Green Matters Inc.

Capturing Energy Savings with Green Technology

INVESTOR PRESENTATION
Forward Looking Statements

This presentation contains forward-looking statements. These forward looking statements are not based on historical facts but rather on Company management expectations regarding future growth, results of operations, performance, future capital and other expenditures (including the amount, nature and sources of funding thereof), competitive advantages, business prospects and opportunities. Statements in this presentation about future plans and intentions, results, level of activity, performance, goals or achievements or other future events constitute forward looking statements. Wherever possible, words such as “anticipate”, “believe”, “expect”, “may”, “could”, “will”, “forecast”, “potential”, “intend”, “estimate”, “should”, “plan”, “predict” or the negative or other variations of statements reflect managements’ current beliefs and assumptions and are based on information currently available to the Company management. Certain risk factors may cause actual results, level of activity, performance or achievements to differ materially from those implied by forward looking statements. These factors should be considered carefully and prospective investors should not place undue reliance on the forward looking statements. Although the forward looking statements contained in this presentation are based upon what the Company management believes to be reasonable assumptions, investors cannot be assured that actual results will be consistent with these forward looking statements. These forward looking statements are made as of the date of this presentation, and the Company assumes no obligation to update or revise them to reflect new events or circumstances.
Corporate Overview

• Incorporated in December 2011
• Completed initial sale of two 150-ton HRWH’s to the Marriott Hotel in Puerto Rico in November 2014
• Funded to-date through equity financing by the Company’s founders and private placements $7.0 million+ from private investors
• Seeking financing of $5.0 million from private investors
Heat Recovery Technology

- Captures thermal waste energy and converts it into useful energy
- Heat extracted by chillers is waste energy due to its low temperature
- Uses small amount of electrical energy to upgrade thermal energy to a higher temperature
- Eliminates the need for a water boiler
GMI Proprietary Technology
The HRWH

• 150-ton model for hotels, hospitals, commercial/residential hi-rises
• New construction and retrofit
• A rated efficiency or coefficient of performance (“COP”) of 550 to 580%
• Highly efficient with low operating costs

Data from initial sales to Marriott indicate 65% to 74% savings on the hotel’s water heating bill, an average monthly savings of $10,000 - $20,000 USD
Proposed Green Matters Plant

- BC location production and demonstration showcase
- Approximately 10,000 square feet:
  - 2,000 square feet for office space
  - 8,000 square feet for manufacturing, testing, and storage
- Capacity 1-2 HRWHs per month
Marketing and Sales

Initial focus on metropolitan cities in warmer climates:
1. Direct sales - hotels and hospitals;
2. Complimentary energy audits;
3. Data analyses on efficacy and energy savings of the HRWH
Market Opportunity*

- Global water heater market reached US$39.5 billion in 2015 and expected to grow to US$52.6 billion by 2021
- HVAC market reached US$80.67 billion in 2014, forecasted to grow to US$108.93 billion by 2020
- Energy recycling in the US can save US$70 billion to US$150 billion a year
- 26% of greenhouse gas emissions produced from generating heat energy
- Energy recycling can provide up to 40% of US electricity needs

*Sources available upon request
Market Opportunity* (Cont’d)

• Global water heater market to generate a compound annual growth rate of 4.9% from 2015 to 2021
• Main factors driving growth:
  • Growing construction industry
  • Increasing retail infrastructure
• US$445 billion on renewable energy and energy smart technologies spent in the US since 2007

*Sources available upon request
Long Term Growth Potential

- Grow worldwide distribution network, - South America, Middle East, and Asia
- Target geographies with year-round warm climates
- Expand product line to capture the residential, office, and industrial markets
Management Team

Michael Caetano – Chief Executive Officer, Director
• Experienced entrepreneur with 20+ years of experience in founding and managing new companies
• Knowledgeable and skilled in mergers & acquisitions and capital funding for private and public companies

Sean Marte, Chief Technical Engineer
• 10+ years of experience in product development as design and test engineer for several manufacturing companies
• Licensed professional engineer with the Association of Professional Engineers and Geoscientists of British Columbia
Management Team (cont’d)

Michael Waldkirch, Chief Financial Officer
- Extensive experience in providing accounting and business consultancy services to a wide variety of public and private companies
- Partner at Michael Waldkirch & Company Inc. Chartered Professional Accountants in since 1998
- Experience representing a wide variety of public corporations including mining and high tech companies listed on the TSX-V, NYSE-MKT and OTC-BB
Board of Directors

Ross C. McCutcheon, Director

- Extensive experience in international business law practise, serving clients in over 60 countries.
- Mr. McCutcheon was a partner at Maitland & Company and has accumulated 40 years experience serving entrepreneurs.
Advisory Board

TBD
## Industry Valuations

<table>
<thead>
<tr>
<th>Company Name</th>
<th>Ticker</th>
<th>Exchange</th>
<th>Market Capitalization</th>
<th>Enterprise Value (EV)</th>
<th>TTM Revenues</th>
<th>TTM EBITDA</th>
<th>TTM Net Income</th>
<th>TTM Cash Flow</th>
<th>EV / Revenues</th>
<th>EV / EBITDA</th>
<th>EV / Net Income</th>
<th>EV / Cash Flow</th>
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<tbody>
<tr>
<td>A. O. Smith Corporation</td>
<td>AOS</td>
<td>NYSE</td>
<td>$5,704.9</td>
<td>$5,308.7</td>
<td>$2,540.0</td>
<td>$462.1</td>
<td>$282.9</td>
<td>$344.4</td>
<td>2.1</td>
<td>11.5</td>
<td>18.8</td>
<td>15.4</td>
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<td>Watsco Inc.</td>
<td>WSO</td>
<td>NYSE</td>
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<td>$4,432.5</td>
<td>$4,110.0</td>
<td>$355.7</td>
<td>$172.9</td>
<td>$221.4</td>
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<td>12.5</td>
<td>25.6</td>
<td>20.0</td>
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<td>United Rentals, Inc.</td>
<td>URI</td>
<td>NYSE</td>
<td>$5,598.3</td>
<td>$13,581.3</td>
<td>$5,820.0</td>
<td>$1,800.0</td>
<td>$585.0</td>
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<td>$603.9</td>
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<td>N/A</td>
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<td>NYSE</td>
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<td>Mueller Industries, Inc.</td>
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<td>Continental Materials Corporation</td>
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<td>EnviroStar, Inc.</td>
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<td>8.8</td>
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<td>Graham Corporation</td>
<td>GHM</td>
<td>NYSE</td>
<td>$195.3</td>
<td>$123.1</td>
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<td>$9.8</td>
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<td>1.2</td>
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<td>5.9</td>
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<tr>
<td>AAON, Inc.</td>
<td>AAON</td>
<td>NASDAQ</td>
<td>$1,485.4</td>
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<td>$358.6</td>
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<td>Lennox International Inc.</td>
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<td>$6,748.4</td>
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<td>$429.2</td>
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<td>$331.2</td>
<td>1.9</td>
<td>15.7</td>
<td>36.0</td>
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</table>

In Millions of US Dollars

Companies operating in the HVAC industry trade on average at an EBITDA multiple of 11.01x
Financial Projections

Fiscal Years Ended December 31

<table>
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<tr>
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</thead>
<tbody>
<tr>
<td>Revenue</td>
<td>$2,001,800</td>
<td>$12,036,900</td>
<td>$16,106,200</td>
<td>$32,235,200</td>
<td>$48,477,600</td>
<td>$81,705,400</td>
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<tr>
<td>Gross Margin</td>
<td>$1,701,590</td>
<td>$10,232,595</td>
<td>$13,693,810</td>
<td>$27,407,760</td>
<td>$41,221,880</td>
<td>$69,479,770</td>
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<tr>
<td>Operating Expenses</td>
<td>$1,459,548</td>
<td>$5,047,404</td>
<td>$6,656,258</td>
<td>$10,933,753</td>
<td>$14,601,040</td>
<td>$20,551,517</td>
</tr>
<tr>
<td>Net Income</td>
<td>-$9,384</td>
<td>$3,837,041</td>
<td>$5,207,789</td>
<td>$12,190,765</td>
<td>$19,699,422</td>
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</tr>
<tr>
<td>Net Profit Margin</td>
<td>-0.5%</td>
<td>31.9%</td>
<td>32.3%</td>
<td>37.8%</td>
<td>40.6%</td>
<td>44.3%</td>
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</table>
Use of Proceeds

Seeking funding of up to $5.0 million

<table>
<thead>
<tr>
<th>Use of Proceeds</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Facility and Showroom Set-up</td>
<td>$600,000</td>
</tr>
<tr>
<td>Equipment for Test Loop and Showcase</td>
<td>$200,000</td>
</tr>
<tr>
<td>Testing, Patents and Certifications</td>
<td>$90,000</td>
</tr>
<tr>
<td>Parts Inventory</td>
<td>$150,000</td>
</tr>
<tr>
<td>Inventory Build-up</td>
<td>$675,000</td>
</tr>
<tr>
<td>Redesign and Engineering</td>
<td>$210,000</td>
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<tr>
<td>Marketing and Promotion</td>
<td>$1,390,000</td>
</tr>
<tr>
<td>Wages &amp; Benefits</td>
<td>$400,000</td>
</tr>
<tr>
<td>General Working Capital</td>
<td>$1,285,000</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$5,000,000</strong></td>
</tr>
</tbody>
</table>
Investment Summary

• High demand for energy-efficient and cost-effective equipment
• HRWH delivers high COP ratio with low operating costs
• Existing customer generates $10,000 - $20,000 USD in monthly energy savings
• Multiple markets and potential expansion of product line
• Targeting healthcare and hospitality management facilities in warm climate countries
• US and Canadian patents for the HRWH
Thank You

For further information, please contact:

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www.greenmattersinc.com