



CORPORATE OVERVIEW



A GLOBAL POWERHOUSE IN TECHNOLOGY ENABLEMENT & DIGITAL TRANSFORMATION

WHO WE ARE

650 EMPLOYEES WORLDWIDE

\$80M GLOBAL IT SERVICES POWERHOUSE

17+ YEARS OF INNOVATION

400+ ENTERPRISE CLIENTS ACROSS F100-1000

50+ GLOBAL ALLIANCES WITH BEST-IN-BREED PARTNERS

SharedLabs, Inc. Digital & Software Solutions Bring You Greater Agility and Innovation



Serving Enterprises and Governments Worldwide



Global Scale and Reach



SharedLabs, Inc. has a presence on 2 continents, 3 countries, in 70+ cities

Executive Team



CEO

Responsible for providing strategic leadership of fast-growing software and digital services companies by working with the Board of Directors, Management, Industry Leaders and analysts to establish long-range goals, strategies, plans and policies. Excellent leadership in planning, development, organizational governance, implementing growth plans and evaluating and directing the organization's fiscal function and performance.

Known for his "bias for action", Mr. Cory is a high-energy leader with an extensive understanding of the global market place and an exceptional passion for technology businesses. An accomplished executive, record of innovation, business transformation, and for creating & executing plans that drive explosive growth by aligning the companies he serves to high growth. His broad experience and expertise encompass multiple industries. He holds a B.S. in Computer Science and an MBA.



COO

Mr. Andrews is a senior executive with a record of success in achieving revenue, profit and business goals in early stage and large corporate environments both public and private. His success has spanned multiple industries to include telecommunications, health care, transportation and information technology.

Prior to SharedLabs, Andrews served as President & COO of Duos Technologies, as EVP of business development and sales, and member of the board for ShipXpress, Inc, a SAAS based logistics software company, until he led the sale of the company to GE in 2016, as CEO of Evans Data Corporation, CEO of Giga Information Group, CIO for CSX Corporation, and President GTE Health Systems. Andrews has a BS in Business and Finance from Whitworth University and a Masters of Business Administration from University of Puget Sound.



CFO

As CFO Tim Rahman will lead SharedLabs, Inc accounting, finance, investor relations, audit, risk and compliance functions. With over 25 years of experience and a strong background in operations and senior management, Tim brings broad experience and disciplines across the entire business. Prior to SharedLabs, Tim was CFO of Mission Critical Electronics, a platform company consisting of Numar Power, Kussmaul and other brands focused on manufacturing, as a controller at Kholer, divisional CFO at Beemak Plastics, controller at Bravo Corporation, as well as in roles ranging from Internal Auditor to Asst. Corporate Controller of American Racing Equipment. Tim graduated from California State Dominguez Hills with his Bachelor of Science in Finance, and holds a Master of Business Administration from Pepperdine University, and attended advanced leadership training at Oxford University, where he focused in International Business.



SharedLabs Today: We Are a Strong, Innovative Global Enterprise



FIANCIAL
SNAPSHOT

PROFORMA FINANCIAL PROJECTIONS WITHOUT Acquisition

NOTES:

- These projections do not represent additional contemplated acquisition; including those which are currently under LOI and expected to close in 2017
- Numbers for 2017 are base case and we expect to exceed in all areas
- EBITDA target is represented as “adjusted ebidta” with normal adjustments for deal expenses, and one time charges for the year removed

	Total 2017	Total 2018	Total 2019
Revenue			
Total Revenue	73,555,710	82,186,347	97,230,970
Cost of Goods Sold			
Total Cost of Goods Sold	64,161,817	71,066,576	81,621,352
Gross Profit	\$9,393,894	\$11,119,771	\$15,609,618
Gross Margin	13%	14%	16%
Operating Expenses (historical %)	7%	7%	6%
Operating Expenses	5,453,578	5,400,000	5,940,000
			-
EBITDA	3,940,316	5,719,771	9,669,618
	5%	7%	10%

PROFORMA P&L FINANCIAL PROJECTIONS WITH TARGETED ACQUISITION

NOTES:

- These projections represent the proforma adjusted financials with contemplated target acquisition as completed.
- The target acquisition may not be completed
- Numbers for 2017 are base case and we expect to exceed in all areas
- EBIDTA target is represented as "adjusted ebidta" with normal adjustments for deal expenses, and one time charges for the year removed

Consolidated Income Statement:				
	12/31/2018	12/31/2019	12/31/2020	12/31/2021
Revenue				
tringapps	\$ 9,424,722	\$ 9,347,196	\$ 10,130,716	\$ 10,981,104
SharedLabs Legacy	83,452,541	90,038,104	96,778,959	103,623,104
SharedLabs	1,325,000	1,455,000	4,500,000	6,325,000
Total Revenue	94,202,263	100,840,300	111,409,675	120,930,208
Cost of Goods Sold				
tringapps	6,408,811	6,307,480	6,734,887	7,190,104
SharedLabs Legacy	72,571,235	76,965,889	81,761,206	86,508,104
SharedLabs	689,500	1,544,050	1,789,370	2,123,000
Labor Burden				
Total Cost of Goods Sold	79,669,546	84,817,419	90,285,462	95,821,208
Gross Profit	\$ 14,532,717	\$ 16,022,882	\$ 21,124,213	\$ 25,109,000
Gross Margin	15%	16%	19%	
Operating Expenses				
Personnel	892,975	899,399	944,069	991,000
Bonuses	192,000	288,000	384,000	384,000
Salaries and Wages	893,079	928,803	965,955	1,004,000
Rent	135,611	138,323	141,089	143,000
Legal and Professional Fees	47,856	47,856	47,856	47,000
Telephone	22,202	22,424	22,649	22,000
Dues and Subscriptions	21,072	21,072	21,072	21,000
Insurance	76,697	78,998	81,368	83,000
Travel, Meals and Entertainment	401,940	413,998	426,418	439,000
Media, Internet and Marketing	62,349	64,220	66,146	68,000
Consulting	167,820	167,820	167,820	167,000
Other - iTech	3,513,576	3,513,576	3,513,576	3,513,000
Total Operating Expenses	6,427,178	6,584,490	6,782,019	6,888,000
% of Revenue	7%	7%	6%	
EBITDA	8,105,539	9,438,392	14,342,194	18,218,000
Depreciation	8,340	20,844	33,348	33,000
Amortization	1,624,665	1,674,663	1,674,663	1,674,000

PROFORMA CONSOLIDATED BALANCE SHEET WITH TARGETED ACQUISITION

NOTES:

- These projections represent the proforma adjusted financials with contemplated target acquisition as completed.
- The target acquisition may not be completed
- EBIDTA target is represented as “adjusted ebidta” with normal adjustments for deal expenses, and one time charges for the year removed

Consolidated Balance Sheet:				
	12/31/2017	12/31/2018	12/31/2019	12/31/2020
Assets				
Current Assets				
Cash	\$ 2,753,931	\$ 5,138,666	\$ 8,316,576	\$ 5,795,108
Accounts Receivable	8,812,610	10,225,535	11,101,966	12,108,000
Unbilled Receivables	3,807,048	4,090,214	4,440,787	4,843,000
Other Assets	140,000	140,000	140,000	140,000
Total Current Assets	15,513,589	19,594,414	23,999,329	22,887,108
Other Assets				
Goodwill	23,620,000	23,620,000	23,620,000	23,620,000
Other Assets & Prepaids	20,000	20,000	20,000	20,000
Software	-	-	1,500,000	1,500,000
Less Accumulated Amortization	(787,333)	(2,411,998)	(4,086,661)	(5,761,000)
Net Intangible Assets	22,852,667	21,228,002	21,053,339	19,378,000
Tangible Assets				
Furniture and Fixtures	184,000	309,000	384,000	384,000
Less Accumulated Depreciation	(4,070)	(12,410)	(33,254)	(66,000)
Net Tangible Assets	179,930	296,590	350,746	318,000
Total Assets	\$ 38,546,185	\$ 41,119,006	\$ 45,403,414	\$ 42,583,108
Liabilities and Stockholders' Equity				
Current Liabilities				
Accounts Payable	2,570,799	2,918,009	3,114,556	3,293,000
Accrued Incentive Pay	11,075,512	12,851,247	13,952,729	15,217,000
Accrued Outside Programmers	139,901	162,332	176,245	192,000
Total Current Liabilities	13,786,212	15,931,588	17,243,530	18,703,000
Non-Current Liabilities				
Long Term Debt	4,490,083	3,575,103	3,302,435	3,321,000
Earnout Liability	6,000,000	4,500,000	3,000,000	1,000,000
Line of Credit	9,184,688	9,184,688	9,184,688	9,184,688
Total Non-Current Liabilities	19,674,771	17,259,791	15,487,123	4,321,000
Total Liabilities	\$ 33,460,983	\$ 33,191,379	\$ 32,730,653	\$ 23,024,000



PATH FORWARD

Our timeline and representatives

- Expect to file S1 by Dec 31 – Expect completion of registration within 60-75 days
- IPO is being UW by Jos. Gunnar
- Subsequent IPO date within 60 days of SEC approvals
- Anticipated 15M raised at IPO
- Friedman was retained to complete our IPO / PCAOB AUDIT
- All material pre purchase financial due diligence done by Clifton Larsen Allen
- Audits for 5 years completed by Gallagher Flynn
- Securities offering completed and managed by Sichenzia Ross Ference Kesner LLP
- Escrow held by Sichenzia Ross Ference Kesner LLP

APPENDIX 1

EXECUTIVE LEADERSHIP & BOARD OF DIRECTORS

Mark T. Dinkel, JD MBA – GC & CORP SECRETARY

Mr. Dinkel is senior executive with deep experience in delivering technology, business services, and management consulting, creation of asset backed securities, and M&A transactions. He has exceeded objectives his entire career with a strong focus on growth, organizational effectiveness.

Mark currently serves as CEO of Payne Bouched, Inc, and prior to this served in various executive roles including Vice President at Presidio, Vice President at CSC, Vice President at Perot, and President at ADC Telecommunications.

Mark holds several degrees, including an MBA from the Wharton School of the University of Pennsylvania a J.D. from Boston College Law School, and a Master of Laws in Taxation from Georgetown University Law School.

Mark also serves as Secretary and GC of SharedLabs

WILLIAM “BILL” WEINGART - DIRECTOR

Mr. Weingart, is the Chief Information Officer of Vantiv, Inc.. Prior to this role he served as President of eCommerce, and Chief Product Officer for Vantiv.

He has more than 28 years of experience as an Information Technology Executive in the financial services industry. He is a recognized payments technology leader, known for crafting the requisite strategic vision to achieve business goals, he offers a unique blend of executive acumen, global team-building, and product solutions, credited with strong ROI and operational improvement. Before joining Fifth Third Processing Solutions LLC, he served as Chief Technology Officer for First Data Corporation's Merchant Services Division where he rose through positions including application development, DBA, and process design to take the role of Senior Manager, where he led complex systems implementations, Applications Development, and Product Management. He served at Citibank, Card Establishment Services.

He serves as a Director of IP Commerce, Inc. He serves as a Member of the Cordys Board of Advisors and the Starview Technical Advisory Board. He maintains an active membership in the CIO Technology Executive Network and the Working Council of CIO's. He holds a Masters Degree in Corporate Finance from Dowling College in Oakdale, New York.

SUSAN QUACKENBUSH - DIRECTOR

Sue Quackenbush serves as Chief Human Resources Officer for Vonage. She leads all aspects of Human Resources, including compensation, benefits, training, talent acquisition and development, and organizational development and effectiveness.

Sue brings with her 26 years of experience, spending 18 years in human resources and eight years in corporate finance. Prior to joining Vonage, Sue was Chief Human Resources Officer at Presidio, Inc. Prior to that, Ms. Quackenbush was Vice President of Human Resources at DMG Information & Events and earlier, Head of Human Resources, Global Banking & Financial Markets, for BT (British Telecommunications).

Sue has also held executive roles at Thomson Reuters, R.H. Donnelley, Honeywell and Ford Motor Company. She earned an M.B.A. from Drexel University, and a Bachelor of Science degree from Rutgers University.

JASON M. CORY - DIRECTOR

The only “executive board member”, Jason Cory serves as President, CEO, and Director.

Known for his “bias for action”, Mr. Cory is a high-energy leader with an extensive understanding of the global market place and an exceptional passion for technology businesses. An accomplished executive, he has an impressive record of innovation, business transformation, and for creating & executing plans that drive explosive growth by aligning the companies he serves to high growth marketing opportunities.

His broad experience and expertise encompass multiple industries including technology, financial services, media & entertainment, retail, manufacturing, aerospace & defense, health care, and telecommunications.

Prior to Shared Labs, Mr. Cory held various senior executive roles, including Senior Vice President of Presidio Managed Services, President and CEO of Atherio, President of Rolta, Inc., Senior Vice President of FIS Global Services, and Executive Vice President at CSC.

He holds an M.B.A in Finance and a B.S. in Computer Science.

THANK YOU



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