



VOLATUS AEROSPACE

Shaping the future with drone technologies



TSXV : VOL
OTCQB : VLTTF

SAFE HARBOR STATEMENT



A preliminary short form prospectus containing important information relating to the securities described in this document has been filed with the securities commissions or regulatory authorities in British Columbia, Alberta and Ontario. The preliminary prospectus is still subject to completion or amendment. A copy of the preliminary short form prospectus is required to be delivered to any investor that received this document and expressed an interest in acquiring the securities. Copies of the preliminary prospectus can be obtained by emailing Echelon Wealth Partners Inc., at ecm@echelonpartners.com.

There will not be any sale or any acceptance of an offer to buy the securities until a receipt for the final short form prospectus has been issued.

This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the preliminary short form prospectus, final short form prospectus and any amendment, for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision

Cautionary Notes

The information contained in this document has been prepared by Volatus Aerospace Corp. ("Volatus", the "Company", "we", "our", or "us"). The information contained in this document (a) is provided as at the date hereof and is accurate only as of the date of this presentation or the date indicated and is subject to change without notice, (b) does not purport to contain all the information that may be necessary or desirable to fully and accurately evaluate an investment in the Company, including important disclosures relating to the terms of an investment and risk factors associated with an investment in the Company and (c) is not to be considered as a recommendation by the Company that any person make an investment in the Company.

This presentation, and the information contained herein, is not for release, distribution or publication into or in the United States or any other jurisdiction where applicable laws prohibit its release, distribution or publication. This presentation ("Presentation") is being issued by the Company for information purposes only. It is information in a summary form and does not purport to be complete. It is not intended to be relied upon as advice to investors or potential investors and does not take into account the investment objectives, financial situation or needs of any particular investor. Reliance on this Presentation for the purpose of engaging in any investment activity may expose an individual to significant risk of losing all of the property or other assets invested.

This Presentation is qualified in its entirety by reference to, and must be read in conjunction with, the information contained in the preliminary short form prospectus dated July 22, 2022 (the "Preliminary Prospectus"). A prospective investor is not entitled to rely on parts of the information contained in this presentation to the exclusion of others. None of Volatus, or Echelon Wealth Partners Inc. or Integral Wealth Securities Limited (collectively, the "Agents") have authorized anyone to provide prospective purchasers with additional or different information. Volatus and the Agents are not offering to sell shares in any jurisdiction where the offer or sale of such securities is not permitted. **An investment in the Company's securities is subject to a number of risks that should be considered by a prospective purchaser. Prospective purchasers should carefully consider the risk factors described under "Risk Factors" in the Preliminary Prospectus before purchasing securities of the Company.**

For prospective purchasers outside Canada, none of Volatus nor the Agents have done anything that would permit this offering or possession or distribution of the Preliminary Prospectus and final prospectus, or any amendment thereto, in any jurisdiction where action for that purpose is required, other than in Canada. Prospective purchasers are required to inform themselves about, and to observe any restrictions relating to, this offering and the possession or distribution of the Preliminary Prospectus and final prospectus. In this presentation, all amounts are in Canadian dollars, unless otherwise indicated. Capitalized terms that are not defined in this presentation have the meanings ascribed to them in the Preliminary Prospectus. Any graphs, tables or other information in this presentation demonstrating the historical performance of Volatus or any other entity contained in this presentation are intended only to illustrate past performance of such entities and are not necessarily indicative of future results of Volatus.

This presentation contains "forward-looking information" or "forward-looking statements" for purposes of applicable securities laws ("forward-looking statements"). Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based on our current beliefs, expectations or assumptions regarding the future of our business, future plans and strategies, our operational results and other future conditions. Forward-looking statements can be identified by words such as "anticipate", "believe", "estimate", "expect", "intend", "may", "plan", "predict", "project", "seek", "target", "potential", "will", "would", "could", "should", "continue", "contemplate" and other similar expressions, although not all forward-looking statements contain these identifying words. These forward-looking statements include all matters that are not historical facts. They appear in a number of places throughout this presentation and include statements regarding our intentions, beliefs or current expectations concerning, among other things, our financial performance, financial condition, liquidity, prospects, growth, strategies and the industry in which we operate. This forward-looking information includes, among other things, statements relating to: expectations regarding industry trends, overall market growth rates and our growth rates and growth strategies; and our business plans and strategies; expectations regarding growth; our competitive position in our industry.

Although we base the forward-looking statements contained in this presentation on assumptions that we believe are reasonable, we caution you that actual results and developments (including our financial performance, financial condition and liquidity, and the development of the industry in which we operate) may differ materially from those made in or suggested by the forward-looking statements contained in this presentation. Despite a careful process to prepare and review the forward-looking statements, there can be no assurance that the underlying opinions, estimates, and assumptions will prove to be correct. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future. We believe that these risks and uncertainties include, but are not limited to, those described in the "Risk Factors" section of the Preliminary Prospectus.

The risk factors contained in the Preliminary Prospectus should not be construed as exhaustive and should be read with the other cautionary statements in the Preliminary Prospectus. Although we have attempted to identify important risk factors, there may be other risk factors not presently known to us or that we presently believe are not material that could also cause actual results and developments to differ materially from those made in or suggested by the forward-looking statements contained in the Preliminary Prospectus or this presentation. If any of these risks materialize, or if any of the above assumptions underlying forward-looking statements prove incorrect, actual results and developments may differ materially from those made in or suggested by the forward-looking statements contained in the Preliminary Prospectus or this presentation. Given these risks and uncertainties, you are cautioned not to place undue reliance on these forward-looking statements. Any forward-looking statement in this presentation is made as of the date of the Preliminary Prospectus, and, except as required by law, we undertake no obligation to update any forward-looking statements or to publicly announce the results of any revisions to any of those statements to reflect future events or developments. Comparisons of results for current and any prior periods are not intended to express any future trends or indications of future performance, unless specifically expressed as such, and should only be viewed as historical data.

This Presentation contains future-oriented financial information and financial outlook information for purposes of securities laws (collectively, "FOFI") about the Company's expected revenue, gross margin and cash flow, all of which are subject to the same assumptions, risk factors, limitations, and qualifications as set out in the above paragraphs. The actual financial results of the Company may vary from the amounts set out therein and such variation may be material. The Company and its management believe that the FOFI has been prepared on a reasonable basis, reflecting management's best estimates and judgments. However, because this information is subjective and subject to numerous risks, it should not be relied on as necessarily indicative of future results. Except as required by applicable securities laws, the Company undertakes no obligation to update such FOFI. FOFI contained in this Prospectus and certain documents incorporated by reference herein were made as of the date of this Prospectus or the documents incorporated by reference, as applicable, and were provided for the purpose of providing further information about the Company's anticipated future business operations. Readers are cautioned that the FOFI contained in this Prospectus and certain documents incorporated by reference should not be used for purposes other than for which it was originally disclosed herein or therein. FOFI has been prepared by the Company's management. MS Partners LLP, the Company's independent auditor, has not performed any audit, review or compilation procedures with respect to the prospective information and accordingly does not provide any form of assurance with respect thereto for the purpose of the Offering.

United States Securities Laws

The securities being offered have not been, nor will they be, registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act"), or applicable state securities laws, and may not be offered or sold to, or for the account or benefit of, persons in the United States or U.S. person absent registration or an applicable exemption from the registration requirements. This presentation shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful. "United States" and "U.S. person" shall have the meanings assigned to them in Regulation S under the U.S. Securities Act.

Non-IFRS Measures

This Presentation includes certain terms or performance measures that are not defined under International Financial Reporting Standards ("IFRS"), such as gross margin, proforma revenue, compound annual growth rate ("CAGR") and "Earnings before Interest, Taxes, Depreciation and Amortization" ("EBITDA"). These non-IFRS measures are not recognized, defined or standardized measures under IFRS and the Company's definition of gross margin, proforma revenue, CAGR and EBITDA may differ from definitions used by other companies and therefore comparability may be limited. EBITDA, CAGR, proforma revenue and gross margin should not be considered in isolation or as a substitute for or considered in isolation from measures prepared in accordance with IFRS. These non-IFRS measures should be read in conjunction with the Annual Financial Statements, Interim Financial Statements, and the notes thereto. The Company believes that, in addition to conventional measures prepared in accordance with IFRS, certain investors use this information to evaluate the Company's performance. The data presented is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. Readers should not place undue reliance on non-IFRS measures and should instead view them in conjunction with the most comparable IFRS financial measures.

Drones are changing the world.

Volatus is a **leading player** in the commercialization of drone technologies.

VISION

Use drones to make the world a better place.

MISSION

Capture 5% of the global drone market within 5 years.



INVEST IN VOLATUS



1

Vertically Integrated:

- Able to address all segments (sales, service, training, & R&D)

2

Pursuing a US\$58.4 billion¹ market opportunity:

- Total addressable market of over US\$17 billion¹
- Establishing a global footprint

3

Sustainable and Scalable business model:

- Strong revenue
- Pilot network of over 1,200 contract pilots spread across the Americas

4

Large presence:

- Geographic presence with personnel across Canada, the US, UK, and Latin America

5

Mature and Experienced team:

- Demonstrated ability to execute
- Agile organizational structure

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5

1. Source: Market & Markets UAV 2021 Report (in US\$) expected to reach US\$58.4B by 2026.

SENIOR LEADERSHIP



Glen Lynch, CEO

39+ years of experience in aviation and aerospace, Glen is a pilot, executive, and mergers & acquisitions specialist. Glen is a serial entrepreneur and has served as a CEO for 30+ years in multinational companies.



THE GLOBE AND MAIL*
2022 Canada's Top 50 Executives

Abhinav Singhvi, CFO

Chartered Accountant, Diploma in IFRS, and MBA, Abhinav is a financial and investment professional with global experience. Abhinav has worked in fortune 500 companies, startups, and venture capital firms.



Luc Masse, EVP

Marketing and business law specialist, Luc has over forty years of experience in aviation operations and manufacturing. Luc has over two decades of experience in contract negotiation, management, and strategic planning.



Rob Walker, COO

Aerospace professional with over three decades of experience in aerospace marketing, communications and business development. Rob holds a degree in Marketing, Communications and Media.

MARKET SIZE

\$58.4

billion

TOTAL AVAILABLE MARKET¹

\$32.8

billion

SERVICEABLE MARKET^{1,2}

\$17B

billion

OUR TARGET MARKET¹



Global CAGR: 16.4%¹

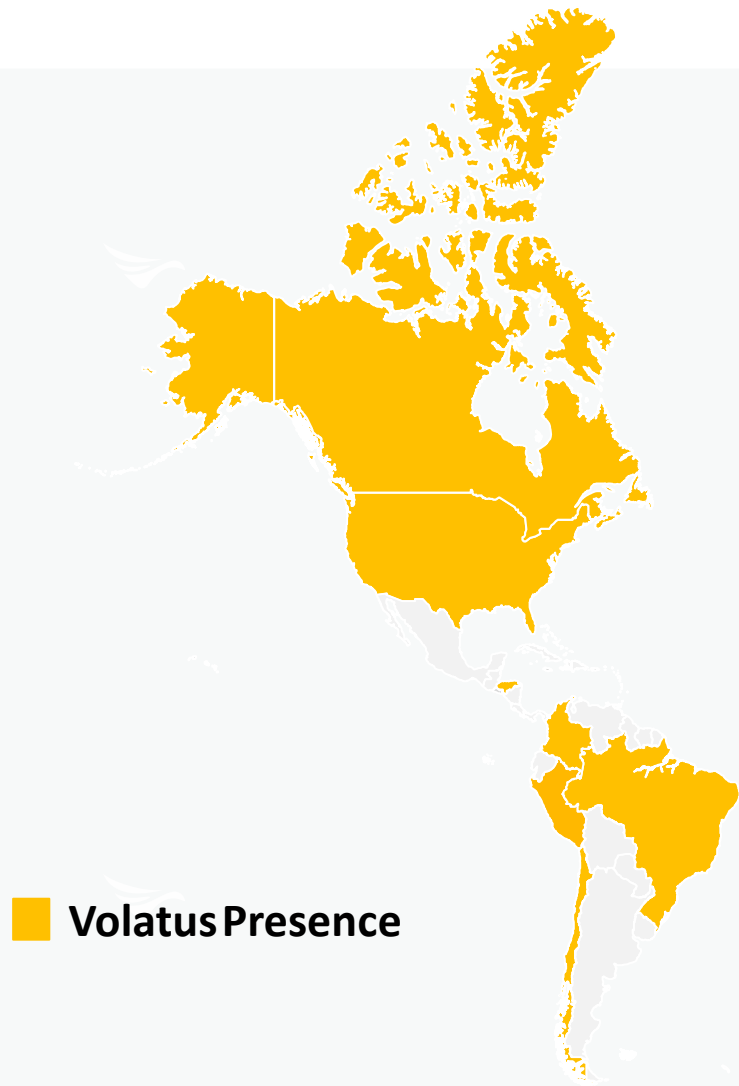
Canada CAGR: 25.1%¹

North American Commercial Segment CAGR: 26.6%¹

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1. Source: Market & Markets UAV 2021 Report (in US\$). Market opportunity expected to reach by 2026 | 2. Serviceable market is broken down into multiple geographies

GLOBAL PRESENCE



EXPANDING GLOBAL FOOTPRINT

- Presence across Americas and United Kingdom
- Expanding Presence in European Region
- 1,200+ pilots in our network spread across the Americas
- Service capabilities in 7+ countries
- Capital Market Presence in Canada and USA

DRONE BUSINESS MODEL



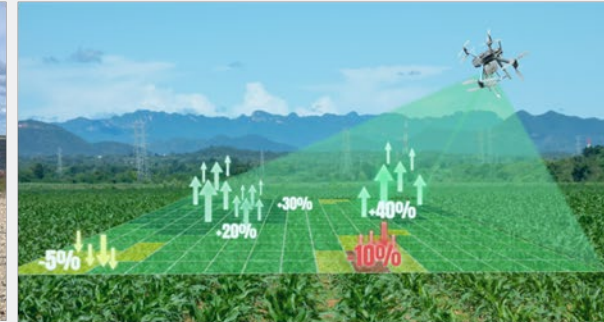
**PROFESSIONAL
SERVICES**

**EQUIPMENT
SALES**

**SOLUTIONS
ENGINEERING**

PROFESSIONAL SERVICES

- Advanced Geomatics
- Training
- Equipment Sales
- Regulatory Compliance
- Turnkey Solutions



EQUIPMENT SALES

Companies seek us out: to commercialize, distribute & market their UAV (Unmanned Aerial Vehicle) technologies

STRATEGIC PARTNERS

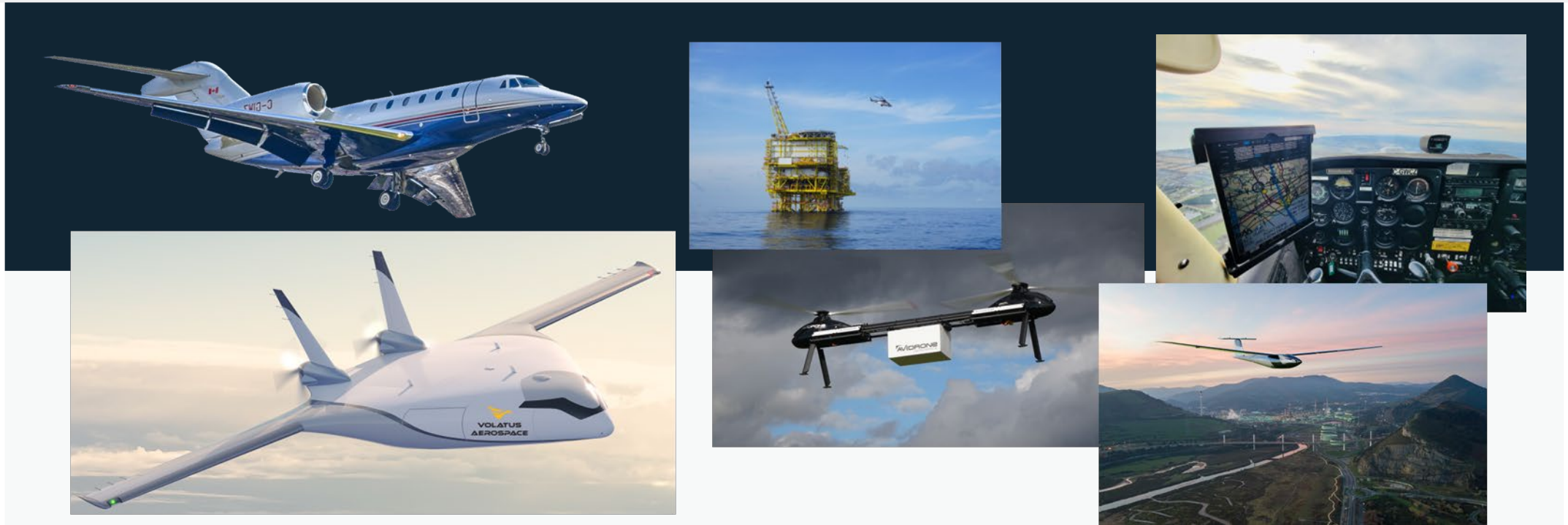


SOLUTIONS ENGINEERING

Integrating technologies to
deliver optimal solutions
for our clients.



INTEGRATING DRONE TECHNOLOGIES INTO TRADITIONAL AVIATION



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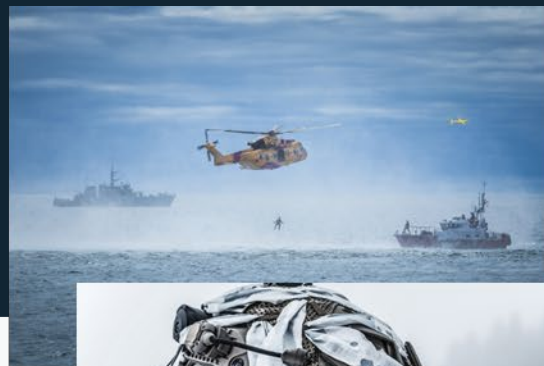
DEFENSE



Proud to serve those who serve



Solutions Engineering



Task Force ISR



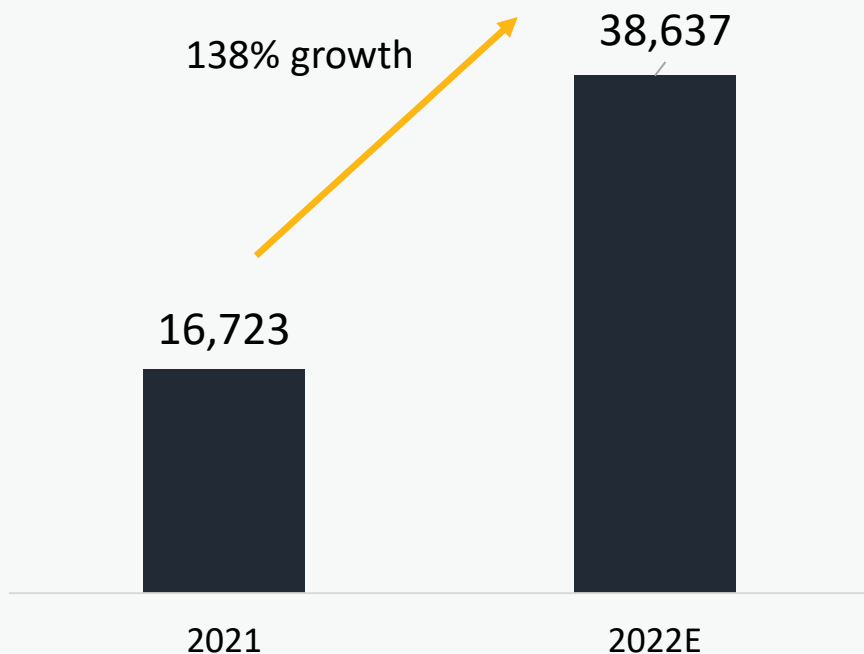
Task Force Drone

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FINANCIAL SNAPSHOT

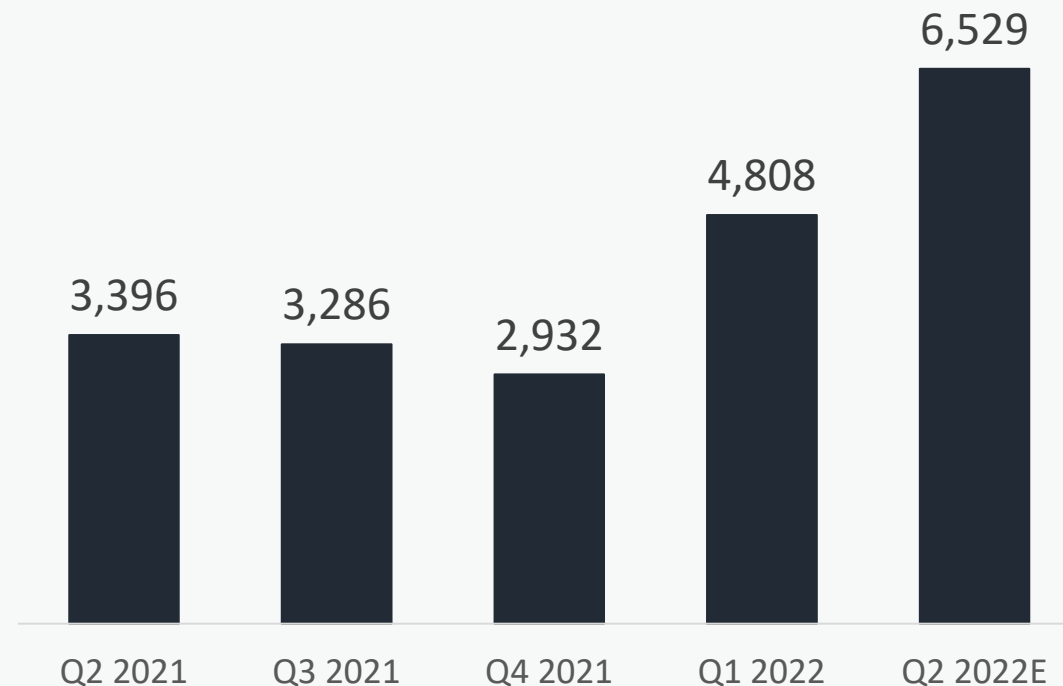
Proforma Revenue (C\$K) ¹

Projected 2022 Gross Margin (31%)³



Quarterly Revenue (C\$K) ²

Quarterly Revenue (in C\$ '1000)



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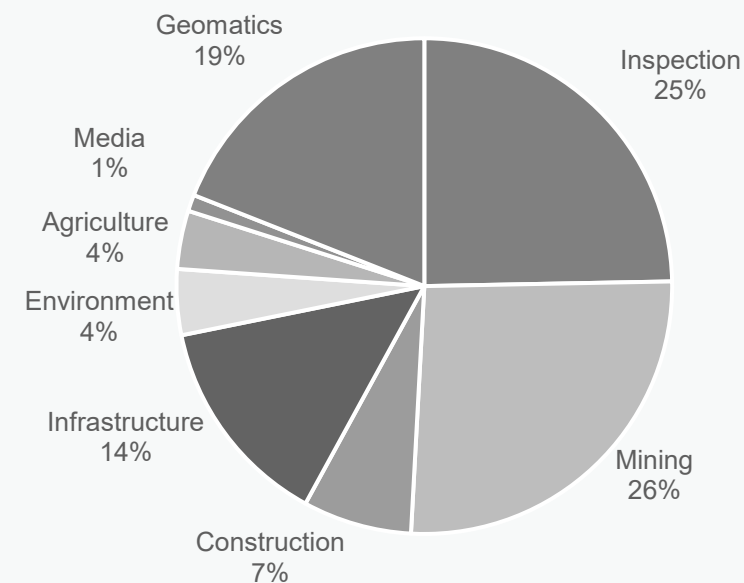
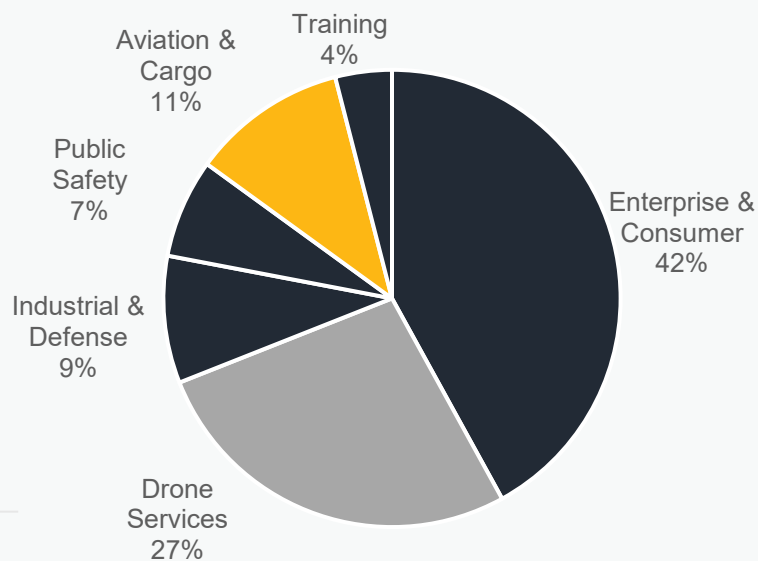
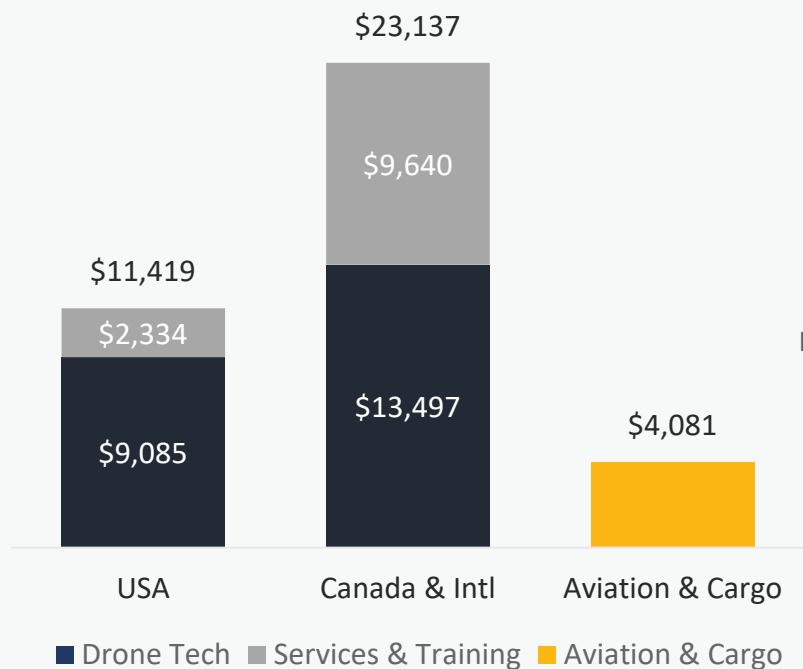
2022 REVENUE FORECAST

Geographic Estimate (C\$K) ¹

Segment Analysis (C\$K) ¹

Service Breakdown (C\$K) ¹

Revenue Forecast (in '1000)



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MARKET COMPARABLES

Company Name	Ticker	Share Price (07/22/22)	Equity Value	Enterprise Value	EV/Rev		EV/EBITDA	
					2021A	2022E	2021A	2022E
Service/Training & Technology								
AeroVironment, Inc.	(NASDAQ:AVAV)	\$104.25	\$2,601	\$2,720	4.7x	4.1x	34.1x	25.0x
Kratos Defense & Security Solutions, Inc.	(NASDAQ:KTOS)	\$18.37	\$2,296	\$2,492	2.4x	2.2x	23.6x	22.2x
Ondas Holdings, Inc.	(NASDAQ:ONDS)	\$6.20	\$261	\$219	59.9x	14.2x	NM	NM
Drone Delivery Canada Corp.	(TSXV:FLT)	\$0.55	\$123	\$98	293.9x	61.5x	NM	NM
Nordic Unmanned ASA	(FRA:NUMND)	\$2.87	\$88	\$73	5.2x	N/A	NM	N/A
AgEagle Aerial Systems, Inc.	(NYSE American:UAVS)	\$0.86	\$70	\$60	N/A	N/A	N/A	N/A
Draganfly, Inc.	(CSE:DPRO)	\$1.11	\$37	\$18	N/A	N/A	N/A	N/A
Adj. Mean					4.1x	3.1x	28.8x	23.6x
Adj. Median					4.7x	3.1x	28.8x	23.6x
Volatus Aerospace Corp. (Pre-Money)	(TSXV:VOL)	\$0.36	\$37	\$38	2.3x	1.0x	NM	54.9x

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CAPITALIZATION TABLE



	Shares	Diluted
	#	%
Volatus Insiders Shareholding	77,807,949	64.87%
Other Basic Shares Outstanding	24,394,096	20.34%
Total Basic Diluted Shares	102,202,045	
Warrants (WAEP \$0.71)	12,334,442	10.28%
Options (WAEP \$0.56)	5,407,691	4.51%
Total Fully Diluted Shares	119,944,178	100.0%

As of July 22, 2022 | Officers and Directors governed by TSX Escrow conditions

INVEST IN VOLATUS



- 1 Vertically Integrated:**
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- 2 Pursuing a US\$58.4 billion¹ market opportunity:**
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- 3 Sustainable and Scalable business model:**
 - Strong revenue
 - Pilot network of over 1,200 contract pilots spread across the Americas

- 4 Large presence:**
 - Geographic presence with personnel across Canada, the US, UK, and Latin America

- 5 Mature and Experienced team:**
 - Demonstrated ability to execute
 - Agile organizational structure

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1. Source: Market & Markets UAV 2021 Report (in US\$). Expected to reach by 2026

Thank you!



**VOLATUS
AEROSPACE**



Contact: investorrelations@volatusaerospace.com