



PHUNWARE

NASDAQ: PHUN

Everything You Need to Succeed on Mobile

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This presentation includes forward-looking statements. All statements other than statements of historical facts contained in this presentation, including statements regarding our future results of operations and financial position, business strategy and plans, and our objectives for future operations, are forward-looking statements. The words "anticipate," "believe," "continue," "could," "estimate," "expect," "intend," "may," "might," "plan," "possible," "potential," "predict," "project," "should," "will," "would" and similar expressions that convey uncertainty of future events or outcomes are intended to identify forward-looking statements, but the absence of these words does not mean that a statement is not forward-looking.

These forward-looking statements include, but are not limited to, statements regarding our industry, future events, as well as post-closing management, our estimated or anticipated future results and benefits of following the transaction, including the post-transaction ownership and cash and debt balances, future opportunities for the combined company, estimates of our total addressable market, and projections of customer savings. These statements are based on various assumptions and on the current expectations of management and are not predictions of actual performance, nor are these statements of historical facts. These statements are subject to a number of risks and uncertainties regarding our business and the transaction, and actual results may differ materially. These risks and uncertainties include, but are not limited to, changes in the business environment in which we operate, including inflation and interest rates, and general financial, economic, regulatory and political conditions affecting the industry in which we operate; adverse litigation developments; inability to refinance existing debt on favorable terms; changes in taxes, governmental laws, and regulations; competitive product and pricing activity; difficulties of managing growth profitably; the loss of one or more members of our management team; failure to realize the anticipated benefits of the transaction, including difficulty in integrating the combined businesses; uncertainty as to the long-term value of Phunware, Inc. common stock; the inability to realize the expected amount and timing of cost savings and operating synergies; those discussed in the Annual Report on Form 10-K for the year ended December 31, 2018 under the heading "Risk Factors," as updated from time to time by the Quarterly Reports on Form 10-Q and other documents of the predecessor entity and of us on file with the SEC or in the joint proxy statement/prospectus filed with the SEC. There may be additional risks that we presently know or that we currently believe are immaterial that could also cause actual results to differ from those contained in the forward-looking statements. In addition, forward-looking statements provide our expectations, plans or forecasts of future events and views as of the date of this communication. We anticipate that subsequent events and developments will cause our assessments to change. However, while we may elect to update these forward-looking statements at some point in the future, we specifically disclaim any obligation to do so. These forward-looking statements should not be relied upon as representing our assessments as of any date subsequent to the date of this communication.

Who is Phunware?



Software Cloud



Infrastructure Cloud



Mobile Cloud

Phunware intends to reach every connected device on Earth.

Everything You Need to Succeed on Mobile



2.5B+ Phunware IDs worldwide

1B+ monthly active devices

6B+ transactions processed daily

5TB+ data generated daily

\$100M+ financing (USD)

150+ employees

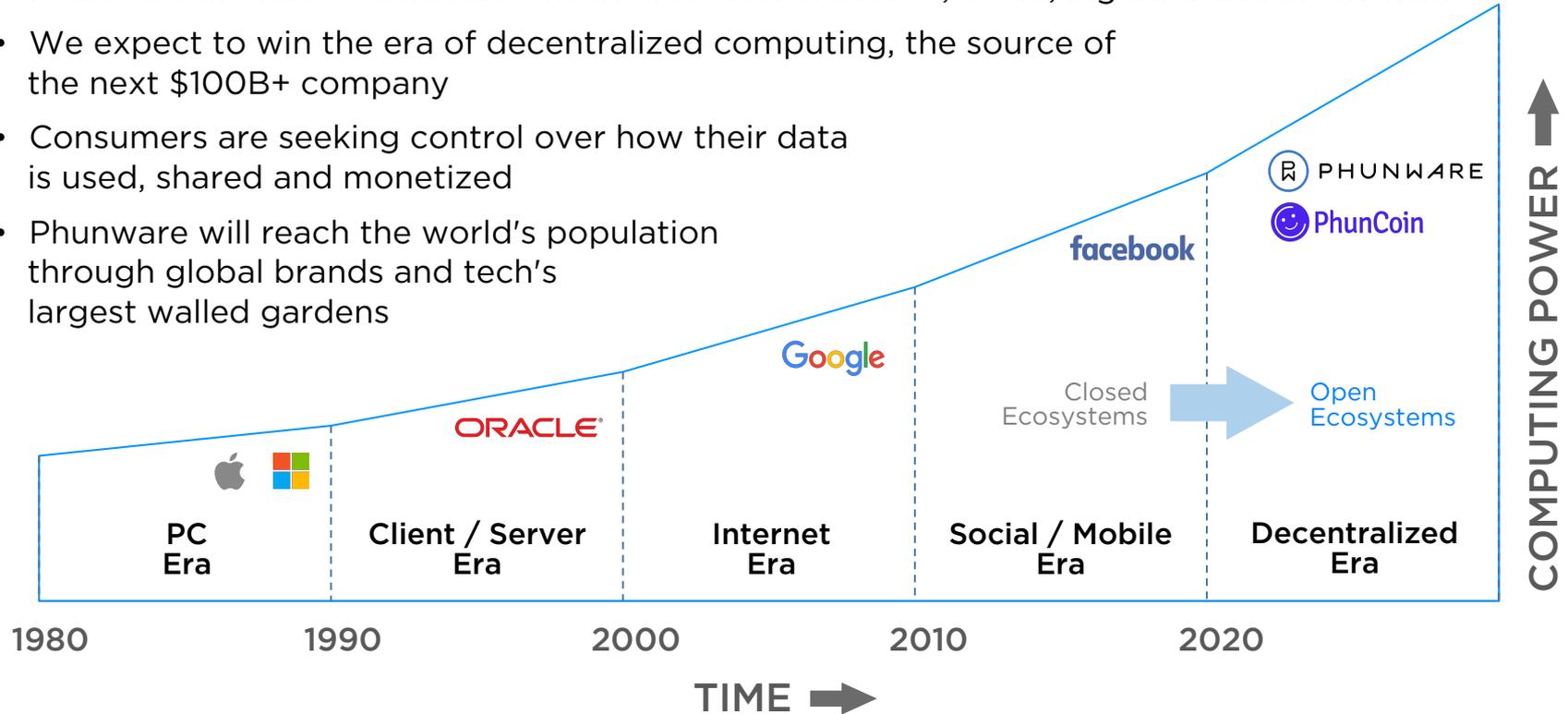
PHUN + PHUNW on NASDAQ



Transformational Market Opportunity



- Phunware intends to dominate the intersection of mobile, cloud, big data and blockchain
- We expect to win the era of decentralized computing, the source of the next \$100B+ company
- Consumers are seeking control over how their data is used, shared and monetized
- Phunware will reach the world's population through global brands and tech's largest walled gardens



Massive Addressable Markets



Applications

175 billion app downloads annually⁽¹⁾
(+60% since 2015)

\$86 billion in worldwide mobile app spending⁽¹⁾
(+105% since 2015)

The average user spends 43 days per year in apps⁽¹⁾

The average user accesses ~40 apps per month⁽¹⁾

Transactions

Users spend 66% of online time on mobile devices⁽²⁾

Mobile advertising revenue now 54% of all digital ad revenues⁽²⁾

Big data market growing from \$130 billion in 2016 to \$203 billion in 2020⁽³⁾
(11.7% CAGR)

Blockchain

Global cryptocurrency market cap currently over \$200 billion⁽⁴⁾

\$12 billion average daily trading volume across all cryptocurrencies⁽⁴⁾

Altcoins (ex-bitcoin) now make up 46% of total cryptocurrency market cap⁽⁴⁾

Additive and rapidly expanding multi-billion dollar addressable markets

Phunware Products and Solutions



We are the only fully-integrated enterprise software platform for mobile that provides companies the products, solutions, data and services necessary to engage, manage and monetize their mobile application audiences globally at scale.

Cloud-Based Mobile Software. Software Development Kits (SDKs) include location-based services, mobile engagement, content management, messaging, advertising and analytics.

Mobile Application Framework. Pre-integrated iOS and Android software modules for building in-house or channel-based mobile application solutions.

Cloud-Based Vertical Solutions. Pre-integrated iOS and Android mobile application portfolios for Healthcare, Retail, Media, Real Estate and Hospitality, Sports, Aviation and other verticals.

Knowledge Graph and Data. Real-time mobile audience targeting, reach, engagement and monetization for 1:1 insights and interactions globally at scale.

PhunCoin by Phunware. A Blockchain-Enabled Data Exchange and Loyalty Platform for Mobile Engagement. PhunCoin is a world-first, SEC-compliant, Regulation D 506(c) Security Token Offering (STO).

Phunware's Multiscreen as a Service (MaaS) Platform



 BIG DATA

Virtual Applications
Live Event Flagship Portfolios



Physical Applications
Venue Portfolios



Phunware IDs
Indoors and Outdoors

Top-Tier Customers and Investors



Indicative Customers by Industry						Investors
Aviation	Healthcare		Media	Retail	Real Estate	Sports

6 Financing Rounds Raised >\$100 million

Global investor and customer base provides unmatched distribution for Phunware's platform

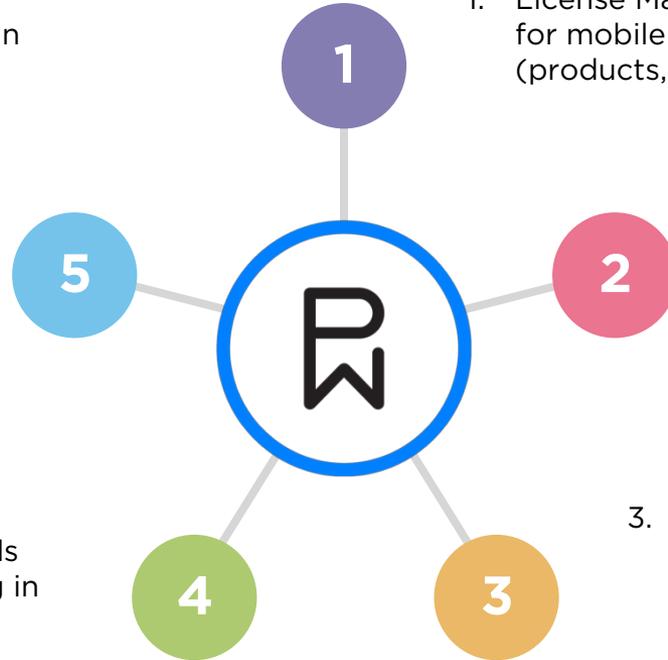
Phunware's Organic Growth Strategy



5. Upon achieving cash neutrality for PHUN through the PhunCoin by Phunware ecosystem, offer customers one of two choices for licensing MaaS:

- Keep all customer and consumer data private by licensing MaaS, or,
- Use MaaS for free in exchange for voluntarily providing the customer and consumer data.

4. Dramatically scale the brands and consumers participating in the PhunCoin by Phunware ecosystem worldwide.



1. License MaaS enterprise cloud platform for mobile to the world's brands (products, solutions, data and services).

2. Collect voluntarily provided customer and consumer data from the world's population through iOS and Android mobile applications using MaaS.

3. Seed the PhunCoin by Phunware blockchain-enabled data exchange and mobile loyalty ecosystem with the data collected from these customers and consumers.

Phunware's Global Sales Strategy



Go to market 100%
with direct sales.

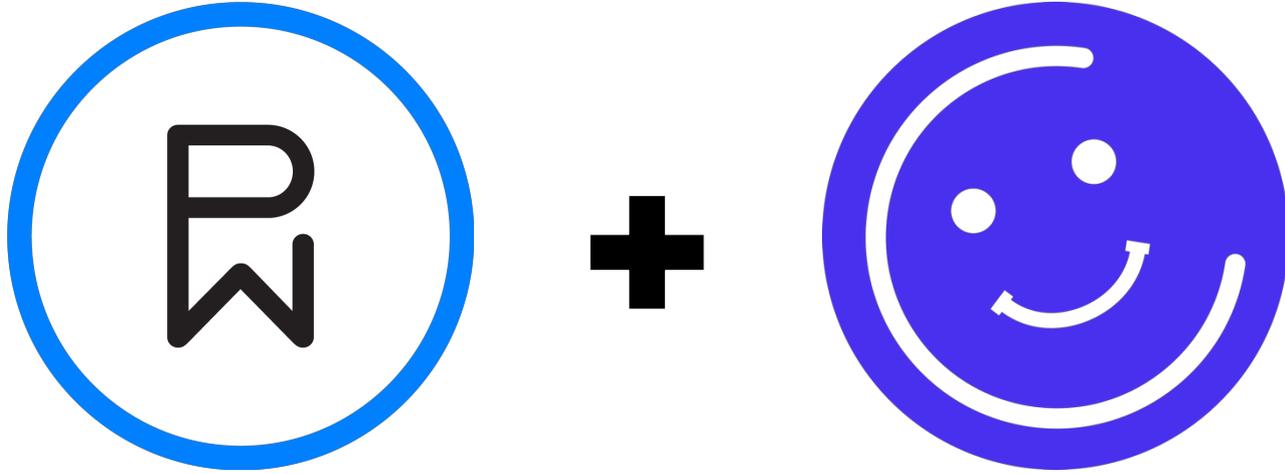


Go to market with 80%
direct sales and 20%
indirect sales.



Go to market with 20%
direct sales and 80%
indirect sales.





PhunCoin by Phunware

A Blockchain-Enabled Data Exchange & Mobile
Loyalty Ecosystem

PhunCoin's Vision



We intend to add 1 billion digital wallets to the world's population, connecting brands and consumers directly without untrustworthy intermediaries like Facebook and Google, while empowering people to regain control of their personal data and information in exchange for compensation when they choose to share it voluntarily with these brands.



Global Thought Leaders Speak



"Personal data needs to be regarded as a human right, just as access to water is a human right. The ability for people to own and control their data should be considered a central human value. The data itself should be treated like property and people should be fairly compensated for it."

*Will.I.Am - Founder & Chairman - I.AM+
World Economic Forum's Global Artificial Intelligence Committee
Commenting on "Personal Data as a Human Right"*

Major Corporations React



"In 2019, it's time to stand up for the right for privacy—yours, mine, all of ours. Consumers shouldn't have to tolerate another year of companies irresponsibly amassing huge user profiles, data breaches that seem out of control and the vanishing ability to control our digital lives."

*Tim Cook - CEO - Apple
Commenting on a "Data-Broker Clearinghouse"*



"Cisco calls for comprehensive and interoperable privacy legislation around the world that allows ethical movement of data between countries. Laws should be anchored to the core principles of security, transparency, fairness and accountability, because privacy is a fundamental human right."

*Chuck Robbins - Chairman & CEO - Cisco Systems
Commenting on "Privacy as a Fundamental Human Right"*

Major Corporations React



"Companies that make billions of dollars collecting, curating and monetizing our personal data have a duty to protect it. Consumers have the right to know and control how their data is being used. California's consumers should also be able to share in the wealth that is created from their data ... because we recognize that your data has value and it belongs to you."

*California Governor Gavin Newsom
2019 State of the State Address
Commenting on "Data Dividends for Californians"*

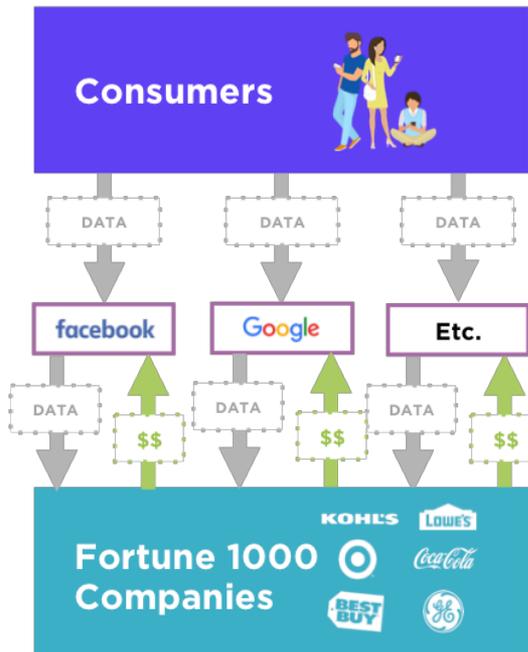


PhunCoin + Phunware = End of Consumer Exploitation



Without PhunCoin

Brands leverage consumer data through untrustworthy intermediaries without transparency, auditability or consumer compensation



Blockchain-Enabled Disruption of \$500B+ Annual Media Spend

Empower Everyone

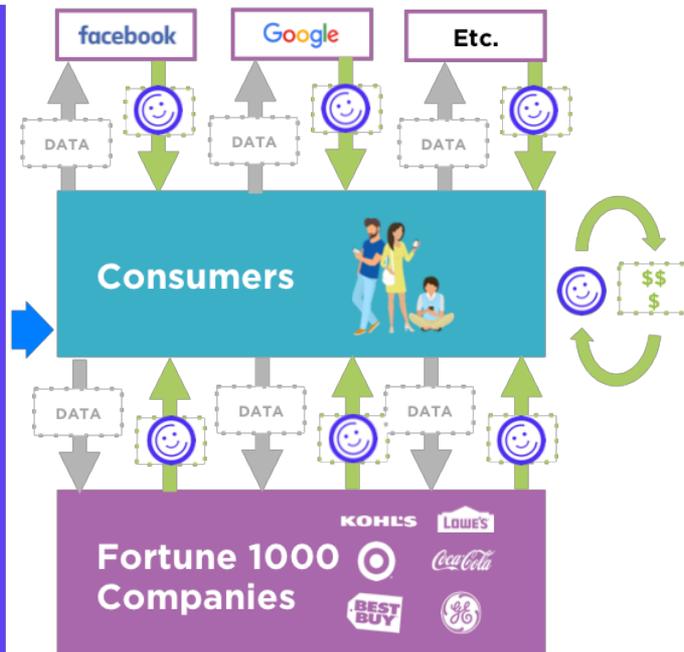


- GDPR-compliant
- Embedded brand and consumer protection
- Consumer compensation for personal data and information
- Untrustworthy intermediary elimination
- Curated opt-in audiences for brands

brands

With PhunCoin

Consumers and brands share and consume data in a blockchain-enabled data exchange and mobile loyalty ecosystem



2018 Financial Highlights



\$30.9M

Revenue

62%

Gross Margin

\$8.6M

Adjusted EBITDA Loss

16%

Total Revenue
Growth Y/Y

+2,059

Basis Points Y/Y

\$25.0M

Backlog

18%

Subscription Revenue
Growth Y/Y

94%

Net Dollar Retention

\$8.3M

Deferred Revenue

Phunware Executive Team



Alan S. Knitowski
CEO

Founder and CEO, Vovida Networks (acquired by Cisco Systems)

Founder and Director, Telverse Communications (acquired by Level 3 Communications)

Director, vCIS (acquired first by Internet Security Systems and then IBM)

Cisco Systems, Nortel Networks, US Army, Curo Capital, Ecewa Capital Group

MSIE, Georgia Tech, MBA, UC Berkeley and BSIE, University of Miami (FL)



Randall Crowder
COO

Co-Founder and Managing Partner, TEXO Ventures

Sole Founder and Managing Partner, Novē Ventures

Executive Director, Central Texas Angel Network (CTAN)

BS, United States Military Academy at West Point and MBA, McCombs School of Business at UT-Austin

Kauffman Fellow and Member of the Young Entrepreneur Council (YEC)



Matt Aune
CFO

Global Technology Finance Lead, Sony Computer Entertainment

Head of Worldwide Financial Planning and Analysis, Midway Games

MBA, San Diego State University and BA, UC San Diego



Luan Dang
CTO

Founder, EVP and CTO, Vovida Networks (acquired by Cisco Systems)

Advisor and Architect, Telverse Communications (acquired by Level 3 Communications)

Advisor, Bitfone (acquired by Hewlett-Packard)

Cisco Systems, Nortel Networks, Unisys, Curo Capital, Sagoso Capital

MSCS, Stanford and BSCE, UC San Diego



Tushar Patel
EVP Corp. Development

CEO, Simplikate Systems (acquired by Phunware)

25-year veteran of technology-based solutions

Merged web company he founded with other web shops into USWeb, culminating in IPO valuation over \$1B within 2 years

BBA Marketing, UT-Austin



Matt Lindenberger
EVP Engineering

President and CTO, Simplikate Systems (acquired by Phunware)

15+ years of leadership and innovation in technology architecture, management, implementation and maintenance of cloud-based SaaS platforms (ERP/CRM, PMS, VoIP, etc.)

Developed groundbreaking patent-pending mobile solutions for the real estate industry

Board of Directors



Executive Directors



Alan S. Knitowski
CEO, [Phunware](#)



Randall Crowder
COO, [Phunware](#)



Keith Cowan
CEO, [Cowan Consulting Corporation](#)



Kathy Mayor
CMO, [BoxyCharm](#)



Lori Tauber Marcus
Founder, [Courtyard Connections](#)



Akis Tsirigakis
Chairman, President and Co-CEO, [Stellar](#)



George Syllantavos
Co-CEO and CFO, [Stellar](#)

Founder and CEO, Vovida Networks (acquired by Cisco Systems)

Founder and Director, Telse Communications (acquired by Level 3 Communications)

Director, vCIS (acquired first by Internet Security Systems and then IBM)

Cisco Systems, Nortel Networks, US Army, Curo Capital, Ecewa Capital Group

MSIE, Georgia Tech, MBA, UC Berkeley and BSIE, University of Miami (FL)

Co-Founder and Managing Partner, TEXO Ventures

Sole Founder and Managing Partner, Novè Ventures

Executive Director, Central Texas Angel Network (CTAN)

BS, United States Military Academy at West Point and MBA, McCombs School of Business at UT-Austin

Kauffman Fellow and member of the Young Entrepreneur Council (YEC)

President of Strategic Planning and Corporate Initiatives, Sprint Corporation (NYSE:S)

Chief Development Officer, BellSouth Corporation (acquired by AT&T)

Partner, Alston & Bird LLP

JD, University of Virginia School of Law and B.A. Economics and Political Science, University of North Carolina at Chapel Hill

Chief Digital Officer, Carnival Corporation (NYSE:CCL)

Chief Marketing Officer, Carnival Cruise Lines (NYSE:CCL)

Global SVP of Strategy, CRM & eCommerce, Las Vegas Sands Corporation (NYSE:LVS)

Director, Caesars Entertainment Corporation (NASDAQ:CZR)

MBA, Harvard Business School and B.S. Management Engineering, Ateneo de Manila University

Board Director, Golub Corporation

Board Director, Talalay Global

Chairman of the Board, DNA Diagnostics Center

Interim Global CMO, Peloton Interactive

EVP, Global Brand & Product Officer, Keurig Green Mountain (NASDAQ:GMCR)

CMO and SVP, The Children's Place (NASDAQ:PLCE)

SVP, Marketing Activation, PepsiCo (NASDAQ:PEP)

Co-Founder, President, and ex-CEO of Star Bulk Carriers Corp, (NASDAQ:SBLK) and Star Maritime (AMEX:SEAS),

Co-Founder and ex-CEO of Nautilus Marine Acquisition (NASDAQ:NMAR)

Ex-Board member of NASDAQ:ORIG and NASDAQ:DRYS

35-year veteran in maritime / energy, 13 years in corporate finance and SPACs

General Partner / CEO, Seven Seas Investment Fund, Luxembourg

M.S. and B.Sc., University of Michigan, Ann Arbor

Co-Founder and ex-CFO of Star Bulk Carriers Corp, (NASDAQ:SBLK) and Star Maritime (AMEX:SEAS),

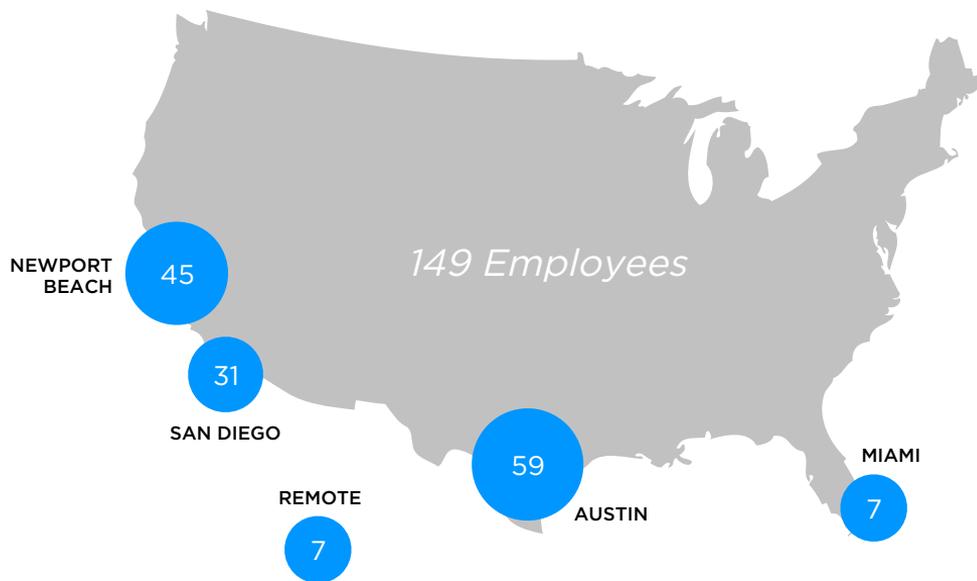
Co-Founder and ex-CFO of Nautilus Marine Acquisition (NASDAQ:NMAR)

Director and ex-President, CEO of BTHGX Inc, (data encryption / geolocation)

25 years in corporate finance and transportation / energy management, 13 years of SPAC experience

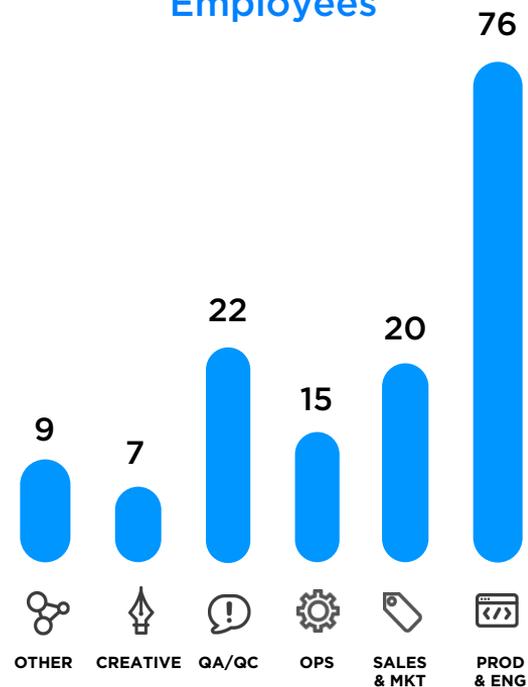
MBA, Northwestern University (Kellogg) and B.Sc. Industrial Engineering, Roosevelt University

Current FTE Headcount



As of March 15, 2019

Employees



Alan S. Knitowski

CEO

aknitowski@phunware.com

Corporate Headquarters

7800 Shoal Creek Boulevard
Suite 230-S
Austin, Texas 78757

www.phunware.com
www.phuncoin.com



PHUNWARE

NASDAQ: PHUN



PhunCoin

Rewarding **you** for being **you**.