



V S B L T Y

Creators of Proactive Digital Display™  
And at The Intersection of Marketing and Security

**August 2020** Corporate Presentation

CSE:VSBY

# Disclaimer

A preliminary short form prospectus containing important information relating to the securities described in this document has been filed with the securities regulatory authorities in the provinces of British Columbia, Alberta, Saskatchewan and Ontario. A copy of the preliminary short form prospectus, and any amendment, is required to be delivered to any investor that received this document and expressed an interest in acquiring the securities. The preliminary short form prospectus is still subject to completion. There will not be any sale or any acceptance of an offer to buy the securities until a receipt for the final short form prospectus has been issued. This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the preliminary short form prospectus, the final short form prospectus and any amendment for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.

This corporate presentation and the information contained herein (the "Presentation") is proprietary and for authorized use only. It is being provided for the use of prospective investors with the express understanding that, without the prior permission in writing from VSBLTY Groupe Technologies Corp. ("VSBLTY" or the "Company"), the investor will not copy this Presentation or any portion of it or use any information contained herein for any purpose other than evaluating a potential investment in securities of VSBLTY.

This Presentation provides general background information about the activities of VSBLTY. Information disclosed in this Presentation is current as of August 10, 2020, except as otherwise provided herein and VSBLTY does not undertake or agree to update this Presentation after the date hereof. All information is derived solely from management of VSBLTY and otherwise publicly available third-party information that has not been independently verified by the Company. Further, it does not purport to be complete nor is it intended to be relied upon as advice (legal, financial, tax or otherwise) to current or potential investors. Each prospective investor should contact his, her or its own legal adviser, independent financial adviser or tax adviser for legal, financial or tax advice. This presentation is qualified in its entirety by reference to, and must be read in conjunction with, the information contained in the prospectus.

No person has been authorized to give any information or make any representations other than those contained in this Presentation and, if given and/or made, such information or representations must not be relied upon as having been so authorized.

This Presentation contains "forward-looking information" within the meaning of applicable Canadian securities laws. This information and these statements, referred to herein as "forward looking statements", are made as of the date of this Presentation or as of the date of the effective date of information described in this presentation, as applicable. Forward-looking statements relate to future events or future performance and reflect current estimates, predictions, expectations or beliefs regarding future events and include, without limitation, (i) the Company's expectations regarding its revenue, operating losses, expenses and research and development operations; (ii) the Company's intention to grow its business and operations; (iii) the Company's competitive position and the regulatory environment in which the Company operates; (iv) the ability of the Company's products to access markets; (v) the Company's relationship with its distribution partners; and (vi) the Company's expectations as to the effect of the COVID-19 pandemic on its business and operations.

Forward-looking statements are based on certain assumptions and analyses made by the Company in light of the experience and perception of historical trends, current conditions and expected future developments and other factors it believes are appropriate and are subject to risks and uncertainties. In making the forward-looking statements included in this short form prospectus, the Company has made various material assumptions, including but not limited to: (i) the Company obtaining the necessary regulatory approvals; (ii) that regulatory requirements will be maintained; (iii) general business and economic conditions; (iv) the Company's ability to successfully execute its plans and intentions; (v) the availability of financing on reasonable terms; (vi) the Company's ability to attract and retain skilled staff; (vii) market competition; (viii) the products and technology offered by the Company's competitors; (ix) the maintenance of the Company's current good relationships with its suppliers, service providers and other third parties; (x) financial results, future financial position and expected growth of cash flows; (xi) business strategy, including budgets, projected costs, projected capital expenditures, taxes, plans, objectives, potential synergies and industry trends; (xii) research and development; and (xiii) the effectiveness of the Company's products compared to its competitors' products. Although the Company believes that the assumptions underlying these statements are reasonable, they may prove to be incorrect, and the Company cannot assure that actual results will be consistent with these forward-looking statements.

Whether actual results, performance or achievements will conform to the Company's expectations and predictions is subject to a number of known and unknown risks, uncertainties, and other factors, which include: (i) the Company is a development stage company with little operating history, a history of losses and the Company cannot assure profitability; (ii) the Company is subject to changes in Canadian laws regulations and guidelines which could adversely affect the Company's future business and financial performance; (iii) the Company may not be able to effectively manage its growth and operations, which could materially and adversely affect its business; (iv) the Company may be unable to obtain additional financing on acceptable terms or not at all; (v) the effectiveness Company's technology and the Company's ability to bring its technology into commercial production cannot be assured; (vi) the Company may become subject to litigation, including for possible product liability claims, which may have a material adverse effect on the Company's reputation, business, results from operations and financial condition; (vii) the Company faces competition from other companies where it will conduct business and those companies may have a higher capitalization, more experienced management or may be more mature as a business; (viii) the Company is reliant on management. If the Company is unable to attract and retain key personnel, it may not be able to compete effectively; (ix) the

Company's industry is experiencing rapid growth and consolidation that may cause the Company to lose key relationships and intensify competition; (x) the Company expects to sell additional equity securities or secure debt facilities to fund operations, for capital expansion, and for mergers and acquisitions, which would have the effect of diluting the ownership positions of the Company's current shareholders; (xi) the Company's officers and directors may be engaged in a range of business activities resulting in conflicts of interest; (xii) regulatory scrutiny of the Company's industry may negatively impact its ability to raise additional capital; (xiii) the Company cannot assure you that a market will continue to develop or exist for the Company's common shares (the "Common Shares") and, if such market continues to develop, what the market price of the Common Shares will be; (xiv) the market price for Common Shares may be volatile and subject to wide fluctuations in response to numerous factors, many of which are beyond our control; (xv) the Company does not anticipate paying cash dividends; (xvi) future sales of Common Shares by existing shareholders could reduce the market price of the Common Shares; and (xvii) COVID-19 and its potential effects on the Company's third-party suppliers, service providers and distributors..

Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information. VSBLTY and its directors, officers and employees disclaim any obligation to update any forward-looking statements, whether as a result of new information, future events or results or otherwise, except as required by applicable law. Accordingly, current and potential investors should not place undue reliance on forward-looking statements due to the inherent uncertainty therein. All forward-looking information is expressly qualified in its entirety by this cautionary statement.

This Presentation also contains future-oriented financial information and financial outlook information (collectively, "FOFI") regarding the Company's prospective revenue, operating losses, expenses and research and development operations, which are subject to the same assumptions, risk factors, limitations and qualifications as set forth above. In addition, in respect of the revenue projections contained at Slide 13 of this Presentation, the assumptions used by the Company's management to derive these financial projections include: (i) the Company's ability to successfully develop its products; (ii) the Company's pricing targets remaining in place; (iii) the Company's ability to successfully deploy its products to its channel partners' customers; (iv) the Company's channel partners' timely delivery of all ancillary components and services; and (v) the Company's ability to maintain performance and quality as projects advance and product volume increases. FOFI contained in this Presentation was prepared using the same accounting principles that the Company expects to use in preparing its financial statements for the applicable periods covered by such FOFI. FOFI was made as of the date of this Presentation and is provided for the purpose of describing anticipated sources, amounts and timing of revenue generation, and is not an estimate of profitability or any other measure of financial performance. In particular, revenue estimates do not take into account the cost of such estimated revenue, including the cost of goods and the cost of sales. In addition, and for greater certainty, revenue estimates do not take into account the operating costs of the Company. The Company disclaims any intention or obligation to update or revise any FOFI contained in this Presentation, whether as a result of new information, future events or otherwise, unless required pursuant to applicable law. FOFI contained in this Presentation should not be used for purposes other than for which it is disclosed herein.

An investor should read this Presentation with the understanding that the Company's actual future results may be materially different from what is expected.

This Presentation does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of the securities of the Company in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction. The securities of the Company have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or any state securities laws and may not be offered or sold within the United States, unless an exemption from such registration is available, information concerning the assets and operations of the Company included in this Presentation has been prepared in accordance with Canadian standards and is not comparable in all respects to similar information for United States companies.

No securities regulatory authority has expressed an opinion about these securities and it is an offense to claim otherwise.



# WHY VSBLTY?

VSBLTY is a disruptive computer vision software company that uses artificial intelligence and machine learning to transform retail and security solutions.

The Digital Display & Security Markets are Projected to Reach

**\$32B IN RETAIL** <sup>(1)</sup>

**\$187B IN SECURITY** <sup>(2)</sup>

**\$219B IN JUST 4 YEARS** <sup>(3)</sup>

**Q3.20** Corporate Presentation

(1) Grand View Research : <https://www.grandviewresearch.com/industry-analysis/digital-signage-market>

(2) Market Research Future : <https://www.marketresearchfuture.com/reports/commercial-security-market-2861>

(3) Combined rounded total of (1) & (2)



Proven Business Acumen From Technology Through Sales and Marketing

# Leadership Team



**Jay Hutton**  
CEO President & Director

- Jay is a co-founder and 25 year veteran software executive
- Jay began his career at Gandalf Technologies, and later served as VP of Ascend Communications during their rapid growth, public offering and ultimate \$24B sale to Lucent Technologies in 1999
- 10 years as a CEO in private equity that that led from start-up to expansion worldwide
- Introduced the electronic payment options to New York City's 13,000 taxicabs



**Tim Huckaby**  
Chief Technology Officer

- Tim is a co-founder and a 25-year veteran of Microsoft engineering
- Tim's technology drives John King's "Magic Wall" on election night for CNN
- "Pioneer of the Smart Client Revolution"
- Highly notable keynote presentations for Microsoft and many other technology conferences around the world



**Jan Talamo**  
Chief Creative Officer

- Jan is VSBLTY's Chief Creative Officer and Head of Brand Strategies
- 30+ years marketing veteran
- Jan has worked on behalf of major CPG brands including Coke, Sargento, Tyson Foods, Margaritaville, and Moet Hennessy
- Foremost authority in the gaming industry working for over 100 casinos including Las Vegas Sands, Caesars, Foxwoods, Mohegan Sun, and Tropicana to name a few.



**Fred Potok**  
Chief Revenue Officer

- Fred is a co-founder and also co-founded FloorGraphics
- Responsible for inventing and conceiving the "floor decal" as an advertising vehicle
- Fred grew FloorGraphics™ from \$1M in 1997 to \$70M in 2001.
- FGI ranked #11 in Forbes Magazine as the fastest growing privately held company in 2003 and #39 on the Inc. 500 list of entrepreneurial firms.



**Linda Rosanio**  
Chief Operations Officer

- Linda is a co-founder and 30+ year advertising, marketing, and operations executive
- Media Expert in channel management
- In 1985, Linda started to grow her company to 230 people with \$100M in sales
- Co-founded FloorGraphics™ with Fred Potok.

## ADVISORY BOARD



**Jeffery S. Muller**  
President & CEO MGI

- Muller Group International operates in 25 nations worldwide
- 30 years of military leadership (Navy), federal law enforcement operations (FBI) & national security | Counterterrorism/weapons of mass destruction program development & implementation (White House)
- Managed FBI's Bureau's National Security Branch, Weapons of Mass Destruction (WMD) | Directorate of technology programs to secure the 18 sectors of U.S. Critical Infrastructure
- Led the INTERPOL WMD program serving the 190-member countries | Executive Director of the Geneva-based NGO, The CBRNE Global Alliance



**Jim Diorio**  
President & CEO J3 Global

- Managed several cases in collaboration with the National Center for Missing and Exploited Children
- Experienced in all levels of event security, risk assessments, complex litigation support, head-on crisis management/ mitigation training and "Golden Hour/Catalytic event consulting"
- Service Academy-educated and combat-tested, he is considered to be a visionary leader with exceptional interpersonal skills



A Disruptive Software Technology for Retail and Security

# How Does VSBLTY Transform Public Spaces?

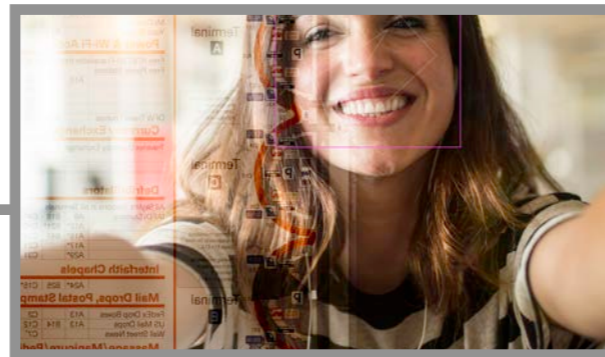
VSBLTY is a leading global enterprise solution that integrates interactive touch, FacialAnalytics™, and advanced object recognition with high impact digital displays to solve the problems of the burgeoning retail and security innovation technology markets.

VSBLTY monetizes services primarily through SaaS fees (software as a service) and has evolved their service offering to provide support as a full service SME.

VSBLTY is helping lead the digital customer experience by disrupting the path to purchase and is helping to bring digital innovation to retail and other public spaces.



Digital Displays



Interactive Touch



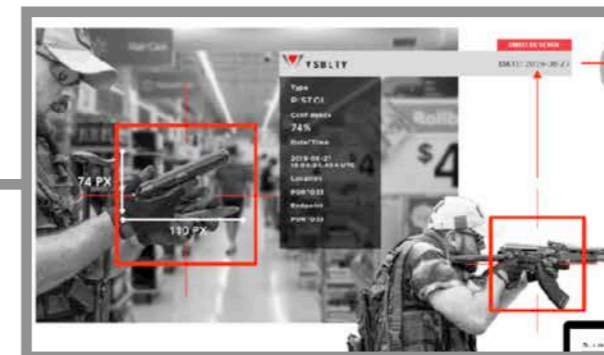
Algorithmic Software



Digital Camera Integration



FacialAnalytics™



Advanced Object Recognition

[https://youtu.be/\\_k-G\\_sDkKW8](https://youtu.be/_k-G_sDkKW8)



A Disruptive Software Technology for Retail and Security

# The Market: Retail & Security

Market Size

**RETAIL \$32B**

Retail Digital Display Market Projected Growth: 8% CAGR through to 2025<sup>1</sup>

## PROBLEM

Traditional POS (Point of Sales) and OOH (Out of Home) Advertising have limited engagement, and lack measurement, analytics and attribution.

## SOLUTION

VSBLTY brings the advantages of online advertising into the brick and mortar landscape with innovative digital displays, security & analytics – digital signage that attracts you and moves you around the store or venue, and increases Return On Investment for brands and retailers.

Market Size

**SECURITY \$187B**

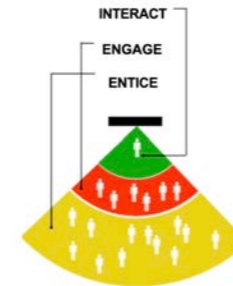
Global Security Market Projected Growth: 10% CAGR through to 2023<sup>2</sup>

## PROBLEM

Security systems with cameras mounted overhead rely on human analysis to alert a security team.

## SOLUTION

VSBLTY digital signage, cameras, and proprietary software provide a security application for schools, casinos, retailers, venues, and other public spaces. VSBLTY's facial recognition software and alert system assist security teams and help raise the level of public safety.



Campaign Period 12/5-12/31

TOTAL BRAND ENTICEMENT	TOTAL BRAND ENGAGEMENT	TOTAL BRAND IMPRESSIONS	TOTAL BRAND INTERACTIONS	INTERACTIONS TO ENGAGEMENT	AVERAGE DWEELL TIME		
159,291	957,183	1,116,474	56,544	6%	:32		
Gender		Age Range					
Male	Female	<20	21-30	31-40	41-50	51-60	61>
48%	52%	1,184	17,742	119,233	121,177	12,918	605
		0.04%	6.5%	43.7%	44.4%	4.7%	0.02%



(1) Grand View Research : <https://www.grandviewresearch.com/industry-analysis/digital-signage-market>

(2) Market Research Future : <https://www.marketresearchfuture.com/reports/commercial-security-market-2861>



A Disruptive Software Technology for Retail and Security

# The Market: Retail & Security

Market Size

**RETAIL \$32B**

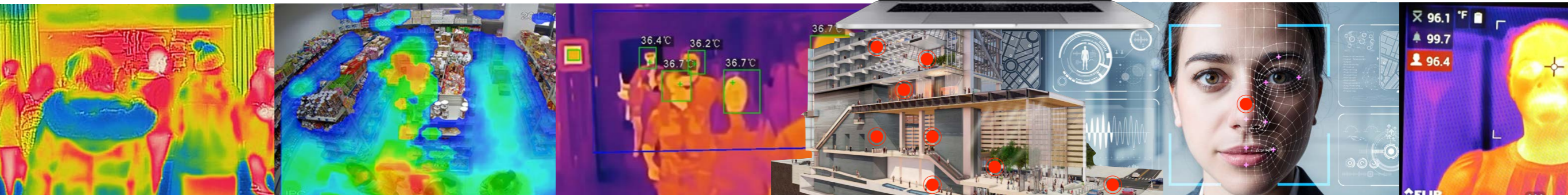
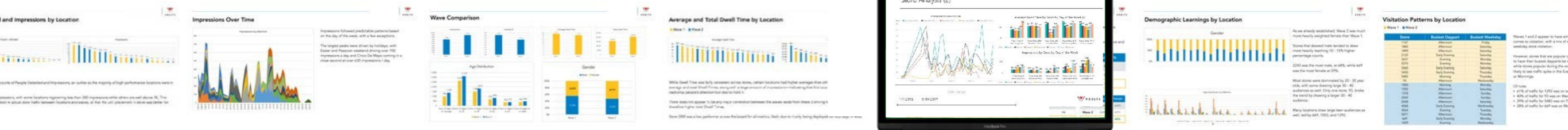
Retail Digital Display Market Projected Growth: 8% CAGR through to 2025<sup>1</sup>

Market Size

**SECURITY \$187B**

Global Security Market Projected Growth: 10% CAGR through to 2023<sup>2</sup>

STRATEGIC INNOVATION PARTNERS



(1) Grand View Research : <https://www.grandviewresearch.com/industry-analysis/digital-signage-market>

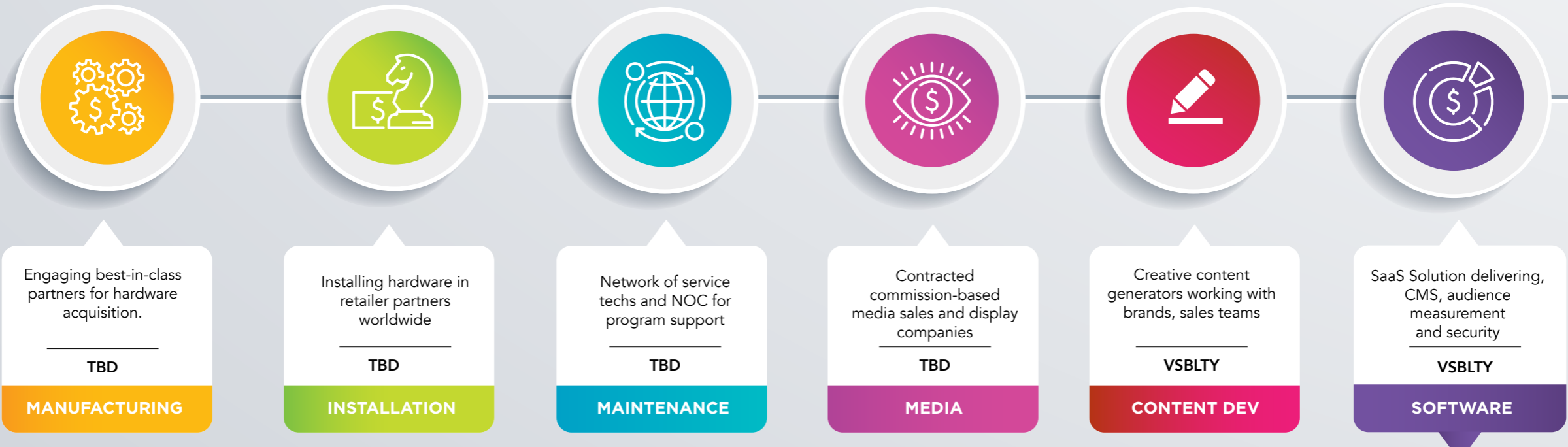
(2) Market Research Future : <https://www.marketresearchfuture.com/reports/commercial-security-market-2861>



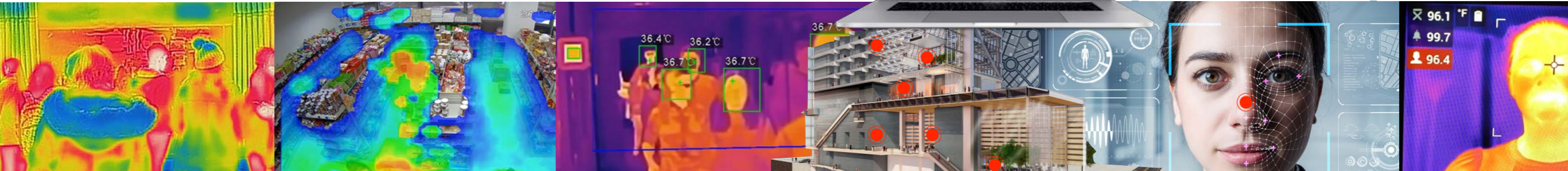
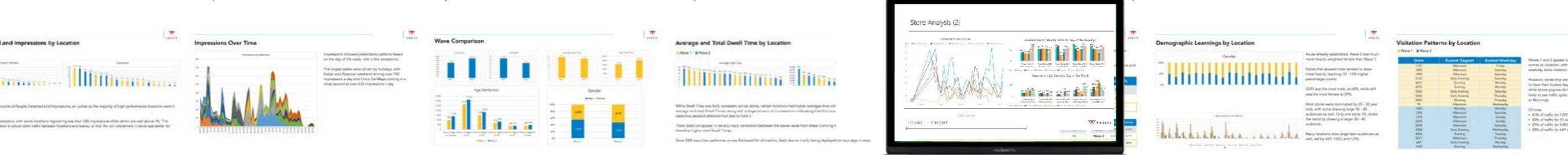


A Disruptive Software Technology for Retail and Security

# Scale Potential: Turnkey Execution Worldwide



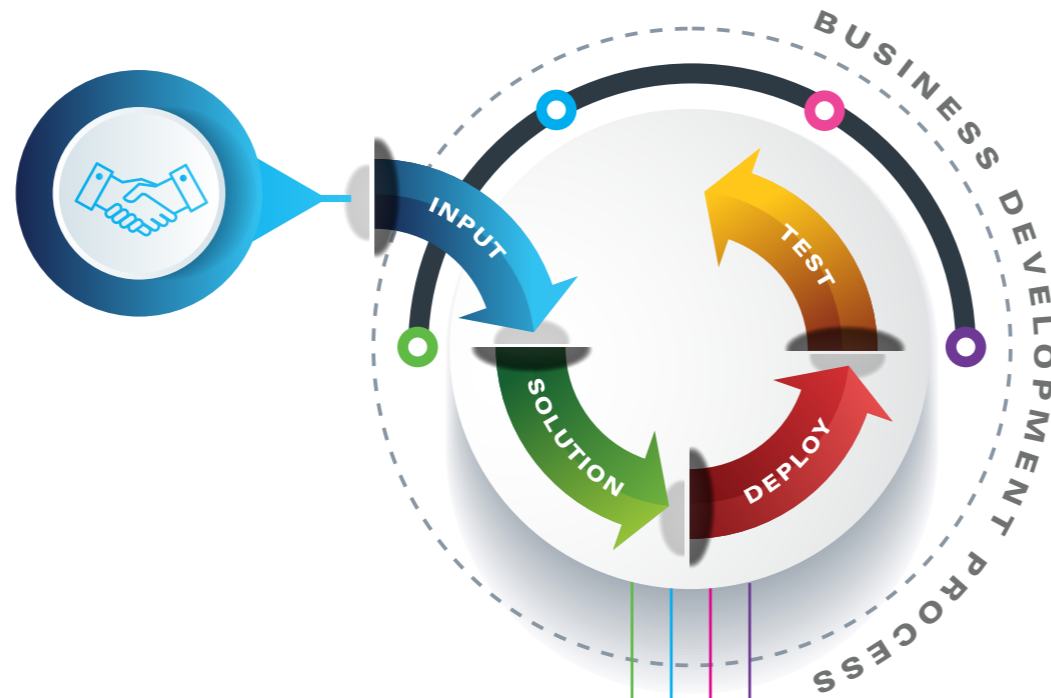
## STRATEGIC INNOVATION PARTNERS





# DEVELOP. **DEPLOY.** MEASURE.

Marketing drives leads and meetings with client innovation teams and manages strategic channel partners for integration



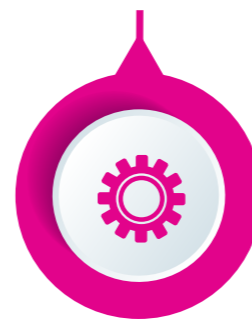
## DESIGN

Agree upon terms and duration of Proof of Concept



## SET KPI'S

Set metrics for measurement



## PROOF OF CONCEPT

Deploy, Measure and Test



## APPROVED

Roll Out The Solution



VSBLTY SaaS Solutions Operate Without Cloud Dependency

## OpenVino: Intel Edge Solutions

VSBLTY is a pioneer on Intel's Edge architecture, OpenVINO™, the Intel® Network Builders Edge Ecosystem is a new initiative gathering ecosystem partners with a focus on accelerating network edge solutions. Spanning across multiple verticals, the Intel Network Builders Edge Ecosystem highlights the industry leaders driving the development, deployment, and adoption of edge-centric technologies.



# OpenVINO™



### Gross Margins <sup>1</sup>

Significant reduction in operational and data management expenses, which improves gross margins



### Performance and Speed

Performance and speed of the network increases by decreasing the number of hosts between the data's source and destination



### Precision and Accuracy

Edge computing provides a significant decrease in latency due to the locality of the data's source which increases precision

(1) Readers are cautioned not to place undue reliance on financial projections. See the "Disclaimer" set out on page 2 of this Presentation.



# Revenue By Channel (2020-21)



Multi-Billion Dollar division of Johnson Controls  
**\$2M – \$4M<sup>(1)</sup>** In SaaS revenue over a two year period.



In Store Media Network Division of News Corp.  
**\$1M<sup>(3)</sup>** In SaaS revenue over a two year period.



Large media and entertainment integrator

**\$1M<sup>(5)</sup>** In SaaS revenue over a two year period.



Integrated lighting, energy and security solutions company  
**\$10M<sup>(2)</sup>** In SaaS revenue over a three year period.



Global IT Integrator

**\$1M<sup>(4)</sup>** In SaaS revenue over a two year period.



Global IT Integrator

**\$1.3M<sup>(6)</sup>** In SaaS revenue over a three year period.

(1) VSBLTY's revenue projections associated with the Sensormatic Solutions agreement are based upon management's expectations with respect to the Company' ability to generate sales from Sensormatic Solutions' existing customer-base, as well as Management's related deployment estimates.

(2) VSBLTY's revenue projections associated with the Energetika agreement are based upon certain contracts already entered into by Energetika and additional contracts that are projected to be entered into within the term of the agreement. The average price per camera is expected to be \$9/USD per month, but competitive forces and scale may impact the Company's per-camera projected price. While there is still a degree of uncertainty with respect to the pace of deployment and any additional contracts that must be executed for new orders or customers, the Company's revenue projections are based upon the known number of deployments supported by existing end-user contracts.

(3) VSBLTY's revenue projections associated with the NAM agreement are based upon management's expected growth of digital activations as market demand for the Company's products increase.

(4) VSBLTY's revenue projections associated with the UST Global agreement are based upon management's expectations with respect to its ability to successfully deploy its products to UST Global's customers.

(5) VSBLTY's revenue projections associated with the KLA agreement are based upon management's expectations with respect to its ability to successfully deploy its products to sporting and entertainment facilities over the next two years.

(6) VSBLTY's revenue projections associated with the SYNECT agreement are based upon management's expectations with respect to its ability to successfully deploy its products to SYNECT's customers.

**Readers are cautioned not to place undue reliance on the footnoted financial projections. See the "Disclaimer" set out on page 2 of this Presentation.**

## STRATEGIC INNOVATION PARTNERS





# COVID-19 Reopening Opportunity

VSBLTY helps speed the opening of economies worldwide

Everyone wants to get back to work...

VSBLTY is working with partners to deploy advanced thermal camera technology that is intended to **screen persons who may have a fever** before they enter buildings.

When installed in **retailers, restaurants, sports/entertainment venues and other public places**, multi-sensor cameras augment VSBLTY facial recognition to create an overall wellness perimeter expected to measure an individual's core temperature from a **distance of up to 26 feet**.





# Investment Highlights

**Creators of Proactive Digital Display™:** Development and application of Machine Learning and Artificial Intelligence which is the foundation for future technological advancements in digital out of home media.

**Weapon Recognition:** VSBLTY technology is designed to improve security operations through its ability to identify weapons and capture frontal views of Persons Of Interest that overhead cameras cannot capture.

**Transforming the Retail Industry:** VSBLTY technology is in demand in grocery and retail and other public venues, to help the guest experience and identify VIP's and encourage engagement. Proactive Digital Display™ is key for the future of meaningful customer analytics and customer experiences.

**Highly Notable Management:** Globally recognized experienced management team with experience as executives and operators in public and private software technology and shopper marketing related companies.

**Scalability:** Highly scalable with addressable market expected to grow to \$219B by 2023. <sup>(1)</sup>

**2020 Objective:** Surpass the projected \$8M-\$10M in bookings. <sup>(2)</sup>

**Inflection Point:** Growth in the first half of 2020

**International Partnerships:** Strong worldwide channel partners with established distribution.

**Solution Oriented:** Software company that has both EDGE and Cloud Solutions.

**COVID Response Solutions:** Opportunistic growth potential.

(1) Combined rounded total of (1) & (2)

(2) Readers are cautioned not to place undue reliance on the financial projections. See the "Disclaimer" set out on page 2 of this Presentation.





# Capital Structure

As of August 10, 2020	SHARES
<b>Basic Shares Outstanding</b>	<b>82,348,640</b>
Warrants	2,747,956
Options	6,305,000
Performance Shares <sup>(1)</sup>	999,998
<b>FULLY DILUTED</b>	<b>93,401,596</b>
Convertible Debentures <sup>(2)</sup>	<b>\$5,523,597.50</b>

(1) Issuable to certain officers and senior management of the Company, subject to the Company achieving \$4,000,000 in revenue in 2020.

(2) Consisting of: (i) \$1,630,380 principal amount 10% unsecured convertible debentures, which may be converted, in whole or in part, at any time before the applicable maturity date, into units of the Company at \$0.30 per unit, if converted at any time before one year from the applicable closing date, or otherwise convertible at \$0.60 per unit if converted after one year from the applicable closing date but before the applicable maturity date. Each unit issued upon conversion consists of one Common Share and one share purchase warrant. Each warrant will be exercisable into one Common Share at a price of \$0.60 per share for a period of 24 months from the applicable closing date, subject to certain acceleration rights of the Company; (ii) \$2,917,718 principal amount 10% unsecured convertible debentures, which may be converted, in whole or in part, at any time before the applicable maturity date, into units of the Company at \$0.35 per unit if converted at any time before one year from the applicable closing date, or otherwise convertible at \$0.60 per unit if converted after one year from the applicable closing date but before the applicable maturity date. Each unit issued upon conversion consists of one Common Share and one-half of a share purchase warrant. Each whole warrant will be exercisable into one Common Share at a price of \$0.60 per share for a period of 24 months from the applicable closing date, subject to certain acceleration rights of the Company; and (iii) \$745,500 principal amount 10% unsecured convertible debentures, which may be converted, in whole or in part, at any time before the applicable maturity date, into units of the Company at \$0.45 per unit if converted at any time before one year from the applicable closing date, or otherwise convertible at \$0.60 per unit if converted after one year from the applicable closing date but before the applicable maturity date. Each unit issued upon conversion consists of one Common Share and one-half of a share purchase warrant. Each whole warrant will be exercisable into one Common Share at a price of \$0.60 per share for a period of 24 months from the applicable closing date, subject to certain acceleration rights of the Company.



**VSBLTY**

C O R P O R A T E   C O N T A C T

**LINDA ROSANIO**  
[lrosanio@vsblty.net](mailto:lrosanio@vsblty.net)

**JAY HUTTON**  
[jhutton@vsblty.net](mailto:jhutton@vsblty.net)

**CSE:VSBY**



111010100010101010101110011  
00010100010101110010101011101011  
1101010001010101010111001  
100110101010111001

