

DPW HOLDINGS, INC

Publicly Traded  NYSE AMERICAN™

Investor Presentation for First Quarter 2018 A Corporate and Financial Review

Presented By:

Milton “Todd” Ault, III, CEO and Chairman of the Board of Directors

William B. Horne, CFO and Member of the Board of Directors





Our Keystone Holdings:



Disclaimers

Safe Harbor

- This presentation and other written or oral statements made from time to time by representatives of DPW Holdings, Inc. (sometimes referred to as “DPW”) contain “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements reflect the current view about future events. Statements that are not historical in nature, such as forecasts for the industry in which we operate, and which may be identified by the use of words like “expects,” “assumes,” “projects,” “anticipates,” “estimates,” “we believe,” “could be,” “future” or the negative of these terms and other words of similar meaning, are forward-looking statements. Such statements include, but are not limited to, statements contained in this presentation relating to our business, business strategy, expansion, growth, products and services we may offer in the future and the timing of their development, sales and marketing strategy and capital outlook. Forward-looking statements are based on management’s current expectations and assumptions regarding our business, the economy and other future conditions and are subject to inherent risks, uncertainties and changes of circumstances that are difficult to predict and may cause actual results to differ materially from those contemplated or expressed. We caution you therefore against relying on any of these forward-looking statements. These risks and uncertainties include those risk factors discussed in Part I, “Item 1A. Risk Factors” of our Annual Report on Form 10-K for the fiscal year ended December 31, 2017 (the “2017 Annual Report”) and other information contained in subsequently filed current and periodic reports, each of which is available on our website and on the Securities and Exchange Commission’s website (www.sec.gov). Any forward-looking statements are qualified in their entirety by reference to the factors discussed in the 2017 Annual Report. Should one or more of these risks or uncertainties materialize (or in certain cases fail to materialize), or should the underlying assumptions prove incorrect, actual results may differ significantly from those anticipated, believed, estimated, expected, intended or planned.
- Important factors that could cause actual results to differ materially from those in the forward looking statements include: a decline in general economic conditions nationally and internationally; decreased demand for our products and services; market acceptance of our products; the ability to protect our intellectual property rights; impact of any litigation or infringement actions brought against us; competition from other providers and products; risks in product development; inability to raise capital to fund continuing operations; changes in government regulation, the ability to complete customer transactions and capital raising transactions.
- Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for us to predict all of them. We cannot guarantee future results, levels of activity, performance or achievements. Except as required by applicable law, including the securities laws of the United States, we do not intend to update any of the forward-looking statements to conform these statements to actual results.
- All forecasts are provided by management in this presentation and are based on information available to us at this time and management expects that internal projections and expectations may change over time. In addition, the forecasts are entirely on management’s best estimate of our future financial performance given our current contracts, current backlog of opportunities and conversations with new and existing customers about our products.



DPW Holdings, Inc.

MISSION STATEMENT

*DPW Holdings, Inc. is a diversified holding company with operating segments in multiple strategic industries.

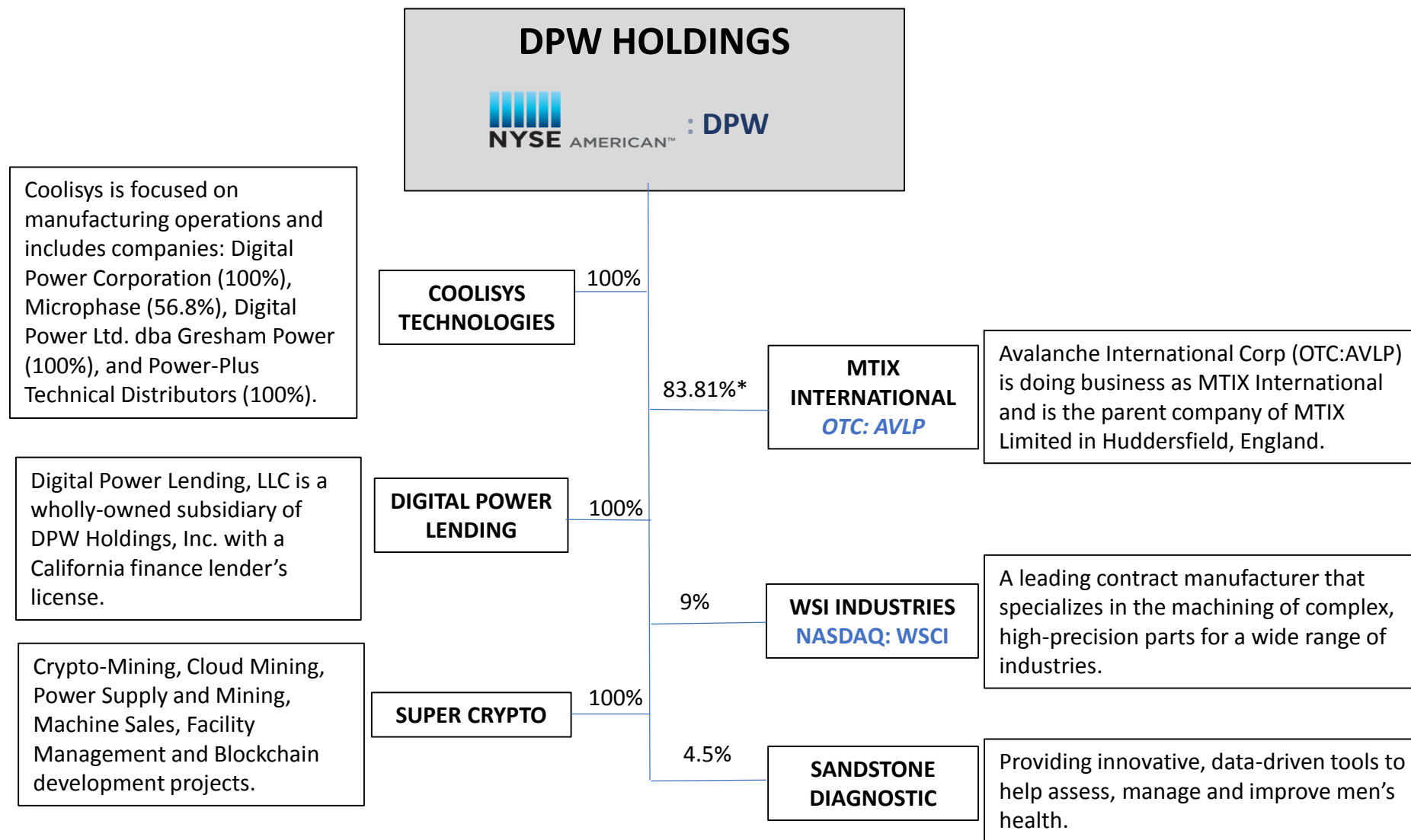
*The evolution of DPW Holdings has been congruent with the acceleration of our Company's growth. Originally a leader and supplier of advanced power products and solutions, we have transformed into a diversified holding company.

*Through our subsidiaries we are engaged in commercial, defense/aerospace, industrial, telecom, medical, crypto-mining, hospitality, textile, and investment/corporate lending markets.

*Our developmental plan-in-action is to acquire undervalued assets and disruptive technologies with a global impact.



Summary Corporate Organizational Chart





NYSE AMERICAN: DPW

PAST, PRESENT, FUTURE

CEO: Milton "Todd" Ault III

FINANCIAL HIGHLIGHTS



STOCK PERFORMANCE
BTC/USD VS. DPW VALUE



PRESENT

STRATEGIC INVESTMENTS



***\$50 Million Purchase Order**

The MLSE® Textile process reduces
 Water Consumption - 75.5%
 Greenhouse Gases - 90.9%
 Chemical Use - 94.8%

Innovative creator of Point-of-Testing Biotech Trak®, a Male Health Tracker

Machines highly complex precision parts that aligns with our vertical integration growth plan

COOLISYS Technologies Inc.

Only 25% Miners Deployed
Earning Approx. \$400,000/month

Developing a new ASIC Miner

Developing Power Supplies for Crypto Industry

SUBSIDIARY OWNERSHIP

DP Digital Power Lending

California Lending License (#60DBO-77905)
 A financial technology company engaged in providing short-term financing (between \$250k to \$5M)

CEO:
 William "Bill" Corbett

COOLISYS Technologies Inc.

Vertically integrated power supply manufacturer for the medical, military, telecom, commercial and industrial markets

CEO:
 Amos Kohn

TO SUPER CRYPTO MINING

Cryptocurrency mining operation that offers cloud computing services

CEO:
 Darren Magot



FUTURE

DP Digital Power Lending

300 Cryptocurrency ATMs - 2018
 Rollout of online lending platform - 2Q 2018
 Portfolio growth: micro-lending and mortgages - 2018

COOLISYS Technologies Inc.

Acquire Entertec Systems - 2Q 2018
 Cryptocurrency Power Supply - 2018
 Cryptocurrency Miner - 2018
 Enter new Markets 5G - TBD

TO SUPER CRYPTO MINING

Deploying 10,000 miners - 2018
 Ramping 25MW facility to be 20,000 miners - 2018
 Super Crypto cloud mining offering - 2018
 Real-Estate and Finance Blockchain - TBD

DP Digital Power Lending

PAST

1969
DP Digital Power
 Flexible Power Solutions

1997
 NYSE AMERICAN™

1998
 gresham

2001
 Strategic Alliance
 Telkoor Telecom

2016
 Philou Ventures
 Acquires 40.06%

2017
 MICROPHASE CORPORATION

COOLISYS Technologies Inc.

2018
TO SUPER CRYPTO MINING

Inception

IPCO: DPW

Acquisition

Acquisition

Formation

Formation

California License

Continue Acquisitions

Seek Strategic Investments

Identify Lending Opportunities

Flexisphere

Financial Highlights

- Sales increased 219.16% for the quarter ended March 31, 2018 over the same quarter ended March 31, 2017 to \$5,196,000 in 2018;
- Comprehensive income decreased from a loss for the quarter ended March 31, 2017 of \$994,000 to a net decrease of \$4,715,000 for the same quarter ended March 31, 2018;
- Gross margins for 2018 improved to a total of \$1,393,000 for the quarter ended March 31, 2018 but the profitability decreased to 26.9% from 43.5% for the period ended March 31, 2017;
- Total assets increased for the quarter ended March 31, 2018 \$7,983,000 to \$38,493,000 from total assets of \$30,510,000 for the immediate prior quarter ended December 31, 2017, an increase of 26.2%;
- DPW Holdings had a comprehensive loss of \$6,059,000 for the quarter ended March 31, 2018 versus \$994,000 for the same quarter ended March 31, 2017;
- The Company had non-cash charges increase of \$3,774,000 to \$4,152,000 for the quarter ended March 31, 2018 versus \$378,000 for the same quarter ended March 31, 2017;
- The Company raised \$11,892,000 for the quarter ended March 31, 2018 versus \$1,097,000 for the same quarter ended March 31, 2017;
- The Company used \$9,765,000 for investments for the quarter ended March 31, 2018 versus \$692,000 for the same quarter ended March 31, 2017;
- The total value of cryptocurrencies held as of March 31, 2018 was \$166,000 based on the fair value of the closing price for each cryptocurrency consisting of Bitcoin, Bitcoin Cash, Litecoin and Ethereum;
- The Company's investment portfolio includes marketable securities totaling \$1,938,000 and an investment of \$7,594,000 in Avalanche International Corp dba MTIX International, Inc. The Company notes the value of their investments can severely fluctuate as they are reported quarterly on a "mark-to-the-market" basis.

RESULTS OF OPERATIONS FOR THE YEARS ENDED MARCH 31, 2017 AND 2016

The following table summarizes the results of our operations for the period ended March 31, 2018 and 2017 (in Millions).

	2018	2017
Revenue	\$ 3,166	\$ 1,628
Revenue, cryptocurrency mining	237	—
Revenue, related party	1,793	—
Cost of revenue	3,803	920
Gross profit	1,393	708
Total operating expenses	4,360	1,495
Loss from operations	(2,967)	(787)
Interest (expense) income, net	(3,132)	(207)
Loss before income taxes	(6,099)	(994)
Income tax benefit	4	—
Net loss	\$ (6,095)	\$ (994)
Less: Net loss attributable to non-controlling interest	36	—
Net loss available to common stockholders	(6,059)	(994)
Basic and diluted net loss per common share	\$ (0.17)	\$ (0.12)
Basic and diluted weighted average common shares outstanding	36,709,506	8,382,713
Comprehensive Loss		
Loss available to common shareholders	\$ (6,059)	\$ (994)
Other comprehensive income (loss)		
Change in net foreign currency translation adjustments	26	21
Net unrealized loss on securities available-for-sale, net of income taxes	(4,741)	—
Other comprehensive income (loss)	\$ (4,715)	21
Total Comprehensive Loss	\$ (10,774)	\$ (973)

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Coolisys Technologies, Inc.

Coolisys Technologies, Inc (“Coolisys”) is primarily focused on world-class technology-based solutions where innovation is the main driver for mission-critical applications and lifesaving services. Coolisys will nurture its current and future subsidiaries including Digital Power Corporation, Digital Power Limited, Power-Plus, Microphase Corporation and other innovative technology driven organizations to “think out of the box” to achieve goals that previously seemed insurmountable.

Coolisys Technology, Inc. was incorporated on April 25, 2017. Coolisys acquired Microphase Corp., a market leader of advanced radiofrequency (RF)/microwave and millimeter-wave products to defense and aerospace OEMs. With Coolisys’ broad spectrum of technology solutions, Coolisys acquired Power-Plus Technical Distributors, a company devoted to integrated and customized power solutions. Along with defense and aerospace, Coolisys primary market focus is on finding solutions for medical, industrial, telecom and cryptocurrency markets. Coolisys’ portfolio still includes Digital Power Corporation, which is a dedicated power solutions group. Its longstanding relationship with Gresham Power resides in our defense and aerospace group with a focus on the European market.

Coolisys anticipates completing its newest acquisition, Enertec Systems. Enertec Systems is an Israeli-based developmental and manufacturing company for the defense and aerospace market. It also specializes in highly customized advanced products for the medical field.

Other key initiatives include developing highly-efficient, reach-featured cryptocurrency power supplies along with developing the first Coolisys’ high-processes cryptocurrency miner. Coolisys also plans on increasing the US defense manufacturing capabilities for missiles defense systems and developing advanced DLVA/SLVDA and miniature filter product line to replace legacy product and enter to new markets including 5G.



Digital Power Lending



- Digital Power Lending (DPL) provides secured and unsecured debt financing for public and private companies. These loans will typically have 6-12 months maturity, and range from \$250k to \$5 million. We utilize our employees' extensive track record of investment banking and network of family offices and hedge funds to share deal flow and cross pollinate investment opportunities within our network.
- DPL was organized in November of 2016 and secured a California Finance Lenders License #60DBO-77905 on February 23, 2018 to provide capital financing internally to subsidiaries and divisions of DPW as well as unaffiliated businesses that qualify pursuant to its investment criteria.
- DPL is a fintech company and will develop a network of cryptocurrency ATMS, first in California, and potentially elsewhere in the United States in the future.
- We plan on operating a financial platform and entering into curated blockchain lending.





Super Crypto Mining

- Super Crypto Mining – building mining farms with the goal of having 5,500 operational by July 31, 2018 with 10,000 active mining machines by the end of 2018, subject to financing. Have purchased 2,500+ miners to date well on track to reach our goals. Active financing to ensure the ability to purchase more machines. Secured an agreement giving access to 25 megawatts of power which will power over 20,000 mining machines and executing that arrangement starting the 2nd fiscal quarter of 2018.
- Super Crypto Power – With the help of our sister company, Coolisys Technologies, Inc., are offering power supplies to support the crypto-mining industry. Also bringing an advanced power supply to market in the near future.
- Super Crypto Miner – In development of ASIC miner jointly with Coolisys Technologies.
- Super Crypto Cloud – Completed one round of Cloud mining services. Additional Cloud Offerings are planned for 2018.
- Super Crypto Blockchain – Taking short-term revenue and re-investing for the long term in mainstream Blockchain opportunities. Considering opportunities in Real-Estate and Finance.



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MTIX

High voltage, high-frequency electrical discharge plasma and laser energy to enhance textiles.

Atmospheric pressure, inserted gases with a combination of plasma and photonic energy to effect material synthesis.

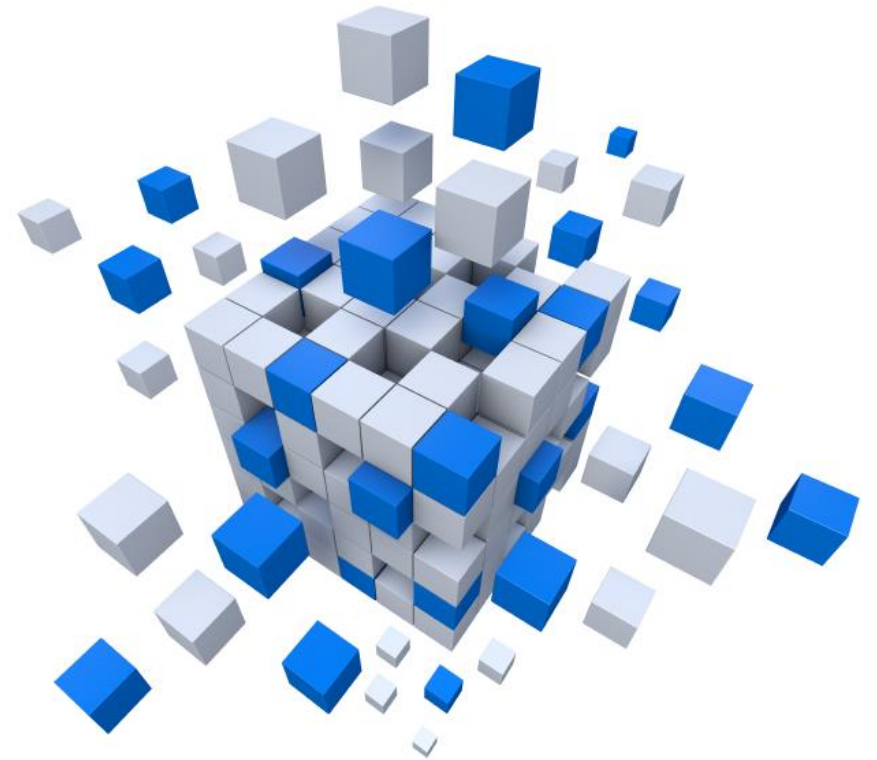
Key features:

- “Green technology” impact investment.
- Dry process.
- Significant reduction of environmental impact (energy, chemicals, water, greenhouse gas).
- Significant cost saving and performance improvements.
- In addition to providing a finishing platform free of toxic chemicals, independent studies have shown MLSE reduces water consumption by 75.5%, reduces greenhouse gas over baseline by 90.9% and reduces chemical use by 94.8%.
- As of May 21, 2018, we have delivered our first machine with other machines that are in progress which will provide substantial revenue to Coolisys in 2018. We believe the \$50 million purchase order is now well under way.



New Acquisitions

- As previously stated, we are committed to making strategic mergers and acquisitions that we believe will maximize shareholder value.
- We are in active negotiations with companies in commercial defense, hospitality and crypto-mining with acquisitions of Enertec and Flexisphere currently pending.
- We continue to seek opportunities that we see as undervalued assets and emerging technologies.
- We will continue to acquire companies that increase the performance and value of our existing business units, working smarter as we leverage efficiencies to drive performance.



2018 Initiatives

The Company Initiatives for 2018 include:

The Coolisys team lead by CEO Amos Kohn anticipates closing the acquisition of Enertec Systems in the 2nd quarter of 2018. It will also continue to develop advanced power solutions for the crypto space, defense and aerospace, industrial endeavors and the medical field. The team is focused on leveraging efficiencies to maximize revenue between the family of companies.

William “Bill” Corbett, CEO of Digital Power Lending’s is focused on an aggressive rollout of their online lending platform during the 2nd quarter of 2018 and anticipates the expansion of its service portfolio to include micro-loans to consumers as well as real estate mortgages. Digital Power Lending will continue to build out its commercial lending operations and expects the revenues from the lending business to become a larger contributor to DPW’s overall profitability for fiscal 2018.

Super Crypto, lead by Darren Magot, CEO, is focused on the immediate goal of having 10,000 miners by the end of 2018. By May 21, we have 2,500+ active miners with 5,500 miners anticipated to be operational by July 31, 2018. Super Crypto is well-on pace to achieve the goal of deploying 10,000 operational miners. Additional Cloud Mining offerings and sales of power supplies will drive 2018 revenue numbers. Because of the strong interest in our test-the-waters Reg-A+ tier II, we believe we are on the right path to attaining our goals.



Summary

DPW Holdings, Inc. is leveraging the success of 2017 as we continue with the momentum in 2018. With the primary focus on growing each subsidiary to add shareholder value. We are looking forward to the success of DP Lending's microlending program, commercial loans to businesses, and real estate loans. Additionally, we believe in the inherent stored value in Bitcoin and are confident that Super Crypto's focus on mining and holding Bitcoin over time is a winning strategy. We reaffirm that we maintain our objective to have 10,000 operating miners by the end of the year. Our subsidiary, Coolisys, also has a busy 2018 as they work on finalizing acquisitions, further integrating the companies, and increasing the US defense manufacturing capabilities for missiles defense systems, amongst others. We also have other projects developing that we will update investors on specific to hospitality and real-estate investments in 2018.

Overall, DPW Holdings is evolving as planned with a combination of growth and carefully planned acquisitions. We believe we are on the right path to achieving our goals and maximizing shareholder value.



Thank You

Please go to www.DPWHoldings.com to review all of our public filings and investor presentations.



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