



**BEACONSMIND® VALUE CHAIN EXTENSION INTO WI-FI HOTSPOT SEGMENT**  
Acquisition of Socialwave GmbH  
March, 2023

**beaconsmind®**

**FREDERIX**  
hotspot








**SOCIALWAVE**

**Connect, engage  
& analyze your  
app-users at  
point-of-sales.  
Anywhere, anytime.**

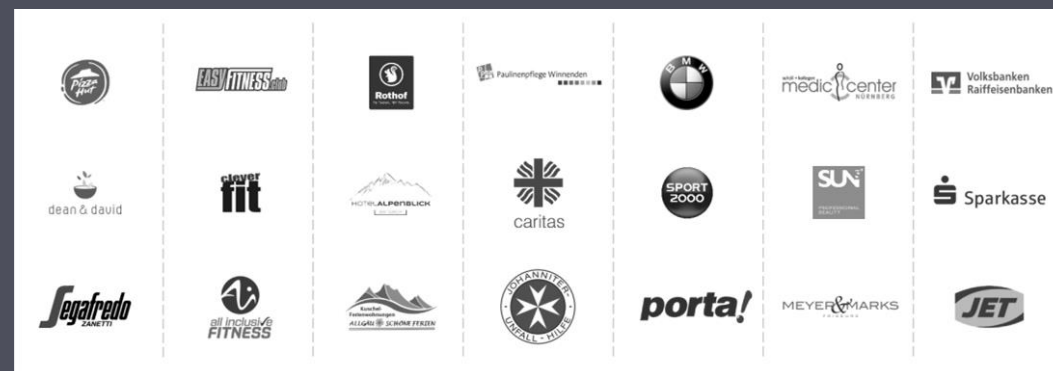


# SOCIALWAVE OVERVIEW

Market leader for automated Wi-Fi location-based marketing services

-  Socialwave is a **guest Wi-Fi hotspot** provider from Munich for the catering, fitness, retail, hairdressers and many other sectors.
-  Fully **automated platform** with different online (e.g. Wi-Fi, Bluetooth) and offline (e.g. NFC, QR-codes) technologies
-  **Highly efficient sales and marketing set-up** with a clearly defined dual brand strategy to tackle various industries and an impressive conversion rate of 16% generated by inbound-, outbound- and partner marketing
-  **Highly attractive diversified blue-chip customer** from over 20 industries with an impressive low churn below 1% (even during COVID-19 crisis)
-  Extraordinary sales growth with a **CAGR '20-'25 of almost 60%** and a high share of **recurring revenues of more than 67%**. Current recurring revenue of FY 2022E is 2.7 MM. EUR.

## SELECTED CLIENTS & LEADERSHIP TEAM



**Mario Schilling**  
Founder & CEO,  
shareholder

Strategy | IT



**Felix Schönfelder**  
CFO,  
shareholder

Marketing | Sales | Finance



**Christian Legros**  
Chairman,  
shareholder

Advisory Board

# HOTSPOTS EXTENSION

beaconsmind® to extend its reach with the Hotspots extension with FREDERIX & Socialwave

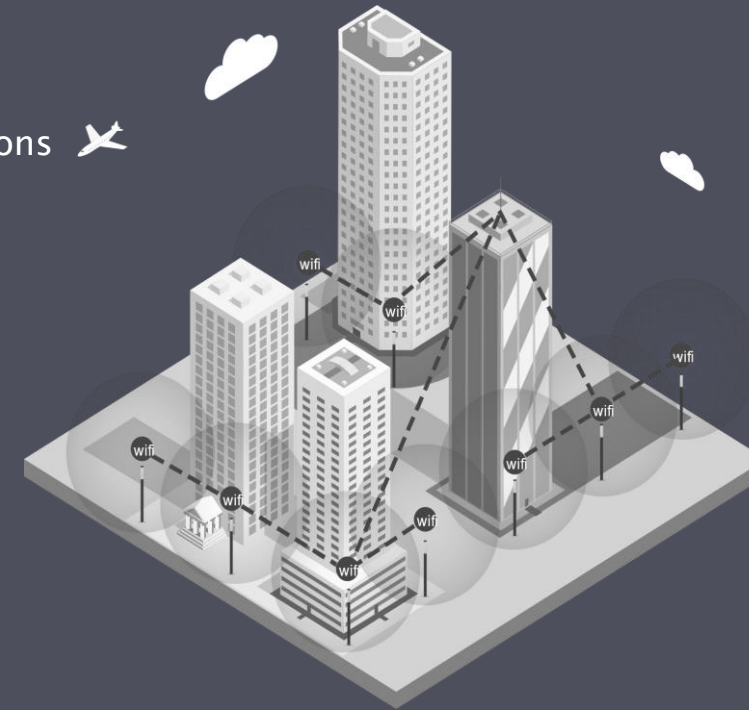
- FREDERIX & Socialwave are providers for corporate Wi-Fi solutions
- Both companies cover different segments in the Wi-Fi Hotspot and Wi-Fi infrastructure markets ensuring maximal reach and value add for beaconsmind
- FREDERIX is specialized in project business and targets bigger corporations with multiple locations
- Socialwave is strong in high-volume business with smaller individual clients



# VALUE PROPOSITION

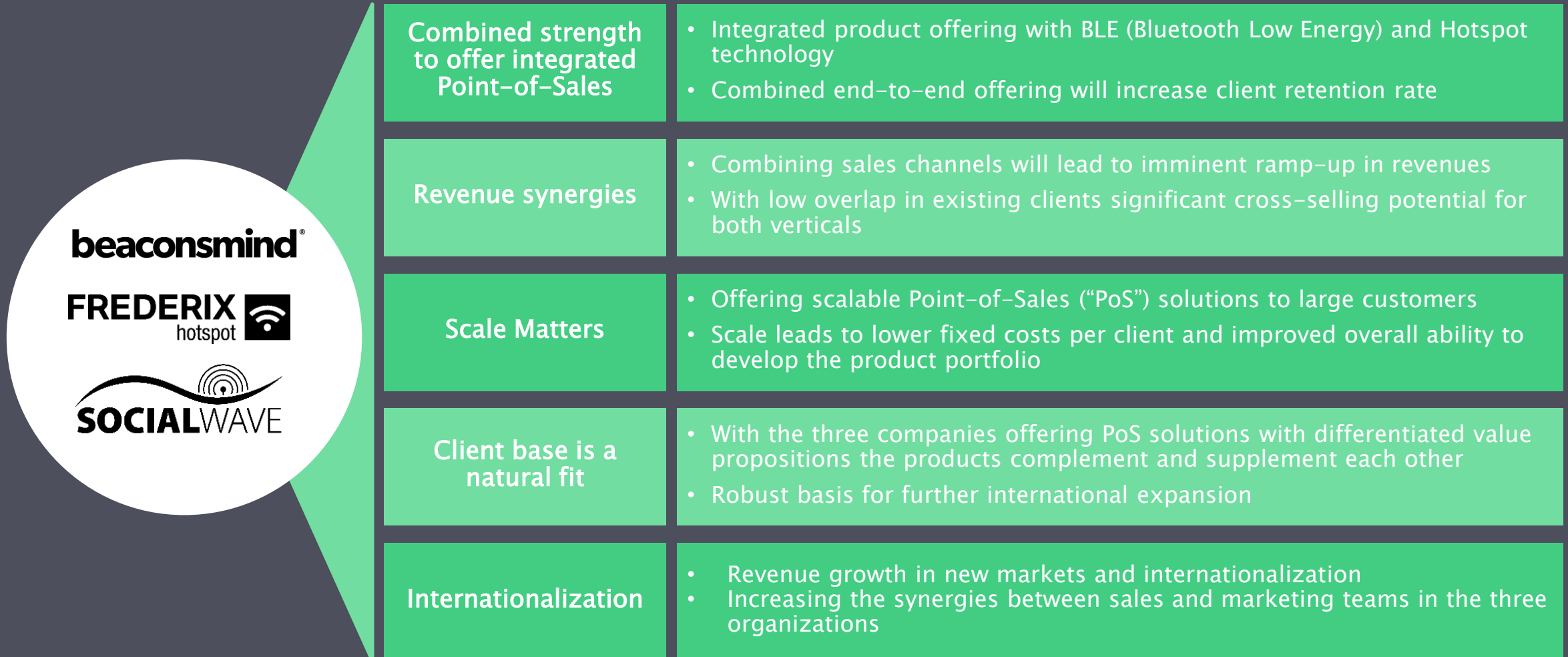
FREDERIX & Socialwave are specialists for commercial and municipal Wi-Fi networks

- Secure and high-performance Wi-Fi networks
- Scalable modular Wi-Fi systems
- Measurable added value through innovative functions and services
- Data and legal security
- Excellent service and hands-on solutions from Germany



# STRATEGIC EXPANSION OF BEACONSMIND® INTO WI-FI HOTSPOT SEGMENT

beaconsmind® becoming an extended business model as Point-of-Sales  
B2B Player offering Beacons and Hotspot Access for its Clients





# COMBINED NEW VALUE CHAIN

beaconsmind® LBM SaaS extended by Wi-Fi hotspot

- **Location-based marketing (“LBM”)** and analytics pioneer, providing beaconsmind® **Suite SaaS Software** and beaconsmind® **Track Bluetooth** Beacon Hardware
- **Easy to integrate and affordable solution** with high benefits for retail clients
- **Founded in 2015** by Max Weiland



## INTEGRATED BEACONSMIND FREDERIX & SOCIALWAVE SOLUTIONS WITH HIGH BENEFITS



Comprehensive product offering including , cloud driven Wi-Fi solutions and hotspot systems



The combined systems provide real time in-depth statistics and data allowing to evaluate usage statistics across and within locations, helping companies to understand their customers better



Data driven immersive shopper experience with tailored approach strengthening customer loyalty, increased revenues and connection of PoS with eCom in a unique way



# STRONG COMBINED GROUP CLIENT PORTFOLIO

**beaconsmind®**

**FREDERIX**  
hotspot 

  
**SOCIALWAVE**



DEPOT



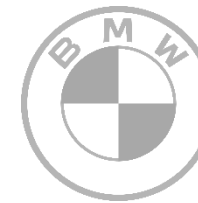
Brands For Less



HOLMES PLACE



WOBCOM



**porta!**

# TRANSACTION STRUCTURE HIGHLY VALUE ACCRETIVE TO BEACONSMIND SHAREHOLDERS

Overview of key transaction terms



## Transaction Structure

- Acquisition of 100% stake in Socialwave GmbH ("Socialwave") by beaconsmind AG ("beaconsmind") allowing full control, consolidation of Socialwave financials and access to cash flows



## Purchase Price

- EUR 10MM purchase price for 100% of the Socialwave shares consisting of:
  - 350,000 beaconsmind shares with current value of around EUR 2.5MM
  - Total additional cash consideration of EUR 2.5MM
  - Total Bank Debt consideration of EUR 5.0MM



## Lockup Period

- Lockup period for the sellers consisting of two tranches
  - Lockup period of 6 months for 50% of the shares issued
  - 12 months lockup period for the remaining 50% of the shares issued



## Addition to Leadership

- Felix Schönfelder, CFO of Socialwave, stays as Managing Director at Socialwave and joins beaconsmind as a shareholder
- Socialwave Founder and CEO Mario Schilling and Chairman Christian Legros become beaconsmind shareholder



## Closing Date

- The transaction is aimed to be closed during Q2 2023

# VALUE ENHANCEMENT

The transaction meets all acquisition criteria

## Strategic Rationale

- Transforming beaconsmind into a Point-of-Sales Customer Service Company
- Extension of BLE-Technology to Wi-Fi hotspot services
- Integrated offering for large clients

## Diversification

- Significant increase in current run-rate revenues from EUR 6,4MM to EUR 10,9MM
- Large scale customers like BMW getting added to the beaconsmind group roster

## Acquisition Criteria

## EBITDA Accretion and Breakeven

- Socialwave with current run-rate around EUR 1.8MM EBITDA
- Accelerating beaconsmind financials growth trajectory







## Value Accretion

- EUR 7,5MM Cash consideration (EUR 5MM financed via fixed low coupon debt) as well as issuance of 350,000 new beaconsmind shares to sellers
- Only EUR 2.5MM cash by beaconsmind required and financed through recent capital increase and cash



# COMPANY KEY KPIS

Strong Revenues and Profitability on Group Level Through Recent Acquisitions

In EUR TSD (except no. of customers and Point-of-Sales)	beaconsmind®		FREDERIX hotspot		SOCIALWAVE		Combined
 Number of Clients	25	+	530	+	6,500	=	7,055
 Number of Point-of-Sales	375	+	10,400	+	12,000	=	22,775
 Run-Rate Revenues <sup>(1)</sup>	2,800	+	3,600 <sup>(2)</sup>	+	4,500	=	10,900
 EBITDA <sup>(1)</sup>	0–200	+	900 <sup>(2)</sup>	+	1,800	=	2,700–2,900
 Synergies	230	+	70	+	400	=	700
 Gross Margin Effects	65%	+	69%	+	85%	=	75%

Notes: (1) Run Rates for beaconsmind are based on FY2021A for FREDERIX on Jan 2023 actuals, for Socialwave on Jan 2023 actuals (2) Including Netopsie

# BEACONSMIND® GROUP LEADERSHIP TEAM

New Integrated Leadership Team Across Bluetooth Beacons and Hotspot Wi-Fi Spectrum

**Max Weiland**  
Founder & CEO



- Founded beaconsmind® in 2015
- Co-Founded eviom Group in 2010, led it to €2.5m revenue & 50 FTEs
- 18 years in digital marketing
- Core beaconsmind Shareholder

**Michael Ambros**  
Deputy Chairman



- In charge of M&A at beaconsmind Group
- Founder & CEO eKomi
- Entrepreneur, Executive
- Online marketing, reputation management, and customer service
- Core beaconsmind Shareholder

**Jonathan Sauppe**  
CEO Hotspot Vertical



- CEO beaconsmind Hotspot Vertical
- CEO and major shareholder of FREDERIX
- Founder and previous CEO of several tech companies
- Core beaconsmind Shareholder

## And we have a strong Board of Directors

*Experienced in audit, compliance and managing companies from SMEs to corporates in leadership positions (CEO, CFO, COO).*

### **Martin Niederberger**

*Audit/Tax/Compliance*

*Former CEO Dictaphone Corp., former Leader Corporate Restructuring BDO*

### **Jörg Hensen**

*COO/CHRO*

*former CEO of Dress-for-Less*



# THANK YOU, GET IN TOUCH!



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**//** *You walk into a retail store, whatever it is, and if there is a sense of entertainment and excitement and electricity, you wanna be there.* **//**  
**- Howard Schultz, CEO, Starbucks**

