

ELECTRIC  
IS IN  
OUR DNA



**ZEUS**<sup>TM</sup>  
ELECTRIC CHASSIS

## Investor Presentation June 2021

Presented by



**Wayne Kugel, CEO**  
Zeus Electric Chassis, Inc.

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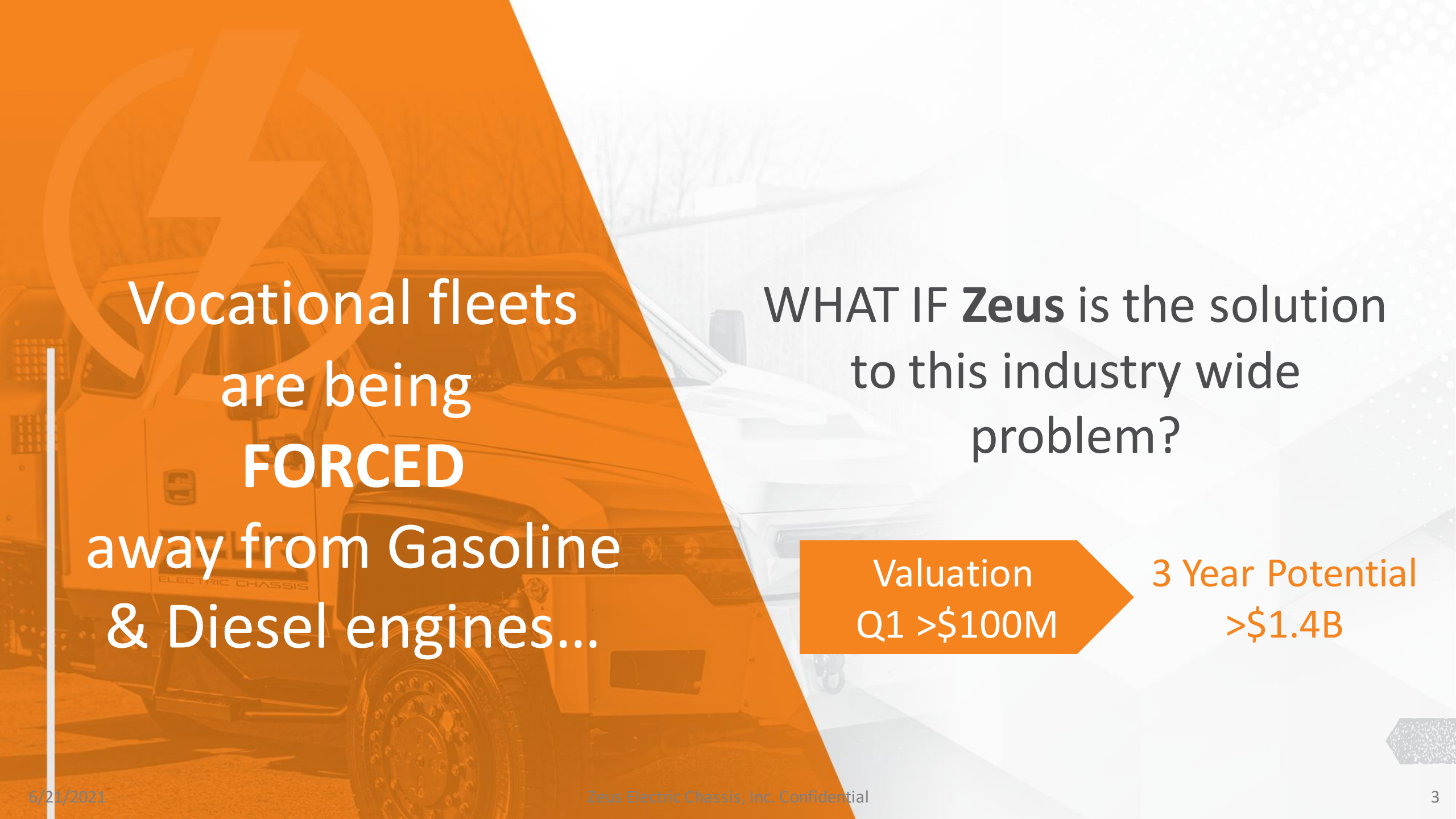
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This document contains certain financial, return and other projections and forward-looking statements. These projections and forward-looking statements include, in particular, statements about plans, strategies and prospects relevant to the Company. These statements are based on our current expectations and projections about future events. The words "may," "will," "should," "expect," "scheduled," "plan," "seek," "intend," "anticipate," "believe," "estimate," "aim," "potential" or "continue" or the negative of those words or other similar expressions are intended to identify forward-looking statements and information. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of their respective dates. These forward-looking statements are based on assumptions and estimates by members of the Company's management that, although believed to be reasonable, are inherently uncertain and subject to risks and uncertainties that could cause actual results to differ from historical results or those anticipated or predicted by such forward-looking statements. In light of these risks and uncertainties, the matters referred to in the forward-looking statements contained in this document may not, in fact, occur. We undertake no obligation to update or revise any forward-looking statement after the date of this brochure as a result of new information, future events or otherwise, except as required by law. All of our forward-looking statements contained herein are qualified by these cautionary statements.







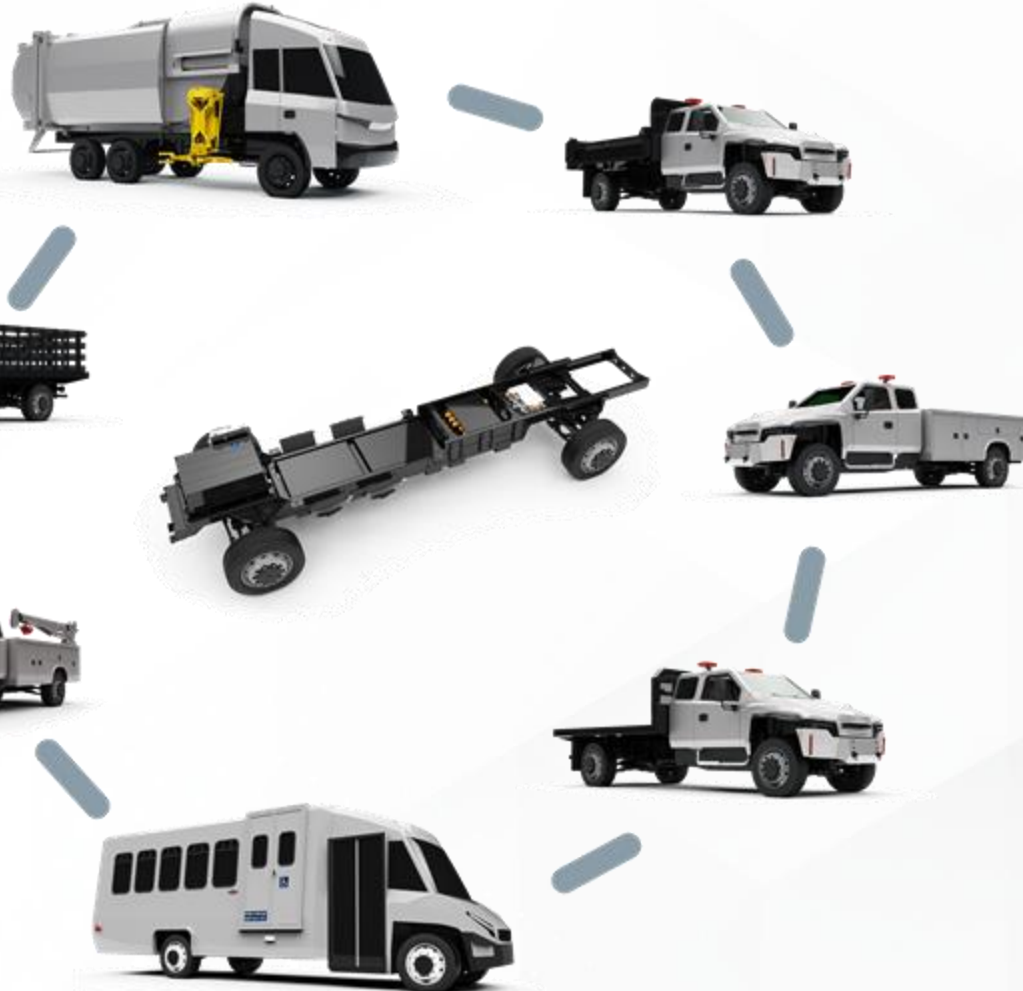
Vocational fleets  
are being  
**FORCED**  
away from Gasoline  
& Diesel engines...

WHAT IF **Zeus** is the solution  
to this industry wide  
problem?

Valuation  
Q1 >\$100M

3 Year Potential  
>\$1.4B

# Customer Centric Solution built for Success



1

The Customer's specific needs

+

2

Zeus' Configurable components

+

3

Integrated work functions

=



## Unlimited Solutions

Bill of Materials

80% Common

20% Configured to Segment



Sacramento Municipal  
Utility District

**"Zeus is a phenomenal addition to our fleet.**

Not only do they showcase the future of electric vehicles and the ability to transition a large fleet to all-electric, but they also reduce operating costs and greenhouse gases, helping us meet our goal of zero carbon by 2030."

*- SMUD General Manager and CEO, Paul Lau*



Initial Purchase Agreement for these 5 configurations



20,000 units - Platform



15,000 units - Dump



40,000 units – Dry Van











40,000 units - Service



NTEA Segment [body type]  
Data:  
Annual Segment Sales

# Programs Set Up \$750M+ in Opportunity Pipeline

Engaged OEMs

	Segments										
	Flatbed / Stake	Dump	Service / Crane	Box Delivery	Bucket Lift	Specialty	Fire & Rescue	Shuttle Bus	Sweepers / Vacuum	Refuse	RV
											
											
											
											
Barrington Bus											
											
											
Regional Upfitters											
											
											

\* Signed Orders or Agreements

*Backed with Tight Industry Relationships & Experience*

## Vocational End Users





# Scalability

- 350,000 sq ft
- ISO 9001:2015 Certified
- Talented Workforce
- Assembly
- Fabrication
- Supply Chain at Scale



*MOU signed with*

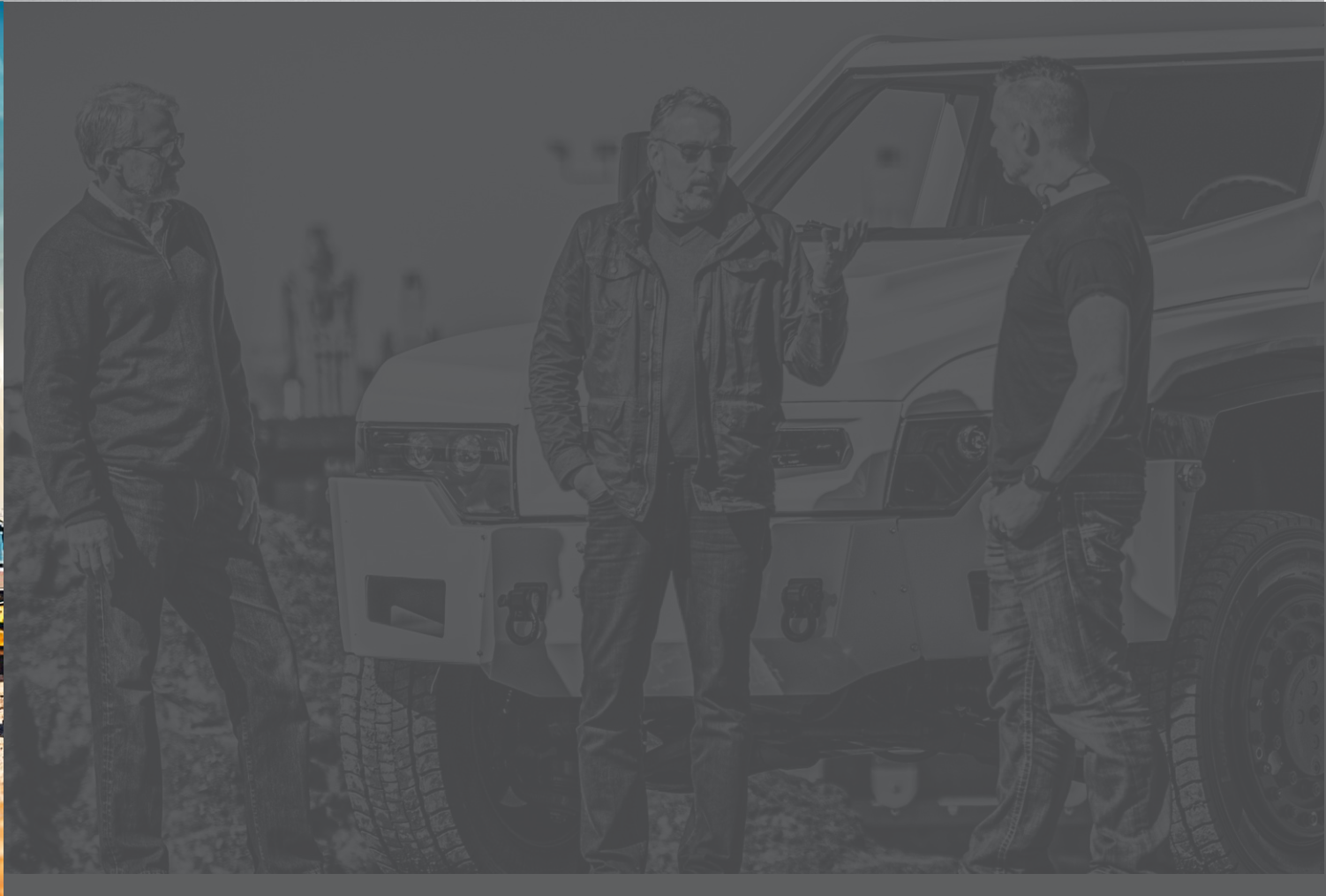


**MANUFACTURING GROUP**

The Choctaw Nation of Oklahoma is the third largest federally recognized tribe in the United States.



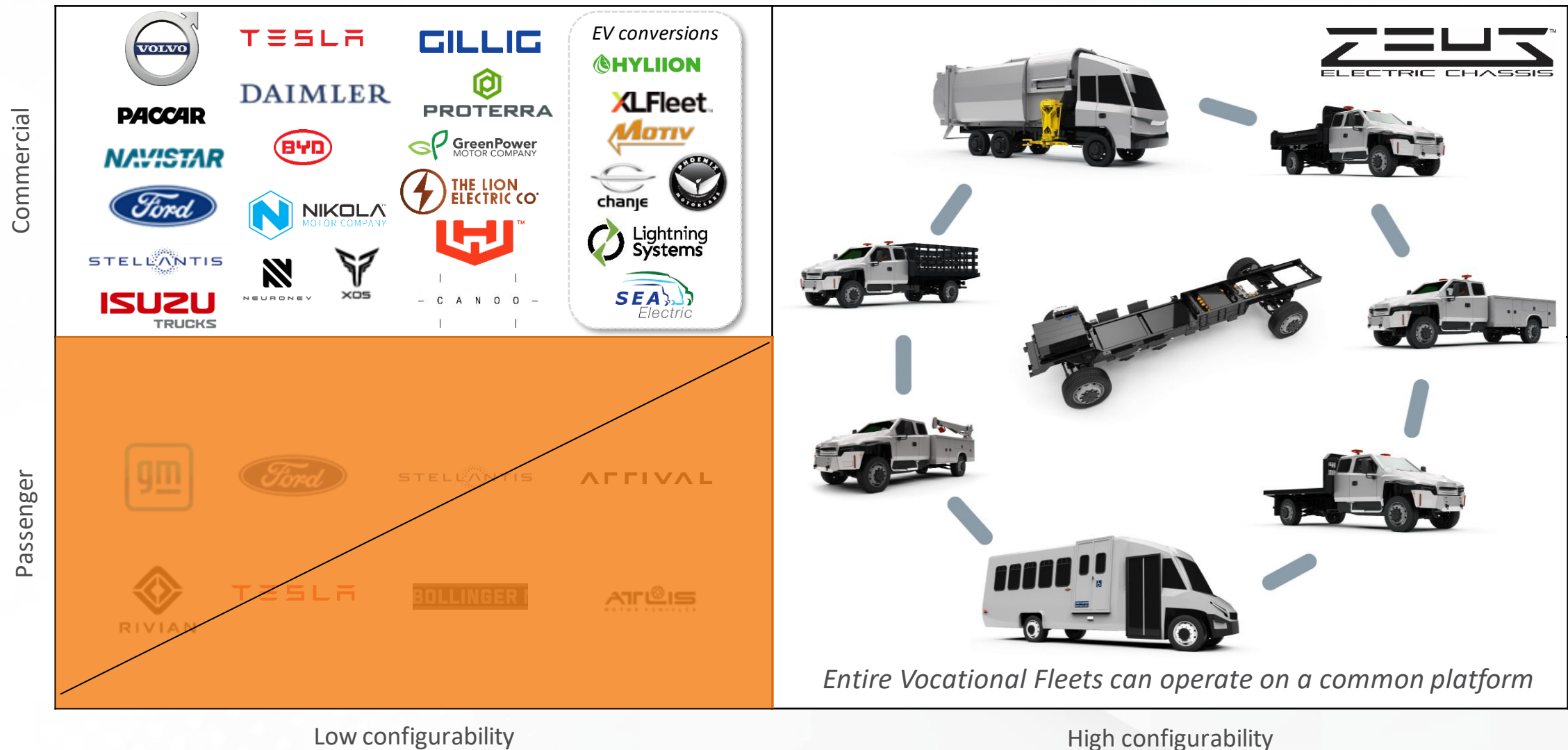




# Questions?

# Competitive Landscape

We didn't set out to just build a better electric truck. We set out to create a **new industry**.












Low configurability

High configurability

# Comparable Valuations



L A M B E R T

Company Name	Ticker	Market Cap (\$MM)	Total Raised (\$MM)	Revenue (\$MM)	EV (\$MM)	EBITDA (\$MM)	EV/Revenue	EV/EBITDA
 NIKOLA™	Nasdaq:NKLA	5,120.05	1,086.00	0.04	4,512.12	-454.75	112,803.00	N/A
 HYLIION	NYSE:HVLN	1,802.49	374.35	0.00	1,225.75	317.64	N/A	3.86
 TESLA	Nasdaq:TSLA	641,212.80	12,598.07	35,940.00	636,561.80	2,668.00	17.71	238.59
 WORKHORSE 	Nasdaq:WKHS	1,747.48	52.85	1.83	1,899.78	-37.11	1,038.13	N/A
 GreenPower MOTOR COMPANY	TSX:GPV	597.39	14.02	8.15	575.45	-4.72	70.61	N/A
 SAIC SAIC MOTOR	SHG:600104	37,025.57	6,241.09	121,320.00	35,918.54	6,683.52	0.30	5.37
 LIGHTNING e MOTORS	NYSE:ZEV	593.16	152.70	9.00			N/A	N/A
 THE LION ELECTRIC CO.	TSE:LEV	3770.673	200	29.00	3770.673	-4.00	130.02	N/A
 RIVIAN	Private	N/A	8,651.25				N/A	N/A



# Regulation D, 506C Series 2 SAFE Investment Scenarios

Series 2 SAFE - 90% Discount Rate

\$200M CAP



\$5,000,000

6/20/2021

## \$5M Investment - Series 2 SAFE - Scenarios

CONFIDENTIAL

SUBJECT TO CHANGE THEORETICAL VALUATION ->	VALUATION								
	50,000,000	100,000,000	150,000,000	200,000,000	250,000,000	500,000,000	750,000,000	1,000,000,000	1,500,000,000
				SAFE CAP					
Pre-Cash Share Price	\$5.80	\$11.60	\$17.41	\$23.21	\$29.01	\$58.02	\$87.03	\$116.04	\$174.06
SAFE Discount Price	\$5.22	\$10.44	\$15.67	\$20.89	\$26.11	\$52.22	\$78.33	\$104.44	\$156.66
Liquidity Price (based on CAP)	\$23.21	\$23.21	\$23.21	\$23.21	\$23.21	\$23.21	\$23.21	\$23.21	\$23.21
SAFE Price at Conversion	\$5.22	\$10.44	\$15.67	\$20.89	\$23.21	\$23.21	\$23.21	\$23.21	\$23.21
SHARES Issued	957,524	478,762	319,175	239,381	215,441	215,441	215,441	215,441	215,441
Pre-Cash									
Value @ Liquidity Pre-Cash Price	\$ 5,555,556	\$ 5,555,556	\$ 5,555,556	\$ 5,555,556	\$ 6,249,944	\$ 12,500,104	\$ 18,750,048	\$ 24,999,992	\$ 37,500,096
Gain \$ @ Conversion to Pref. Stock	\$0.58	\$1.16	\$1.74	\$2.32	\$5.80	\$34.81	\$63.82	\$92.83	\$150.85
Gain % @ Conversion to Pref. Stock	11.1%	11.1%	11.1%	11.1%	25.0%	150.0%	275.0%	400.0%	650.0%

Disclaimer: Certain information included in this document contains forward-looking information, including "future oriented financial information" and "financial outlook" under applicable securities laws (collectively referred to herein as "forward-looking statements"). Except for statements of historical fact, the information contained herein constitutes forward-looking statements and includes, but is not limited to: (i) the projected financial performance of the Company; (ii) completion of, and the use of proceeds from, the sale of the SAFEs being offered by the Company; (iii) the expected development of the Company's business, projects, and/or joint ventures; (iv) execution of the Company's vision and growth strategy; (v) sources and availability of third party financing for the Company's projects; (vi) completion of the Company's projects that are currently underway, in development, or otherwise under consideration; (vii) renewal of the Company's current supplier and other material agreements; and (viii) future liquidity, working capital, and capital requirements. Forward-looking statements are provided to allow potential investors the opportunity to understand management's beliefs and opinions with respect to the future so that they may use such beliefs and opinions as one factor in evaluating an investment.

These statements are not guarantees of future performance and undue reliance should not be placed on them. Forward-looking statements necessarily involve known and unknown risks and uncertainties that may cause actual performance and financial results in future periods to differ materially from any projections of future performance or result expressed or implied by such forward-looking statements. There can be no guarantee that the Company will engage in any future financing which would give rise to the result described in this document. If such a financing does occur, there can be no guarantee as to the timing of such financing or the valuation at which such financing would be completed.

Although forward-looking statements contained in this document are based on what management of the Company believes are reasonable assumptions, there can be no assurance that forward-looking statements will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements. The Company undertakes no obligation to update forward-looking statements if circumstances or management's estimates or opinions change except as required by applicable securities laws. The reader is cautioned not to place undue reliance on forward-looking statements.

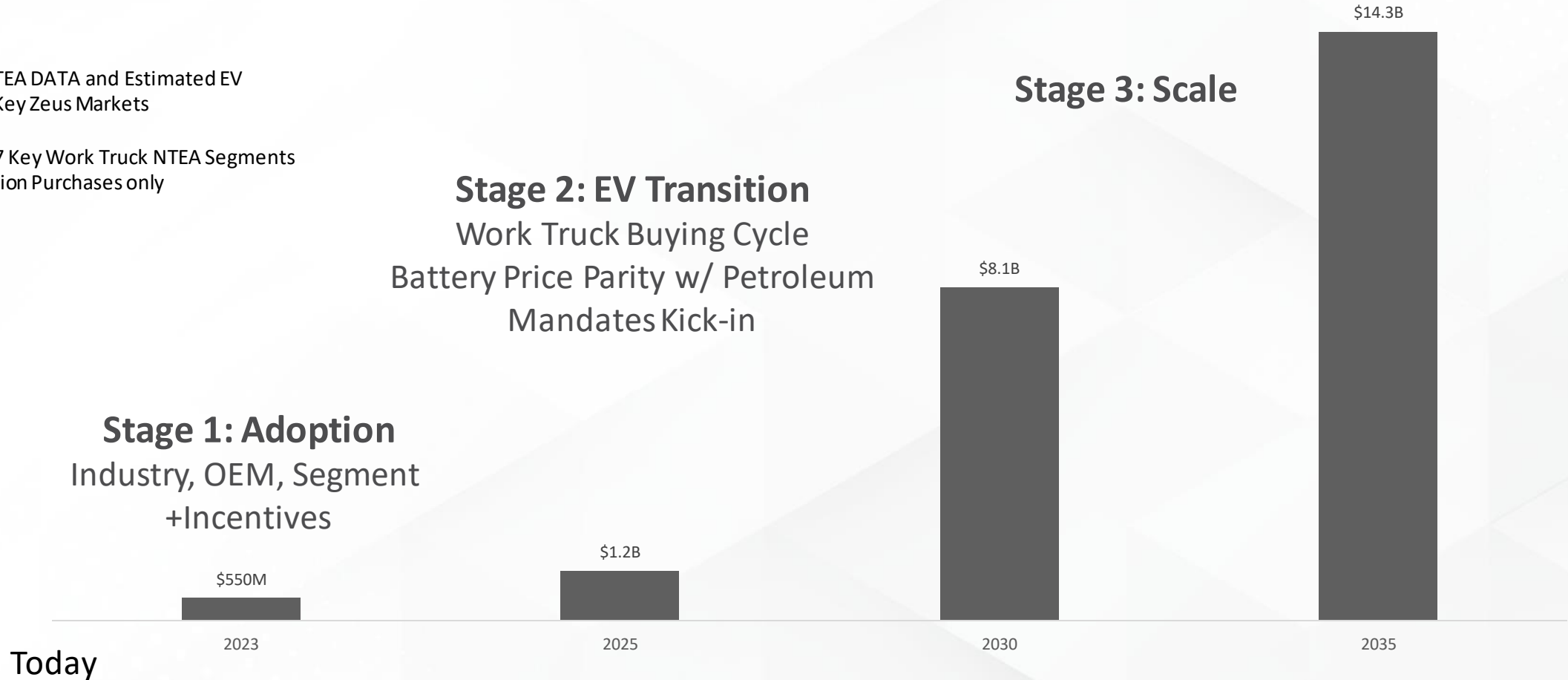
# Proforma (Low Comparable Fixed Cost, Positive Net Income in 3-5 Years)

ZEUS CONFIDENTIAL - SUBJECT TO CHANGE	YE UNITS				
	8	50	250	1,250	6,250
	2021	2022	2023	2024	2025
<b>INCOME FROM OPERATIONS</b>					
<b>CASH FROM PRODUCT SALES</b>					
CHASSIS SALES	\$1,800,000	\$9,500,000	\$46,075,000	\$223,463,750	\$1,039,106,438
<b>COST OF GOODS</b>	(2,086,500)	(8,939,555)	(41,897,798)	(196,168,040)	(880,595,626)
<b>EXPENSES</b>					
SALARIES AND WAGES	(2,831,561)	(5,556,274)	(6,513,993)	(7,022,736)	(7,209,546)
R&D EXPENSE	(805,000)	(3,000,000)	(3,500,000)	(4,000,000)	(5,000,000)
SALES & MARKETING EXPENSE	(225,000)	(950,000)	(2,303,750)	(2,793,297)	(12,988,830)
GENERAL OPERATING EXPENSE	(493,600)	(665,000)	(1,612,625)	(7,821,231)	(36,368,725)
AMORTIZATION	(200,000)	(680,000)	(1,248,600)	(1,548,600)	(1,948,600)
<b>NET INCOME Before TAXES</b>	<b>(4,841,661)</b>	<b>(10,290,829)</b>	<b>(11,001,766)</b>	<b>4,109,846</b>	<b>94,995,110</b>
NET TAX BENEFIT (EXPENSE)	968,332	2,058,166	2,200,353	(821,969)	(18,999,022)
<b>NET INCOME</b>	<b>(3,873,328)</b>	<b>(8,232,663)</b>	<b>(8,801,413)</b>	<b>3,287,877</b>	<b>75,996,088</b>
<b>PRODUCT GM</b>	-16%	6%	9%	12%	15%
<b>CHASSIS PRICE w/ 105KWh Battery</b>	\$225,000	\$190,000	\$184,300	\$178,771	\$166,257
Chassis	70%				
Battery	30%				

# Work Truck EV Addressable Market + Adoption Curve

\* BASED ON NTEA DATA and Estimated EV Adoption in Key Zeus Markets

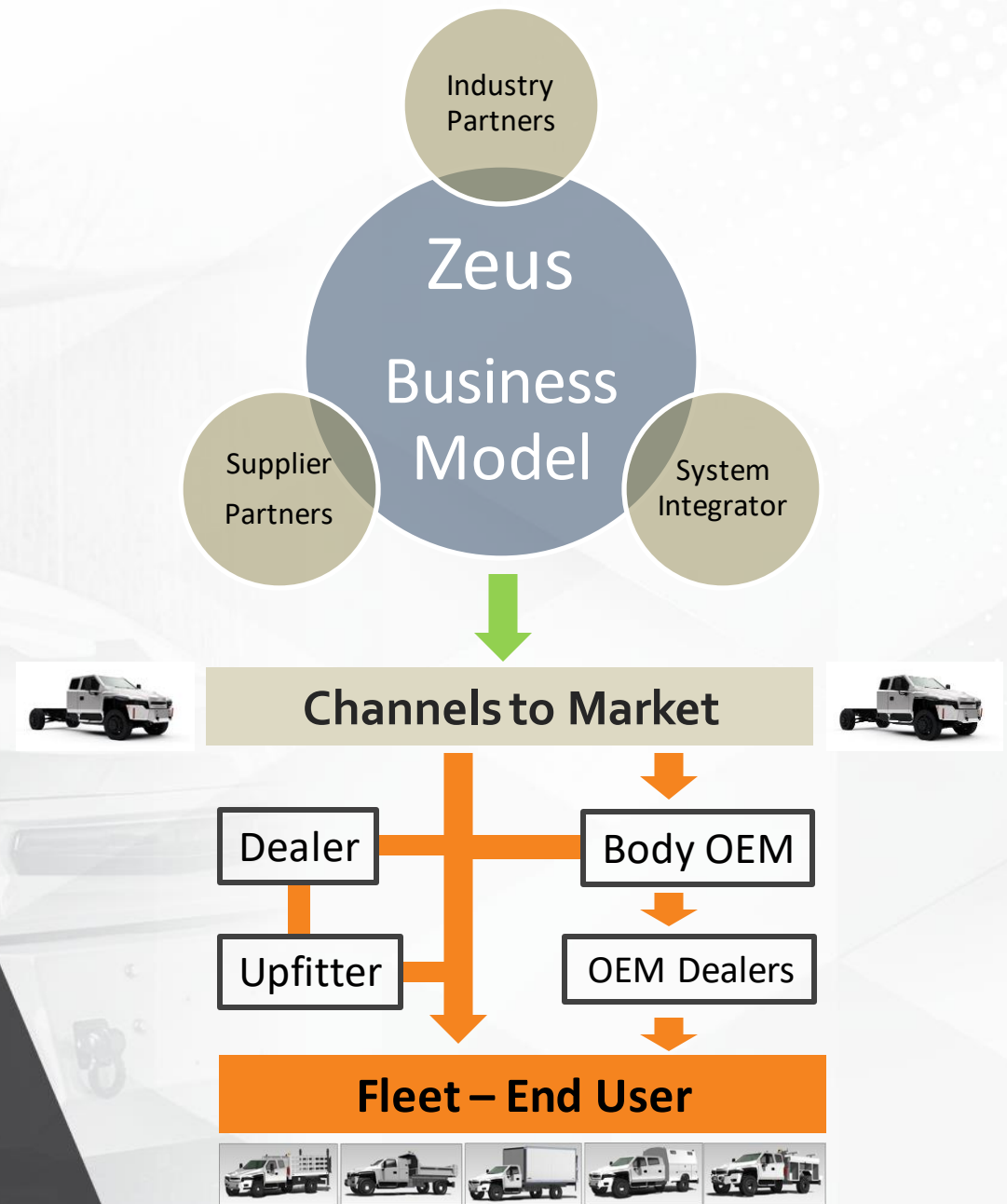
\* Estimated: 27 Key Work Truck NTEA Segments & Electrification Purchases only





# Zeus Cab Chassis Channels to Market

Positioning our Body  
OEM Customers for  
Success!



## Direct Supplier Relationships

**WABCO**



***CURTISS -  
WRIGHT***



# Business Model

## Diverse Revenue Streams Support Sustainable Growth





# Projected Use of Funds - Three Year Investment Target

June '21 – Dec 2021	Amount
White Bear Plant + WIP (10 units)	\$0.7M
Test and Validation	\$0.2M
R&D - Expanding Product Catalog	\$0.5M
Marketing / Sales / Events	\$1.0M
General	\$0.3M
Wages	\$2.2M
Contingency	\$0.1M
<b>Total</b>	<b>\$5M</b>

June 2021 – May 2022	Amount
White Bear Plant + WIP (20 units)	\$3.5M
Test and Validation	\$2.0M
R&D – Expand Product Portfolio	\$1.6M
Marketing / Sales / Events	\$0.3M
General	\$0.2M
Wages	\$2.2M
Contingency	\$0.2M
<b>Total</b>	<b>\$10M</b>

June 2021 – May 2024	Amount
Assembly Plant + WIP (3K units)	\$15M
Test and Validation	\$1.5M
R&D - Expanding Product Catalog	\$7.5M
Marketing / Sales / Events	\$5.5M
General	\$3.0M
Wages	\$16.5M
Contingency	\$1M
<b>Total</b>	<b>\$50M</b>

## 6 Months

- \$5M Raise
- Build, Test, and Validate 10 trucks
- Marketing and Events
- Enable Choctaw Defense Manufacturing
- Deliver on SMUD

## 12 Months

- \$10M Raise
- Build 20 trucks by May '22
- Includes 2 demo units (bucket & crane)
- Add 10 major fleets to adoption process
- Build on OEM alliances; Body solutions; Training; Leverage service network

## 36 Months

- \$50M Raise
- Build rate grows to 2,500 trucks/year
- Expand product portfolio
- Add a regional assembly facility
- Improvement - cost & profitability



# Significant Milestones Met and Underway to Accelerate Success!

## Validation:

- Cab crash testing complete Feb 2020
- Running prototype Jan 2021
- Brake testing underway June 2021

## Purchase Agreements:

- SMUD 5 trucks signed June 2021
- Delivery in 9 months
- Parts on order for 10 trucks

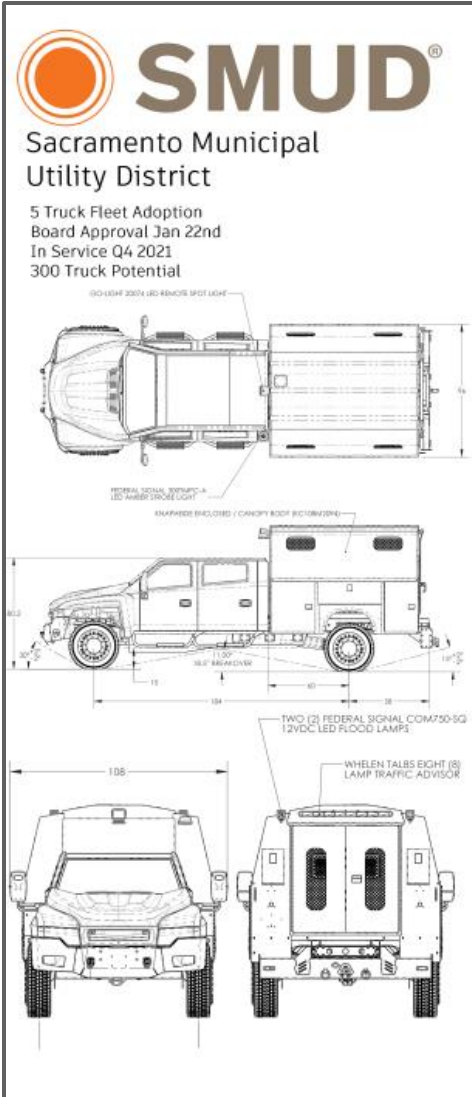
## CA Air Resources Board (CARB) Certification:

- Documentation Submitted June 2021
- Anticipate EO by August 2021
- Eligible for CA incentives Fall 2021

## Strategic Partnerships:

- CMC Client
- Technology & Manufacturing Partners
- OEM & Fleet Alliances

# All Eyes are on SMUD



## Zeus Momentum in CA:

- Tremendous support from CMC, E Source, CalStrat
- Obtain CARB EO in August
- CMC & SMUD Ride & Drive event in October
- Secure order from City of Sacramento
- Execute on SMUD 5 truck fleet adoption
- E Source write-up and industry publication
- Expand product portfolio

## Success = Access to 100k+ Trucks/Year

- \$1.6B in CA alone...blue ocean
- Competitors struggle with applications
- Payload, body integration, speed to market
- Timing is good vs fleet adoption models
- Many fleets are "cheering us on"



# Zeus Electric Chassis Team



**WAYNE KUGEL, CEO**

Over 30 years in Operational and Executive Management, Computing, Big Data and Artificial Intelligence with Cray, HPE and IBM



**JOHN SZTYKIEL, INDUSTRY ADVISOR**

Former President & CEO Spartan Motors, 35 Years Specialty Truck Market Experience, Co-Founder Created To C, Future-minded Strategic and Operational Business Consulting



**BOB GRINSTEAD, FOUNDER & CTO**

Over 25 years Design, Engineering, & Manufacturing Specialty and Vocational Trucks, Medium, Heavy-Duty and Specialized Truck Electrification Industry Expert



**BILL BRANDT, BUSINESS DEVELOPMENT**

Over 33 years of Experience in Motion & Control Vehicle Integration Technologies, Aerospace, Military Ground Vehicles and Mobile On-Highway Industries



**LEE PRINKKILA, TREASURER, CFO**

CPA CGMA, U.S. Tax and Public Utilities Expert, Technologist in Multiple Industries



**JIM STEFFES, SALES**

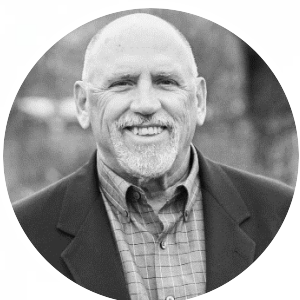
North American Fleet Association Board Leader; Over 20 years Commercial Vehicle Fleet Sales, Solutions and Management; Driven to Build Continuous

## Team - Continued



**KENNETH W. SMITH, BOARD CHAIRMAN**

President and CEO of Ever-Green Energy, professional electrical engineer and globally recognized energy leader with over 35 years of experience in community energy systems



**PHIL STEFFES, GENERAL COUNSEL**

40 Years Legal and Contracts Experience in High Tech Industries, And Advising Emerging Companies in the Midwest



**FRANK PHILLIPS, JR.,  
VP ENGINEERING AND OPERATIONS**

35 years of operations organizational structure management, including MRP, ISO and operations systems implementation and engineering design and program management.



**MEREDITH BRANDT,  
COMMUNICATIONS AND EVENTS**

10 years Engineering in Aerospace Industry; Community Organizer and Events Planner



**JOEL ECKMAN, DIGITAL ASSET MANAGER**

Over 25 years of experience helping industrial manufacturing companies compete and succeed in the digital space.



**JANET JANISZEWSKI, HUMAN RESOURCES**

Over 25 years' experience leading Human Resources for companies in the medical, CPG, and service industries.



**DAVID FREEMAN, OPERATIONS ENGINEER**

30 years' experience in prototype machine design, industrial automation and process control. Creating solutions for efficient workflow & increased production while decreasing defects

## Transforming an Industry

*Platforms that transformed their industries*



**ZEUS** will transform the vocational work truck world  
with a cleaner, more efficient solution.

**Join Us!**

# UPFIT RETROFIT AFTER MARKET

BUILT RIGHT







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