

An aerial photograph of a vast, densely forested valley. The sun is low on the horizon, creating a warm, golden glow and a lens flare effect. The text 'GreenBank Capital' is prominently displayed in a white, serif font, with 'Merchant Bankers' in a smaller, sans-serif font below it.

GreenBank Capital
Merchant Bankers

GreenBank Capital

Merchant Bankers

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GreenBank Capital

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Forward looking statement and risks (continued)

Important factors that may cause these differences include, but are not limited to:

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- the inability of GreenBank Capital Inc. to secure attractive targets for investment or acquisitions;
- the inability of GreenBank Capital Inc. to secure clients for its Merchant Banking Services;
- the loss of any GreenBank Capital Inc.'s senior management or key employees;
- the effect of adverse litigation or arbitration awards against GreenBank Capital Inc.;
- adverse changes in regulation of the Merchant Banking industry or the activities of any of GreenBank Capital Inc.'s investee companies;
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Key objectives

To grow from a small merchant bank to a large international business

Achieving this core objective requires several key elements which we will discuss in more detail:

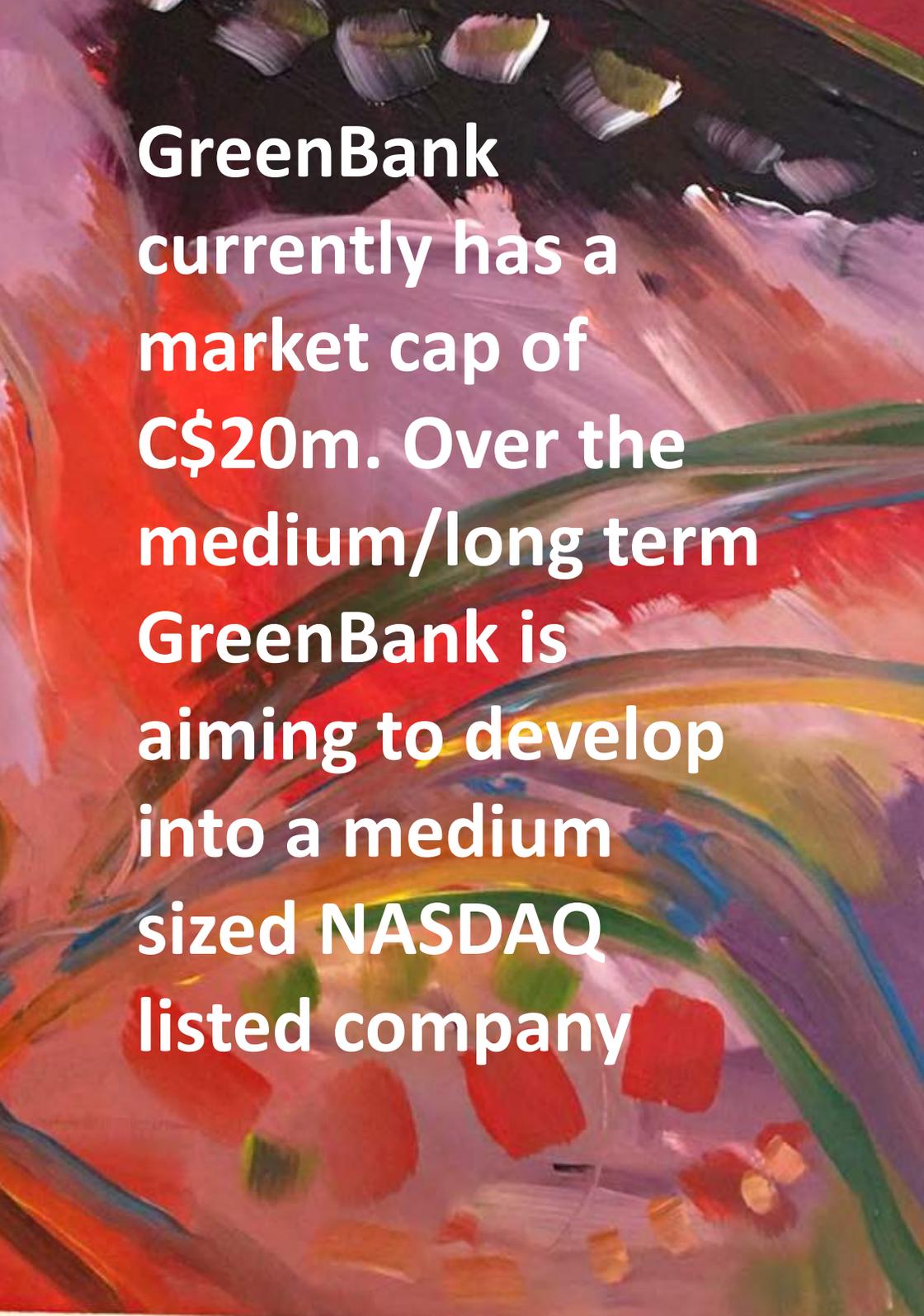
- ◆ Having clear and identifiable drivers of value capable of achieving this growth
- ◆ Having the ability to manage and deliver these drivers of value

Graduation to NASDAQ/NYSE

- ◆ This is a second key objective that supports the primary objective.
- ◆ Enhances the stock market liquidity and investor support which will help to achieve the primary goal.



**From a small
merchant bank
to a large
international
business**



**GreenBank
currently has a
market cap of
C\$20m. Over the
medium/long term
GreenBank is
aiming to develop
into a medium
sized NASDAQ
listed company**

Impact on GreenBank if successful

- ◆ GreenBank common shares previously reached C\$1.91
- ◆ The enlarged international management team believes that GreenBank's growth strategy will enhance shareholder value
- ◆ GreenBank currently has a market cap of C\$20m*. GreenBank is aiming to develop into a medium sized NASDAQ/NYSE listed company, which NASDAQ defines as a company valued at between \$2bn and \$10bn

The following slides, highlighting the key drivers of this value together with the management's specifically relevant proven expertise, show how GreenBank aims to achieve its objectives.

**as at the October 30, 2020 closing price of C\$0.40*

Six key drivers of value

Making globally scalable investments

Successful companies whose business can be scaled globally and have the potential to be worth at least C\$1bn. For example, the GreenBank pipeline includes an MMO global gaming opportunity.

Large impact property and planning gain

Acquiring options over tracts of land which, with planning permission, would be worth a large multiple of the option price—and then applying for and obtaining planning permission using highly experienced team.

Increasingly large acquisitions of companies with proven management and cashflow

GreenBank intends to use its shares as part or full consideration for the acquisition of progressively larger companies with strong cashflow and/or asset base that are intended to enhance GreenBank value.

Capital markets trading

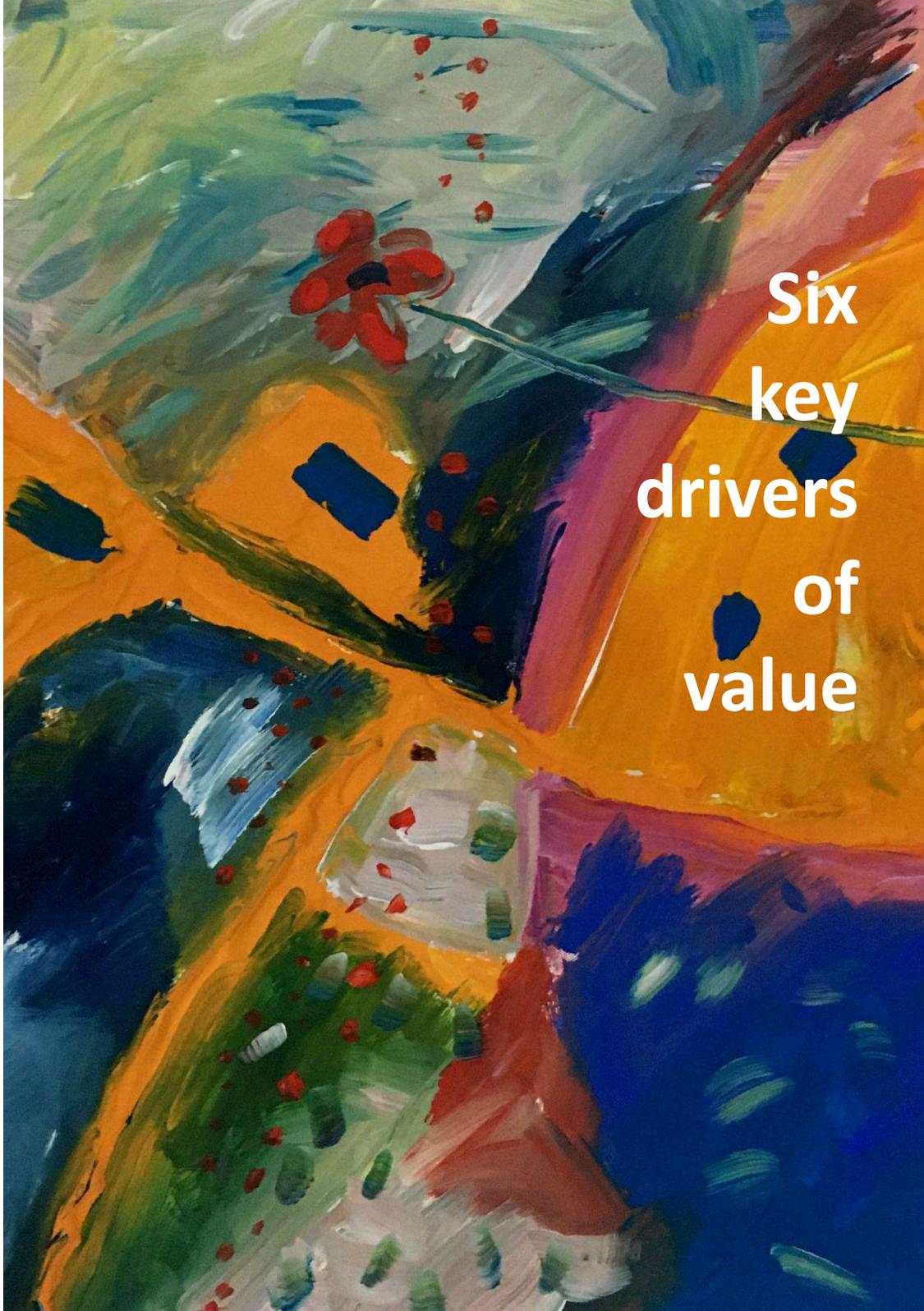
GreenBank has the opportunity to acquire a scalable capital markets trading business. Subject to deploying more capital, this business has the potential to become a significant profit centre for GreenBank.

Increasingly large fee income based on traditional merchant banking services

As GreenBank increases its activity and deal flow, GreenBank's management anticipates that there will be an increasing demand for its merchant banking services.

Flexible low cost overhead structure maximises bottom line

Our management are based in Toronto, Dallas, New York and London and are used to working across borders remotely. Our model of remote working, dynamic space and flexible contracts—rather than expensive offices, full time employees and large fixed costs—establishes GreenBank as a global merchant bank for the future, both during and after COVID19.

An abstract painting with vibrant, expressive brushstrokes in shades of blue, green, orange, and red. The composition is dynamic and layered, with various textures and colors blending together. The text 'Six key drivers of value' is overlaid on the right side of the image in a white, sans-serif font.

Six
key
drivers
of
value



Proven
ability
to
deliver
value

Ability to deliver the drivers of value

The Board of Directors

A credible team with diverse and relevant talent including;

- ◆ Regulatory, compliance and legal
- ◆ Financial management and oversight
- ◆ Stock market expertise
- ◆ Wide ranging multi sector abilities

Management Team

The management team works synergistically delivering;

- ◆ Committed leadership
- ◆ Deal flow and financing
- ◆ Operational control and management
- ◆ Communications and media expertise
- ◆ Administration and systems

Historic deal making ability of the Company and its team

Examples include:

- ◆ Undertaking property transactions with an aggregate capital value in excess of C\$1bn
- ◆ Advised on mergers and acquisitions, financings and other transactions of more than C\$1.5bn
- ◆ Selling businesses to Microsoft, Sun Microsystems and Click Commerce
- ◆ 35 years of global stock market trading and investment
- ◆ Over 100 years of combined corporate finance and merchant banking experience

Being Listed in Canada, USA and Germany

As a public company traded on three markets, GreenBank has access to capital not available to private companies

Ability to maximise the benefits of being listed and deliver those benefits to shareholders

Unlike the directors of many junior listed companies, GreenBank management have the necessary stock market expertise to fully benefit from being listed and to use that listing to grow its business rapidly— from deal structuring and minimising stock dilution to news flow and communications which increase investor support and thereby deal size.



Compliance and regulation is a proactive component of our processes and reputation

Our credentials

Established in 2013

Was founded by Danny Wettreich as a merchant bank focused on mergers, acquisitions and public listings

Management has proven ability and experience

- ◆ **David Lonsdale** - Merchant and investment banking
- ◆ **Mark Wettreich** - Compliance and management
- ◆ **Miles Nagamatsu** - Financial control
- ◆ **Richard Beresford** - Legal, transactional and public company listings.
- ◆ **Terry Pullen** - Operations, transactions, property and communications.
- ◆ **Alex Wettreich** - Strategic sales, marketing and planning
- ◆ **Peter D. Wanner** - Finance and audit

Compliance and regulation

GreenBank adheres to and is in good standing with all relevant regulations in each of the markets in which it operates. The Company's six member board ensures high levels of corporate governance.

Traded on three markets

GreenBank has been accepted by and admitted to trading on the CSE in Canada, the Frankfurt main market and OTC markets. Admission to OTC is a recognised path to an eventual progression to NASDAQ.

Overseen by OSC and CSE

The Company's primary regulators are the OSC and CSE in Canada.



**C\$1.91 per share
achieved
previously - the
board &
management
believe this can be
surpassed in the
short-medium
term**

Achievements to date

Listed on three markets

Greenbank is listed on the Canadian Securities Exchange, the Frankfurt Main Market and OTC Markets in the USA. After the unexpected death of the Company's founder the management team was able to rebuild the institutional knowledge lost with the passing of the founder and meet all its disclosure requirements.

Money raised

GreenBank Capital has raised a total of over C\$4 million previously, and is targeting to raise a further C\$5 million to facilitate its aggressive growth plan.

Example deals to date

- ◆ 60% of Kabaddi Games — a mobile gaming version of. Kabaddi, second biggest sport in India (over 400m fans)
- ◆ KYC Technology —client RTO, current market cap C\$91m
- ◆ 22% of Ubique Minerals - listed on the CSE by GreenBank. Owner of zinc deposits in 3 licenses totalling 6km around Daniel Harbour, Newfoundland, and options over 10km
- ◆ 19% of Staminier, an UK investment company, with an option to increase to 100%.

A share price of C\$1.91 prior to the founder's passing

The Board and management believe that it can increase shareholder value in the short/medium term based on deals to date and the pipeline of opportunities, together with the strengthened international management team.

Additional proven management with network of global opportunities recently appointed to help deliver plan

Growth under the initial plan was focused primarily in North America. The augmented management team brings opportunities from both sides of the Atlantic as well as the rest of the world.

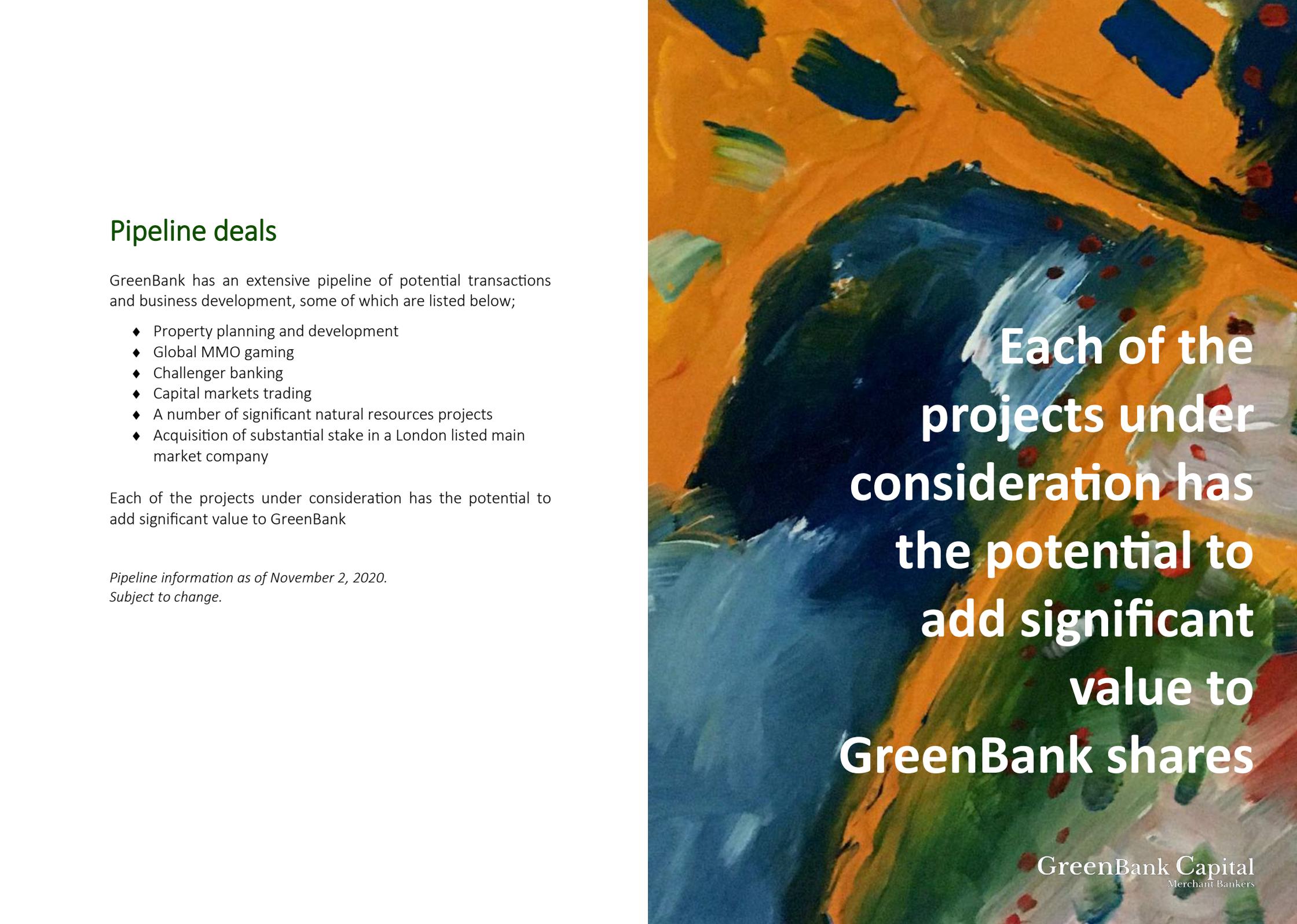
Pipeline deals

GreenBank has an extensive pipeline of potential transactions and business development, some of which are listed below;

- ◆ Property planning and development
- ◆ Global MMO gaming
- ◆ Challenger banking
- ◆ Capital markets trading
- ◆ A number of significant natural resources projects
- ◆ Acquisition of substantial stake in a London listed main market company

Each of the projects under consideration has the potential to add significant value to GreenBank

*Pipeline information as of November 2, 2020.
Subject to change.*



Each of the
projects under
consideration has
the potential to
add significant
value to
GreenBank shares



**We will identify,
research, appraise
& diligently validate
companies and
opportunities**

The GreenBank Commitment

How we will run our business

- ◆ Transparent
- ◆ Evidence driven
- ◆ Emphasis on financial and cost control
- ◆ Culture of delivery and accountability
- ◆ Target driven
- ◆ Great importance placed on compliance

How we will decide which deals to make

- ◆ Establish the real scale of the opportunity
- ◆ Determine whether the business has the means to deliver the potential
- ◆ Identify any help that the business needs and that can be provided
- ◆ Test assumptions
- ◆ Perform intensive due diligence
- ◆ Carry out risk/reward analysis
- ◆ Test likelihood of delivery
- ◆ Understand the quality of management
- ◆ Where taking a substantial stake in a private company, ensure, examine and test detailed and thorough business plans

How we will assess value

- ◆ Verify the business' current position
- ◆ Understand its true potential value
- ◆ Determine the ability of its management, assets and resources to deliver the potential
- ◆ Structure the transaction to immediately add value to GreenBank shares.

How we will add value to investments

- ◆ Financial Support
- ◆ Operational support
- ◆ Help with detailed planning
- ◆ Performance oversight
- ◆ Helping investee companies to IPO

The Board of Directors



Mark Wettreich - Chairman & Director

Alex Wettreich is a director of the Company and a son of GreenBank's founder Danny Wettreich. In addition to his duties at GreenBank, Mark is President & Director of Reliable Stock Transfer Inc., a private Canadian Stock Transfer Agent and Registrar. His knowledge in this area assists GreenBank full its compliance and regulatory obligation. Mark is also Chairman & Director of four other Canadian reporting issuers, namely XGC Software, Blockchain Evolution., Buchans Wileys Exploration, and Gander Exploration. He is also Director of Ubique Minerals Limited, a publicly listed company which is in the business of acquisition and evaluation of mineral exploration assets.



David Lonsdale - CEO, Director & member of the Audit Committee

David is the founder of The Lonsdale Group, a boutique investment and advisory firm, building upon his 35 years' operational experience spanning the corporate and entrepreneurial environments both domestically and internationally. In the corporate sector, he grew divisions for McDonnell Douglas/Boeing and Dun & Bradstreet/Nielsen, and as an entrepreneur he built and successfully sold three venture-funded technology companies to Microsoft, Sun Microsystems and Click Commerce. David successfully ran a private investment bank for ten years.



Pete Wanner - Director & Member of the Audit Committee

Pete Wanner is a director and Chairman of the Audit Committee of the Company. In this role, he provides oversight over the financial reporting process, the audit process, the company's system of internal controls, and compliance with laws and regulations. He is also director of Ubique Minerals Limited, Buchans Wileys Exploration Inc, Gander Exploration Inc, Blockchain Evolution Inc, and XGC Software Inc. He has 25 years experience in accounting and financial consulting and has worked with companies in Canada, the US, Mexico, and the UK.



Terry Pullen - Director

Terry became registered and licensed by the Financial Services Authority (FSA) as a Principal Partner of J. Rothchild Assurance in the United Kingdom. As director, his role includes assessing the performance of the CEO as well as the overall direction and strategy of the Company. Currently he is CEO of The Substantia Group, which delivers property and, business consultancy, design & build planning advice and communications services across the United Kingdom and has held numerous chief executive roles in the hospitality, retail and service sectors.



Richard Beresford - Director

As director Richard's role includes sourcing and analysing potential transactions for GreenBank as well as the overall direction and strategy of the Company. He is the co-founder and Chairman of McCarthy Denning, a City of London law firm, and has been practicing in corporate law, including Mergers and Acquisitions and Securities law for over 27 years. Richard is also co-founder and chairman of Rockpool Acquisitions PLC, listed on the London Stock Exchange. Throughout his career he has combined working with early stage and growth companies with advising on public markets transactions. Richard combines commercial awareness with technical and compliance expertise.



Alex Wettreich - Director

Alex Wettreich is a director of the Company and a son of GreenBank's founder Danny Wettreich. He helps with the overall direction and strategy of the company, providing particular expertise around the company's consumer and business-to-business software portfolio. Aside from GreenBank, he is also director in Reliable Stock Transfer, a private Canadian Stock Transfer Agent and Registrar focused on providing transfer agency services to public companies listed on the Canadian Securities Exchange.

The executive management team, consultants & advisors



Mark Wettreich - Chairman & Director

Mark Wettreich has been a director of GreenBank since 2013. He held the positions of Vice President and Corporate Secretary of the Company for over five years before ascending to Chairman in September of 2018 after the unexpected passing of Greenbank's founder Daniel Wettreich. Throughout his time at GreenBank Mark has been instrumental in the evaluation and execution of numerous GreenBank deals and transactions.



David Lonsdale - CEO, Director and member of the Audit Committee

David Lonsdale is a seasoned executive and general manager having successfully built and sold three disruptive technology companies to Microsoft, Sun Microsystems and Click Commerce. This experience, combined with his ten years as the president of an investment bank, positions him ideally to navigate GreenBank Capital's Merchant Banking growth path.



Miles Nagamatsu - Chief Financial Officer

Miles is a Chartered Professional Accountant, Chartered Accountant with over 30 years of financial experience, in the areas of accounting, finance, management, lending, restructurings and turnarounds. Since 1993, Miles has acted as part-time Chief Financial Officer of public and private companies primarily in the mineral exploration and investment management sectors.



Terry Pullen - CEO of The Substantia Group

Given GreenBank's six key drivers of value, Terry Pullen's versatility and entrepreneurship, across a range of sectors, supports both corporate and independent business opportunities alike. Whilst his multiskilled experience is an asset to both existing investments and new projects his expert knowledge of property, planning and asset management provides the expert knowledge needed to lead GreenBank's aspirations in these areas.

Professional Services



Dale Matheson Carr-Hilton Labonte
Auditors: Canada



Canada Trust
Bank: Canada



Robert M. Isles
Attorney: Canada



McCarthy Denning
Lawyers: United Kingdom



The Substantia Group
Property & Business Consultants: United Kingdom

Our future financial performance

As GreenBank prepares to complete its pipeline of acquisitions and investments, the details of these are currently confidential and price sensitive. A relevant financial forecast is therefore neither practical nor permissible.

However, subject to the above and upon request, we are able to provide a more detailed insight into how we expect to make money from the six key drivers of value below, but not the specific transactions themselves;

- ◆ Acquiring globally scalable investments
- ◆ Large impact property and planning gain
- ◆ Increasingly large acquisitions of companies with proven management and cashflow
- ◆ Capital markets trading
- ◆ Increasingly large fee income based on traditional merchant banking services
- ◆ Flexible and dynamic low cost overhead structure suited to a modern merchant bank



Future financial performance



**Currently traded
on three stock
markets and
planning to uplift
to NASDAQ**

Trading GreenBank shares

Currently traded on three markets

- ◆ The Canadian Securities Exchange (CSE: GBC)
- ◆ Frankfurt Main market (FRA: 2TL)
- ◆ OTC Markets (OTC: GRNBF)

Brokers that trade GreenBank shares

Virtually all major brokers in Canada, USA and Germany can trade GreenBank shares but, if you do not have a broker or your broker does not currently trade GreenBank shares, the following brokers trade our shares and appear to have the simplest account opening process:

Residents of Canada

- ◆ Questrade
- ◆ Virtual Brokers
- ◆ Interactive Brokers

Residents of USA

- ◆ Charles Schwab
- ◆ Etrade
- ◆ Fidelity

Residents of United Kingdom

- ◆ Interactive Investors
- ◆ Interactive Brokers
- ◆ Degiro

Residents of Germany

- ◆ Interactive brokers
- ◆ Comdirect
- ◆ Vitrade

Rest of Europe

- ◆ Degiro
- ◆ Interactive Brokers

Planned move to NASDAQ/NYSE

The Company believes that it will have fulfilled the qualification requirements to apply for listing on NASDAQ Capital Market in 2021, which is likely to lead to a substantial increase in the volume of trading in GreenBank shares and related impact on the GreenBank share price.

Frequently Asked Questions

How realistic is your objective to develop into a large international business?

We have a very clear objective, we have identified and understand the value drivers required to deliver the objective and we have the proven expertise and ability to deliver it.

Why do you invest in a broad range of sectors?

We believe to achieve the disproportionate and scalable growth we want for shareholders, our approach across a range of sectors is imperative. This diversity not only spreads our exposure, it also enables us to identify exciting opportunities in the ever changing commercial world and deliver to both the business owners and our shareholders a unique, value added proposition. This strategy also provides an inbuilt hedge across more conventional growth markets and fast moving new opportunities.

How do you source your deals?

Our experienced management team have a wide network of international contacts that bring opportunities to the Company.

How can I trade GreenBank shares now?

Many brokers can already trade GreenBank shares, however you can find a list of brokers (which we believe they have a relatively simple account opening process) on the previous page of this document.

What are the main risks to your strategy?

To properly implement our strategy we need access to substantial funding. There is always a risk that we cannot raise sufficient capital to achieve our aims in the timescales envisaged, but, as a publicly traded company we are in a good position to attract additional capital from existing and new investors.

The risk that some or all of our investee companies fail to deliver their business plans. Not only do we believe this is highly unlikely due to the diligence we use when appraising opportunities, but we also will work side by side with the principals of our investments and in the event of poor management, we will try wherever possible to ensure that we have the power to replace the leadership if so required.

Also, see 'Risks Factors' in GreenBank's Form 2A Listing Application dated July 15, 2020 found on www.sedar.com and the risk section at the front of this document.

Why do you want to uplift to NASDAQ?

The volume of trading in the shares of companies listed on NASDAQ exceeds the amount of trading on virtually all other worldwide markets. High volume trading increases the liquidity of the Company's stock and makes it a more attractive currency for acquisitions and raising capital, thereby significantly aiding the Company's exponential growth plans.

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Thank You!

Further information is available on our website

www.greenbankcapitalinc.com