



**Waste & Recycling Solutions for
Commercial Properties
...Nationwide**





FORWARD LOOKING STATEMENT

This document and our presentation contain “forward-looking statements” within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended and intended to be covered by the “safe harbor” created by those sections. All statements, other than statements of historical facts included herein, including, without limitation, statements regarding our future financial position and results of operations, business strategy, budgets, projected costs and plans and objectives of management for future operations, are “forward-looking statements.” Forward looking statements generally can be identified by the use of forward-looking terminology such as “may,” “will,” “expect,” “anticipate,” “intend,” “plan,” “seek,” “intend,” “believe” “estimate” or “continue” or the negative of such words or variations of such words or similar expressions. These statements are not guarantees of future performance and involve certain risks, uncertainties, and assumptions, which are difficult to predict. Therefore actual outcomes and results may differ materially from what is expressed or forecasted in such forward-looking statements and we can give no assurance that such forward-looking statements will prove to be correct. Important factors that could cause actual results to differ materially from those expressed or implied by the forward-looking statements, or “cautionary statements,” include, but are not limited to risks associated with the expansion of our business, our ability to manage our growth and successful implementation of our business strategy, significant disruption of our services, regulations, borrowing cost; availability and terms of necessary or desirable financing or refinancing and other related risks and uncertainties and natural disasters.

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Overview and Strategy

- We are a waste logistics company; managing waste and recycling for commercial properties in the continental United States.
- We contract with property owners and management companies and partner with them to ensure lowest cost and excellent customer service
- We design entire waste handling equipment design and installation along with management of waste program for our clients and contract with waste haulers and recyclers.
- We handle the relationships with haulers and other providers for the clients
- What makes us different is that we handle ALL aspects of clients' waste management programs, unlike haulers, brokers, and other management companies
- We have a well developed and proven scalable model, ready to accelerate market presence





Management

Bill Edmonds, President CEO

Before starting Deep Green, Bill spent years as a telecommunications executive, Bill left to help manage a waste & recycling business serving as CFO and later as VP of Operations at Internal Environmental Management (IEM), focused exclusively on malls, servicing 600 malls in the continental U.S. In 2011, IEM was sold to Waste Management (WM). Bill resigned immediately from WM, recruited a couple of key people to come along, and started DEEP GREEN. Bill has an extensive background in Finance and managing large groups. He is a successful business owner who dwells on creating customized solutions for satisfied customers. He is a proven leader where success is the result of effort, ingenuity and accountability. Bill is a CPA with an active license in Georgia. He has B.S. degree from Georgia Tech and an executive MBA degree from Emory University.

David Bradford, COO

As Chief Operating Officer of Deep Green, David manages the day to day operations of the company's sales, marketing, client services, and operations departments. David has devoted the majority of his senior management career to the telecommunications industry. From 1977 through 1987 he served in executive positions at the Chicago Tribune's broadcast and cable television divisions. Positions included Vice President and General Manager for Tribune Cable Communications, Vice President of Operations for WGN Electronic Systems, and Director of Strategic Planning for Tribune Cable and subsidiaries. At Tribune Cable he helped grow the company from a small 2,000 subscriber property to a major multiple system operator managing over 300,000 customers nationwide. David brings three decades of successful customer based operating experience to the team as well as many years of participation, guidance, and oversight in numerous debt and equity financings, acquisitions, and strategic restructurings.

The Market and Our Solution

- Focus on commercial properties
 - Retail malls and shopping centers
 - Multi-family apartments, townhome communities
 - Correctional, hospitals, senior care and other institutional
 - Hotels
 - Office parks
- Our Solution for the market: A program which provides:
 - Lower costs for waste disposal
 - More immediate and hassle-free response to changes in needs
 - Less administrative cost for managing waste
 - Potential income from recycling rebates
- Currently in 34 states, 300+ properties, and 65 clients
 - Mix of commercial shopping centers, multi-family, institutions, hotels



How Deep Green works

- Our Process:

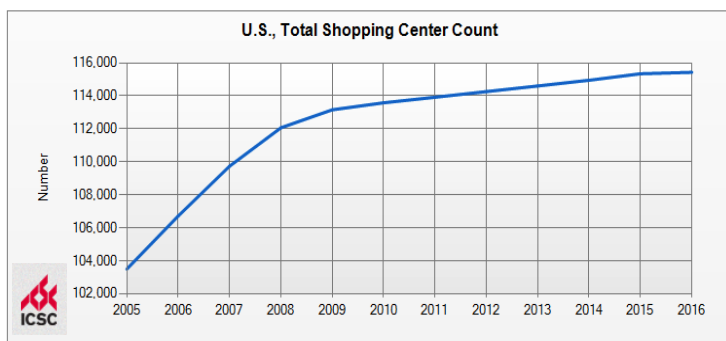
- Conduct audit of properties' pre-existing waste management program (or lack thereof)
- Reconfigure waste program to maximize efficiencies and recyclable rebates
- Bid out hauler relationships for least expensive rates with good service
- Manage efficiencies and client experience through
 - *PHDs on compactors (discussed later)*
 - *Physical site inspections every 90 days to insure smooth operation and reinforce value to clients*
- Provide real-time on-line portal for clients
- Redundant hauler and service relationships at market level to insure performance
- 24/7 operation support center
- Audit and correct hauler invoicing for clients to reduce overcharging
- Provide dedicated Account Manager to oversee client experience from top to bottom

- Technology We Use:

- Compactors with PHDs
- Proprietary CRM system (“ECO”) for managing all asset activity at property level
- CRM for sales and contract management

Market Opportunity

- Over 200,000 commercial, institutional, multifamily properties in US
- At least 30% (60,000) are shopping centers/malls under group ownership
- ICSC membership alone is 48,000 shopping center properties
- Underserved and/or overcharged by haulers



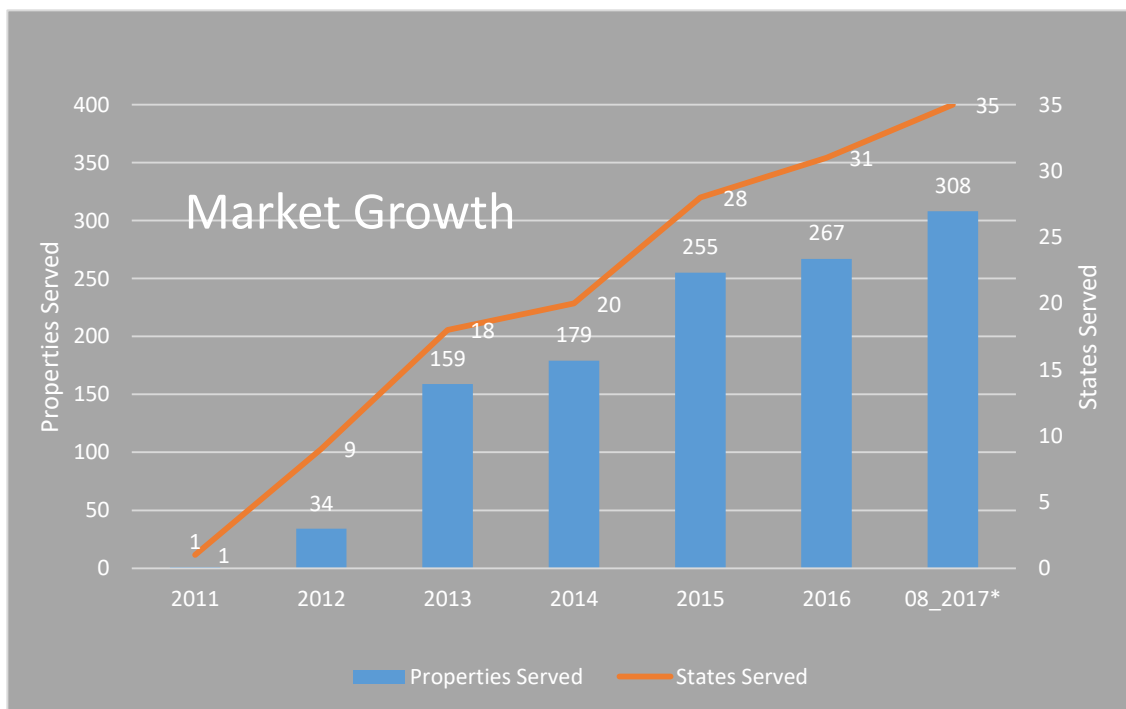
- Served by myriad of national, regional, local providers
- Present large opportunity for value & consolidation
- Market penetration through aggressive organic growth and consolidation by acquisition
 - Highly scalable Gross Profit model
 - Even higher Margin concentration properties

Growth Strategy

- Have beachhead presence in 34 states
- Have sales model designed to increase market concentration and expand
- Highly scalable
 - Profitable at @ 23% gross margin
 - EBITDA breakeven \$8.3 million in revenue
 - Operational support platform in place
 - Sales platform in place
 - Large addressable market
- Growth through
 - Aggressive marketing and sales
 - Strategic horizontal and vertical acquisitions
 - Strategic partnering of ancillaries for bundling



Market Penetration



Competitive landscape

- Haulers direct dominate the space (70% of all commercial waste)
 - Least economical and difficult to work with for property owners
 - Haulers' incentive is to run trucks as often as possible and dump ALL material in landfills to maximize (Return on Assets) ROA
 - Not seen as a threat but as a market opportunity



- Brokers (20%)
 - Add no value except for beating costs out of haulers
 - Do not work with properties to maximize their efficiencies
- Management companies (10%)
 - Most focus on rentals, not efficiencies
 - Most focus on individual segments (multi-family or retail)

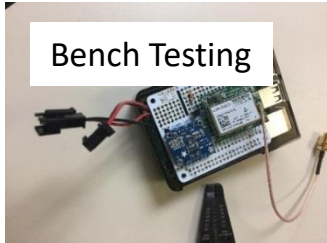
Why Deep Green?

- The market dominant pure hauler model is abusive and inefficient for property owners/managers.
 - Properties aren't generally aware they have alternatives
 - Opportunity to design smarter configurations, manage tighter efficiencies, be a true partner with property owners
- Opportunity to grow revenue, cash flow, and value through:
 - Aggressive organic sales and marketing
 - Broker model acquisitions and integration and upgrade
 - Ancillary service acquisitions and development:
Service enhancements for clients and focused sales & marketing on purchased asset platforms to increase, revenue, cash flow, and enterprise value

Model Operating Structure

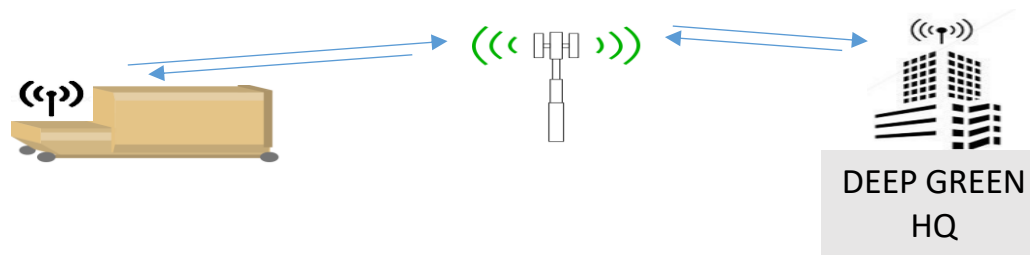
- Centralized call center
- Centralized hauler management
 - Invoice auditing, processing
- Forward located site inspection and asset service functions for efficiency
- State of the art client and asset management and monitoring systems
- Standardized marketing and sales programs
- Approach to markets highly scalable at improving margins

Leading with Technology



Bench Testing

- DEEP GREEN's unique proprietary **PHD** unit (short for Phone Home Device) is a wireless compactor monitoring device which allows for the emptying of compactors only when they've reach maximum efficient tonnages, minimizing hauling costs and Carbon gasses while maximizing profits. DG is placing these units on all of its compactors nationwide.



- The PHD is capable of monitoring operating metrics of many different kinds of machines, lending itself to application to many types of business applications.
- DG is teaming up with Verizon through its Partner Program to leverage this technology through joint marketing and the development of complementary applications and solutions within with waste management industry as well as the broader **M2M** market.

verizon
PARTNER PROGRAM

Company Development Strategy

- Hire and train additional sales personnel to acquire and/or develop core property clusters to optimize resources. A good sales person will generate circa \$1 million revenue/annum at peak with a fully loaded cost of circa \$60,000/annum. Commissions are tied to profitability.
- Actively seek acquisitions and acquire when sensible and opportunistic
- Upgrade acquired assets to DG standards and train sales team to cross sell DG services
- Focus on maximizing synergy value from acquisition through streamlining workflow and reporting systems.
- Implement a robust digital marketing strategy.

Favorable acquisition economics

- Always favor contiguous or in-fill to base properties and integrate at 21%+ gross profit margins with opportunity to increase
- Adjusted EBITDA positive Day 1: accretive to cash flow
- Seek underperformers with limited competition
- Rollup strategy to enter markets quickly and leverage untapped potential:
 - Help expand its geographic footprint
 - Bring waste equipment such as compactors, bailers and containers that are critical for its operations and currently rented or leased
 - Bring in-house servicing and machining capabilities- used compactors can be acquired, refurbished and deployed at customer sites and eliminate the need for renting or leasing compactors from others.
 - Sales personnel currently selling or renting/leasing equipment can then be trained to sell waste and recycling services.

SUMMARY

Deep Green has an opportunity to capture a significant portion of the commercial waste management market in the United States and provide exceptional returns on equity as it consolidates this attractive, underserved commercial property market. Using its operating and technical experience and expertise, its profitable gross profit platform, and the unique approach it has developed with national and regional retail property owners, multi-family housing consolidators, and institutions, the Company should be able to bring this market a much better value proposition than the rest of the national commercial waste management logistics universe and rapidly evolve into a very desirable equity and income growth vehicle.

THANK YOU

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