

TRANSFORMING UTILITIES & ENHANCING COMMUNITIES

April, 2021

Disclaimer

IMPORTANT: YOU MUST READ THE FOLLOWING BEFORE CONTINUING. The information contained in this presentation has been prepared by Tantalus Systems Holding Inc. (the "Company") for information purposes only. References to "Tantalus" or the Company for periods prior to January 29, 2021 refer to the Company's predecessor entities. This presentation does not constitute or form part of any advertisement of securities, any offer or invitation to sell or issue or any solicitation of any offer to purchase or subscribe for, any securities of the Company in any jurisdiction, nor shall the presentation or any part of it, nor the fact of its communication or distribution form the basis of, or be relied on in connection with, any contract or investment decision. No representation or warranty, express or implied, is given by the Company, its affiliates or any of their respective advisers, officers, employees or agents, as to the accuracy, completeness or fairness of the information or for any loss howsoever arising, directly or indirectly, from any use of the presentation or its contents. The merit and suitability of any investment in the securities of the Company should be independently evaluated and any entity or person considering such an investment is advised to obtain independent legal, tax, accounting, financial, credit and or any other related advice prior to making an investment.

FORWARD LOOKING INFORMATION. Certain statements in this presentation (including, without limitation, the strategic growth initiatives and the investment thesis information cited within this presentation) may constitute "forward-looking information" within the meaning of applicable securities laws that involve known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements or industry results to be materially different from any future results, performance or achievements or industry results expressed or implied by such forward-looking information. Forward-looking information is identified by the use of terms and phrases such as "anticipate", "believe", "could", "estimate", "expect", "intend", "may", "plan", "predict", "project", "will", "would", and similar terms and phrases, including references to assumptions. Such information may involve, but is not limited to, comments with respect to strategies, expectations, planned operations or future actions. Forward-looking information in this presentation includes, without limitation, statements with respect to: anticipated financial results, new product introductions, the expansion of partnerships, estimates regarding the growth of utility customers, the conversion of backlog and the continuing impact of secular drivers on Tantalus' industry.

The forecasts and projections that make up the forward-looking information in this presentation are based on management's expectations and assumptions regarding historical trends, current conditions and expected future developments. The forward-looking information in this presentation is subject to risks, uncertainties and other factors that could cause actual results to differ materially from historical results or results anticipated by the forward-looking information. The factors which could cause results to differ from current expectations include, but are not limited to: economic and political uncertainty, especially due to the COVID-19 pandemic; risks involved in developing products and integrating them with third-party products and services; market acceptance of the Company's products and services; technological change; lengthy sales cycle; management of growth and expansion; dependence upon key personnel and hiring; competition; the Company not adequately protecting its intellectual property; risks related to product defects and product liability; and, currency exchange rate risk.

Although Company has attempted to identify factors that would cause actual actions, events or results to differ materially from those disclosed in the forward-looking information, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended, including those risks and uncertainties discussed in the Company's materials filed with the Canadian securities regulatory authorities from time to time, available under the Company's profile on SEDAR at www.sedar.com. Also, many of the factors are beyond the control of the Company. Accordingly, readers should not place undue reliance on forward-looking information. The forward-looking information is made as of the date of this presentation, and the Company assumes no obligation to publicly update or revise such forward-looking information to reflect new information, subsequent or otherwise, except as may be required by applicable securities law. The forward-looking information contained in this presentation is expressly qualified in its entirety by this cautionary statement.



Disclaimer

GAAP and U.S. GAAP. The Company prepares its financial statements in accordance with Canadian generally accepted accounting principles ("GAAP") applicable to publicly accountable enterprises (which are International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS)). Financial information of the Company in respect of periods prior to 2017 are prepared in accordance with U.S. generally accepted accounting principles, which differs in certain material respects from GAAP.

NON-GAAP MEASURES. This presentation makes reference to certain non-GAAP financial measures. These non- GAAP financial measures are not recognized measures under GAAP, do not have a standardized meaning prescribed by GAAP, and are therefore unlikely to be comparable to similar measures presented by other publicly traded companies, and should not be construed as an alternative to other financial measures determined in accordance with GAAP. Rather, these financial measures are provided as additional information to complement GAAP financial measures by providing further understanding of operations of the Company from management's perspective. Accordingly, non-GAAP financial measures should never be considered in isolation nor as a substitute to using net income as a measure of profitability or as an alternative to the GAAP statements. Management presents non-GAAP financial measures, specifically EBITDA and EBITDA Margin, as it believes these supplementary disclosures provide useful additional information related to the operating results and financial condition of the Company and uses these measures of financial performance and financial condition as a supplement to the consolidated statements of income and statements of financial position of the Company. The definitions of the non-GAAP measures contained in this presentation are as follows: (i) "EBITDA" means earnings before interest, taxes, depreciation and amortization with adjustments for stock based compensation expense and non-recurring non-core business expenses; and (ii) "EBITDA Margin" means EBITDA as a percentage of revenue. Please refer to the Company's Management's Discussion and Analysis for the years ended December 31, 2019, December 31, 2018, and December 31, 2017, and the three and nine month periods ended September 30, 2020 and September 30, 2019 for reconciliations of such non-GAAP measures to GAAP measures.

THIRD PARTY INFORMATION. Certain information contained in this presentation includes market and industry data that has been obtained from or is based upon estimates derived from third party sources, including industry publications, reports and websites. Third party sources generally state that the information contained therein has been obtained from sources believed to be reliable, but there is no assurance or guarantee as to the accuracy or completeness of included data. Although the data is believed to be reliable, neither the Company nor its agents have independently verified the accuracy, currency or completeness of any of the information from third party sources referred to in this presentation or ascertained from the underlying economic assumptions relied upon by such sources. The Company and its agents hereby disclaim any responsibility or liability whatsoever in respect of any third-party sources of market and industry data or information.

CURRENCY. References in this presentation to "US\$" and "C\$" are to United States dollars and Canadian dollars, respectively. The Company presents its financial statements in US\$.



Tantalus: Purpose-Built. Purpose-Driven.

Improving the efficiency, reliability and sustainability of the utilities we serve



TARGET MARKET

We support 185+
electric and multicommodity utilities
across North
America



SMART GRID

Deploying an IoT communications network to access data from meters, load control switches, grid equipment and lighting fixtures



SOFTWARE & ANALYTICS

Leverage an edgecomputing platform to deliver predictive insights through enterprise software applications and data analytics



SOLUTIONS

Advanced Metering Infrastructure (AMI)

Load Management

Grid Optimization

Smart City Applications



Three Key Issues That Are Changing the Landscape for Utilities

Distribution grids are unprepared to adapt and deliver reliable and sustainable services









Meaningful and Sizeable Market Opportunity

Substantial Investment in Grid Infrastructure



G20 Global Infrastructure Outlook

Global electric infrastructure investment through 2040 is estimated at US\$28 trillion, of which US\$12 trillion will be invested in the US

Source: G20 Global Infrastructure Outlook Study

% of Utility Executives in the US Acknowledging the Need to Invest in the Grid

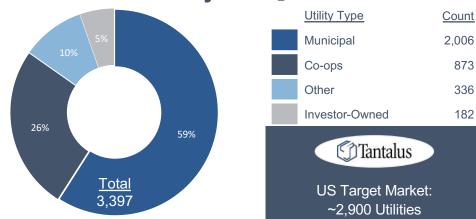


90%

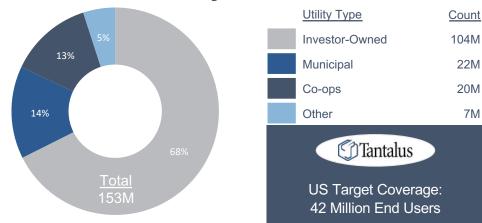
Annual Smart Grid Investments Estimated to reach <u>US\$91 billion/year</u> by 2025

Source: Accenture Study, May 13, 2020 / Research and Markets Smart Grid Report

Number of Electricity Utility Providers in the US



Number of Electricity End Customers in the US





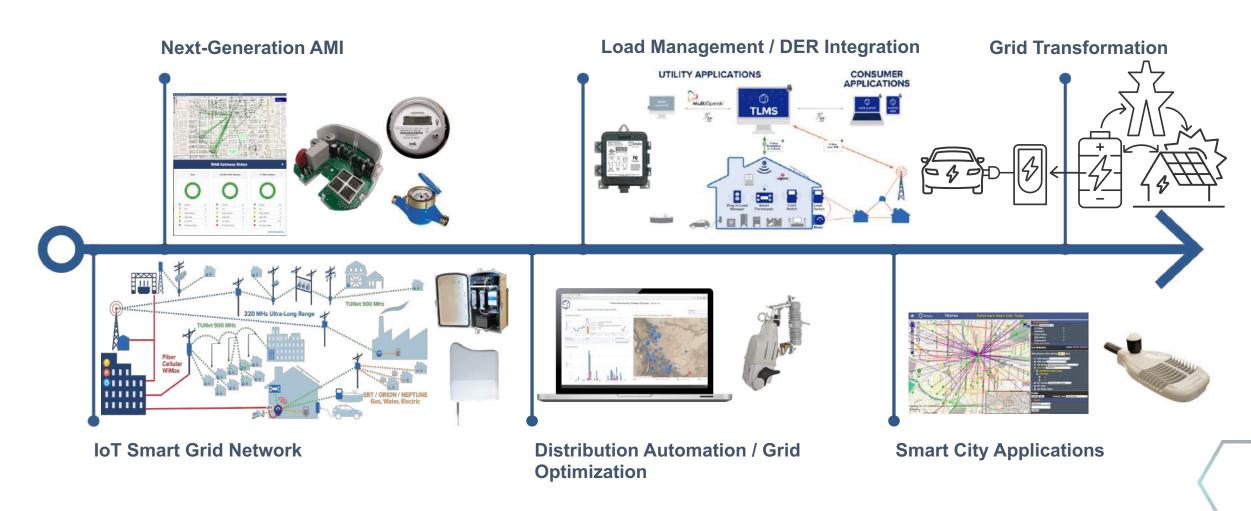
873

336

182

Purpose-Built Solutions Transform Electric Distribution Grids

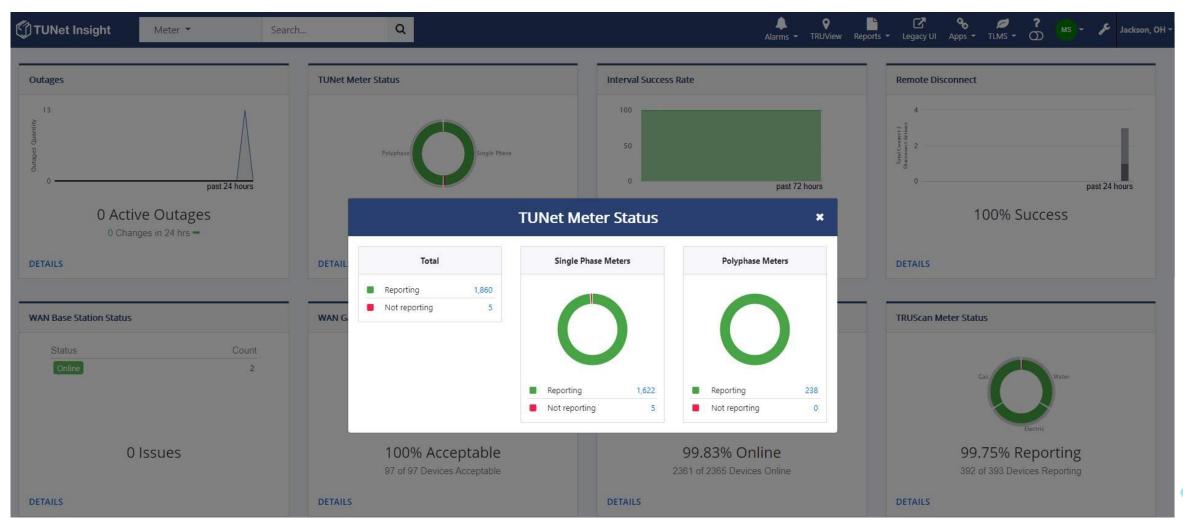
One Smart Grid network: Multiple applications being deployed





Purpose-Built: TUNet KPI Dashboard

Configurable dashboard that is role-based





Purpose Built: Access to Granular Data

Granular details providing consumption and power quality data

- Access to account information to troubleshoot inbound calls or billing issues
- Detailed power-quality data to pin-point reliability issues and required investments





Data Analytics to Pinpoint the Location and Cause of Outages

(j) Grid Reliability

Town of Estes Park (CO)



Event Details	(24)											
Date Time Period	F	Worst Weather	Relative Wind Gust Strength	Median Temp	Median Cloud Cover	Sub-Fdr	Event Size Category	Meter Count	Percent Feeder	Blinks per Meter	Outages	Avg Duration (min)
2021-Jan-28 13:00		Partly cloudy	5	40 F	4%	ALLENSPARK	Recloser	306	35%	3.0	0	
2021-Jan-28 07:00		Partly cloudy	13	27 F	6%	ALLENSPARK	Recloser	591	68%	19.0	1	519
2021-Jan-27 13:00		Partly cloudy	4	27 F	3%	MALL ROAD	Location	ť	0%		1	274
2021-Jan-27 01:00		Patchy heavy snow	6	8 F	55%	SOUTH LINE	Transformer	6	2%		6	58
2021-Jan-26 19:00		Heavy snow	-8	13 F	92%	PEAKVIEW	Location	1	0%		4	1



Sub-Fdr 2	Meter Serial Number	Ph	Blinks 🕝	Momentary Outages	Sustained Outages
	Totals		11,228 914	0 0	1 0
	83596703	С	48 4	0 0	0 0
	83596661	Α	47 4	0 0	0 0
	77087425	С	43 3	0 0	0 0
	80616737	В	43 2	0 0	0 0
	80536342	С	42 3	0 0	0 0
	80536267	С	43 2	0 0	0 0
	77087412	В	43 2	0 0	0 0
	82282335	В	41 3	0 0	0 0
	82282334	В	41 3	0 0	0 0
	80616738	В	41 3	0 0	0 0
	80536270	C	41 3	0 0	0 0
	80536264	С	41 3	0 0	0 0
	77087382	С	41 3	0 0	0 0
	80536266	С	40 3	0 0	0 0
	77948120	С	40 3	0 0	0 0
	77087423	В	40 3	0 0	0 0
	77087396	С	40 3	0 0	0 0
	77087385	С	40 3	0 0	0 0
	77087384	С	40.3	0.0	0.0

Our Solutions Help Build the Sustainable Utility of the Future

Purpose-Driven to address the immediate and long-term needs of utilities and the communities they serve









Delivery

Safely and reliably deliver electricity, water and gas with next-gen AMI solutions



Proactively identify vulnerabilities to mitigate outages and prepare for Mother Nature through data analytics

Environment

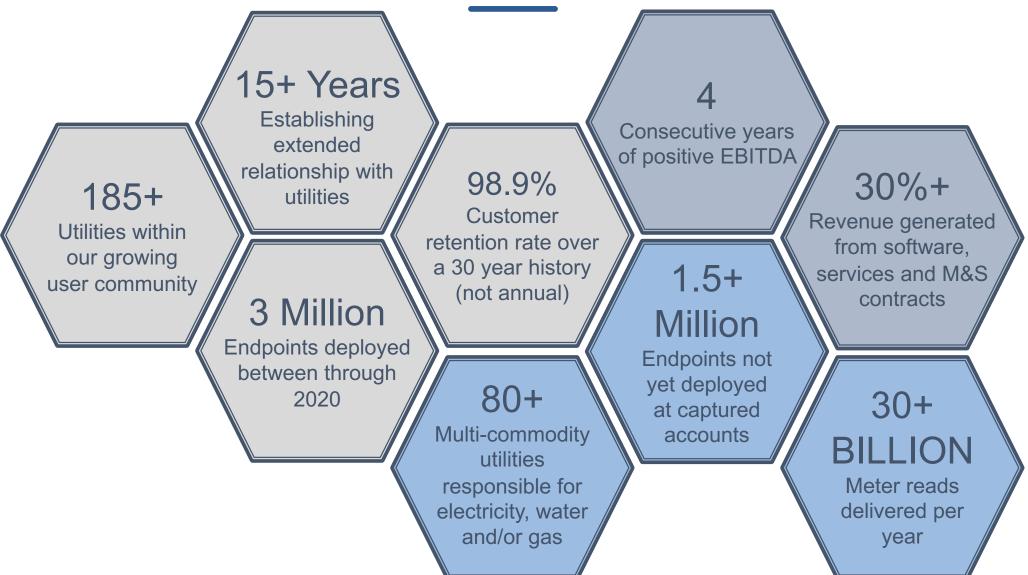
Embrace the integration of distributed energy resources (DERs) such as solar, storage and EVs as a controllable-resource for the utility

Consumers

Enhance service and responsiveness by proactively engaging with customers to meet increasing expectations



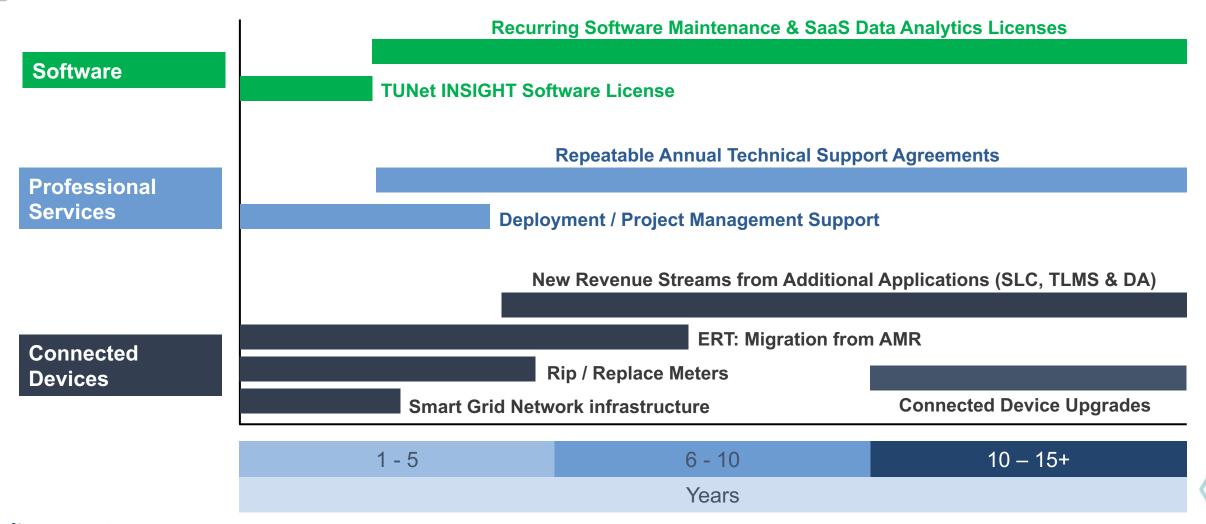
Tantalus: Prosperity Grounded by Purpose





Revenue Lifecycle of a Utility

Opportunities to generate recurring revenue from utilities through a multi-decade relationship





Three-Pronged Approach to Deliver Sustainable Growth

Identified paths to deliver compounding growth moving forward

Scaling Our Base of 185+ Utilities to Connect More Endpoints

Grow our user community to access more connected devices

Accelerate deployments with existing customers

Increase hosted and managed service offerings

R&D Initiatives to Expand Solutions and Monetize the Data We Collect

Deliver power quality data analytics to increase SaaS revenue contributions

Install FTTH infrastructure in anticipation of DER integration and management

Expand presence across Canada and the Caribbean Basin

Expand support to water departments / utilities at our existing 90 multi-commodity utilities

Strategic Growth through Accretive Mergers & Acquisitions

Leverage existing IoT network to support Smart City initiatives

Expand software solutions to improve consumer engagement and power quality data analytics

Regional expansion through consolidation





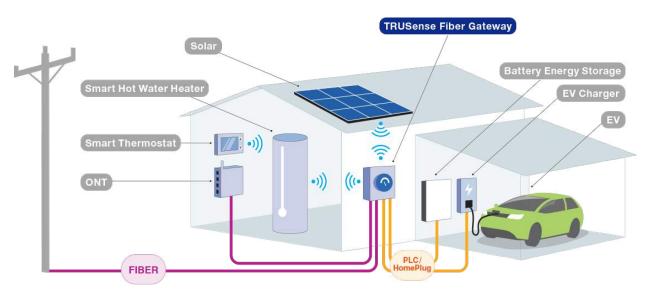


Recent Announcements Tied to R&D Growth Initiatives

Purpose-built solutions that position Tantalus for accelerated growth

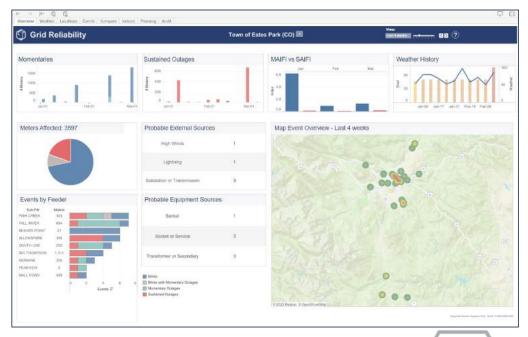
Next-Gen Fiber-to-the-Home Gateway

- Announced March 18th
- Enables DER integration at the premise and helps utilities resolve the digital divide



TUNet Grid Reliability Data Analytics

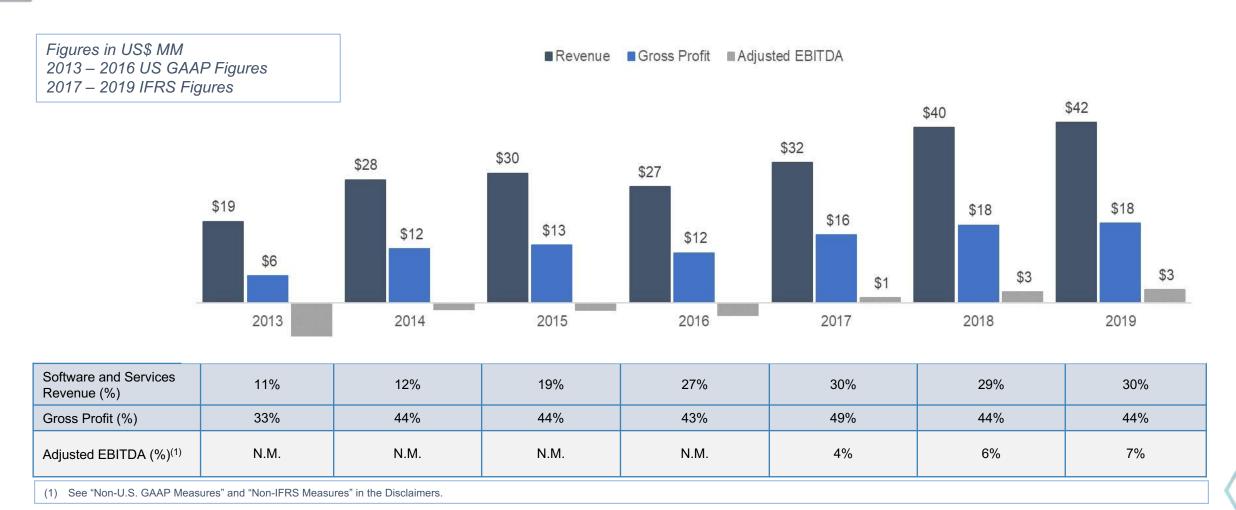
- Announced March 24th
- Pinpoints where utilities need to make upgrades to their existing infrastructure investments and prepare for storms





Strong, Proven Historical Performance

Track record of demonstrating growth while improving Gross and EBITDA margins





Strong Performance in Q4, 2020

Provided guidance of unaudited financial information on March 8, 2021

Key Highlights:

- Q4 Revenue:
 - US\$9.0 9.5M as compared to \$10M for the same period in 2019
- Gross Profit:
 - Q4: Estimated at 52% as compared to 46% for the same period in 2019
 - 2020: Estimated at 49% as compared to 44% for the same period in 2019
- EBITDA: 4th consecutive year of positive EBITDA
- New Utilities: Secured 20 new customers
- Key Deliverables:
 - Planning launch of next-generation FTTH solution
 - Planning launch of first predictive analytics tool
 - Expansion of existing electric and water meter integrations



Compelling Investment Thesis

Reduce the grid's environmental impact while delivering societal and economic benefits to utilities and the communities they serve. . .



OPPORTUNITY

Transforming the distribution grid is a long-term initiative by utilities and will require massive investments



PROVEN

Growing customer base of 185+ utilities with a track record of expanding our user community annually



GROWTH

Identified paths to increase the contributions of recurring revenue through R&D initiatives and strategic M&A



TEAM

Experienced team of professionals with a track record of delivering results





Q&A









Our Solutions Help Build the Sustainable Utility of the Future

Purpose-Driven to address the immediate and long-term needs of utilities and the communities they serve





Safely and reliably deliver electricity, water and gas with next-gen AMI solutions



Resiliency

Proactively identify vulnerabilities to mitigate outages and prepare for Mother Nature through data analytics



Environment

Embrace the integration of distributed energy resources (DERs) such as solar, storage and EVs as a controllable-resource for the utility



Consumers

Enhance service and responsiveness by proactively engaging with customers to meet increasing expectations

