

MassRoots

Technology Platform For The
Cannabis Industry

Corporate Overview

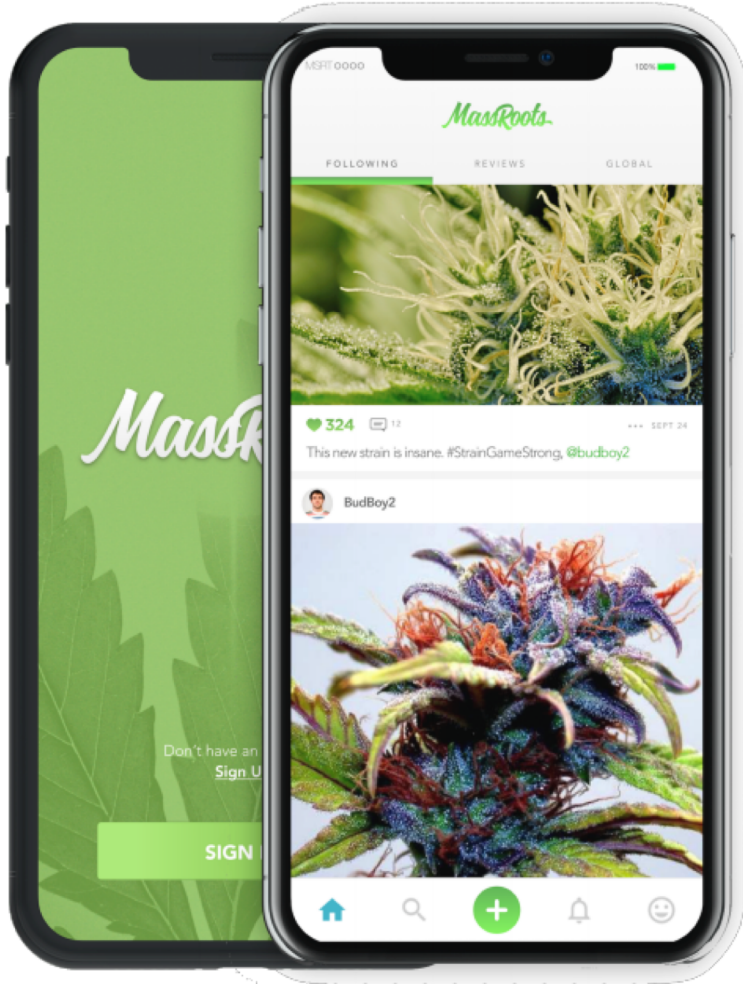
March 2019

OTCQB:MSRT



Safe Harbor and Disclaimers

This presentation contains certain forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These statements are identified by the use of the words “could,” “believe,” “anticipate,” “intend,” “estimate,” “expect,” “may,” “continue,” “predict,” “potential,” “project” and similar expressions that are intended to identify forward-looking statements. All forward-looking statements speak only as of the date of this presentation. You should not place undue reliance on these forward-looking statements. Although we believe that our plans, objectives, expectations and intentions reflected in or suggested by the forward-looking statements are reasonable, we can give no assurance that these plans, objectives, expectations or intentions will be achieved. Forward-looking statements involve significant risks and uncertainties (some of which are beyond our control) and assumptions that could cause actual results to differ materially from historical experience and present expectations or projections. Actual results to differ materially from those in the forward-looking statements and the trading price for our common stock may fluctuate significantly. Forward-looking statements also are affected by the risk factors described in the company’s filings with the U.S. Securities and Exchange Commission. Except as required by law, we undertake no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events.



Cannabis Technology & Services

- Recently announced planned acquisition of COWA Science Corporation, which had \$1.5 million in 2018 revenue (unaudited) • Expected to expand offerings to include supplies, nutrients, packaging & HVAC solutions
- WeedPass™ Rewards Program • Focused on creating monthly recurring revenue from dispensaries • Incentivizes consumer loyalty
- MassRoots Mobile App & Social Media • 1.3M downloads • Locate and rate cannabis dispensaries, strains and brands



Trusted Relationships

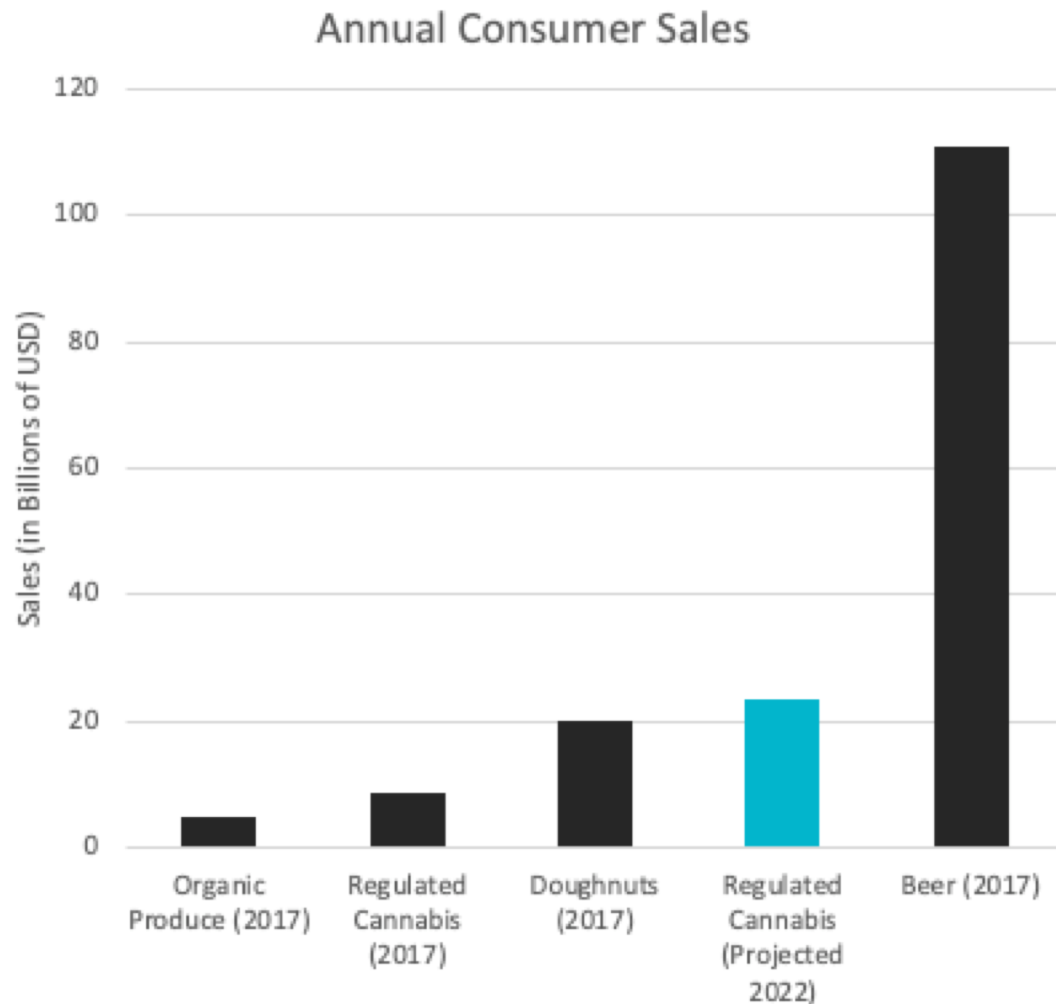
- MassRoots has its fingers on the pulse of cannabis enthusiasts through its dispensary network, app users and social media base
- **490k** Facebook followers • **410k** Instagram followers • **180k** Twitter followers • Tens of thousands of SnapChat followers



Investor Value

- Providing investors exposure to cannabis industry growth through technology without touching the plant itself

U.S. Cannabis Market & Growth

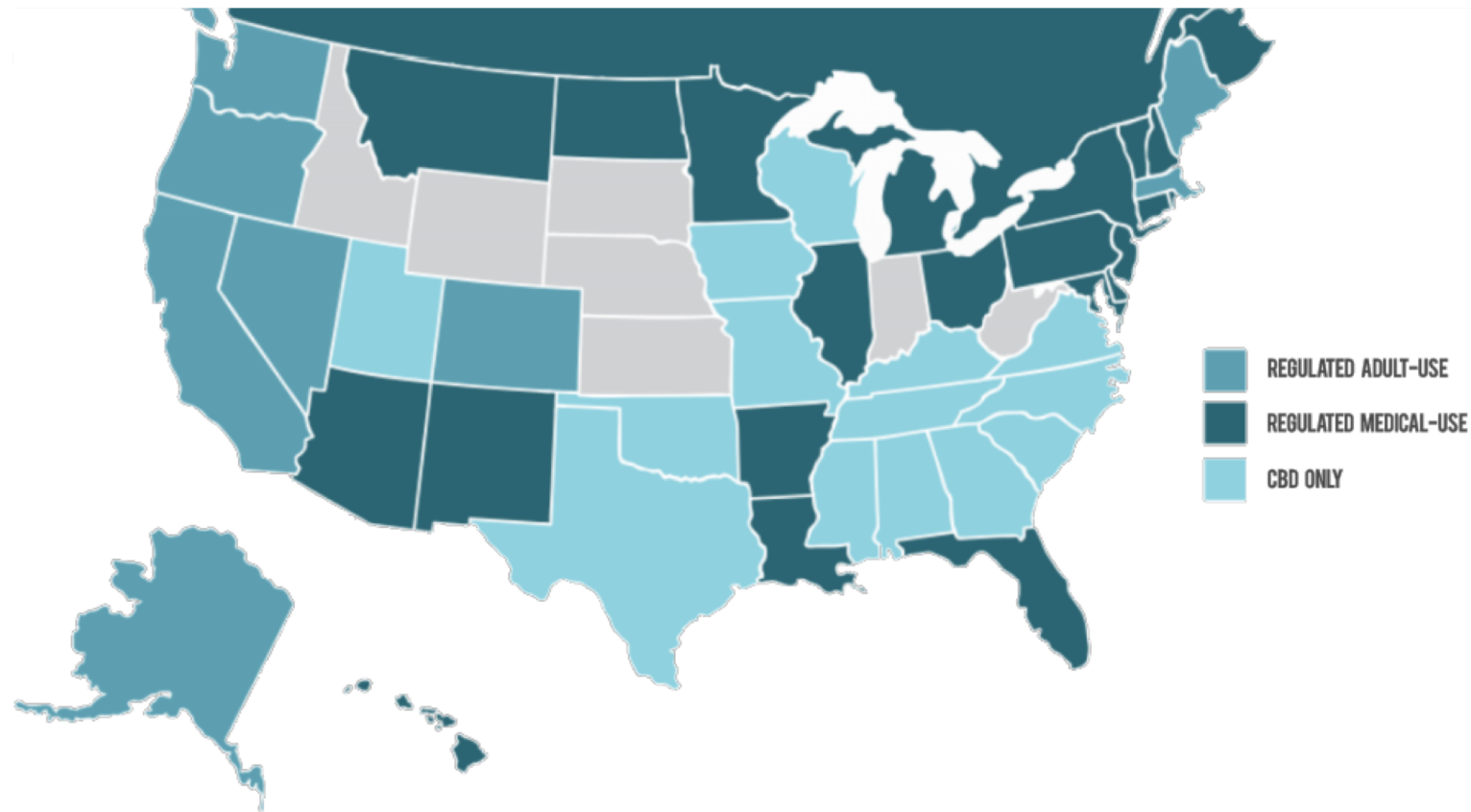


Graph data according to:

• <https://globenewswire.com/news-release/2018/06/28/1531033/0/en/NEW-REPORT-Legal-Marijuana-Markets-Projected-to-Reach-23-4-Billion-Employ-Nearly-a-Half-Million-Americans-by-2022-Effective-End-of-Federal-Prohibition-is-in-Sight.html>

• <https://mjbizdaily.com/chart-putting-the-55-billion-us-retail-cannabis-market-in-perspective/>

- The U.S. regulated cannabis market is forecast to grow at a 22% compound annual growth rate from \$8.5B in 2017 to \$23.4B in 2022, according to a 2018 BDS Analytics Report;
- Canada and California are expected to generate 41% of global cannabis sales, or \$13.2 billion, by 2022 according to the same BDS Analytics Report; and
- Concentrates and edibles continue to gain popularity, with the “flower” making up only 47% of total cannabis sales in Colorado in 2017, according to the same BDS Analytics Report.



Expanding Regulated Cannabis Markets

Our business model is positioned to capitalize from the trend of states creating and expanding regulated cannabis markets. Because MassRoots is not involved in the production or sale of cannabis, it does not have to build grow operations, open retail stores, or have a physical presence in a state to generate revenue. As our financial model is not tied to the success of a particular location or brand, we believe we can have a significant percentage of all dispensaries and brands on our platform, making MassRoots a play on the cannabis industry as a whole.

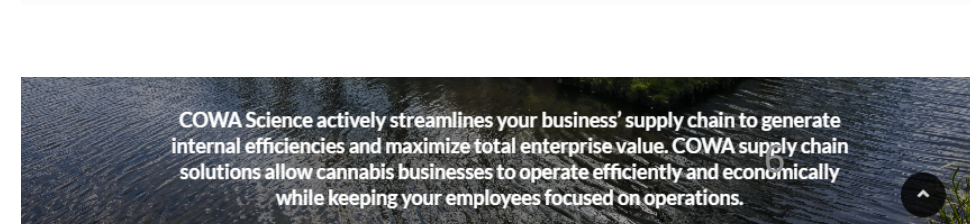
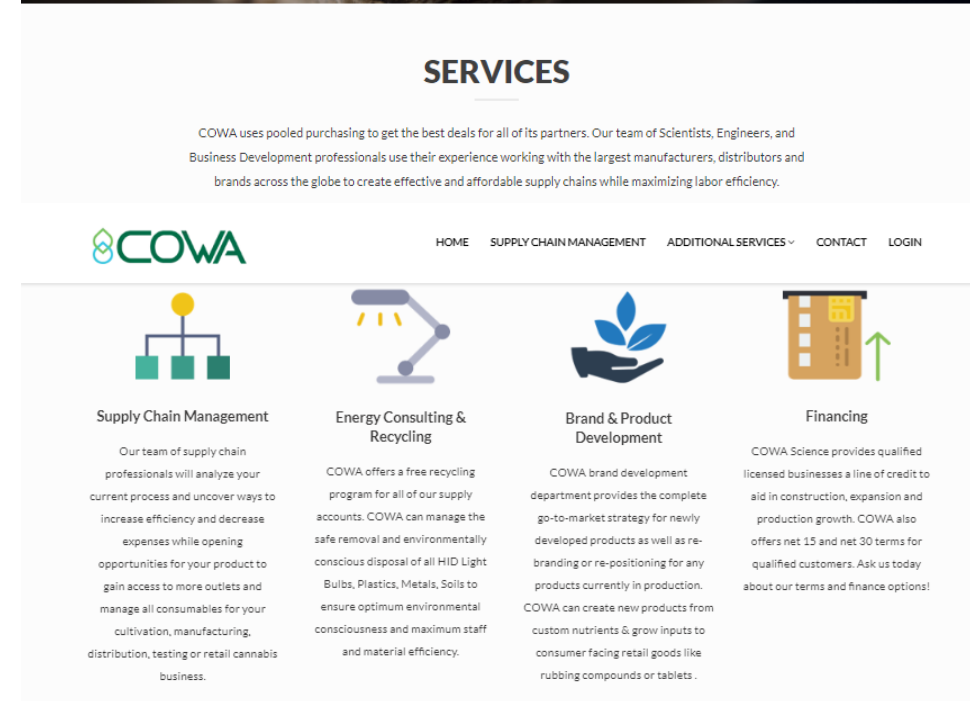
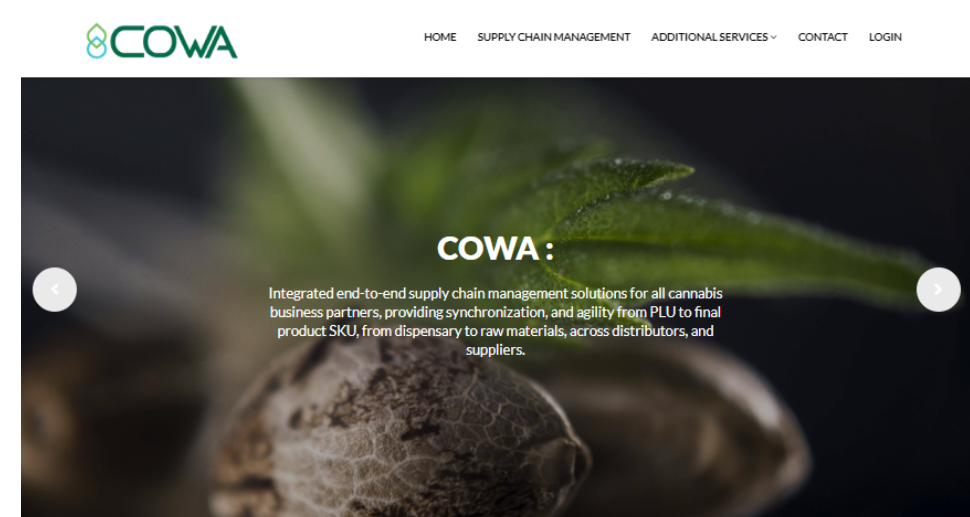
Planned Acquisition of COWA Science Corporation

MassRoots has entered into a definitive agreement to acquire COWA Science Corporation ("COWA") for common-stock consideration valued at approximately \$5.78 million, dependent upon COWA achieving revenue milestones of \$2.5 and \$7.5 million. For more information, please see the Company's Current Report on Form 8-K filed with the U.S. Securities and Exchange Commission on February 12, 2019.

During the 2018 fiscal year, COWA generated revenues of approximately \$1.5 million (unaudited) from approximately 50 cannabis and hemp-focused clients. MassRoots anticipates that the planned COWA acquisition will enable both business segments to expand their client-bases by offering customers a complete suite of cannabis-centric products and services, including:

- Advertising services, including listings on MassRoots' dispensary finder and WeedPass Rewards Program;
- Growing supplements and nutrients, including white-labeled growing materials;
- Consumer packaging compliant with industry-specific regulations;
- Process and product development;
- HVAC resources tailored to the unique needs of regulated cannabis businesses; and
- Miscellaneous office and cleaning supplies, lab equipment, and bulk chemicals.

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Growing Client Base and Book of Business

MassRoots currently has over 140 dispensaries that have participated in its advertising and rewards programs and COWA has approximately 50 clients ordering its supply-chain products and services.



- Currently, the Companies are focused on the Denver and Los Angeles markets with plans to expand to San Francisco, San Diego, and Phoenix markets in Q2 2019;
- We believe there is a significant opportunity to cross-pollinate the existing client bases of MassRoots and COWA with a focus on increasing the dollar-volume spend per client; and
- The combined companies possess a diversified client base of dispensaries, grow facilities and hemp-focused businesses, with 9 clients placing more than \$50,000 in orders each in fiscal year 2018.



Our Leadership Team



Isaac Dietrich

Chief Executive Officer

Chairman of the Board of Directors

He was the co-founder and majority shareholder of RoboCent.com from June 2012 until the buyout of his shares in December 2016. From February 2010 to December 2010, Mr. Dietrich served as Field Director for former Congressman E. Scott Rigell's campaign.



Chris Alameddin

Chief Technology Officer

President of Supply Chain Division

More than ten years experience in water management and chemistry. Formerly General Manager - Technology New Wave Energy Services Ltd. Full lifecycle water management with an emphasis on produced water recycling and treatment systems.

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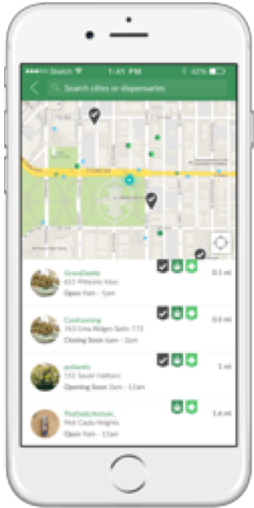


Jesus Quintero

Chief Financial Officer

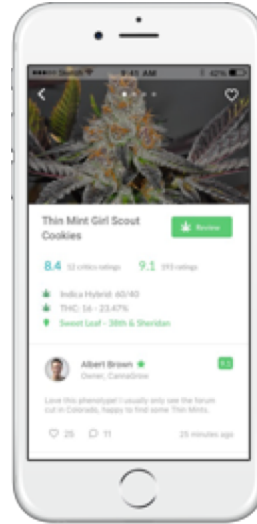
Extensive experience in public company reporting and has held finance positions with Avnet, Inc., Latin Node, Inc., Globetel Communications Corp., Telefonica of Spain, PricewaterhouseCoopers and Deloitte & Touche.

MassRoots Mobile App



DISPENSARY FINDER & MENUS

Directing users to the top-rated stores to find cannabis



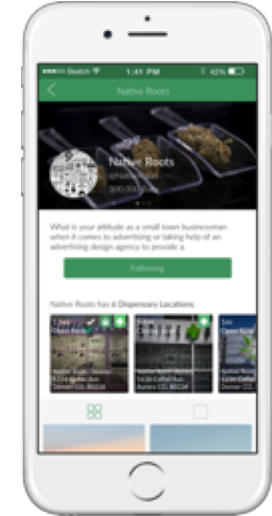
PRODUCT PAGES & REVIEWS

Community-driven reviews to discover the best products



WEEDPASS REWARDS

Enabling consumers to earn rewards for their cannabis purchases



PROFILES

Displaying the most relevant information to drive engagement and recurring usage

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MassRoots

Business Model



Dispensary Listing Fees

After an introductory free trial period, MassRoots charges dispensaries a monthly fee to list on its dispensary finder, gain exposure to MassRoots' audience of cannabis enthusiasts, and gain access to its business portal.

Consumer Rewards

Through its partnership with Snipp Interactive, consumers will soon be able to earn points for their cannabis purchases through our WeedPass Rewards Program; consumers will be able to spend these points on rewards, such as festival or concert tickets, of which MassRoots is expected to make a spread.

Brand Engagement

Beginning in Q2 2019, MassRoots is expected to begin allowing brands to sponsor rewards packages – requiring consumers to purchase certain brands' products in order to gain certain rewards, for which MassRoots will charge a fee.



Financial Model

- COWA Science Corporation (“COWA”) is a supply chain company that provides cannabis cultivators, dispensaries, and ancillary business with the products they need to run their business.
- By leveraging the collective purchasing power of its network, COWA enables small and mid-sized operators to have the scale and cost advantages of their larger competitors while maintaining their independence.
- By focusing on white-label products and transitioning to an online ordering platform, COWA believes it can aggressively grow its revenues in fiscal year 2019.

Sales Orders by Main Segments

Fiscal Years 2017 and 2018 (Unaudited)

Product Type	Total Sales Orders	Percentage
Growing Media	\$ 833,413	26.65%
Nutrients and Supplements	\$ 814,340	26.04%
Cultivation Lighting	\$ 431,046	13.78%
Packaging	\$ 210,991	6.75%
Pest and Disease Control	\$ 151,442	4.84%
Pots and Containers	\$ 129,695	4.15%
Hygiene and Safety	\$ 119,889	3.83%
Cleaning Supplies	\$ 117,788	3.77%
HVAC / Air Quality	\$ 103,770	3.32%
Plant Support	\$ 86,640	2.77%
Cloning and Seed Starting	\$ 71,672	2.29%
Office Supplies	\$ 56,559	1.81%

Investment Highlights

- As one of the early pioneers in the cannabis technology space, MassRoots has a recognizable brand that it is just beginning to aggressively monetize.
- Strengthened by the planned acquisition of COWA Science Corporation, MassRoots' business model is structured to take advantage of the growth of the number of businesses operating in the regulated cannabis industry; currently, there are over 2,700 regulated dispensaries alone operating in the U.S., according to New Frontier Financial, with many more ancillary businesses.
- We are continuing to focus on high-margin product lines such as white-labeled nutrients and supplies – with historical margins in excess of 40% – in the COWA Science division and advertising services in the MassRoots division.
- On the technology aspects of our business, our two closest competitors are WeedMaps and Leafly, which are generating \$20+ million in annual revenue according to press reports; we believe our rewards program offers a significant competitive advantage to both dispensaries and consumers that could allow MassRoots to grow its market share.





Capitalization Structure and Key Facts

Exchange **OTCQB**
Ticker **MSRT**
Headquarters **Los Angeles, CA**
Employees **10**
Year Founded **2013**

Price per Share **\$0.058**
Shares Outstanding **178.8 Million Shares***
Public Float **133.4 Million Shares**
Market Capitalization **\$10.4 Million**
Average Daily Volume **1.1 Million Shares (Past 30 Days)**

*Does not include restricted shares of common stock issuable to COWA Science Corporation upon closing of the planned acquisition.

MassRoots

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