



Investor Presentation



Chris Cosgrove
February 2023

Confidentiality;

Forward-Looking Statements

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This Presentation contains “forward-looking information” within the meaning of applicable Canadian securities laws. This information and these statements, referred to herein as “forward looking statements”, are made as of the date of this Presentation or as of the date of the effective date of information described in this Presentation, as applicable.

Forward-looking statements relate to future events or future performance and reflect current estimates, predictions, expectations or beliefs regarding future events and include, without limitation, statements with respect to: (a) the prospectus and growth trajectory of the healthcare technology industry; (b) general business and economic conditions; (c) the Company’s ability to successfully maintain its current competitive market position; (d) the Company’s ability to maintain adequate systems and software’s to meet customer demand; (e) the Company’s ability to expand sales and marketing; (f) developing new products and enhancing existing services; (g) the availability of financing on reasonable terms; (h) competition in the market and products offered by the Company’s competitors; (i) financial results, future financial position and expected growth of revenue and net income of the Company; (j) generalGenerally, forward-looking information can be identified by the use of forward-looking terminology such as “plans”, “expects”, or “does not expect”, “is expected”, “budget”, “scheduled”, “estimates”, “projects”, “targets”, “forecasts”, “intends”, “anticipates”, or “does not anticipate”, or “believes” or variations (including negative and grammatical variations) of such words and phrases or state that certain actions, events or results “likely”, “may”, “could”, “would”, “might”, or “will be taken”, “occur”, or “be achieved”.

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(iv) the Company may become subject to litigation, including possible product liability claims, which may have a material adverse effect on the Company’s reputation, business, results from operations and financial condition; (v) the Company faces competition from other companies where it will conduct business and those companies may have a higher capitalization, more experienced management or may be more mature as a business; (vi) the Company is reliant on management and retaining key personnel; (vii) an investment in the securities in the Company is speculative and could result in the loss of an investor’s entire investment; (ix) value of the Company’s securities is determined by management; (x) no public market for the securities of the Company and there will be restrictions on the transfer of any securities issued by the Company; (xi) business risks of the Company in executing its strategy to operate in the e-gaming space; (xii) intellectual property risks in obtaining and maintaining patent and IP protections for the Company’s licenced technology, trademarks, other proprietary assets; (xiii) general market and economic conditions; and (xiv) volatility and systemic risks from the COVID-19 pandemic and resulting governmental regulatory responses.

Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information. CHS and its directors, officers and employees disclaim any obligation to update any forward-looking statements, whether as a result of new information, future events or results or otherwise, except as required by applicable law. Accordingly, current and potential investors should not place undue reliance on forward-looking statements due to the inherent uncertainty therein. All forward-looking information is expressly qualified in its entirety by this cautionary statement.

An investor should read this Presentation with the understanding that the Company’s actual future results may be materially different from what is expected.

Future Oriented Financial Information

To the extent any forward-looking information in this presentation constitutes “future-oriented financial information” or “financial outlooks” within the meaning of applicable Canadian securities laws, such information is being provided to demonstrate management’s anticipation of market penetration and the reader is cautioned that this information may not be appropriate for any other purpose and the reader should not place undue reliance on such future-oriented financial information and financial outlooks. Future-oriented financial information and financial outlooks, as with forward-looking information generally, are, without limitation, based on the assumptions and subject to the risks set out above. The actual financial position and results of operations may differ materially from management’s current expectations and, as a result, the Company’s revenue and profitability may differ materially from the revenue and profitability profiles provided in this presentation. Such information is presented for illustrative purposes only and may not be an indication of the Company’s actual financial position or results of operations.

The Company uses a number of financial measures to assess its performance. Some of these measures are not calculated in accordance with Generally Accepted Accounting Principles (GAAP), which are based on International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB), are not defined by GAAP and do not have standardized meanings that would ensure consistency and comparability among companies using these measures. The Company believes that certain non-GAAP measures are useful in assessing ongoing business performance and provide readers with a better understanding of how management assesses performance. Readers are cautioned that these non-GAAP financial measures should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. Non-GAAP measures presented include earnings include earnings before interest and taxes (EBIT) and earnings before interest, taxes, depreciation and amortization (EBITDA)

Company Background

Comprehensive Healthcare Systems (“Comprehensive”) is a SaaS technology firm that leverages its proprietary data analytics, AI, and engagement platform to enable consumers to better understand and streamline how they manage their healthcare.



**+150% YOY Projected
Revenue Growth**

Comprehensive 2022 Revenue of C\$6M and projected revenue of C\$15M in 2023



Founded by a Physician in 2001

Dr. Hassan Mohaideen, an accomplished vascular surgeon with decades of experience

Lead investors have co-invested C\$10M+ of capital into the company

40,000 Product hours by founders over 20 years



The Platform

Novus 360 is a modular platform that provides transparency, compliance, and benefit administration

Processes 500k+ transactions worth ~C\$396M each year, covering 600k+ people

Client Satisfaction

CHS has a 98% client retention and its oldest client has been with Company for over 17 years

Comprehensive Leadership Team



Chris Cosgrove
President and CEO



Mariam Cather
Chief Strategy Officer



Dr. Mark Lewandowski
Chief Operations Officer



Toni Haugh
Chief Marketing Officer



Marcos Domiciano
Chief Customer Officer



Patrick Mescall
Chief Revenue Officer



Dr. Nancy
Medical Director

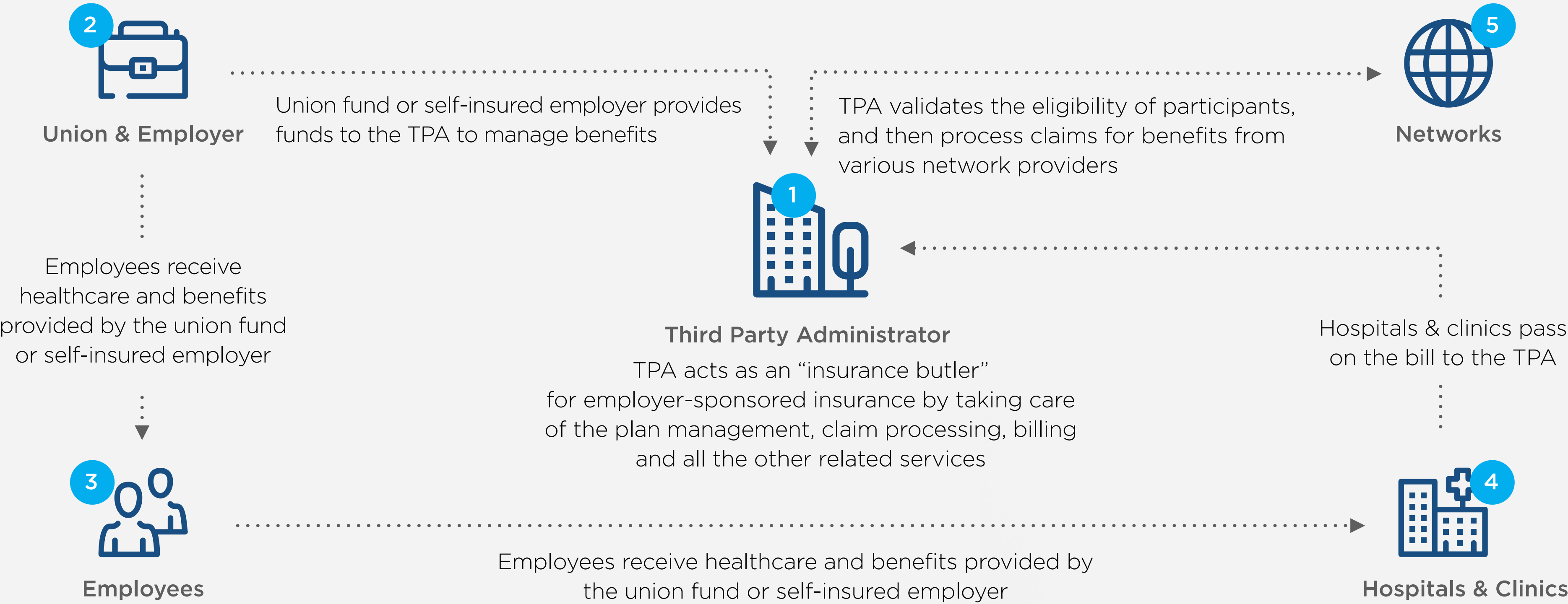


Kevin Waters
Vice President, Finance



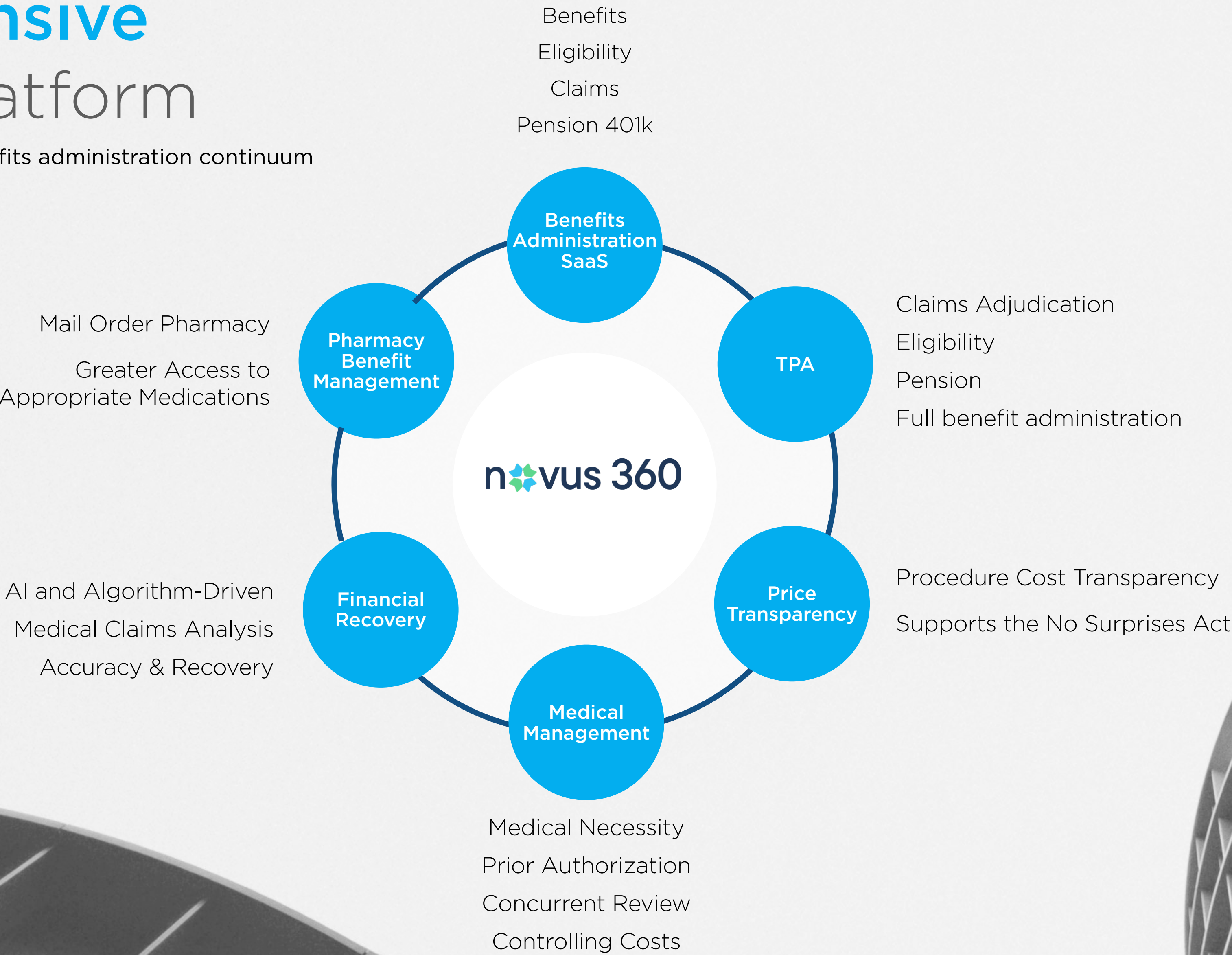
Satish Kurian
Chief Information Officer

U.S. Health Insurance Claims are Complex and Tedious



Comprehensive Solution Platform

Automating the end-to-end benefits administration continuum



*Financial Recovery and Pharmacy Benefit Management are under discussion

Go To Market Strategy

Vertical entry in the next 3-9 months



*Kaiser Family Foundation 2021 Employer health Benefit Survey













Growth Roadmap

	H1 2023	H2 2023	H1 2024
Sales & Marketing	Continued build-out of the commercial team and increasing brand awareness and thought leadership	Expand the TPA business and into the employer market; distribution channel expansion	Continued market expansion, brand awareness and partnership strategies
TPA & Pharmacy Benefits Management (PBM)	Design of TPA and PBM integration solutions strategy to drive greater value in the market	Design and development of data analytics product strategy to bring differentiators to Novus 360 platform	Beta launch of data analytics solution
Acquisitions & Blue Sky	Continue to roll-up TPA organizations that are a strategic fit	Release benefits analysis and client success metrics	Look to acquire a PBM to complete the Novus 360 solution set

Multiple re-rating catalysts expected from product development, sales growth, and acquisition strategy

These projections include forward-looking information and forward-looking statements. Please refer to "Forward Looking-Information" on slide 2.

Competitive Market Analysis

	Benefits Administration SaaS	TPA	Pricing Transparency	Medical Management	Financial Recovery	Pharmacy Benefits Management
	✓	✓	✓	✓	✓	✓
	✓					
	✓					
	✓					
		✓				
		✓				
		✓				
				✓		
				✓		
					✓	
					✓	
						✓

- Undisclosed Name- Private Transaction (Benefits Administration Software Company based in the US)
- This company operates in the regulated Unions healthcare and is a competitor of CHS. It was sold to private equity last year for USD 200M, implying 7x rev multiple.

- **Collective Health:** <https://collectivehealth.com/> serves the self-insured employer market for benefits administration
- Collective raised USD 280M last year in series F at reportedly over USD 1.2B valuation. It has raised in 6 rounds over USD 700M. (Source: Crunchbase)

- **Flume Health:** flumehealth.com
- Claims to be building a digital Health platform to enable self-insured employers to manage health benefits.
- The company raised USD 30M in Series A funding in Mar 2022. (Source: Crunchbase)

Acquisition Pipeline & Rationale

1	NY TPA	> Term Sheet Signed D/D Ongoing	> Large TPA in the Union Space; 11,000 members	> US \$5M in Potential Rev Through Acquisition in 2023
2	OK TPA	> Definitive Agreement Signed	> Geography; close ties to related PBM that will help CHS with market intelligence; Has employer clients	> US \$1M in Potential Rev Through Acquisition in 2023
3	AZ TPA	> Term Sheet in Legal Review	> TPA with large penetration in the midwest; 140,000 members	> US \$13M in Potential Rev Through Acquisition in 2023
4	TX-MN TPA	> LOI Signed & Finalizing Definitive Agreement	> Has employer clients with long tenure	> US \$1M in Potential Rev Through Acquisition in 2023

Capital Structure*

	Shares
Common Shares	124,000,000
Total Warrants and Stock Options ⁽¹⁾	73,000,000
Fully Diluted shares	197,000,000
Insider Ownership⁽²⁾	35%
Market cap⁽³⁾	C\$16M

1. Approximately 18M warrants are priced at an average price of C\$0.65. If all warrants are exercised, The Company will receive approximately C\$17M in cash
2. Based on basic shares outstanding
3. Based on basic shares outstanding
*See the latest filing Statement available on SEDAR for further information

CHS 2.0: Transformation to a Fast Growth Company

Background: The Company has a small but strong foundation with steady revenue and a loyal client base with a high retention rate. However, revenue growth has been lacking in the past as Company was operated by the founders and not properly set up to scale.

CHS 2.0

- ☑ Hired a professional CEO with extensive healthcare technology background with a proven track record to scale businesses
- ☑ Built out a professional leadership team that is accelerating revenue growth as well as streamlining operations for efficient execution and delivery
- ☑ Implementing operational restructuring initiatives to cut costs and improve performance
- ☑ New sales and business development approach to target new verticals such as self-insured and self-funded employers and TPA markets for benefits administration and management SaaS platform
- ☑ Continue to focus on selective and strategic acquisitions of TPAs to accelerate both organic and inorganic growth

Conclusion

KEY FACTS & RECENT DEVELOPMENTS

Compelling Valuation at 1x 2022 revenue with strong potential for multiple expansions upon execution of the current business plan

Built a robust sales pipeline for the current SaaS platform with the potential to add additional USD \$5M+ in reoccurring annualized revenue in the next 6-12 months

Hired Chris Cosgrove as the new CEO, who brings over 30 years of healthcare tech experience and has built out a tier 1 senior team

Majority of tech investment (over C\$10M) already made. The Company is poised to scale up quickly through organic and acquisitions

A recurring and very sticky revenue model that could command healthy multiple with revenue growth

NEAR-TERM INVESTMENT CATALYSTS

A strong pipeline of sales prospects will derive fast organic growth— expecting 3 net new clients in Q1'23

Actively building and executing a robust acquisition

At least 4 acquisition targets are under consideration with near-term potential to add a minimum of USD \$7M+ in additional reoccurring annualized revenue, if executed

Completed a re-brand of the Company with a new website and marketing materials that is raising the profile and helping to secure new and large clients

Launch of new lines of business: Pharmacy Management and Data Analytics

Addition of board advisors

New business opportunities deriving from increased healthcare interoperability standards published by the US government

Board of Directors



Chris Cosgrove
Chairman & Director

Built and led numerous high performing teams that helped grow businesses to over \$500M in revenue
30-year healthcare veteran with diverse experience in commercial and operational roles in Fortune 500 and early to mid-stage venture-backed companies.



Mariam Mohaideen Cather
Secretary & Director

15+ years in the healthcare industry served as a leader in one of the largest public healthcare systems in the world. B.A. from Cornell, Masters in Health Policy & Management from the Harvard School of Public Health, Certificate in Health Information Technology from Columbia.



Vikas Ranjan
Director

Co-founder of Gravitas Group of companies, 25+ years of experience in diverse areas of finance, capital markets, entrepreneurship, and investing. Involved in launching several public and private enterprises in the areas of capital markets and growth investing. He currently serves on the boards of several public and private companies.



Mo Fazil
Director

Mr. Fazil has been active in venture capital for 20 years. Mr. Fazil has been on the board of several public companies, including, Bow Energy Ltd. ("Bow"). His prior experience included a tenure at a boutique investment dealers in Canada as a corporate finance professional focusing on raising funds for junior listed issuers on the TSX and TSXV.



Amit Dutta
Director

Mr. Dutta has over 21 years of experience with reputed corporates in Category Management, Marketing, and Sales, with profit and loss experience across a breadth of product and service categories. He has played a key role in nurturing and building powerful brands in India like American Express, GM-Chevrolet, and Reliance Wireless.



Dr. Fiona Gupta
Director

Dr. Fiona Gupta is a board-certified neurologist and fellowship-trained movement disorders, specialist. She is the director of the Movement Disorders Outreach Program at Mount Sinai Health System and an Assistant Professor of Neurology. She has received numerous accolades throughout her career and has regular appearances in the media.

Statutory Rights of Action

In certain circumstances, purchasers resident in certain provinces of Canada, are provided with a remedy for rescission or damages, or both, in addition to any other right they may have at law, where a presentation and any amendment to it contains a misrepresentation. Where used herein, “misrepresentation” means an untrue statement of a material fact or an omission to state a material fact that is required to be stated or that is necessary to make any statement not misleading in light of the circumstances in which it was made. These remedies, or notice with respect to these remedies, must be exercised or delivered, as the case may be, by the purchaser within the time limits prescribed by applicable securities legislation.

The following summary is subject to the express provisions of the applicable securities laws, regulations and rules, and reference is made thereto for the complete text of such provisions. Such provisions may contain limitations and statutory defenses not described here on which the Company and other applicable parties may rely. Purchasers should refer to the applicable provisions of the securities legislation of their province for the particulars of these rights or consult with a legal adviser.

The following is a summary of rights of rescission or damages, or both, available to purchasers resident in the provinces of Ontario, New Brunswick, Nova Scotia and Saskatchewan. If there is a misrepresentation herein and you are a purchaser under securities legislation in Ontario, New Brunswick, Nova Scotia and Saskatchewan you have, without regard to whether you relied upon the misrepresentation, a statutory right of action for damages, or while still the owner of the securities, for rescission against the Company. This statutory right of action is subject to the following: (a) if you elect to exercise the right of action for rescission, you will have no right of action for damages against the Company; (b) except with respect to purchasers resident in Nova Scotia, no action shall be commenced to enforce a right of action for rescission after 180 days from the date of the transaction that gave rise to the cause of action; (c) no action shall be commenced to enforce a right of action for damages after the earlier of (i) 180 days (with respect to purchasers resident in Ontario) or one year (with respect to purchasers resident in Saskatchewan and New Brunswick) after you first had knowledge of the facts giving rise to the cause of action and (ii) three years (with respect to purchasers resident in Ontario) or six years (with respect to purchasers resident in Saskatchewan and New Brunswick) after the date of the transaction that gave rise to the cause of action; (d) with respect to purchasers resident in Nova Scotia, no action shall be commenced to enforce a right of action for rescission or damages after 120 days from the date on which payment for the securities was made by you; (e) the Company will not be liable if it proves that you purchased the securities with knowledge of the misrepresentation; (f) in the case of an action for damages, the Company will not be liable for all or any portion of the damages that it proves do not represent the depreciation in value of the securities as a result of the misrepresentations; and (g) in no case will the amount recoverable in such action exceed the price at which the securities were sold to you. The foregoing is a summary only and is subject to the express provisions of the Securities Act (Ontario), the Securities Act (New Brunswick), the Securities Act (Nova Scotia) and the Securities Act (Saskatchewan), and the rules, regulations and other instruments thereunder, and reference is made to the complete text of such provisions contained therein. Such provisions may contain limitations and statutory defenses on which the Company may rely.

Securities legislation in Alberta provides that every purchaser of securities in reliance on the exemption set forth in section 2.10 (the minimum amount exemption) of NI 45-106 pursuant to this Presentation shall have, in addition to any other rights they may have at law, a right of action for damages or rescission against the Company and certain other persons if this presentation or any amendment thereto contains a misrepresentation. Such rights must be exercised within prescribed time limits, being (i) in the case of an action for rescission, 180 days from the day of the transaction that gave rise to the cause of action, or (ii) in the case of any action, other than an action for rescission, the earlier of, (a) 180 days from the day that the purchaser first had knowledge of the facts giving rise to the cause of action, or (b) three years from the day of the transaction that gave rise to the cause of action. Purchasers should refer to the applicable provisions of the Securities Act (Alberta) for particulars of those rights or consult with a lawyer.

In Manitoba, the Securities Act (Manitoba), in Newfoundland and Labrador the Securities Act (Newfoundland and Labrador), in Prince Edward Island the Securities Act (PEI), in Yukon, the Securities Act (Yukon), in Nunavut, the Securities Act (Nunavut) and in the Northwest Territories, the Securities Act (Northwest Territories) provide a statutory right of action for damages or rescission to purchasers resident in Manitoba, Newfoundland, PEI, Yukon, Nunavut and Northwest Territories respectively, in circumstances where this presentation or an amendment hereto contains a misrepresentation, which rights are similar, but not identical, to the rights available to Ontario purchasers.

By purchasing the securities of the Company hereunder, purchasers in the provinces of British Columbia and Quebec who are not entitled to the statutory rights described above, in consideration of their purchase of securities of the Company and upon accepting a purchase confirmation in respect thereof, are hereby granted a contractual right of action from damages or rescission that is substantially the same as the statutory right of action, if any, provided to residents of Ontario who purchase securities of the Company.

The statutory right of action described above is in addition to and without derogation from any other right or remedy at law.



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