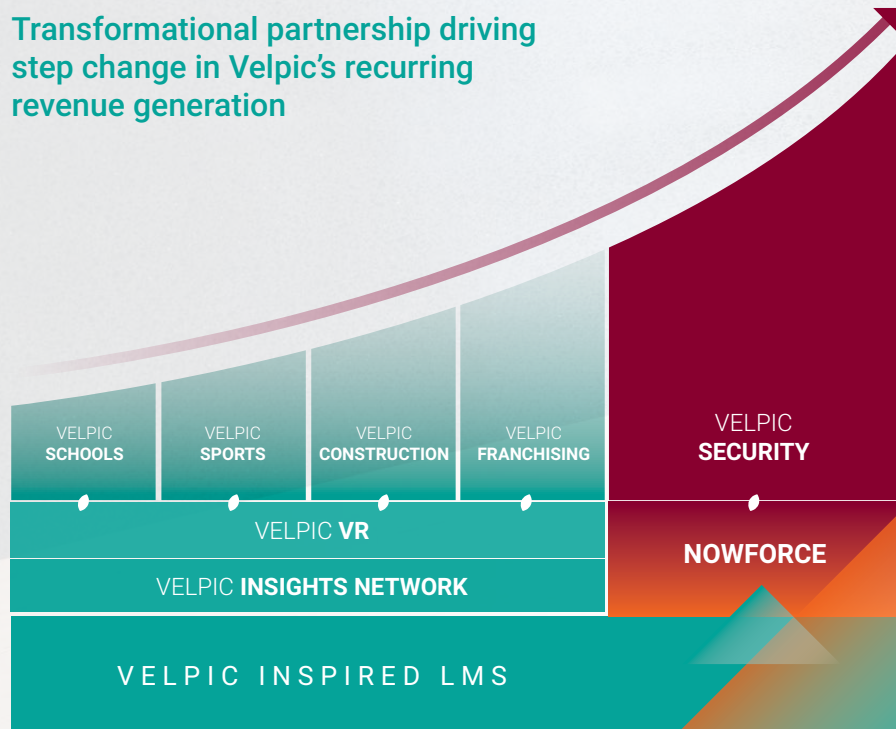
Velpic + NowForce = global first-mover-advantage solution for the security industry

Unique features to include

- NowForce can send the most appropriate first responder to any incident type based on skills learnt and stored within Velpic
- Velpic to quickly onboard new users of NowForce
- Velpic to power Continuous Learning required by responders presented directly from within the NowForce Responder App
- Artificial Intelligence (AI) will proactively educate NowForce users of potential critical incident types by embedding Velpic lessons directly within the NowForce Personal Safety App

Velpic - NowForce partnership drives significant business value by targeting transformational synergies

Transformational partnership driving step change in Velpic's recurring revenue generation



Value creation through partnership with NowForce

- Velpic Security integrating NowForce incident management and Velpic LMS
- Significant strategic opportunity
- Targeting transformational synergies between Velpic and Nowforce products
- Radically transforming and bringing online learning to the security industry
- Through a deep integration of both products
- Delivering break-through revenue growth for Velpic both in A&NZ and globally
- Secured through an investment by Velpic in NowForce

Partnership is targeting a \$220bn market globally with the only integrated security solution

Security services sector worth
US\$220bn globally¹

Australia ² AUS \$6bn	New Zealand ³ NZ \$2.8bn	US/Canada ¹ \$38bn
6,238 businesses	1440 businesses	16,918 businesses
54,337 employees		909,802 employees

¹ Forecast to 2018 Lucintel, Growth Opportunities in the Global Security Services Market

² Ibis research

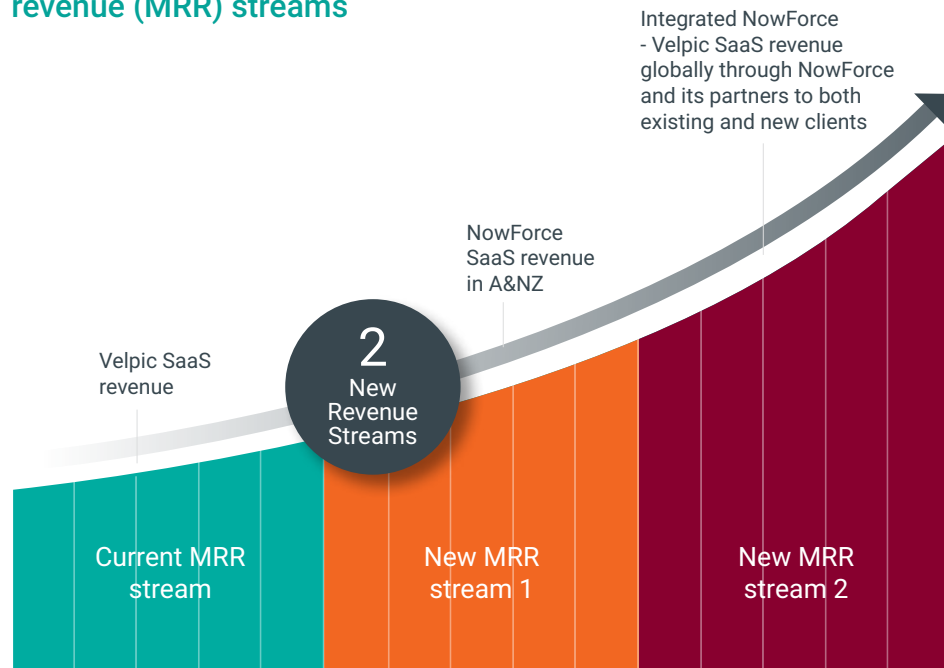
³ NZSA

Only integrated incident management
and prevention solution globally

		VELPIC NOWFORCE	LIVESAFE	MOTOROLA	ACTIVE 911	EVERBRIDGE
Incident Management	Personal Safety	✓	✓	✗	✗	✗
	CAD	✓	✗	✓	✗	✗
	Response	✓	✗	✗	✓	✗
Education Prevention		✓	✗	✗	✗	✗
Mass- notification		✓	✗	✗	✗	✓

Transformational business value created by synergistic partnership

Partnership adds new monthly recurring revenue (MRR) streams



Target segments and verticals

	EDUCATION Universities Colleges Schools
	ENTERPRISE/CORPORATE Oil & Gas/mining/heavy industries Construction Retail Logistics Health Services
	VENUES Sport Art
	PUBLIC SECTOR Police, Post, Armed Forces Emergency, ambulance, fire, Smart cities

Investment proposition

- Velpic signs transformational partnership with disruptive Israeli SaaS security software company NowForce to bring online learning to the global \$220bn¹ Security Sector
- Velpic and NowForce to integrate their platforms to provide a value-added solution to new and existing clients of both platforms
- NowForce to sell the integrated solution internationally with 100+ existing clients including Multinationals, USA Federal Agencies and a number of North America's most prestigious Universities
- NowForce chooses Velpic as its sole distributor in Australia & New Zealand to service the growing \$8.8b A&NZ Security Industry
- Velpic recurring revenues set to grow with contributions from both Velpic SaaS and NowForce SaaS sales in Australia & New Zealand directly and globally through NowForce and its Partners reselling Velpic integrated into the NowForce platform
- Partnership will be Velpic's first strategic investment with Velpic making a US\$1m investment into NowForce
- Velpic to undertake a AUD \$3m capital raise with funds used to make the strategic investment into NowForce, launch NowForce in Australia & New Zealand and integrate the two products
- Partnership already yielding results with top-tier Australian University with more than 28,000 students and 1,800 staff purchasing NowForce to manage campus security

¹ Forecast to 2018 Lucintel, Growth Opportunities in the Global Security Services Market

Offer

Jindalee Partners Pty Ltd (AFSL: 488739) together with Merchant Corporate Advisory Pty Ltd (AFSL: 303566) have been appointed lead managers and advisors to a capital raising of up to \$3.14m for Velpic Limited in two parts.

1. A Placement via the issue of 121,155,925 ordinary shares at a price of \$0.008 per share to raise \$969,247. For every 7 ordinary shares subscribed, 2 free attaching options will also be issued with a strike price of \$0.02 per option and an expiry date of 30 November 2019. (a total of 34,615,978 options)
2. A partially under-written rights issue on a 2 for 5 basis raising maximum of \$2,171,114 through the issue of a maximum of 271,389,270 ordinary shares with an identical structure. \$0.008 per share and for every 7 ordinary shares subscribed, 2 free attaching options will also be issued with a strike price of \$0.02 per option and an expiry date of 30 November 2019. (a total of 77,539,791 options)

Last traded price of Velpic: \$0.01/share (Thursday 30 Nov 2017).

15 Day VWAP: \$0.0107 (Wednesday 29 Nov 2017)

Cash position 31 October 2017 (unaudited) \$2.17m

Velpic Capital Structure

	Shares	% (After placement & rights issue)
Shares Currently on Issue	678,473,176	63.35%
Maximum Shares to be issued by way of Placement	121,155,925	11.31%
Maximum Shares to be Issued by way of Rights Issue	271,389,270	25.34%
Maximum Total Shares after Capital Raise	1,071,018,371	100.00%



JINDALEE
PARTNERS





THANK YOU

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APPENDIX

Offer Timetable

The proposed timetable for the placement and the rights Issue is as follows. This timetable is subject to change after liaison with ASX:

Prospectus lodged with ASIC and the ASX	Thurs 30 November
Day "0" under App 7A timetable	Fri 1 December
Notice to Shareholders containing Appendix 3B information	Mon 4 December
Shares trade Ex Entitlement	Tues 5 December
Record date to determine entitlement (Record Date)	Weds 6 December
Prospectus with Entitlement & Acceptance Form dispatched and announcement of this	Mon 11 December
Last date to extend closing date	Fri 15 December
Closing date for acceptance (Closing Date)	Weds 20 December
Deferred settlement trading commences	Thurs 21 December
Notify ASX of shortfall	Weds 27 December (25th and 26th public holidays)
Issue of new securities	Fri 29 December
Deferred settlement trading ends, final App 3B lodged	Fri 29 December
Dispatch of shareholding statements	Fri 29 December
Normal trading of new securities expected to commence	Tues 2 January 2018
Last date to issue shortfall securities (no longer than 3 months after offer close)	Mon 19 March 2018

Velpic - customer profile



www.canterbury.com.au



www.directgroup.com.au



www.kailisbros.com.au



www.fugrosm.com



www.asa.adventist.edu.au



www.enjo.com.au



www.shelfsubsea.com



www.ahg.com.au



www.clough.com.au



www.cargotec.com



www.unifresh.com.au



www.noosa.qld.gov.au



www.coffey.com



www.neptunems.com



www.wbho.com.au



www.scee.com.au



www.bulldogs.com.au



www.newsCorpaustralia.com



www.mineralresources.com.au



www.alcoa.com/australia



www.infigenenergy.com



www.catalano.com.au

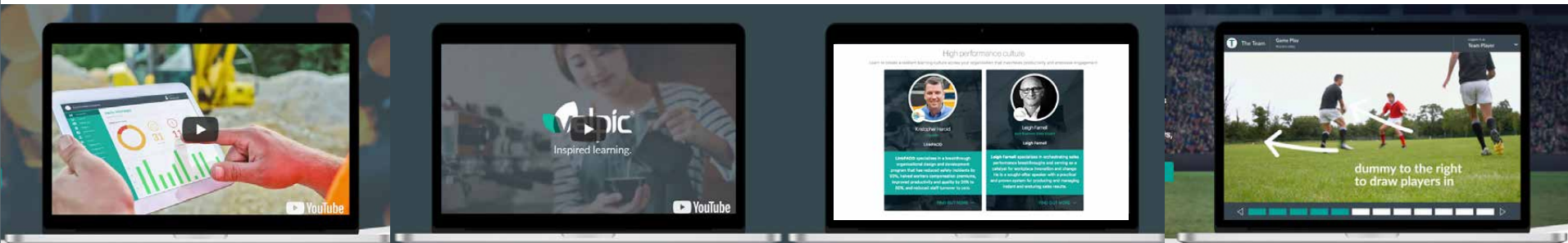


www.maca.net.au



www.agc-ausgroup.com

Velpic products



Velpic Construction Proposition

- To create a safety culture, aligning online training with business goals for sustainable business performance
- Australian market: \$349b in revenue, 1m employees and 333k businesses¹ US market: \$1.7t in revenue, 7.3m employees and 729k businesses²
- Lead clients: Caps, CV Services, MACA, Coffey, SCEE, Vassallo Construction, Oiltrac, WBHO, Ranger Drilling, Shelf Subsea, Eltrix.

Velpic Franchising Proposition

- Leverage Velpic to build a smarter training platform to:
 - Impart brand values and culture
 - Train franchisees to fulfill legal compliance and master SOPs
 - Build consistent customer experiences across your network
- Australian market: \$178b in revenue, 580k employees and 1200 businesses (ibis)
- US market: \$552b in revenue, 9.1m employees, 795k businesses (cnbc)
- Lead clients: Enjo, Fernwood Gym

Velpic Insights Network (VIN)

- Proposition: Leverage experts to achieve best practice business performance
- Velpic Insights Network (VIN) is an A-list of technology and business experts who help organisations of all sizes develop and exercise leadership in a complex world.
- Target market – companies looking for advise on best practice eLearning programs in the areas of safety/ compliance, technical and functional leadership or high performing cultures

Velpic Sport Proposition

- To enhance your team's performance with training online and engage your team on and off the field
- Target market – coaches, trainers and their athletes and teams
- eCoaching market size expected to grow to AUD\$1.1B by 2021³
- Canterbury Bulldogs are the first Australian club to sign up for Velpic Sport, followed by NRL NSW

¹ ibis ² statisticbrain ³Winter Green Research




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NowForce - case studies



Case Studies




John Hopkins & Princeton Universities

-  Students can install and report
-  Location tracking of security personnel
-  Provided as SaaS, set up and training took just 4 days



Case Studies

Tel-Aviv SmartCity

-  Installed in every school and kindergarten
-  Used as a stationary SOS button
-  Video stream initiated with every SOS call

