

The World's First



got
produce?®

Investor MOI

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The World's First:

**Got
produce?®**

Intelligent Hydroponics

Executive Summary

The agriculture industry today is faced with a looming challenge to produce more food with fewer resources, and meet the growing consumer demand for local food.

Hydroponics' can help, but current systems are expensive, difficult to use, and limited to certain crops.

Got Produce, bridges the gap between local market demand and fresh production by using Intelligent Hydroponic Systems to create a just-in-time production model for local buyers.

Since 2005, we have been successfully growing and selling fresh veggies using NASA inspired technology. Our systems are affordable, easy to use and the most versatile on the market- able to grow almost any crop anywhere!

Active in 7 countries, we are now ready to share our success in the US and are seeking \$500k funding to install our new US flagship greenhouse!



*“Deborah and Got Produce? have the quality produce that chefs, such as myself, get very excited about.”
-Michael Hodgins,
Bon Appetite*

Meet the Founder

This is my story...



*Deborah Walliser, Founder & CEO
M.Ed., M.A., B.S.*

Twenty years ago, I began my career studying hydroponic systems with NASA. Driving to work one day I witnessed wasteful farming practices and decided to do something about it.

A year later, I designed the first smart commercial hydroponic system to reduce water use and increase yields for tree crops.

Fueled by success, I designed and built the first deep water hydroponic system for fruit and veggies in Arizona to withstand extreme temperatures and harsh water.

At the same time, I was developing a kick-ass network of food buyers, from fortune 500 companies to five-star chef's, and heard first hand of the production challenges for local food.

Seeing a solution, I invented and patented the elusive 'intelligent multi-crop' greenhouse technology, the magic behind the company, and began selling systems in arid climates around the world. Join me in bringing this technology back to the US!

Milestones

Milestones in Brand History



> Beginning technology



Owned and operated 1st greenhouse facility, began selling products under the Got Produce Brand. 1st technology proof of concept.

> Patents



2015 Awarded US patents for the deep water hydroponic and control systems.

> US Franchising



US Franchise company founded Jan, 2017 and commenced registration in target states

Mission



We believe in preserving our natural resources by using hydroponic methods to grow superior quality produce in a fraction of the space, using a fraction of the resources for local communities.

We create solutions to alleviate the carbon footprint of agriculture by growing locally and reducing the amount of water consumed by the agriculture industry by growing hydroponically.

We revolutionize the production and distribution of produce by growing locally, using new hydroponic technology and old fashioned multi-cropping systems.

Business-in-a-Box

Equipment + Technology + Training



Got Produce started with a very simple premise; make local food production easy and affordable by;

1) modernizing hydroponic technology and 2) creating uniformity in production and distribution.

They quickly realized there is more opportunity in the world than being just a greenhouse grower.

By franchising the concept they became the worlds first, one-of-a-kind, business-in-a-box hydroponic produce company with a global customer base.

Competitive Advantage

Physiological Engineering

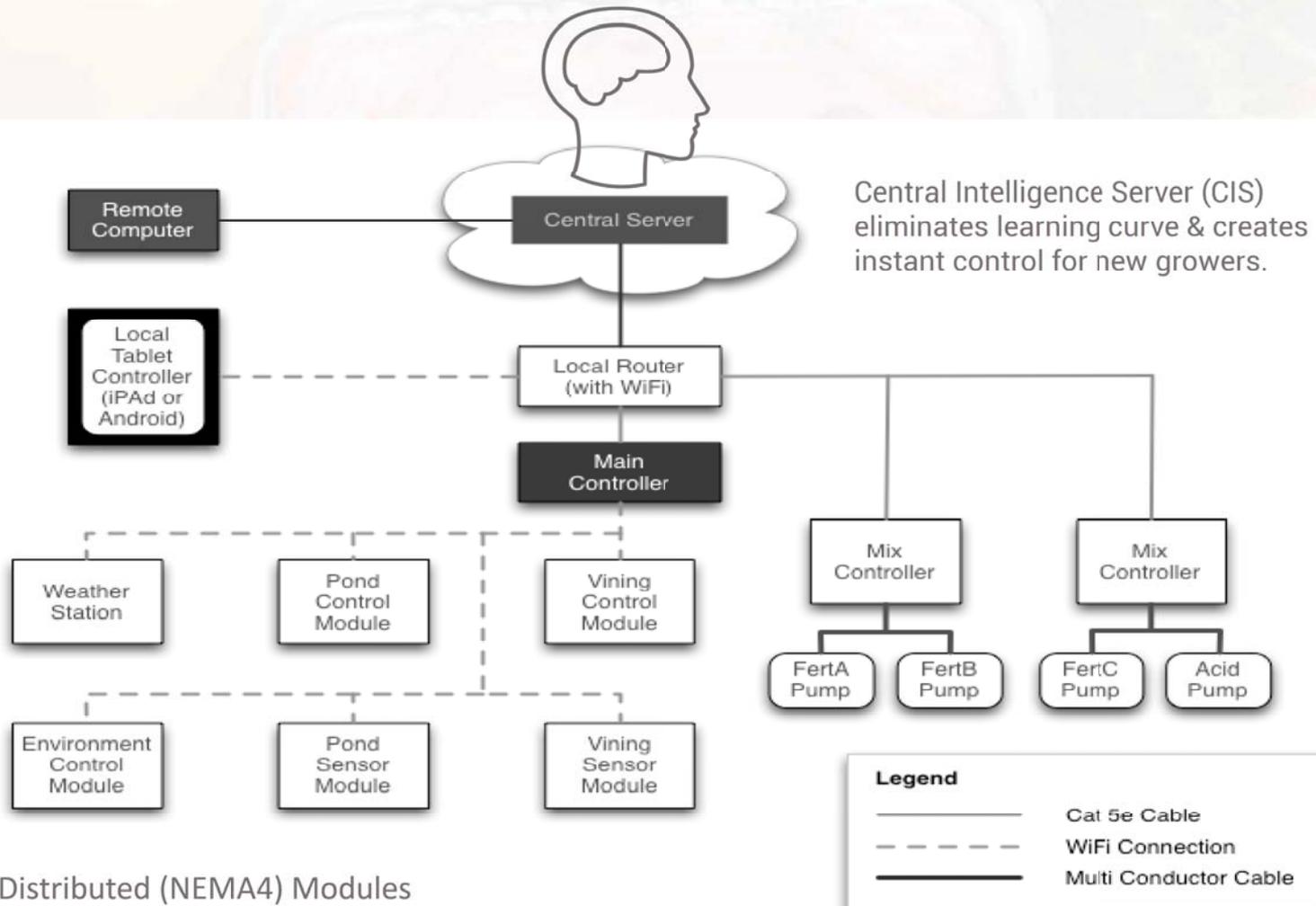
Some companies focus on genetic modification or harsh chemicals to gain higher yields which can alienate consumers. Our system is based on understanding the natural physiological process's in each plant.

Physio-engineering or physiological stimulus method applies a series of specific growth conditions, in a specific sequence, to achieve the optimum results for each plant. This sequence is created real time within the changing parameters of the greenhouse, responding to the exact location, water and crop selection using our series of hardware and software.

The data from the sensors indicate active and non-active plant processes and the controller responds by altering or inducing a set of physiological responses that optimize growth and health while reducing process inefficiencies.

Better results, better yields, better earth.

Technology Overview



Pump Capabilities

- Customized and hand crafted modified fuel injector technology enables the most precise and versatile fertilizer and acid injection in the industry: Inject 1.28 ml/ 1/10th S
- Proprietary injection allows multi-crop systems and superior pump life with relatively zero maintenance. Handles direct acid concentrate for use in any location, crop or extreme water conditions



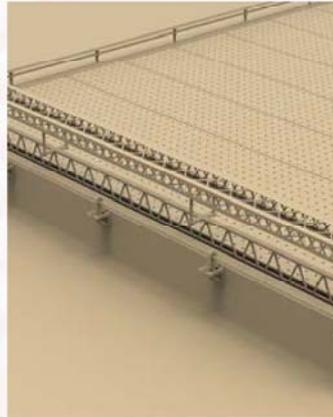
Patent Pending Drain Trays

- Custom extruded drain system works with standard 15 cm and 20 cm growing material and hydro stacker units.
- Requires no tools for install and fits any existing greenhouse pattern. Reduces drain costs by 65%



Dual Hydroponic System

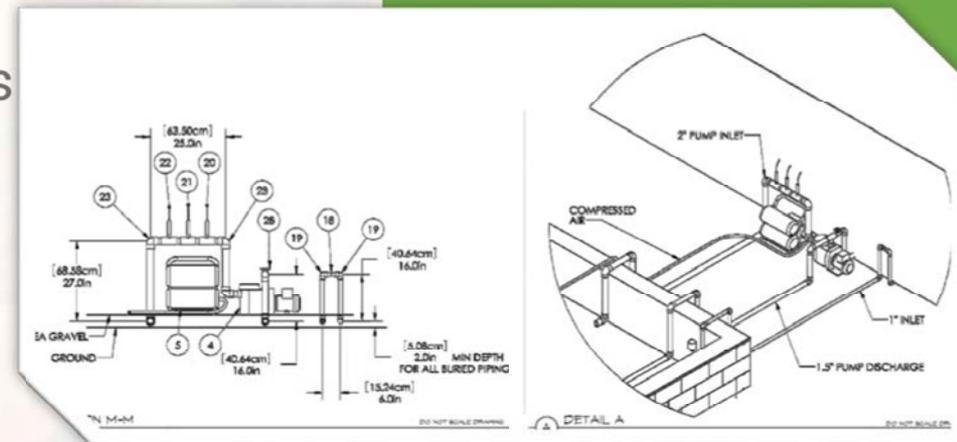
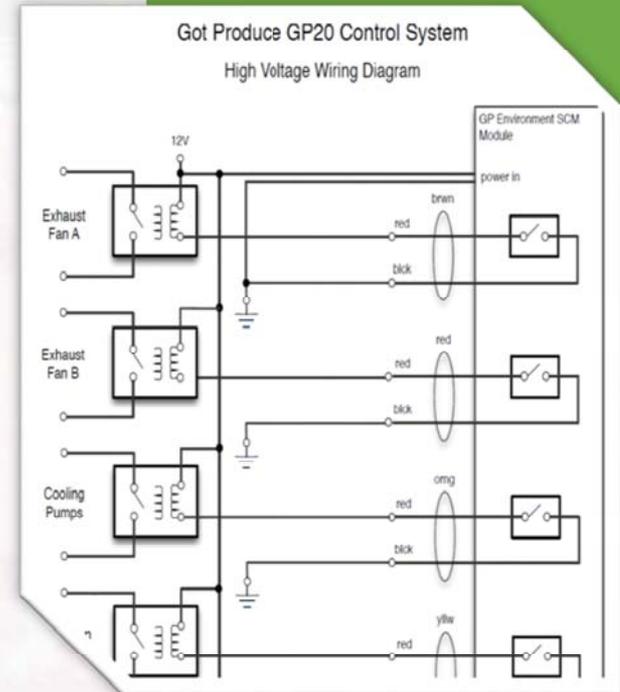
Deep Water & Drip Systems Combine Efficiency



- Deep water pond system for lettuces and leafy greens is combined with drip systems for total crop efficiency by reducing energy costs
- Drip systems communicate with high-precision nutrient delivery pumps automated by CIS Controller to grow multiple crops with less water
- Polycarbonate covering blocks UV and far IR radiation, increases light transmission and diffusion. Eliminates need for additional lighting

Additional Assets

- Custom Planting Diagram for every bay
- Wiring Diagram
- Irrigation Diagram
- Pond Construction Diagram
- Covering installation Instructions
- List of all warranties
- All material cleared for Export/Import including seeds
- Training and Food Safety SOP



User Portal

Private Intranet and Remote Access Features

Grower Training

Mandatory and refresh course training ensures consistency of all locations

Operations Monitoring

Monitors maintenance and irrigation procedures to ensure smooth operations

Access Support

Sales or technical questions

Greenhouse Controller

Change crop type or operations remotely



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Got Produce?®

Produce



Brand Awareness

Got Produce has grown by word of mouth since inception through produce sales and pilot project demonstrations, with zero money spent on PR and marketing.

Both the brand, and its founders, have appeared on several national and international websites, blogs, radio and TV programs, in addition to appearing in newspapers and magazines around the world.

From Fox News in the U.S. to CNBC in Africa and the World Bank. From being named them one of the top four, up and coming franchises to watch in 2017 by Franchise Times Magazine, to Entrepreneurial Chef magazine; the brand has excited followers on every continent!



Local Food

Delivery to Local Markets Within 3 Hour Radius



Hydroponics is the best way to satisfy the growing consumer demand for fresh local produce.

"The number of regional food hubs, (enterprises that aggregate locally sourced food to meet wholesale, retail, institutional and even individual demand) has increased almost threefold since 2007"
-USDA, RDC

" I was so impressed by the versatility in the number of products that could be grown. This type of system enabled us to quickly meet client needs for weekly and seasonal menu changes."

- LA & SF Specialty
Greg Bird



Bell Peppers & chilies



Beefsteak Tomatoes



Heirloom Eggplant



Arugula



Green Leaf, & Red Oakleaf Lettuces



Heirloom Tomatoes



Uniform Packaging

Ensures Brand Consistency and Food Safety



Each greenhouse is independently owned and operated, creating local buyer loyalty

Maintains consistent production standards that wholesale & retail buyers need.

Assures each greenhouse grower meets food safety standards.



From Our Buyers



June 3, 2016

To Whom It May Concern:

Please consider this a letter of reference for Got Produce? LA & SF Specialty first began producing produce from Deborah's hydroponic clients in Arizona, California and Texas. Deborah created, produced and sold produce.

At LA & SF Specialty we work with our partners to bring our customers the best quality produce that meets their culinary needs and applications. We found the Got Produce? system, which grows produce year round and meets the needs of our customers. LA & SF Specialty was also instrumental in that could be grown. This type of production is ideal for weekly and seasonal markets, head of romaine, the produce of the Got Produce? system, which grows produce that is of great value to us and our clients. We have been a client of the Got Produce? system from Deborah and Got Produce? since 2009. Please don't hesitate to reach out to us.

Best regards,

LA & SF Specialty
Greg Bird
Director of Business Development
909.213.8100 Cell



2323 W. 14th Street, Tempe, AZ 85281

Reference for: Got Produce?

May 13, 2016

To Whom It May Concern:

Please consider this a letter of reference for Got Produce?. I began working with Deborah Walliser around 2009 when I was the Executive Chef for Bon Appetit Management Company at Intel. The first thing that I noticed was the amazing flavor from the tomatoes, peppers and other items I was buying from her. Secondly, the quality of produce from an appearance standpoint was amazing. I don't have a problem cooking with produce that isn't aesthetically perfect if it has great flavor, but the produce I was receiving from GotProduce? hit a home run in both areas. Lastly, Deborah was able to deliver this quality at a reasonable price compared to other local growers.

Now, more than ever, chefs, restaurateurs and retailers are looking to source pesticide-free, sustainable ingredients to feature in their restaurants and stores. This has been spiked by an ever increasing consumer base that cares about where their food comes from and how it was produced. This is evidenced by the rising demand for farmers' markets. There were 8,268 farmer's markets operating in 2014, up 180 percent since 2006. Also since 2006, the number of school districts with farm-to-school programs jumped 420 percent.

I believe the trend will continue as Millennials, or "Generation Yum", tend to care more about where their food comes from compared to prior generations. Restaurants and retailers are positioning themselves to attract this generation of consumer. Deborah and GotProduce? have the quality produce that Millennials will get very excited about. And she does it with a low carbon footprint with her hydroponic growing methods...a win, win for sustainable food production.

Please reach out if you have any questions.

Michael Hodgins / Café @ Rio

msalado.edu

Rio Salado College is a public college and therefore cannot make endorsements for products or services. Therefore, this letter of reference comes directly from me, Michael Hodgins, based on my experience as a vendor during my years as Executive Chef for Bon Appetit Management Company.



"We believe that the Got Produce? system, which grows fresh year round in a sustainable manner, is a great value to us and our clients."

-Wholefoods LVB Store #40



"I believe the trend will continue as Millennials tend to care more about where their food comes from compared to prior generations."

-Executive Chef, Bon Appetit
Michael Hodgins

BON APPÉTIT
MANAGEMENT COMPANY

food service for a sustainable future®

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Financial Overview

Franchise Pricing

Turn-Key Greenhouse Kit
Sold as Franchise Business Model in 3 sizes

GP-20

- 23,000 Sq. ft.
- 6 bays
- 20 crop recipes
- CIS controller
- Dual hydroponic systems
- Training

***\$305k**

GP-50

- 50,000 Sq. ft.
- 12 bays
- 50 crop recipes
- CIS controller
- Dual hydroponic systems
- Positive pressure ventilation
- Training

***\$750k**

GP-100

- 100,000 Sq. ft.
- 24 bays
- 300 crop recipes
- CIS controller
- Dual hydroponic systems
- Positive pressure ventilation
- Training

***\$1,800k**

HEADHOUSE

Optional
Used with GP-50 and GP-100 models for harvest, packing and seeding areas.
8,200 Sq. ft.
May be fully or partially equipped.

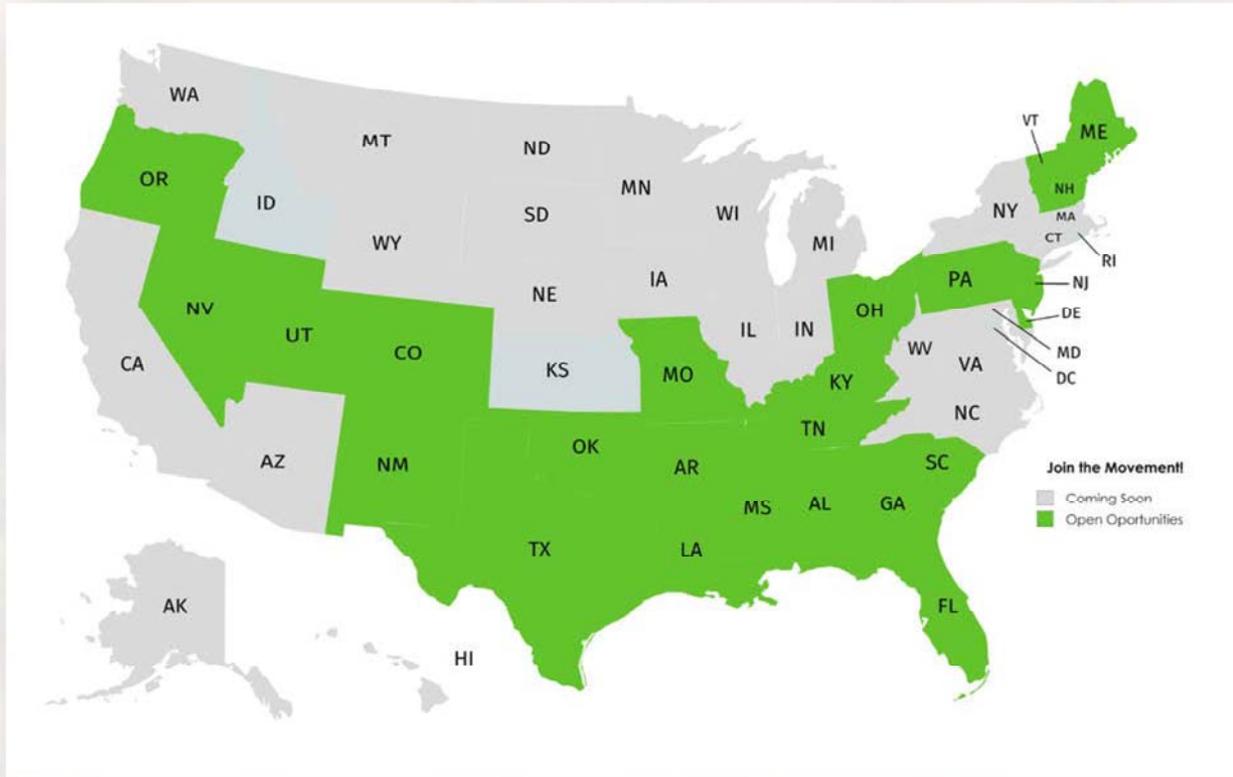
****\$150k**

*Prices are for hot climate series. All models available for either hot or cold climates. Standard covering is corrugated polycarbonate with anti- condensation and UV stabilization. Construction and setup excluded.

**Structure only, processing, bagging and automated harvest equipment extra.

Expansion Strategy

Enter Non-registration States In Southern Market Regions



*"States in the South and West lead the nation in franchise employment and output growth. Both regions have benefited greatly from renewed flows of domestic migration."
-IHS 2017 Outlook*



*Growing local
reduces transport
costs and increases
profitability*

*"On average, more
than 80 percent of
the cost of food at
the grocery store is
attributed to
marketing and
transportation costs,
that of which a
farmer gets nothing."
-USDA, ERS*

Customer Profile

The Franchise model allows anyone to set up and grow fresh produce anywhere in the US!

- Affinity for sustainability
- Ease-of-use expands market to non-farmers
- Located in urban, semi-urban or rural areas
- Sells produce through B2B and B2C channels

Use of Funds

\$500K Capital:

Flagship Model for Working Showcase and Franchise Demo

Greenhouse (17, 280 Ft 2):	\$180,000
Capital Equipment:	\$100,000
Supplies:	\$60,000
Pre-Opening:	\$160,000
Total:	\$500,000

Greenhouse Margins

Flagship Unit Greenhouse Profitability

REVENUE/EXPENSE	% OF REVENUE	
Gross Revenue	\$373,797	100%
Operating Expenses:		
Fertilizers	\$5,651	1.50%
Gas/fuel/oil	\$5,225	1.40%
Labor	\$65,696	17.60%
Repairs and Maintenance	\$1,457	0.40%
Seeds and Plants	\$8,182	2.20%
Supplies	\$32,693	8.70%
Utilities	\$18,810	5.00%
Insurance	\$1,347	0.40%
Royalty	\$26,165	7%
Other Misc. Expenses	\$6,561	1.80%
Total Expenses	\$171,787	46%
Total Gross Profit	\$202,010	56%

Franchise Sales Pro-Forma

Based on Installation of Flagship Facility

Cash Flow Basis (000's)	2017	2018	2019	2020	2021	
REVENUE:						
Revenue from Produce	\$350	\$0	\$0	\$117	\$350	\$554
Franchise Fees	\$45	\$90	\$315	\$675	\$810	\$1,215
Green House	\$325	\$813	\$2,438	\$4,875	\$6,175	\$8,450
Royalties	\$25	\$12	\$129	\$392	\$788	\$1,331
Supplies	\$65	\$43	\$379	\$1,121	\$2,188	\$3,678
Gross Revenue	\$958	\$3,260	\$7,180	\$10,311	\$15,228	
COST OF GOODS:						
Costs of Produce (company facility)		\$0	\$0	\$72	\$216	\$342
Cost of Structure	\$165	\$429	\$1,254	\$2,475	\$3,168	\$4,059
Cost of Supplies Sold	\$41	\$38	\$263	\$759	\$1,445	\$2,405
Tech Team	\$150	\$63	\$150	\$350	\$588	\$938
IT Setup and Support	\$6	\$6	\$39	\$111	\$212	\$352
Total Cost of Goods		\$535	\$1,706	\$3,766	\$5,628	\$8,096
MARGIN (Cash Flow Basis):	\$424	\$1,555	\$3,413	\$4,683	\$7,133	
Labor:						
Total Headcount (FTE Indirect)		3.8	10.0	16.0	20.0	28.5
Indirect Labor		\$194	\$593	\$1,193	\$1,531	\$2,286
SGA Expenses		\$316.5	\$416.8	\$634.5	\$684.1	\$719.4
Total Expenses:	\$510.9	\$1,009.9	\$1,827.0	\$2,215.0	\$3,005.3	
EBITDA	(\$87.4)	\$544.9	\$1,586.4	\$2,468.2	\$4,127.3	

For More Information Contact:

The World's First



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