



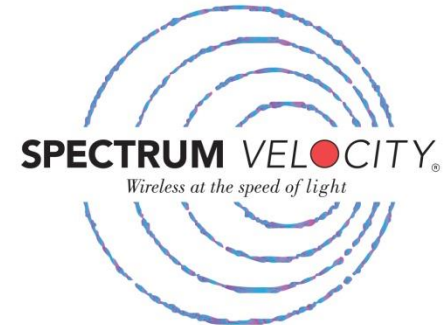
# OTC: ICNM Corporate Overview November 2015



## Forward-Looking Statements & Disclaimers

The information in this document includes certain "forward-looking" statements within the meaning of the Safe Harbor provisions of Federal Securities Laws, as that term is defined in section 27a of the United States Securities Act of 1933, as amended, and section 21e of the United States Securities Exchange Act of 1934, as amended. Statements in this document, which are not purely historical, are forward-looking statements and include any statements regarding beliefs, plans, expectations or intentions regarding the future. Investors are cautioned that such statements are based upon assumptions that in the future may prove not to have been accurate and are subject to significant risks and uncertainties, including the future financial performance of the Company. Although the Company believes that the expectations reflected in its forward-looking statements are reasonable, it can give no assurance that such expectations or any of its forward-looking statements will prove to be correct. Readers are cautioned not to place undue reliance on these forward-looking statements that speak only as of the date of this release, and the Company undertakes no obligation to update publicly any forward-looking statements to reflect new information, events, or circumstances after the date of this release except as required by law.

New Business Model:  
**Spectrum Velocity™, LLC**  
a division of IMH



*The Mobility of Wireless Technologies Has Forever Changed the World.*

IMH is pivoting from e-commerce to the Wireless Industry with **Spectrum Velocity™** (SV). SV will laser focus to capitalize on the exponential growth of the Wireless-Mobile Industry. SV has developed a *dynamic business model and a strategy* of growing its sales organically and with an aggressive M&A Roll-up model. SV is targeting \$30 million in gross sales in five years and uplift its shares to a major trading exchange.

## The High Growth Wireless Services Market

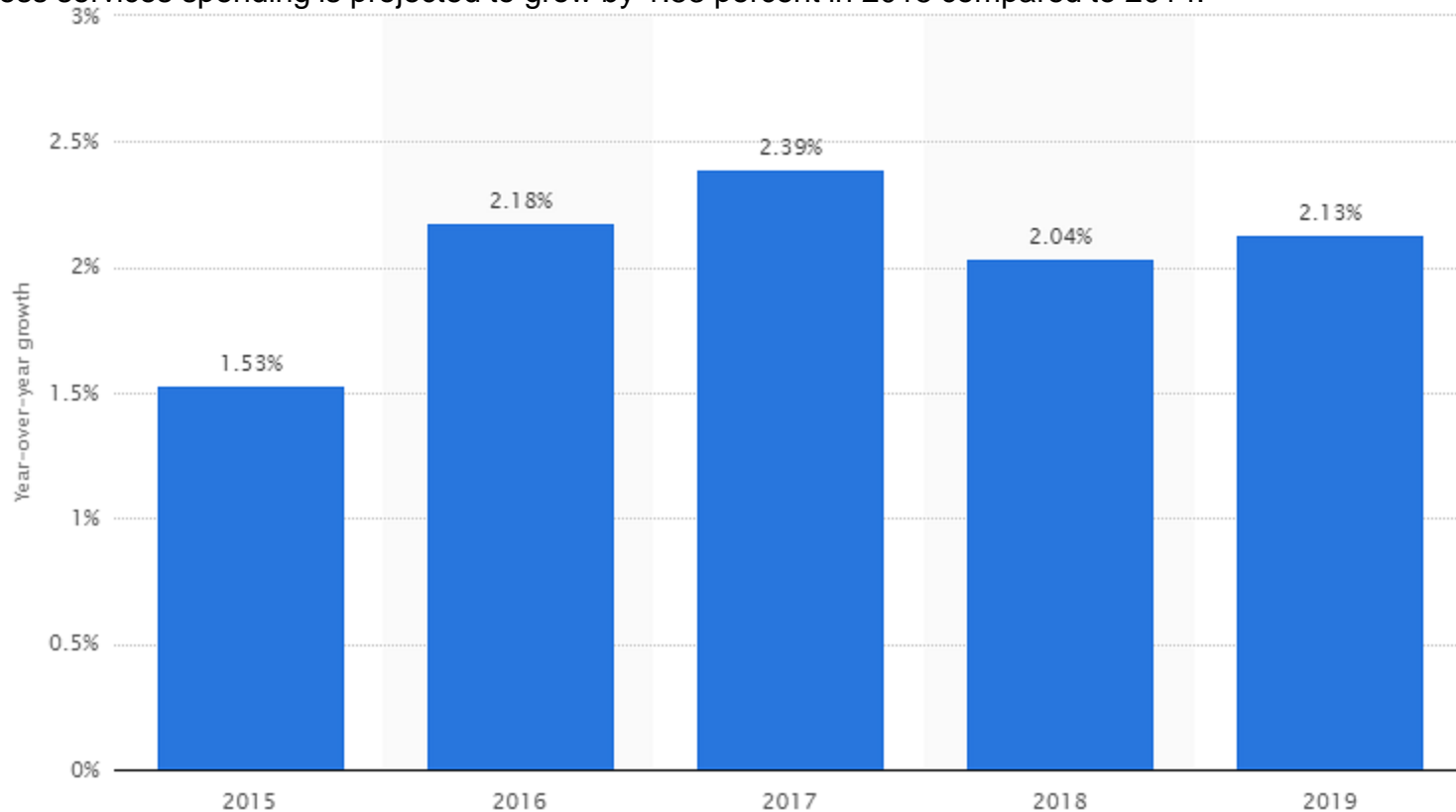
- US wireless CAPEX projected to be *\$34.5B in 2015\**
- In-building wireless expected to grow to *\$20B by 2018*
- Wireless broadband access and application use are driving increased demand for wireless capacity and coverage.
- While the demand for wireless services and infrastructure is growing, it does not necessarily translate into more towers.
- Wireless service providers prefer to modify/co-locate on existing structures.
- Spectrum Velocity™ focuses on filling this need.

\*UBS Investment Research



## Wireless Services Growth Rate

This statistic shows the forecasted annual growth in worldwide spending in the wireless services industry from 2014 to 2019. Global wireless services spending is projected to grow by 1.53 percent in 2015 compared to 2014.



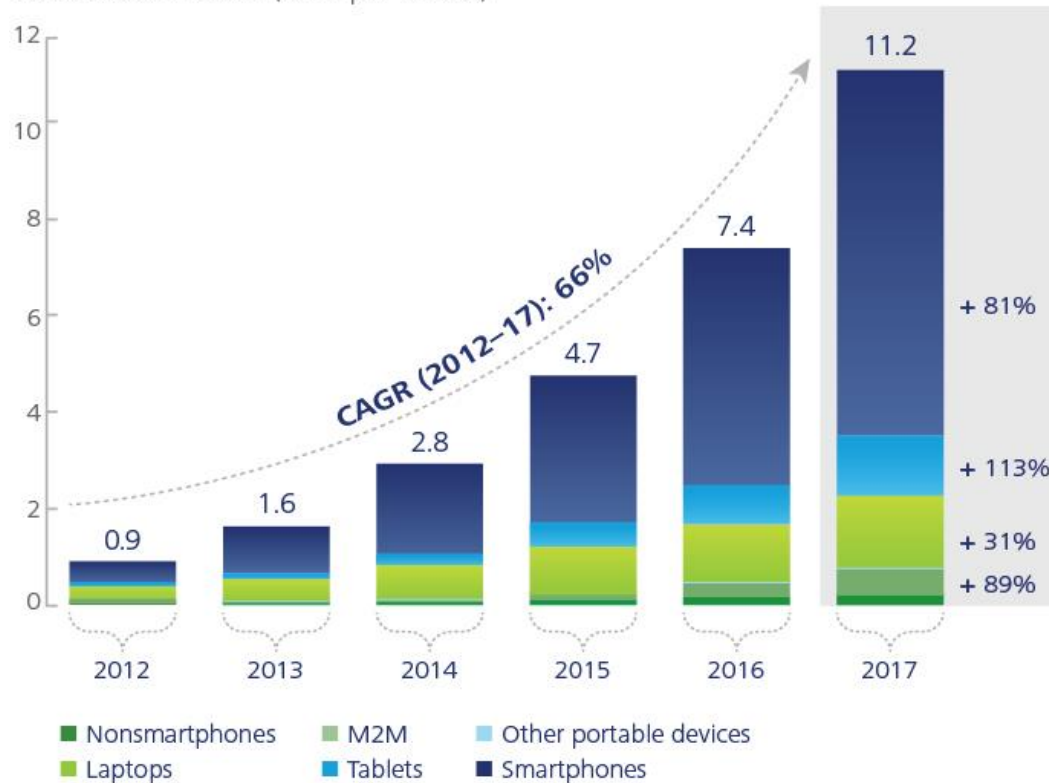
Source: statista.com/

## Wireless Services Growth Drivers

- The mobile data tsunami has ***caught the US wireless industry by surprise***, and the lack of adequate wireless spectrum has become a major bottleneck.
- *Companies are continuing to experience heavier network traffic* as the demands of consumers increase and the availability of advanced data services expands
- As wireless operators continue to upgrade their network technologies to improve performance and increase capacity, many of them are confronted with the challenge of *maintaining multiple generations of technologies and networks*.

**Figure 1. Mobile traffic in exabytes (EB) per month, global, 2012–2017**

Global mobile traffic (in EB per month)



Source: Cisco Systems, *Cisco visual networking index: Global mobile data traffic forecast update, 2012-2017*, 2013.

Notes: 1 exabyte (EB) = 1,000 petabytes (PB) = 1 million terabytes (TB) = 1 billion gigabytes. "M2M" stands for machine-to-machine.

Graphic: Deloitte University Press | DUPress.com

## Wireless Services Growth Drivers, (continued)

- Mobile carriers are taking a number of steps to meet their capacity needs today, aside from aggressively seeking opportunities for mergers and acquisitions or network sharing.
- These steps include investing in a next generation **5G** and LTE network and backhaul technologies such as DAS, Wi-Fi and small cells.
- Driven by the complexity and cost of maintaining multiple technologies, as well as by the need to make valuable assets occupied by older and less efficient technology available for reuse, operators have begun to prepare for the decommissioning of their older networks.
- Mobile Carriers will need to continuously invest in building next-generation networks and technologies, along with new services and applications.



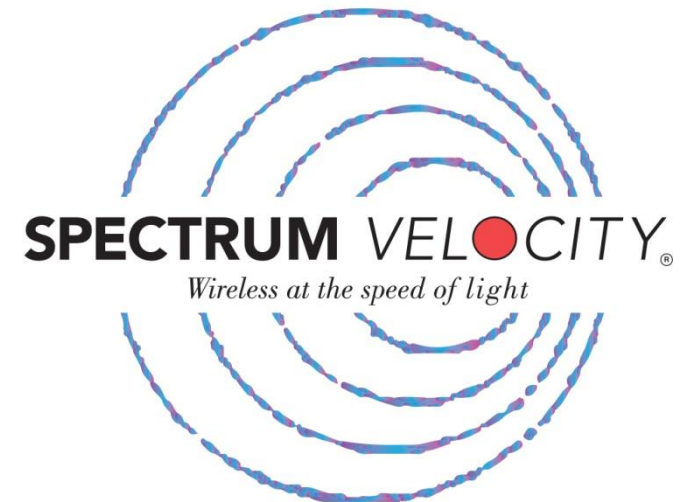
*Growth overall also will be driven by ongoing consumer obsession with their devices. In fact, it's become a critical part of our daily lives, according to our survey.*

*Approximately 90 percent of consumers check their smartphone within one hour of waking up, and about 25 percent check their phone more than 50 times a day...*

Craig Wigginton, Deloitte & Touche LLP

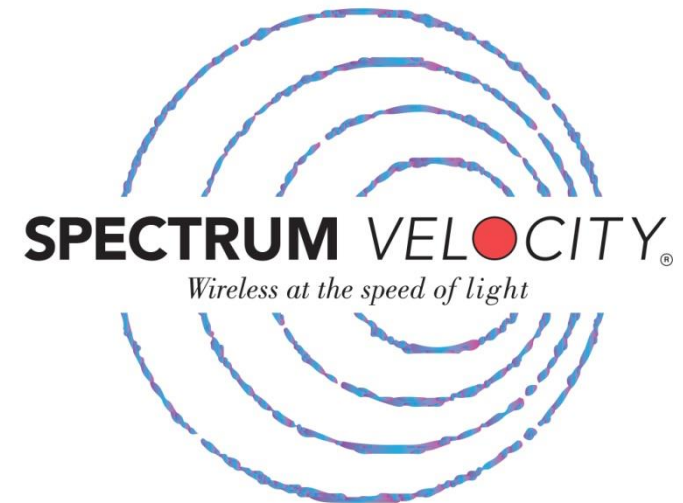
## Capitalize On Long Term Growth Drivers

- **Spectrum Velocity™** is an emerging provider of *specialty technical services* to the wireless industry for the design and installation of technologies necessary to facilitate the growth and demand of the industry.
- *The major wireless carriers and enterprise operators prefer to outsource to small, flexible agile service contractors such as **Spectrum Velocity™**.*
- The market for Specialty Contracting Services to the Wireless Industry is *fragmented and ripe for consolidation*.
- Management has *restructured the business to focus and capitalize on this business segment*.
- We are still on the *lower left side of the growth bell curve*.



## Competitive Landscape – Wireless Industry Technology Services

- Key services are **engineering, construction, maintenance** and **installation** of equipment and structures.
- Major companies in US include Dycom Industries (DY-NYSE) market cap: \$970M, Henkels & McCoy (Private), MasTec, (MTZ-NYSE) market cap: \$2,1billion, SBA Communications, (SBAC-NASDAQ) market cap \$14B.
- Highly fragmented Industry – *majority of tier 2 and 3 companies are privately owned*, specializing in vertical segments of the market.



## Strategy: Expand Our Existing Businesses Organically

- Our experienced and recognized senior management positions us to benefit from *new business opportunities in these vertical technology segments*.
- *We are already on many of the key wireless companies' radar*, which will result in lower marketing costs.
- *Increase sales of our turnkey services* by expanding key strategic complimentary partnerships (i.e. Maverick and Excell Communications).
- Expand our *business development capabilities* to monetize on the demand for wireless services.

## *Pursue Acquisitions that will Provide us with Accretive Revenue and Geographic Diversification while Complementing our Existing Operations*

- Consolidate smaller vertically focused players in large fragmented markets
- Establish criteria for aggressive M&A roll-up:
  - Strategic, complimentary positive cash flow businesses
  - Accretive revenue
  - 20-50% EBITDA with cost reductions
- Build intrinsic value per share; national scale





## Strategy: Disciplined Financial and Operating Strategies

- Utilize existing infrastructure across all units to reduce costs and provide operating efficiencies
- Centralized accounting, IT and other overhead functions
- Shared Facilities and Personnel (where applicable)



## Profit Drivers

- Wireless Technology Services Contract based revenue with **High Profit Margins**.
- Low operating and recurring costs. Control HR costs.
- Ability to adjust labor costs based on the “Value of Contract” under bidding.
- Spectrum Velocity™ business model is build on incentives to attract highly qualified Technology Associates



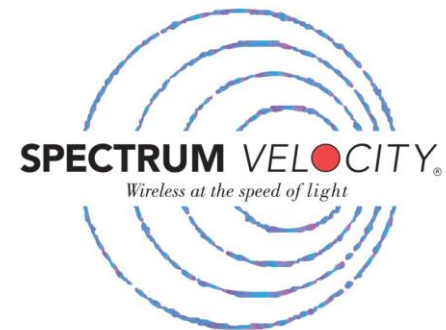


## Spectrum Velocity Business Model

**Spectrum Velocity**<sup>™</sup> is an emerging provider of specialty contracting services throughout the United States and in Canada. Our services are provided on a decentralized basis and include engineering, maintenance and installation services to telecommunications providers and enterprise clients.

**Spectrum Velocity**<sup>™</sup> - Wireless Industry Technology Services

- Carrier-grade Distributed Antenna Systems (DAS), Small Cell, and Wi-Fi design and installation
- RF Interference Mitigation
- FAA/FCC Regulatory Filings and Litigation Support
- Site Audits, Facility Testing, Zoning Support



## Spectrum Velocity Business Model (Continued)

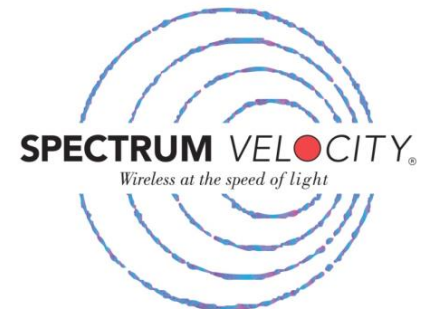
### Independent Contractors Exchange Program:

Channel Partners reports nearly 40% of its Partners tech workforce will retire or leave the industry within the next five years.

Consolidation is likely to reduce the number of horizontal technology solution providers and create a void in the availability of knowledgeable tech personnel, while the demand will be growing.

Spectrum Velocity is developing a Regional/National database of qualified *Independent Contractors* for Wireless Services (IC's).

- Spectrum Velocity is building a unique Exchange Program to attract and engage IC's for its clients projects.
- Offer IC's competitive compensation and higher return on their services.
- Create the most efficient processes and systems to support the IC's community.
- Expand bidding participation to regional/national projects directly and via IC's community.
- Benefit client's projects with targeted tech know-how with high proximity to their projects.



## Path to ROI

Management plans with a serious equity raise over an 18 month period to:

- Close new 5 new M&A deals
- Achieve estimated revenue run-rate of \$13M over 18 months with 20% estimated EBITDA
- Increase market cap
- Prepare company for significant Organic growth and aggressive M&A Roll-up



## Management Team

- **Existing Management Has Been In Technology For Over 4 Decades**
- Experienced in Wireless Infrastructure Services
- Successful track record of being rainmakers for other companies as well
- Multi-faceted, Ambitious

## Management Team

**Rob Deakin:** Mr. Deakin, is founder, Chairman, Chief Executive Officer, and member of the Board of Directors of the Company. Mr. Deakin has worked in the executive ranks of technology companies since 1995. Before Icon, he served as the Director of Strategic Development for broadcast.com, where he was responsible for negotiating and managing many of the company's strategic partnerships. Prior to that he spent over 8 years with the diversified media company Capitol Broadcasting Company, of which he served the last 1-½ years as the General Manager for an Internet incubator Interpath Marketing Group. Under his direction, Capitol Broadcasting/Interpath Marketing facilitated streaming live sports audio on the Internet.

**Jerry E. Brown:** Mr. Brown, is President and Chief Operator Officer, and a member of the Board of Directors. Prior to joining Icon, Mr. Brown spent almost 10 years as President and COO of LBA Group Inc., a multi-million dollar international engineering consulting and equipment manufacturer-supplier. Before LBA, Mr. Brown was the managing partner of a group of six AM/FM radio stations in North Carolina and Virginia. He has also had successful tenures with major US broadcast equipment manufactures in the senior sales executive ranks. Mr. Brown is a Certified Professional Broadcast Engineer (CPBE®) by the Society of Broadcast Engineers, of which he is a senior member. He is a member of the Institute of Electronic and Electrical Engineers, and an Associate Member of the Association of Federal Communications Consulting Engineers. In 2006 he was admitted as a Member of the Royal Institution of Engineering and Technology, Faraday House, London England.

## Management Team (Continued)

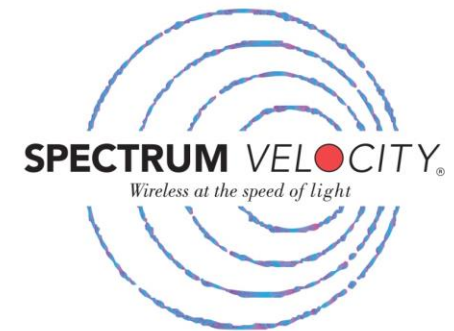
**Chris Horne, PhD.** Dr. Horne is Chief Technology Officer. Mr. Horne has over fifteen years' experience in management and engineering of wireless networks and devices including cellular system designs and optimization as well as handset development. Dr. Horne leads all engineering activities at Spectrum Velocity in wireless, in-building wireless, broadcast engineering as well as FCC compliance and RF testing and measurement activities.

**Mike Scheiber:** Mr. Scheiber, is the Director of Operations. He has been employed with the Company since 2010 and has worked in various operational management positions for 13 years. Prior to joining the Company Mr. Scheiber owned a successful office furniture sales and installation business.

## Summary

### Spectrum Velocity™ Poised for Rapid growth:

- 30%+ quarter avg. baseline growth
- Fractured market ready for consolidation
- Rapid M&A growth with organic growth validating roll-up strategy
  - 5 M&As in early negotiations
  - 3 under review
  - Addressable M&A market of 10+ targets



*Highly respected* by industry company executives building strong relationships with high level wireless executives

Public vehicle controlled by *seasoned management team*, focus, discipline and experienced.

# Icon Media Holdings, Inc. OTC: ICNM

Rob Deakin  
Jerry Brown

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