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**LYTHAM**
PARTNERS
INVESTOR RELATIONS**Zoomd Technologies Ltd. (TSXV: ZOMD)**

Communication Services

August 2020

Company Statistics as of 08/21/20

(\$ in CAD)

Stock Price:	\$0.25
52 Week Range:	\$0.17 - \$1.30
Market Capitalization:	\$23.34M
Avg. Daily Vol. (3m):	20,258
Shares Outstanding:	93.36M
Fiscal Year End:	December

Company Overview

Zoomd Technologies Ltd. (TSXV : ZOMD) is an advertising technology company with a proprietary patented technology for leveraging internet onsite for better management of digital advertising focusing on mobile app user acquisition for media agencies and advertisers. The company provides a unified mobile user acquisition interface for managing all user acquisition activity under one unified command and control screen for advertisers. The Company has global operations and provides services to top tier brands such as Poker Stars, McDonald's, 90Min, Alibaba and Bwin.

Recent News

Aug. 21, 2020 - Zoomd Reports Q2 2020 Results; Generated US\$5.6 million in Revenue and strong gross margin performance of 31%

Aug. 12, 2020 - Zoomd to Present at August 2020 Lytham Partners Virtual Investor Growth Conference

Aug. 6, 2020 - Zoomd Announces Results of AGM, Electing Two New Directors to Board of Directors

Jul. 29, 2020 - Zoomd Technologies Engages Lytham Partners and Plexus Media to Lead Investor Relations and Shareholder Communication Program

Jul 1, 2020 - Zoomd Opens Platform to SMEs, Enabling Them to Market to Millions More

May 28, 2020 - Zoomd Reports Q1 2020 Results

Apr. 28, 2020 - Zoomd Integrates Google UAC Into Its Platform, Following the Generation of US\$27 Million in Revenue in 2019

Feb. 18, 2020 - Zoomd Signs Latin American Agreements Expected to Generate Additional \$5M USD in Annual Sales

**Investment Overview**

Zoomd leverages onsite search to monetize and better manage companies' media budget spend. Utilizing proprietary and patented technology, Zoomd provides a unique one-stop-shop campaign management platform enabling publishers and advertisers to achieve superior results on wide, effective digital marketing vs. potential competition.

Currently, Zoomd is only focused on the app install market. According to AppsFlyer, global app install ad spend was \$57.8 billion in 2019, and is expected to grow to \$76.1 billion in 2020. According to Zoomd management, the world of digital advertising is broken up in the following manner: Google 30%, Facebook 30%, and Other 40%. Zoomd operates within the "other" segment, along with smaller social media and search engine companies as well as other companies that provide media buying platforms that are focused on mobile apps. **The opportunity** is for Zoomd to become a larger part of the app owner's advertising budget.

Zoomd's competitive advantage is its repository of millions of smartphone profiles with specific shopping/interest/behavior patterns. This repository is obtained through Zoomd's proprietary onsite search device, installed on thousands of publisher's websites including VentureBeat, News18, and The Hindu. Zoomd's customers are some of most well-known global companies including PokerStars, McDonald's, and Walmart. Zoomd expects to launch its subscription (SaaS) platform in 4Q20 focused relevant to small- to large-sized customers and advertisers. This will open up the company to a consistent stream of monthly revenues from app owners who are currently too small to work directly with Zoomd. And, to the larger customers and advertisers, this will be the first ever SaaS-based offered solution.

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Key Points and Catalysts

Key Points and Catalysts

Zoomd's differentiator and competitive advantage is its massive and detailed customer data set collected via its presence on thousands of publishers' websites: Zoomd's proprietary internal search engine is installed in thousands of publisher's websites such as VentureBeat for free. Publishers are all too happy to have this product as it provides them with additional revenues, a better visitor experience, and more time spent on the site. In return, Zoomd is allowed access to the profiles of all visitors to the site. Patented NLP based technology analyzes visitor's intent and interests (on an anonymized basis completely adhering to GDPR/CCPA privacy regulations) gaining invaluable information used for better advertising conversion rates. *(See more on page 3.)*

The Company has developed a unique user acquisition (UA) platform, which serves as a one stop shop for advertisers, reducing significant media costs with improved conversion rates vs. competition: Zoomd's dashboard allows advertisers to manage their entire campaign on one screen. The platform unifies more than 600 media sources into one unified dashboard, offering advertisers a user acquisition control center for managing all new customer acquisition campaigns using a single platform. By unifying all these media sources onto a single platform, Zoomd saves advertisers significant resources that would otherwise be spent consolidating data sources, thereby maximizing data collection and data insights while minimizing the resources spent on the exercise. *(See more on page 3.)*

Growth opportunity lies in customers allocating more of their advertising dollars to Zoomd: Currently Zoomd accounts for a very small portion of app owners' overall advertising budget. Because Zoomd is a very young company, advertisers typically begin the relationship with a very small allocation of their advertising budget. Management expects those budgets to increase over time as Zoomd performs well and provides its customers with the expected ROI.

Zoomd will launch its software as a service (SaaS) platform in 4Q20 focused on small- to large-sized businesses. This service will open up the company to a consistent stream of monthly revenues from app owners who are currently too small to work directly with a Zoomd salesperson: Zoomd will release a new full "self-serve" interfaces for self-managed campaigns, giving advertisers the freedom of using a UA platform regardless of the size of their media budgets. *(See more on page 4.)*

Intent based model provides advertisers instant ROI by setting defined KPI goals such as revenue or downloads, versus the competition who mostly offer impressions or clicks: Zoomd works with their customers to reach their specific objectives, such a downloads, purchases, or geography penetration. *(See more on page 6.)*

Zoomd's customers are some of most well-known global companies including PokerStars, McDonalds, and Walmart: Zoomd's customer base encompasses a vast array of industries, including e-commerce, sports, gaming, and finance. *(See more on page 6.)*

Company Overview

Zoomd Proprietary Platform

Company Overview

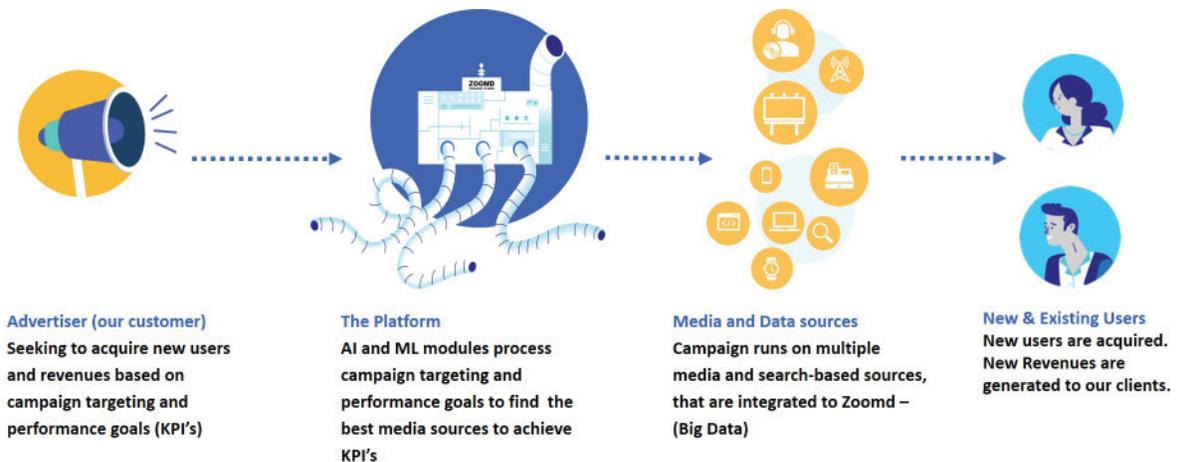
Zoomd (TSXV: ZOMD; OTC: ZMDTF), an Israeli digital advertising and monetization technology company, leverages onsite search to better manage advertisers’ media budget spend with proven superior monetization and conversion rates. Utilizing proprietary and patented technology, Zoomd provides a unique one-stop-shop campaign management platform enabling publishers and advertisers to achieve superior results on wide, effective digital marketing vs. potential competition. The Company’s differentiator and competitive advantage is its massive and detailed customer data set collected via more than 600 media sources and its presence in hundreds of publishers’ websites.

Zoomd was created by a team of mobile marketing and search veterans, with a clear vision to allow growth by simplifying the everyday process of campaign management. This team has planned, executed, tracked and optimized digital campaigns for more than a decade. In 2019 Zoomd became a public company with offices in 7 countries, touching more than 200 million devices a day for customers in more than 70 countries.

The Company has developed a unique user acquisition (UA) platform, which serves as a one stop shop for advertisers, reducing significant media costs with improved conversion rates vs. competition: Advertisers don’t have a high level, bird’s eye view of all campaign data in all media sources. They need to manage and optimize the campaigns in each platform separately. Zoomd solves this problem for advertisers with a fully integrated platform that allows users to efficiently manage their ad spend budgets.

Zoomd’s dashboard allows advertisers to manage their entire campaign on one screen. The platform unifies more than 600 media sources into one unified dashboard offering advertisers a user acquisition control center for managing all new customer acquisition campaigns by using a single platform. By unifying all these media sources onto a single platform, Zoomd saves advertisers significant resources that would otherwise be spent consolidating data sources, thereby maximizing data collection and data insights while minimizing the resources spent on the exercise.

Zoomd Proprietary Platform



SaaS Product Offering Opportunity

SaaS Product Offering Opportunity

Zoomd will launch its software as a service (SaaS) version of its platform in 4Q20 for small- to large-sized businesses. This service will open up the company to a consistent stream of monthly revenues from app owners who are currently too small to work directly with a Zoomd salesperson: Zoomd will release a new full “self-serve” interfaces for self-managed campaigns, giving advertisers the freedom of using a UA platform regardless to size media budgets.

Merits of a SaaS based model include:

- Recurring revenue provides for more stability
- Margins are higher margins than the base business as media buying will no longer be part of Zoomd’s COGS, and there is no salesperson expense.

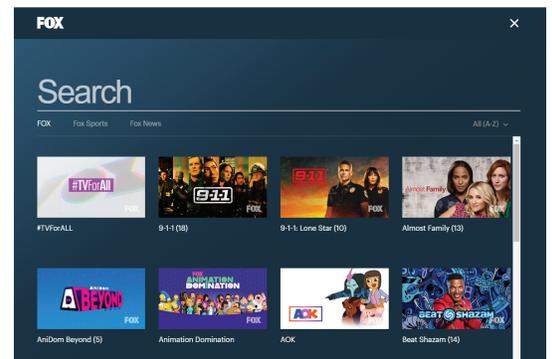
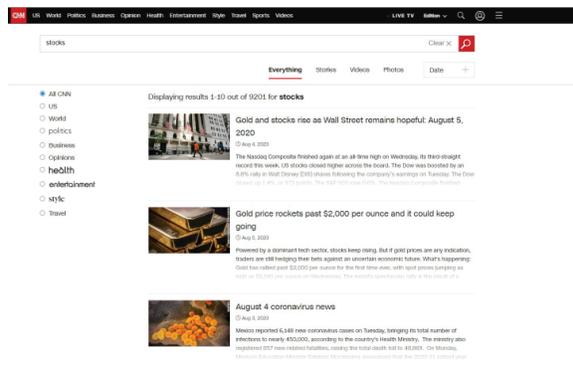
The above mentioned attributes are why SaaS based companies garner rich valuations. Examples include CRM and ADBE.



Publishers: Onsite Search Technology

Publishers: Onsite Search Technology

Intent based data via publishers is the differentiator: As mentioned earlier, Zoomd’s differentiator and competitive advantage is its massive and detailed customer data collected via its presence on thousands of publishers’ websites. Zoomd’s proprietary internal search engine is installed in thousands of publisher’s websites such as VentureBeat and FOX for free.



Publishers: Onsite Search Technology
(continued)

In return, Zoomd is allowed access to user type and behavior of all visitors of the sites. Patented natural learning processing (NLP) based technology analyzes visitor’s intent and interests (on an anonymized basis completely adhering to GDPR/CCPA privacy regulations) gaining invaluable information used for better advertising conversion rates.

Partial List of Publishers

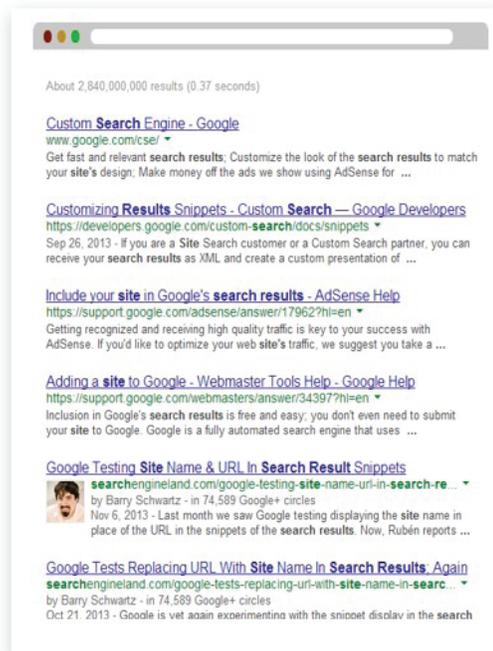


The Manila Times

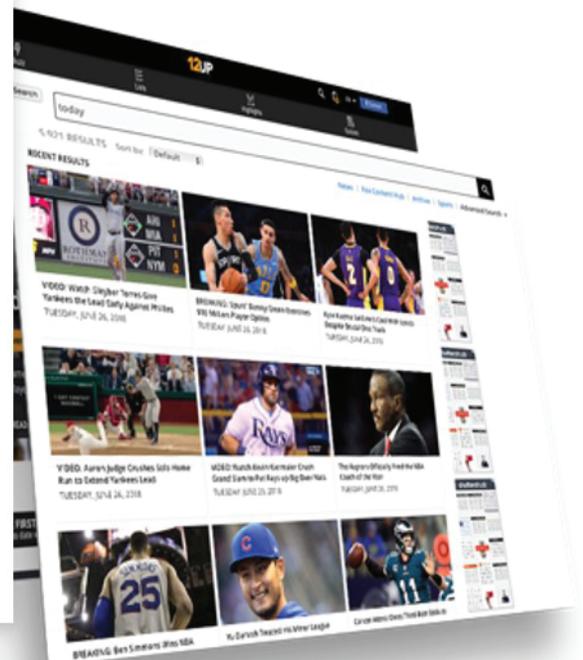
Why are publishers agreeing to have Zoomd install their internal search engine on their sites and get access to their visitors? Publishers are all too happy to have this product as it provides them with additional revenues, a better visitor experience, and more time spent on the site. Generally speaking, publishers are not in great financial position, thus a FREE internal site search is quite attractive.

- **Additional revenue:** Publishers earn additional revenue by having users click on ads via their internal site. This process is done via a revenue share model with Zoomd, whereby Zoomd gives to publishers 60% of the revenues from internal site search ads.
- **More time spent on the site (dwell time):** Publishers often have content heavy websites with thousands of titles, titles in different formats, and key authors etc. Zoomd’s onsite search application ensures that users have access to all this information.
- **Better visitor experience:** Zoomd’s onsite search is visually superior to the generic search results, elevating the user experience on the site.

Regular Site Search



Zoomd Site Search

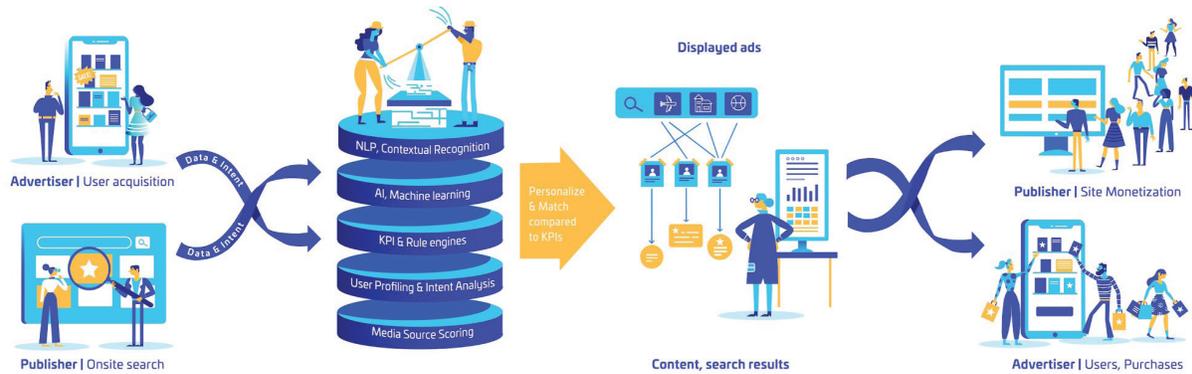


The Platform

The Platform: How It All Works Together. The User’s Journey.

When a user enters a publisher’s site that has Zoomd’s internal search installed, Zoomd will put a cookie on that user and follow that computer/tablet/smartphone wherever it goes. This will happen regardless of whether the user searches on the internal search or not. If the user does search on the internal site, Zoomd will know the user’s interest and intent. For example, a user is on foxsports.com and he/she searches in the internal search site “odds on Superbowl”. Zoomd’s algorithm will recognize this user as interested in sports betting. At some point (likely when he/she is not even on a sports site) Zoomd will offer him/her an advertisement for a sports betting app such as BWIN. If the user clicks on the ad, downloads the app, and makes a bet, Zoomd will get credit for that download.

The above described intent based search model provides advertisers instant ROI by setting defined KPI goals such as increasing app installs, increasing user engagement, versus the competition who mostly offer impressions or clicks. Zoomd works with their customers to reach their specific objectives, such a downloads, purchases, or geography penetration.



Zoomd’s customers are some of most well-known global companies including PokerStars, McDonalds, and Walmart: Zoomd’s customer base encompasses a vast array of industries, including e-commerce, sports, gaming, and finance.

Zoomd Leading Customers

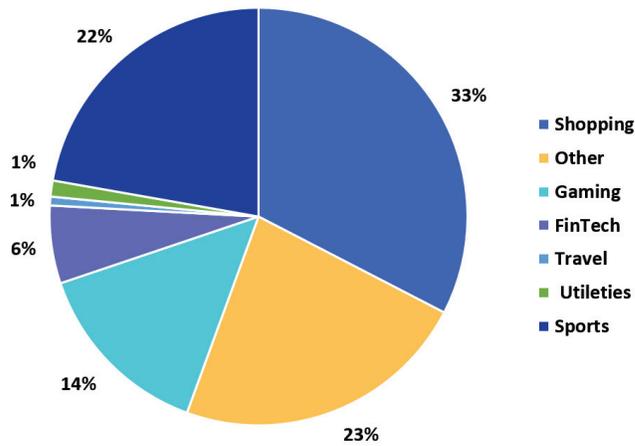
Zoomd Leading Customers

Travel & Leisure	Food & Delivery	Gaming	Real-Money Gambling	Finance	Entertainment	Commerce	Utilities

Zoomd Diversified Customer Base

Zoomd Diversified Customer Base

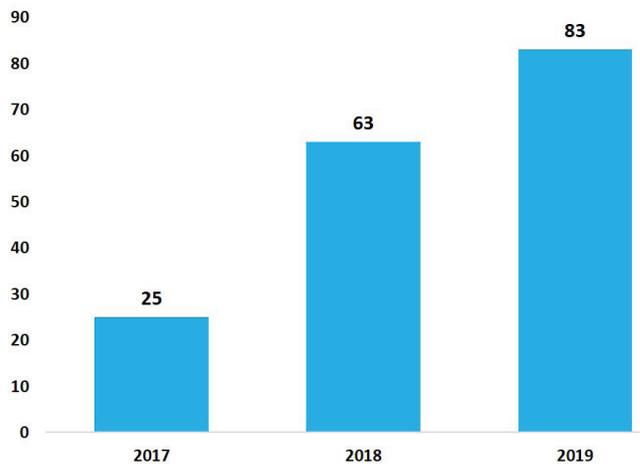
(2019 data, Top 50 customers, representing 90% of yearly revenues.)



- Focusing on hyper growing industries: e-commerce, Sports, FinTech and Gaming
- Largest customer 43% of revenue in 2017 vs 24% in 2019

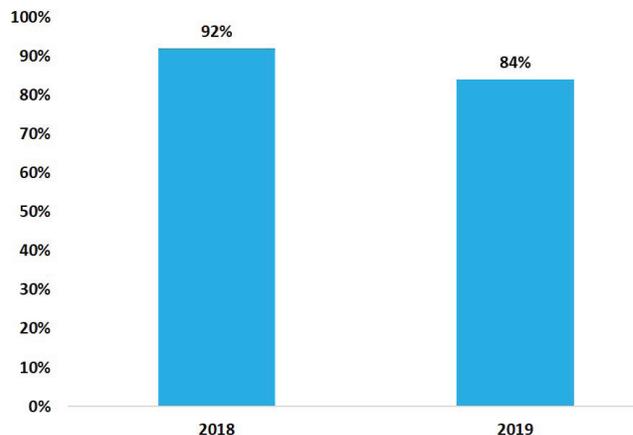
Growth opportunity lies in customers allocating more of their advertising dollars to Zoomd: Currently Zoomd accounts for a very small portion of app owners' overall advertising budget. Management believes that because Zoomd is a very young company, advisers typically begin the relationship with a very small allocation of their advertising budget. Management expects those budgets to increase over time as Zoomd performs well and provides its customers with the expected ROI.

Total # of Customers



- Continue to diversify customer base, industry focus and geographic breakdown
- Added 58 new customers since 2017, an increase of 230%
- More than 30 customers spent more than \$100K during 2019

Strong Retentions Rate (Churn)



- Loyal customers with high levels of satisfaction
- Reduced customer churn creates stable level of revenue predictability
- 100% retention on top 5 customers

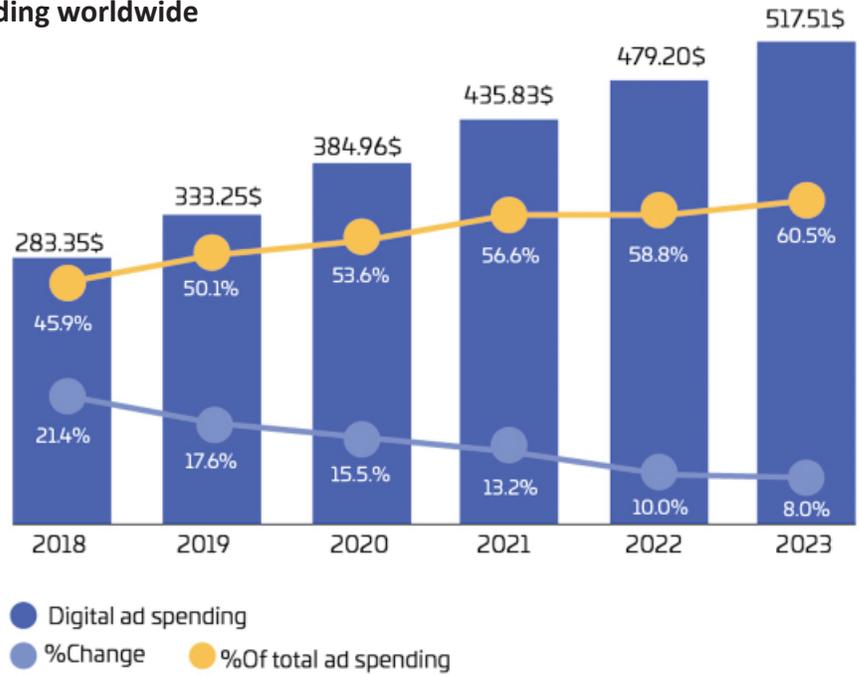
The Market

The Market

Digital advertising is a robust sector as it continues to take share away from traditional advertising. According to eMarketer, total worldwide digital ad spending amounted to \$333 billion USD, or an 18% Y/Y growth. Over the next few years, the overall industry is expected to grow at an 8% CAGR.

Digital Ad Spending worldwide (\$USD Billions)

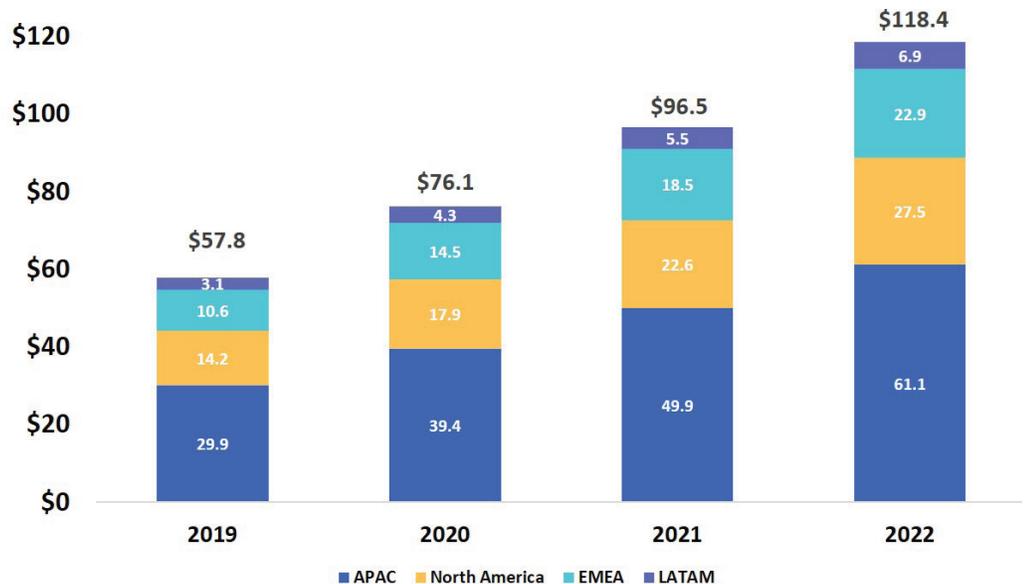
Source: E-marketer



Zoomd however only focuses on the apps market, which has much higher growth. According to AppsFlyer, total app install spent in 2019 was \$58 billion USD. However, this segment is expected to have a CAGR of roughly 23% over the next few years.

Global App Install Ad Spend by Region (\$USD Billions)

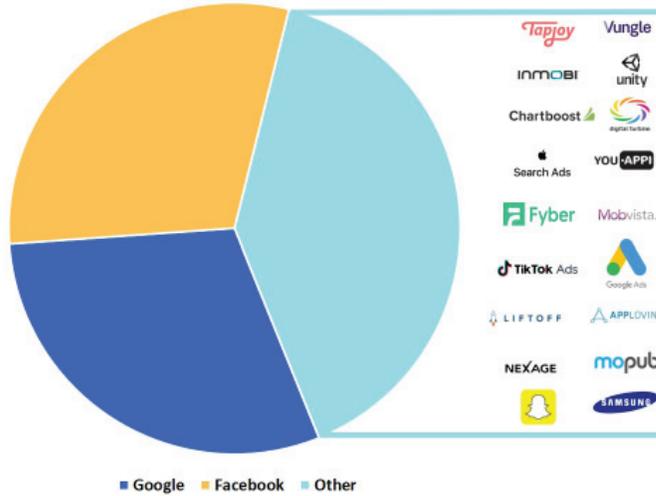
Source: AppsFlyer



The Market
(continued)

According to Zoomd management, the world of digital advertising is broken up in the following manner: Google 30%, Facebook 30%, and Other 40%. Zoomd operates within the “other” segment, along with smaller social media and search engine companies as well as other companies that provide media buying platforms that are focused on mobile apps. **The opportunity** is for Zoomd to become a larger part of app owner’s advertising budget.

Integrated Platform Partners



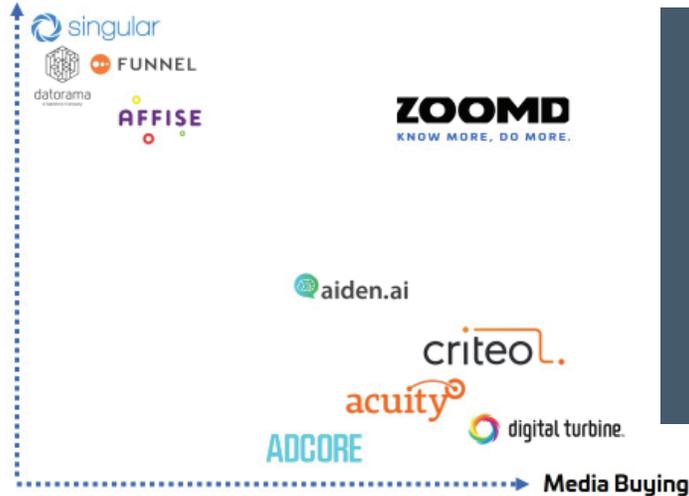
Zoomd is primarily focused on the 40%+ share of the App Install Ad Spend Market not controlled by Facebook and Google

The Competitive Landscape

The Competitive Landscape

The AdTech market is competitive, with many different companies performing different tasks. There are companies who solely provide analytics for marketers to optimize their marketing performance. On the other end of the spectrum, there are companies who focus on media buying and bidding algorithms. Zoomd is uniquely positioned, providing advertisers with the best in class media buying AND analytics.

Analytics



- Management believes that Zoomd’s proprietary technology for AI-based user acquisition, analytics and onsite search provide a clear edge over competition.
- Management believes that Zoomd provides advertisers with the best in class media buying AND analytics.

Zoomd Technologies Ltd

Income Statement

(\$USD in millions except per share data)

	FY 2018		FY 2019				FY 2020		FY18 Dec Actual	FY19 Dec Actual
	Q3 Sep	Q4 Dec	Q1 Mar	Q2 Jun	Q3 Sep	Q4 Dec	Q1 Mar	Q2 Jun		
	Actual	Derived	Actual	Actual	Actual	Derived	Actual	Actual		
Revenue	\$ 8.717	\$ 7.542	\$ 6.899	\$ 6.705	\$ 5.904	\$ 7.544	\$ 6.513	\$ 5.676	\$ 28.649	\$ 27.052
Cost of goods sold	5.635	4.911	4.951	4.827	4.002	5.325	4.545	3.926	19.125	19.105
Gross Profit	3.082	2.631	1.948	1.878	1.902	2.219	1.968	1.750	9.524	7.947
Gross Margin %	35.4%	34.9%	28.2%	28.0%	32.2%	29.4%	30.2%	30.8%	33.2%	29.4%
Operating costs and expenses										
Research and development expenses	0.961	1.303	1.054	1.174	1.282	1.406	1.520	1.600	3.847	4.916
Selling, administrative and general expenses	1.725	3.389	1.326	1.490	1.679	1.944	1.962	1.590	7.209	6.439
TOTAL OPERATING EXPENSES	2.686	4.692	2.380	2.664	2.961	3.350	3.482	3.190	11.056	11.355
Operating gain (loss)	0.396	(2.061)	(0.432)	(0.786)	(1.059)	(1.131)	(1.514)	(1.440)	(1.532)	(3.408)
Listing expenses	0.000	0.000	0.000	0.000	(1.519)	0.000	0.000	0.000	0.000	(1.519)
Finance income	0.127	(0.004)	0.118	0.000	0.000	(0.112)	0.008	0.000	0.157	0.006
Finance expense	(0.140)	(0.384)	(0.123)	(1.336)	(0.121)	0.205	(0.254)	(0.039)	(0.963)	(1.375)
Finance income (expense), net	(0.013)	(0.388)	(0.005)	(1.336)	(1.640)	0.093	(0.246)	(0.039)	(0.806)	(2.888)
Net and comprehensive gain (loss)	0.383	(2.449)	(0.437)	(2.122)	(2.699)	(1.038)	(1.760)	(1.479)	(2.338)	(6.296)
Net loss per share:										
Basic and diluted	\$ 0.00	\$ (0.03)	\$ (0.01)	\$ (0.02)	\$ (0.03)	\$ (0.01)	\$ (0.02)	\$ (0.01)	\$ (0.03)	\$ (0.07)
Shares used in calculation of net loss per share:										
Basic	82,121,758	82,121,758	79,081,592	88,167,385	97,497,199	97,497,199	100,103,261	100,393,959	77,561,669	87,524,949
Diluted	82,121,758	82,121,758	79,081,592	88,167,385	97,497,199	97,497,199	100,103,261	100,393,959	77,561,669	87,524,949
OPERATING GAIN (LOSS)	0.396	(2.061)	(0.432)	(0.786)	(1.059)	(1.131)	(1.514)	(1.440)	(1.532)	(3.408)
Depreciation and amortization	0.435	0.470	0.457	0.557	0.574	0.574	0.619	0.613	1.844	2.162
Cost of share-based payments	0.495	1.189	0.286	0.176	0.105	0.054	0.048	0.067	1.724	0.621
Total adjustments:	0.930	1.659	0.743	0.733	0.679	0.628	0.667	0.680	3.568	2.783
Adjusted EBITDA	1.326	(0.402)	0.311	(0.053)	(0.380)	(0.503)	(0.847)	(0.760)	2.036	(0.625)

Note: Company merged with DataMiners Capital Corp. on August 28, 2019

Zoomd Technologies Ltd

Balance Sheet

(\$USD in millions)

	FY 2018		FY 2019		FY 2020		FY18	FY19
	Q4	Q2	Q3	Q4	Q1	Q2		
	Dec	Jun	Sep	Dec	Mar	Jun		
	Actual	Actual	Actual	Actual	Actual	Actual	Actual	Actual
Assets								
Current assets								
Cash and cash equivalents	\$ 3.604	\$ 2.179	\$ 5.918	\$ 5.890	\$ 4.319	\$ 4.203	\$ 3.604	\$ 5.890
Trade receivables	3.354	3.932	4.436	4.628	4.614	4.478	3.354	4.628
Other receivables and prepaid expenses	0.592	0.962	0.950	0.961	0.563	0.525	0.592	0.961
Total current assets	7.550	7.073	11.304	11.479	9.496	9.206	7.550	11.479
Non-current assets								
Pledged long term deposit	0.070	0.160	0.166	0.159	0.147	0.169	0.070	0.159
Fixed assets, net	0.075	0.088	0.095	0.099	0.094	0.096	0.075	0.099
Rights to use assets	0.000	1.440	1.908	1.739	1.792	1.638	0.000	1.739
Intangible assets	14.346	13.446	12.997	12.547	12.097	11.647	14.346	12.547
Total non-current assets	14.491	15.134	15.166	14.544	14.130	13.550	14.491	14.544
Total assets	\$22.041	\$22.207	\$26.470	\$26.023	\$23.626	\$22.756	\$22.041	\$26.023
Equity and Liabilities								
Current liabilities								
Trade payables	\$ 2.859	\$ 2.730	\$ 2.798	\$ 3.186	\$ 2.227	\$ 2.993	\$ 2.859	\$ 3.186
Other payables and accrued expenses	2.156	2.318	2.697	3.260	3.622	3.492	2.156	3.260
Warrants	0.762	1.429	0.000	0.000	0.000	0.000	0.762	0.000
Convertible loans	3.221	0.000	0.000	0.000	0.000	0.000	3.221	0.000
Total current liabilities	8.998	6.477	5.495	6.446	5.849	6.485	8.998	6.446
Non-current liabilities								
I/A liability	0.479	0.499	0.562	0.433	0.433	0.433	0.479	0.433
Lease liability	0.000	1.085	1.382	1.105	1.022	0.924	0.000	1.105
Reserve for employee benefits	0.154	0.162	0.166	0.168	0.163	0.167	0.154	0.168
Total non-current liabilities	0.633	1.746	2.110	1.706	1.618	1.524	0.633	1.706
Total Liabilities	9.631	8.223	7.605	8.152	7.467	8.009	9.631	8.152
Shareholders' equity								
Share capital premium	27.898	31.570	39.044	39.035	39.035	39.035	27.898	39.035
Reserve from share-based payment transactions and othe	4.170	4.632	4.737	4.790	4.838	4.905	4.170	4.790
Accumulated deficit	(19.658)	(22.217)	(24.916)	(25.954)	(27.714)	(29.193)	(19.658)	(25.954)
Total shareholders' equity	12.410	13.985	18.865	17.871	16.159	14.747	12.410	17.871
Total equity and liabilities	\$ 22.041	\$ 22.208	\$ 26.470	\$ 26.023	\$ 23.626	\$ 22.756	\$22.041	\$26.023

Note: Company merged with DataMiners Capital Corp. on August 28, 2019

Zoomd Management Team

Zoomd Management Team

Amit Bohensky, Chairman

- An Israeli serial entrepreneur (Unicoders - sold to Matrix and FocallInfo (sold to Verint Systems)
- Founded Zoomd, as envisioned the revolution of digital advertising, user targeting and internal search arena.

Ofer Eitan, CEO

- Co-founder and CEO of Moblin, a global pioneer in mobile marketing technologies which was merged with Zoomd.
- Held a range of positions at Microsoft for several years, where he managed both the Enterprise customers and the Sales Group for the Mid-Market Businesses

Omri Argaman, CMO

- Co-founder of Moblin. Since the merge Omri acts as Zoomd's CMO.
- A mobile and digital specialist, with more than 15 years of extensive experience in the digital marketing and BizDev fields.
- Held a range of positions in Microsoft for 7 years in various business development and marketing rolls.

Tsvika Adler, CFO

- Over 10 years of experience in the financial industry.
- Held the position of CFO in a leading Advertising Group (under WPP).
- Significant experience in the industry as a financial director and financial accounting (CPA).

Niv Sharoni, CTO

- Over 18 years of experience in the software industry specialized in Mobile Technologies.
- Co-founder of Moblin and served as the company's CTO since.
- Extensive experience as a developer in various software companies and Israel's biggest mobile operator.

Zoomd Board of Directors

Zoomd Board of Directors

Avigur Zmora, Director

Mr. Zmora is an experienced CEO, Investor and board member, with vast knowledge in SaaS B2B and B2C type businesses. Avigur is the founder and CEO of Funzing for the past 6 years. Since 2000, Avigur was the CEO of Playtech for 10 years, helping building the company from its early stages and leading it to an IPO on the London Stock Exchange with a valuation of approx. 1 billion USD (and today approx. \$4B). Parallel to that, Avigur was also an Investor and CEO of SafeCharge for 11 years, leading it as well to IPO on the London Stock Exchange.

Darryl Cardey, Director

Mr. Cardey director at Zoomd and a principal of CDM Capital Partners that provides corporate finance advisory services to private and public companies. In this role, Mr. Cardey acts as founder, board member and management adviser with respect to public and private financings, corporate governance, and the structuring of mergers, acquisitions and dispositions. Mr. Cardey was co-founder of Northern Empire Resources (bought by Coeur Mining Inc in 2018) and Underworld Resources Inc. (bought by Kinross Gold in 2009). Mr. Cardey acts as a director for Zoomd as well as to a number of public companies across a broad spectrum of industries including technology, natural resources and biotechnology. Mr. Cardey is a graduate of the University of British Columbia with a degree in Commerce and holds a Professional Accountant designation.

Ofer Eitan, Director

Mr. Eitan was the Co-founder and CEO of Moblin, a global pioneer in mobile marketing technologies which was merged with Zoomd in 2017. Ofer held a range of positions at Microsoft for several years, where he managed both the Enterprise customers and the Sales Group for the Mid-Market Businesses. Since the merge with between Moblin and Zoomd in 2017, Ofer operates as Zoomd's CEO and starting August 2020 he became a board member.

Amnon Argaman, Director

Mr. Argaman is an experience as a C.P.A and financial consultant and acted as a senior partner to PWC. Presently he still provides consulting services for this firm which is the eighth largest in Israel, as assessed by D&B. Amnon has extensive experience the public and private entities. He was a director for several corporations including a public companies. Amnon is the co-founder of several other companies related to real estate, import, management and consulting. In 2007, Amnon co-founded Moblin, a global mobile marketing pioneer who then merged with Zoomd LTD. Amnon is an active board member and consultant to Zoomd. Amnon holds a BA in accounting and economics from Tel-Aviv University. Mr. Argaman is a Lieutenant Colonel (Res) in the I.D.F.

Zoomd Technologies Safe Harbor Statement

This document includes certain “forward-looking statements” under applicable Canadian securities legislation. Forward-looking statements include, but are not limited to, statements with respect to the successful expansion of the platform to SMEs, the ability of the platform to attract SMEs and the ability of Zoomd to take expand into the SME space. Forward-looking statements are necessarily based upon several estimates and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors which may cause the actual results and future events to differ materially from those expressed or implied by such forward-looking statements. Such factors include, but are not limited to: general business, economic, competitive, political and social uncertainties (including the impacts of the COVID-19 pandemic), the extent and duration of which are uncertain at this time on Zoomd’s business and general economic and business conditions and markets. There can be no assurance that any of the forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether because of new information, future events or otherwise, except as required by law.

This document refers to “Adjusted EBITDA” which is a non-GAAP and non-IFRS financial measure that does not have a standardized meaning prescribed by GAAP or IFRS. The presentation of this financial measure may not be comparable to similarly titled measures used by other companies. This financial measure is intended to provide additional information to investors concerning Zoomd’s results. Adjusted EBITDA is defined as earnings before interest, tax, depreciation and amortization and share-based compensation is a measure of a company’s operating performance. Essentially, it’s a way to evaluate a company’s performance without having to factor in financing decisions, stock-based compensation, accounting decisions or tax environments.

The reader should not place undue importance on forward-looking information and should not rely upon this information as of any other date. All forward-looking information contained in this document is expressly qualified in its entirety by this cautionary statement.

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