



KADESTONE
CAPITAL CORP.

Kadestone Capital Corp.
September 2020



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A final prospectus (the “Prospectus”) containing important information relating to the securities described in this document has been filed with the securities regulatory authorities in British Columbia, Alberta and Ontario. A copy of the final prospectus, and any amendment, is required to be delivered with this document. This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the Prospectus, and any amendment, for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision. This presentation contains forward-looking statements within the meaning of the Canadian securities laws regarding: the listing of the Company's common shares on the TSX Venture Exchange (“TSX-V”); the completion of the Company's initial public offering (“IPO”); the completion of the cornerstone placement; the ability of the Company to take part in the development, acquisition, and management of residential and commercial income producing properties; the ability to leverage its strategic alliances to select properties for accretive acquisitions; the Company's ability to generate stable and growing cash flow and enhance the value of the Company's portfolio of assets; and the Company's ability maximize long-term share price value through active asset management, diversification of projects, property management, identify and access low cost capital, and cost-control through procurement cost savings. Words and phrases that may not be based on historical fact, including without limitation statements containing the words “believe”, “may”, “plan”, “will”, “estimate”, “continue” and similar words or expressions, are intended to identify these forward-looking statements. Forward-looking statements are based on estimates and assumptions made by the Company in light of its experience and its perception of historical trends, current conditions and expected future developments, as well as other factors that the Company believes are appropriate in the circumstances. Such statements reflect management of the Company's current views with respect to future events and are subject to risks and uncertainties and are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Company, are inherently subject to significant business, economic, competitive, political and social uncertainties and contingencies.

Should any one or more risks or uncertainties materialize or change, or should any underlying assumptions prove incorrect, actual results and forward-looking statements may vary from those described herein. Kadestone does not assume the obligation to update such forward-looking statements except as required by law. The factors and assumptions that could cause actual results to differ materially from those mentioned herein include, but are not limited to: the Company's inability to complete the IPO; the Company's inability to complete the listing of its common shares on the TSX-V; the sufficiency of the Company's current working capital and the estimated cost and availability of future financing to fund the continued acquisition and development of the Kyle Road property and future investments; the effect that significant holders of our Common Shares may have over the market price of our Common Shares; the risks posed by the recent coronavirus (COVID-19) outbreak; our ability to continue as a going concern; general business, economic and social uncertainties; litigation, legislative, environmental and other judicial, regulatory, political and competitive developments; and other risks set out in the Prospectus. This list is not exhaustive and these and other factors should be considered carefully. As a result of the foregoing and other factors, no assurance can be given as to any such future results, levels of activity or achievement and neither the Company nor any other person assumes responsibility for the accuracy and completeness of these forward-looking statements. Readers should not place undue reliance on the Company's forward-looking statements. There is currently no market through which the common shares may be sold and purchasers may not be able to resell the common shares purchased under the Prospectus. This may affect the pricing of the common shares in the secondary market, the transparency and availability of trading prices, the liquidity of our common shares and the extent of issuer regulation. An investment in our common shares is subject to a number of risks that should be considered by a prospective purchaser. Investors should carefully consider the risk factors described under “Risk Factors” in the Prospectus before purchasing our common shares. An investment in our common shares is subject to a number of risks that should be considered by a prospective purchaser.

THE EVOLUTION OF
REAL ESTATE DEVELOPMENT



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Kadestone is a real estate investment and development company incorporated under the laws of the Province of British Columbia in July 2019 to pursue the investment in, development, acquisition, and management of residential and commercial income producing properties.

The Company has entered into strategic alliance agreements with certain strategic partners, which are expected to help us to select properties for accretive acquisitions. The objectives of the Company are to generate stable and growing cash flow and enhance the value of the Company's portfolio of assets and maximize long-term share price value through active asset management, diversification of projects, property management, identifying and accessing low cost capital, and cost-control through procurement cost savings.

- July 2019 – Kadestone incorporated
- December 2019 – Acquired 51% share of the West Vancouver property
- February 2020 – Acquired right to purchase Kyle Road property
- July 2020 – Entered into Cornerstone Investment Agreement
- Fall 2020 – Targeted IPO Date

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Capital Structure

	Minimum Offering	Maximum Offering
Cornerstone Investment (\$0.80 per Share)	15,000,000 Common Shares \$12,000,000	6,250,000 Common Shares \$5,000,000
Public Offering (\$0.80 per Share)	2,500,000 Common Shares \$2,000,000	18,750,000 Common Shares \$15,000,000
Total	17,500,000 Common Shares \$14,000,000	25,000,000 Common Shares \$20,000,000

	Pre IPO	Post IPO
Shares Issued & Outstanding	29,006,475	46,506,475 Assuming Minimum Offering 54,006,475 Assuming Maximum Offering
Stock Options	1,750,000	1,750,000
Agent Options	None	125,000 Assuming Minimum Offering 937,500 Assuming Maximum Offering
Warrants	None	None
Director and Executive Officer Ownership	31.23%	19.48% Assuming Minimum Offering 16.78% Assuming Maximum Offering

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Management and Directors

Brent Billey - Chief Executive Officer and Director

Brent Billey is a founder of Kadestone. Prior to this, Mr. Billey was a Senior Relationship Manager at BC Hydro. Mr. Billey's most recent role was in Indigenous Relations and Negotiations. He was responsible for the negotiations around property dispositions as well as long-term multifaceted relationship agreements. Mr. Billey's expertise includes complex negotiations, strategic planning, mergers and acquisitions and financing with a singular focus on increasing shareholder value. Mr. Billey is party to a written employment agreement with the Company. Mr. Billey holds a diploma in Marketing from the Sauder School of Business, University of British Columbia.

David Negus - Chief Financial Officer

Mr. David Negus is the Chief Financial Officer of the Company and is accountable for the financial, administrative and risk management operations of the Company. Mr. Negus is working for the Company full time as a contractor. Mr. Negus most recently served as the CFO of Sunniva, a CSE listed cannabis Company. Previously, Mr. Negus was CFO at Luvo, a high growth food Company. At Luvo Inc., he was responsible for finance, supply chain operations, information technology, human resources and investor relations. Prior to his role at Luvo, Mr. Negus was Vice President, Corporate Controller at Lululemon Athletica Inc. In his role at lululemon, Mr. Negus led the finance team through their initial public offering and was responsible for their global financial reporting, accounting, tax, and treasury functions. Mr. Negus holds a CPA, CA designation. Mr. Negus is not a party to a written employment agreement with the Company. Mr. Negus CPA, CA holds a Bachelor degree in Business Administration from Simon Fraser University.

David Negrin - Director

Mr. David Negrin is currently CEO of the MST Development Corporation managing significant amounts of real estate development with First Nations groups. Previously he was the President of Aquilini Development and Construction Ltd. Prior to joining Aquilini Development and Construction Ltd, David was the Senior Vice President of Concord Pacific Group. As an industry leader in restorative development, David has also served as both a Director and President of the Urban Development Institute – Pacific Region.

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Michael Geller - Director

Michael Geller is an architect, planner, real estate consultant, property developer, educator and journalist with five decades' experience in the public, private and institutional sectors across Canada and around the world. As the principal with the Geller Group from 2007, Michael is a Planning consultant with a record of rezoning and complex development approvals and knowledge of sustainable development and heritage best practices, Mr. Geller is known for his involvement with developments and planned communities across Canada and for residential and mixed-use projects, from concept planning to marketing and as a developer of residential and mixed-use projects. Mr. Geller is Adjunct Professor at Simon Fraser University Centre for Sustainable Development, School of Resource and Environmental Management, and former Affiliate at University of British Columbia SALA.

Norm Mayr – Director

Mr. Norm Mayr is a chartered professional accountant (FCPA, FCA) and a recently retired (October 2016) Audit Partner having spent 38 years in public practice with KPMG. He was the Risk Management and Business Unit Professional Practice Partner for the Greater Vancouver Area practice of KPMG for the most recent 18 years of his career. In this role, Norm was responsible for managing risk in the audit practice, and regularly consulted with engagement teams dealing with complex financial reporting, accounting, audit and securities issues in their clients. During his career, Norm has had extensive experience in the mining, forestry, technology, real estate, retail and industrial markets sectors. Norm has lectured extensively on financial reporting matters. He was a founding member of the CICA Accounting Standards Board, and a member of the Canadian Advisory Group to the International Accounting Standards Committee. He recently completed a 10-year term as Chair of the Investigation Committee for the Chartered Professional Accountants of British Columbia, a committee charged with the responsibility of investigating alleged misconduct by its members.

Jacqueline Tucker – Director

Jacqueline Tucker is a chartered professional accountant with over 30 years of experience in providing professional services to a number of public companies. She has also served as director on numerous boards of public companies. Ms. Tucker is the Chief Financial Officer of East Africa Metals Inc. EAM is listed on the TSXV. Ms. Tucker is the Chief Financial Officer of True North Gems Inc. from February 2010 to July 2015 and from July 2017 to the present. TGX is listed on the TSXV. Additionally, Ms. Tucker is Chief Executive Officer and a director of Canadian Imperial Venture Corp., a NEX listed company that is currently in the process of closing a business combination agreement with Cannus Partners Inc. that is anticipated to close in September 2019.

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