

CARDIFF
INTERNATIONAL, INC

OTCQB: CDIF

A Public Holding Company Providing Private Companies an Equity Exit Strategy and Equity Capitalization Platform.

www.CardiffUSA.com

Forward-Looking Statements

This presentation contains forward looking statements within the meaning of the Securities Litigation Reform Act. The statements reflect the Company's current views with respect to future events that involve risks and uncertainties. These risks include the failure to meet schedule or performance requirements of the Company's contracts, the Company's liquidity position, the Company's ability to obtain new contracts, the emergence of competitors with greater financial resources, and the impact of competitive pricing. In the light of these uncertainties the forward-looking events referred to in this presentation might not occur.

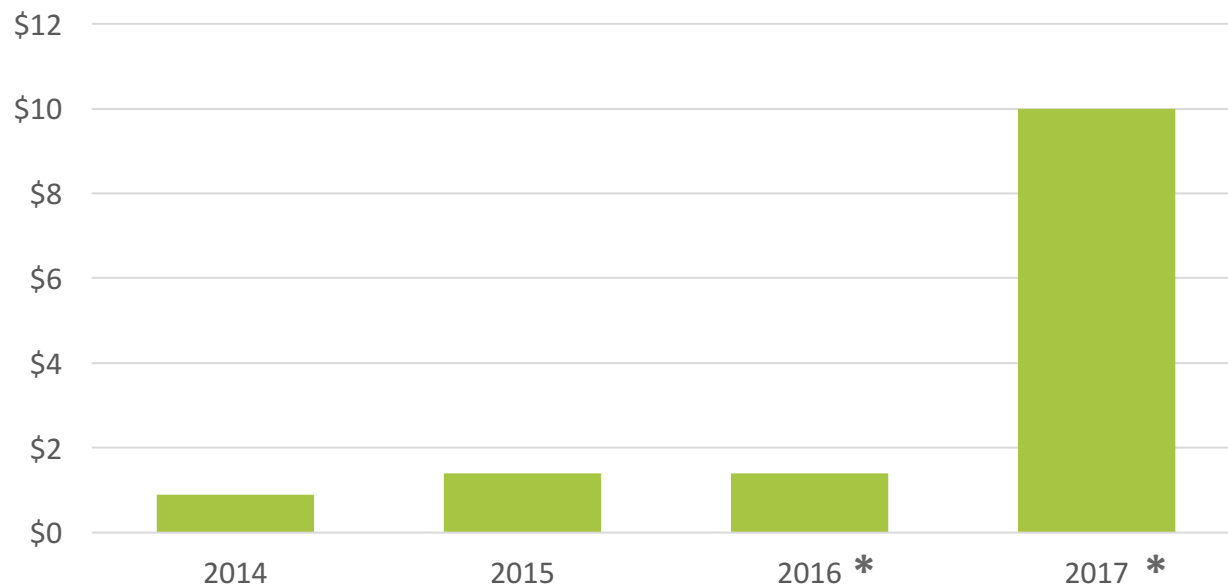
We are a mini Berkshire Hathaway for companies under \$100 million in revenue.

- \$100k Revenue in 2015
- \$4M Revenue in 2016
- \$17+M Revenue in 2017 if No Additional Acquisitions
- \$40+M Additional Revenue in Pending Acquisitions

Cardiff currently has 11 subsidiaries at \$17M annualized revenue with less than \$1M debt and 1 pending \$10M acquisitions under LOI with 3 more qualified \$30M acquisitions awaiting funding.

Revenue

(in millions)



* Pro-forma revenue forecast

Key Facts



Exchange: Ticker	OTCQB: CDIF
Recent Price	\$0.16
Market Cap	\$5.8 million
Shares Outstanding	34.4 million
Float	17.4 million
Revenue	~\$4 million
Fiscal Year	December 31



DANIEL R. THOMPSON –CHAIRMAN OF THE BOARD

Appointed Chairman/CEO in 2010. 30-year career that embraces network and cable advertising sales, programming production and product placement. Thompson also founded Creative Entertainment Services, which he successfully sold in 2001. Mr. Thompson also founded Cable Rep USA, a media sales firm specializing in local market cable advertising, which he sold to Cox Cable in 1981.



ALEX CUNNINGHAM – CEO/PRESIDENT/DIRECTOR

Mr. Cunningham's has led senior management in multiple companies and created and implemented growth and efficiency strategies for client companies. He is the founder of multiple consulting firms where he managed projects and a staff of 85 helping 2000 private or closely held middle-market client companies in 24 states. He was a partner at M&A firm London Capital Corporation where he managed all phases of the transaction process.



DR. ROLLAN ROBERTS, II – COO/SVP

From turning around large, established companies to creating high growth revenue organizations, Dr. Roberts has passionately led with excellence a multi-billion, publicly-held database company along with healthcare, technology, manufacturing and direct sales companies. He has led nearly 1500 employees at a given time servicing clients such as Capital One, IndyMac Bank, State Farm, Allstate, Nationwide along with federal and state government agencies.

Current Holdings

- **Repicci's Italian Ice & Gelato**
\$3M revenue run-rate
- **American Cycle Finance**
\$17M revenue run-rate
- **CSSC/Decision Technology Corp.**
\$10M revenue run-rate
- **Romeo's Pizza**
\$800K revenue run-rate
- **Affordable Housing Initiative**
\$400K revenue run-rate
- **Edge View Properties**
30 Acres Prime Commercial Real Estate
- **Mission Tuition**
Massive Merchant Shopping Network



- ▶ **Target 1:** Gourmet Super Markets, Value \$31M, Revenue \$45M, Earnings \$5.2M
- ▶ **Target 2:** Real Estate Related to Target 2, Value of \$51.5M- Generates \$6.6M
- ▶ **Target 3:** Mobile Home Park, 47 Corporate owned units, Value of \$3.2M
- ▶ **Target 4:** Rapid Growth Dental Chain, 14 Locations. Value of \$12,000,000.
- ▶ **Target 5:** Nutraceutical Manufacturer, Value of \$5,550,000 - Generates \$650,000
- ▶ **Target 6:** Pharma Grade Nutraceutical Spinoff, Value of \$3,500,000

TOTAL ADDITIONAL REVENUE: \$68,000,000
with \$25M cash/stock deals

Profitable private companies in sub-prime markets struggle.

1. Struggle to sell their Business in Smaller Markets.
 - The more profitable, the less likely they are to find a buyer.
2. Struggle Getting Market Value.
3. Struggle Getting Financing to Grow the Business
4. Struggle Getting Investment to Reduce Debt & Reduce Operating Costs



Cardiff solves two key problems most private companies face:



1. We provide an “Equity Exit Strategy” for business owners.



2. We provide an “Equity Capitalization Strategy” for business owners.

Cardiff employs a merge, acquire, and hold strategy.

Cardiff adds value to subsidiaries by:

- Improving balance sheets; novating debt
- Supporting high growth companies
- Providing strategic and operational guidance
- Forming synergies amongst acquisitions
- Gaining economies of scale
- Reducing investor and owner risks by spreading it across entire Cardiff portfolio

Cardiff's highly curated approach targets:

1. **Acquisitions; Closely Held Companies**
2. **Income Producing Real Estate**
3. **Second Stage Startups**

WITH STRONG...

- Management
- Market
- Margin

Cardiff targets acquisitions of mature, high growth, niche companies.

Acquisition Process



VALUATION



LOI



DUE
DILIGENCE



AGREEMENT
EXECUTED



AUDIT

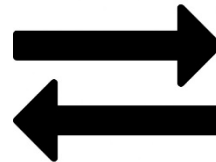


SHARES *
ISSUED

* Preferred shares are issued under IRS Section 368(a)1(B) guidelines (Tax-Free Exchange)

“Qualified” Preferred Stock

votes for control of the newly acquired company



100% of the “vote and value” of the company’s stock

- Exclusive series of Preferred Stock awarded to each company
- Non-voting sub-class authorized for the purpose of raising working capital
- Acquisitions added to Cardiff’s consolidated balance sheet, creating tangible value for all parties
- Acquisition assets are not co-mingled, and operational autonomy is maintained.

Largest Financial Investors



- Gary Teel, Co-Founder \$2.0M
- Daniel R Thompson, Chairman/Co-Founder \$1.8M
- Peggy Scheer, Financial Advisor \$1.2M
- Alex Cunningham, President & CEO \$1.0M
- James Cameron & Family, Movie Producer/Director \$1.0M
- Steve Posner Family, Florida Real Estate Developer \$600K
- Richard Duffy, Morgan Stanley \$550K

- Positioned for \$20M+ revenue with profitability in 2017
- 2017 Anticipated 2nd Qtr. Market Cap - \$15M; Year End \$100M
- 3 near-term acquisition targets add significant additional revenue upside
- Strong management team with history of execution
- Focused, disciplined investment strategy



Tremendous Performance Year over Year

April 2016

April 2017

Share Price

▶ .08 Cents

▶ .17 Cents

Market Cap

▶ \$2.6 Million

▶ \$5.8 Million

Float

▶ 3 Million

▶ 17 Million

Trading Volume

▶ ~6,000 Shares

▶ ~130,000 Shares

Taking Main Street to Wall Street!

\$25K minimum

HIGHLIGHTS

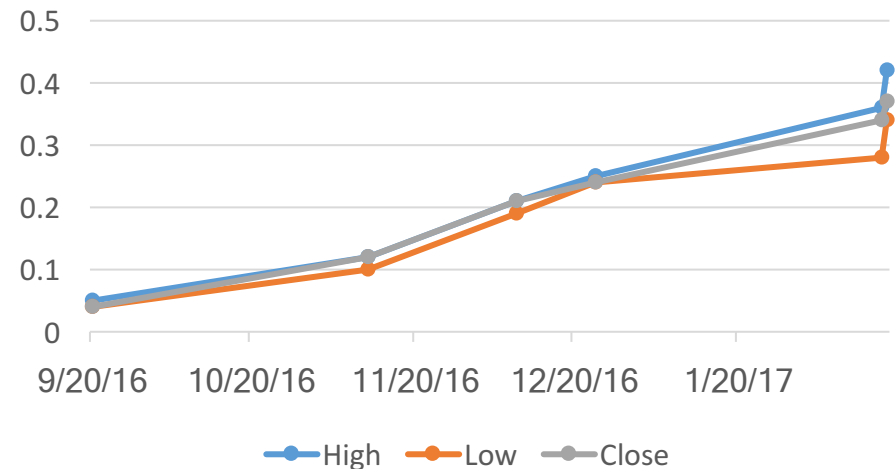
- ▶ 1:1.5 Conversion Rate
- ▶ 20% Discount on Stock
- ▶ Make Whole Provision
- ▶ Warranties

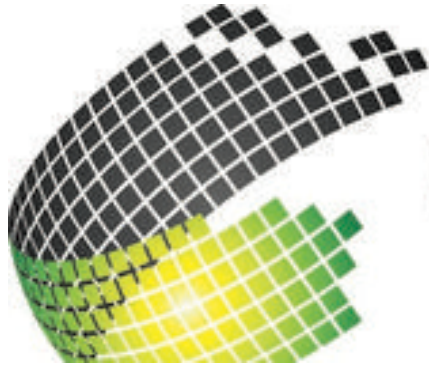
USE OF FUNDS

- ▶ \$50M Subsidiary Asset Acquisition
- ▶ Existing Subsidiary Expansion
- ▶ Planning/positioning for NASDAQ

SHARE PRICE GROWTH

CDIF Historical Chart





CARDIFF
INTERNATIONAL, INC

Corporate Offices:
401 East Las Olas Boulevard
Unit 1400
Fort Lauderdale, FL 33301
United States
p: 844-628-2100
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