



REGULATION A+ IPO

May 2017

www.ADOMANelectric.com

ADOMANI



This presentation incorporates information from an offering circular and contains forward-looking statements. All statements contained herein other than statements of historical fact, including statements regarding our future results of operations and financial position, our business strategy and plans, and our objectives for future operations, are forward-looking statements. The words “believe,” “may,” “will,” “estimate,” “continue,” “anticipate,” “intend,” “expect,” and similar expressions are intended to identify forward-looking statements. We have based these forward-looking statements largely on our current expectations and projections about future events and trends that we believe may affect our financial condition, results of operations, business strategy, short-term and long-term business operations and objectives, and financial needs. These forward-looking statements are subject to a number of risks, uncertainties and assumptions, including those described in the “Risk Factors” section of the offering circular. Moreover, we operate in a very competitive and rapidly changing environment. New risks emerge from time to time. It is not possible for our management to predict all risks, nor can we assess the impact of all factors on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements we may make. In light of these risks, uncertainties and assumptions, the future events and trends discussed in this presentation may not occur and actual results could differ materially and adversely from those anticipated or implied in the forward-looking statements.

All references to dollar amounts in the offering summary or to use of proceeds are subject to change pending a final offering.

IMPORTANT: An offering statement relating to these securities was filed with the Securities and Exchange Commission and was qualified on April 25, 2017. A copy of the offering circular included in the offering statement can be accessed at this link: <https://www.sec.gov/cgi-bin/browse-edgar?company=adomani%2C+inc.&owner=exclude&action=getcompany>

No money or other consideration is being solicited in connection this meeting and presentation, and if sent in response will not be accepted. No offer to buy the securities can be accepted and no part of the purchase price can be received until an offering statement on Form 1-A is qualified pursuant to regulation a of the securities act of 1933, as amended, and any such offer may be withdrawn or revoked, without obligation or commitment of any kind, at any time before notice of its acceptance given after the qualification date. Any person’s indication of interest in the meeting involves no obligation or commitment of any kind.

Issuer	ADOMANI, Inc.		
Security	Common Stock		
Exchange	NASDAQ Capital Market		
Proposed Ticker Symbol	ADOM		
Shares Outstanding Prior to Completion of Offering	65,410,928 shares of common stock		
Shares Offered by the Company	Minimum 2,120,000 to Maximum 4,400,000 shares for \$10.6 million to \$22 million Offering		
Price	\$5.00 per share		
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Lock-Up Agreement	365 day lockup for Officers, Directors and Affiliates. 180 day lockup for Investors; followed by 185 day leak out period.		
Underwriter	Boustead Securities, LLC		
Co-Underwriter	Network 1 Financial Securities, Inc.		
Pricing Date	April 27, 2017		



The Adomani offering of up to 4,400,000 shares of the Company's common stock is on a "best efforts" underwritten basis. Certain stockholders of the Company may participate in the offering and raise up to \$3 million.

USE OF PROCEEDS

	<u>Maximum \$25.0M Raise</u>
Inventory: <i>Finished Goods, Batteries, BMS, Cables, Connectors & Wiring, Motors</i>	\$ 4,250,000
ADOMANI China	\$ 1,100,000
Additional Staffing	\$ 1,150,000
Sales and Marketing	\$ 1,050,000
Engineering	\$ 140,000
Repayment of 9% Notes Payable	\$ 4,255,325
Repayment of Working Capital Loans	\$ 1,010,206
General Working Capital	\$ 5,245,716
TOTAL	\$ 18,201,247

The offering ranges from the minimum offering size of \$10.6 million up to the maximum offering size of \$22 million; therefore, these numbers are illustrative only and proceeds will be used in different proportions in the event of an offering below the maximum offering amount. See the offering statement for a breakdown of use of proceeds in the event the minimum offering amount is raised.

Use of Proceeds (cont.) – Additional information from Offering Circular

We will retain broad discretion in the allocation of the net proceeds from this offering and could utilize the proceeds in ways that do not necessarily improve our results of operations or enhance the value of our Common Stock.

Accordingly, we expect to use the net proceeds as follows:

	Minimum Offering (1)		Maximum Offering (1)	
	Amount	Percentage	Amount	Percentage
Inventory	\$2,350,000	31.28%	\$ 4,250,000	23.35%
ADOMANI China	\$ 500,000	6.66%	\$ 1,100,000	6.04%
Additional Staffing	\$ 525,000	6.99%	\$ 1,150,000	6.32%
Sales and Marketing	\$ 750,000	9.99%	\$ 1,050,000	5.77%
Engineering	\$ 140,000	1.86%	\$ 140,000	0.77%
Repayment of 9% Notes Payable (2)	\$ 0	0%	\$ 4,255,325	23.28%
Repayment of working capital loan (3)	\$1,010,206	13.45%	\$ 1,010,206	5.55%
General Working Capital (4)	\$2,236,326	29.77%	\$ 5,245,716	28.82%
TOTAL	\$7,511,532	100.00%	\$18,201,247	100.00%

- (1) Excludes amount raised by the selling shareholders.
- (2) The 9% Notes payable have maturity dates ranging from January 2017 to November 2017.
- (3) The working capital loans have interest rates equal to 5% per annum and a maturity date of November 15, 2017.
- (4) A portion of working capital will be used for officers' salaries.

There are no anticipated material changes in the use of proceeds if all of the Common Stock being qualified in this offering are not sold. To the extent that we sell more than 4,400,000 shares, the additional net proceeds will be used for working capital.

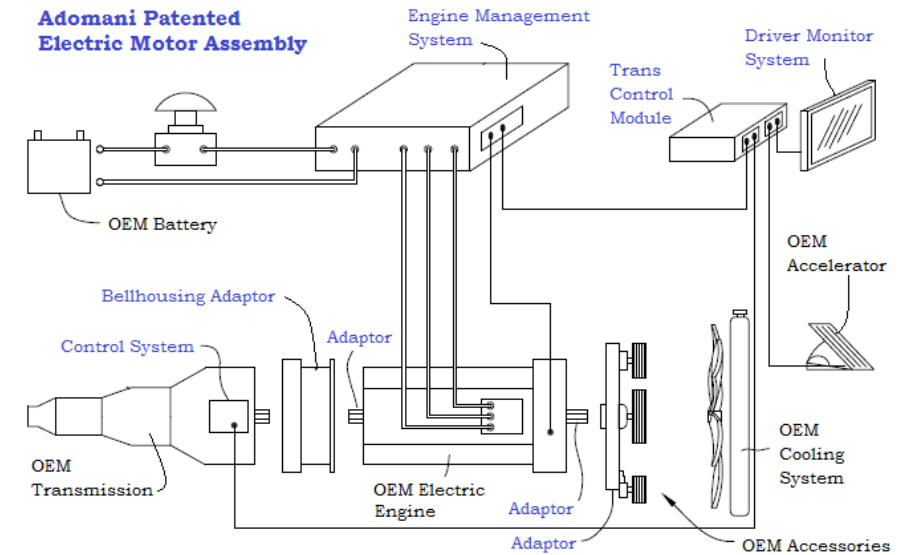
The foregoing information is an estimate based on our current business plan. We may find it necessary or advisable to re-allocate portions of the net proceeds reserved for one category to another, and we will have broad discretion in doing so. Pending these uses, we intend to invest the net proceeds of this offering in short-term, interest-bearing securities.

A global solution provider for the transition of internal combustion engine vehicles (ICE) to zero emission vehicles (ZEV)

ADOMANI designs and integrates OEM-based electric-motor assembly kits for conversion installations into existing combustion powered fleets or new vehicles, and works with outside OEM partners to build/distribute new, purpose-built ZEVs.

ADOMANI Conversion Drivetrains

- Patented electric motor assembly drivetrains that use OEM combustion engine ancillary equipment (Transmission, AC compressor, alternator, etc.) for cost savings, ease of maintenance, and make use of the current manufacturing and service infrastructure, creating a lower cost-to-entry structure for manufacturers' conversion from ICEs to ZEVs



ADOMANI Distributor & Co-Development Projects

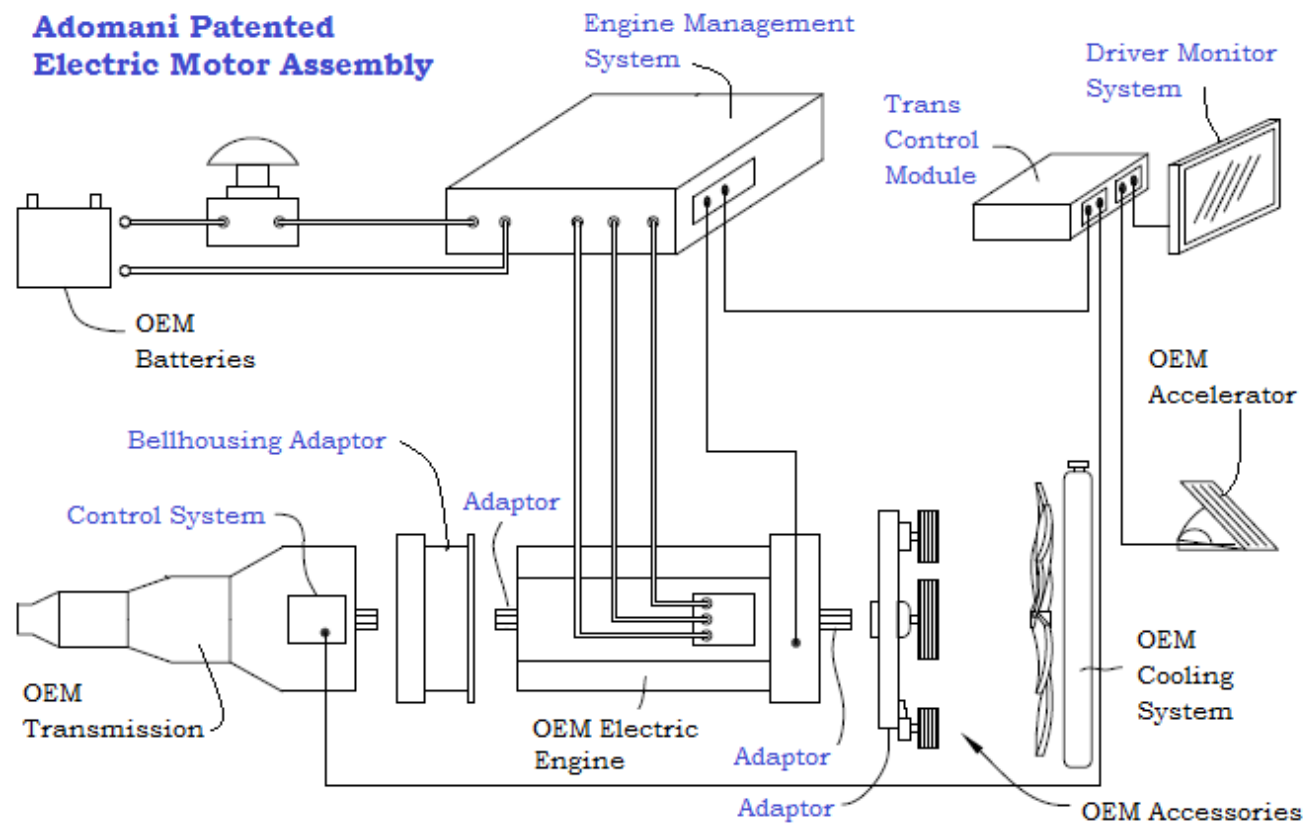
- Distribution and development of purpose-built co-developed ZEVs, including new school buses and commercial fleet vehicles

Greenkraft Inc.
The Green Automotive Future



teLion





Key Features

- ADOMANI's patent-protected assemblies use OEM ancillary products (air conditioning compressor, transmission, alternator, etc.)
- The all-electric power system is a conversion installation kit

Key Benefits

- Using OEM parts, our power system is not only easier to maintain, but also costs less to maintain
- Infrastructure already in place for necessary vehicle assembly and maintenance
- Highly efficient all-electric system creates lower fuel costs while maintaining performance
- Kit format allows for manufacturers to convert their factories from combustion vehicles to electric without changing their production line

	Title		Experience	Description
	Jim Reynolds	CEO, President and Board Member	40+ years	<ul style="list-style-type: none"> Former CEO, President of A-Z Bus Sales, Inc., growing A-Z's sales from \$46M to \$120M Former Regional Manager of Tyco Corporation BA Pepperdine University
	Jack Perkowski	Board Member	20+ years	<ul style="list-style-type: none"> Former CEO & Chairman of ASIMCO Technologies - China's first independent international automotive components manufacturer headquartered in Beijing. With sales over US\$500M, ASIMCO is one of the largest producers of automotive components in China, with 9 manufacturing operations and ~800 service stations across China. Founder and Managing Partner of JFP Holdings, Ltd. MBA Harvard Business School
	Janet Boydell	Board Member	10+ years	<ul style="list-style-type: none"> Currently Vice President for The Code Group, Inc., a staffing agency Former CEO, A Hire Connection, Inc., professional services firm providing strategic management consulting and retained executive search services for C-Level functions, 2006 to 2015 Previously Assistant Controller in the field of investment banking BBA Cal Poly Pomona
	Gary W. Nettles	Board Member	25+ years	<ul style="list-style-type: none"> Currently COO, CFO and Director of Allen Tel Products, Inc., supplier and manufacturer of data and telecommunication components CPA and president of Guchereau & Nettles, accounting firm, 1987 to 2003 Former Board Member, Cost-U-Less, Inc. BS United States International University, San Diego, Magna Cum Laude
	Mike Menerey	CFO and Board Member	40+ years	<ul style="list-style-type: none"> Former EVP, President, and COO of Mapleton Investments Former EVP, CFO and Secretary of Falcon Communications BA University of Michigan; CPA
	Edward Monfort	Founder, CTO	20+ years	<ul style="list-style-type: none"> Former CEO of ADOMANI and the chief designer of ADOMANI's patented technology Developed various electric vehicles, control panels, and cryogenic machines BS Western Carolina University
	Kevin Kanning	Founder, COO	25+ years	<ul style="list-style-type: none"> Served as Vice President and COO of Greentech Mining, Inc. Previous roles with Voelker Sensors, Inc., Klever Technologies, Inc. BS Haas School of Business, University of California Berkeley

Best fleet vehicle candidates for ZEV conversion are those with:

- High initial acquisition cost
- Daily routes < 100 miles
- Stop & Go driving with high fuel consumption
- Vehicles of similar engine family and transmission type, allowing for economies of scale in the manufacturing of the conversion systems

Re-Power Fleet Focus Models

Light Duty Box Trucks



School Buses



Port Vehicles



Transit Vehicles



Manufacturing & Distribution Partners –

ADOMANI has prospective relations with our manufacturing & distribution partners, who perform all manufacturing and service for ADOMANI, providing scalability, growth opportunities, and a low cost structure.

Policy Partners –

CalStart is a member organization that works with business, fleets, and government to develop and implement clean, efficient transportation solutions.

Marketing Partners – Supports economies, breakthrough products, behavior change campaigns to help elected leaders, the media and companies understand and affect change.

Manufacturing/Distribution Partners



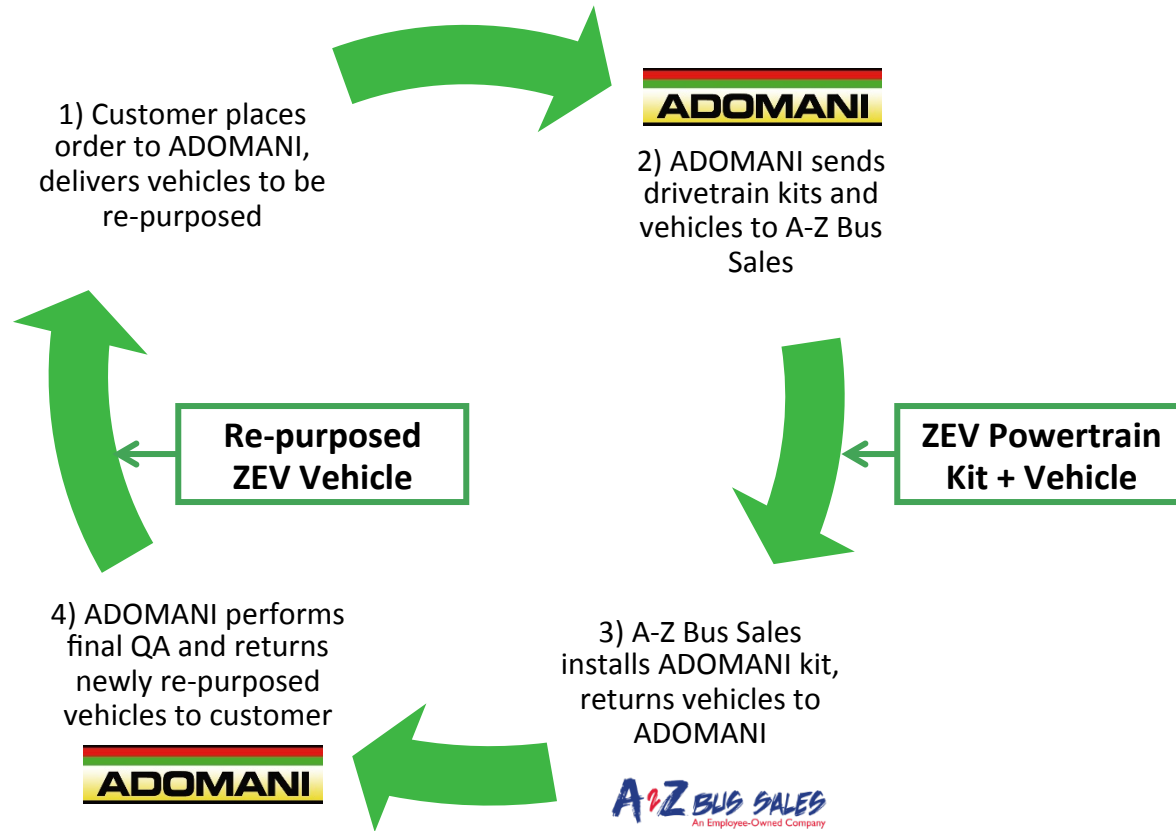
Policy Partners



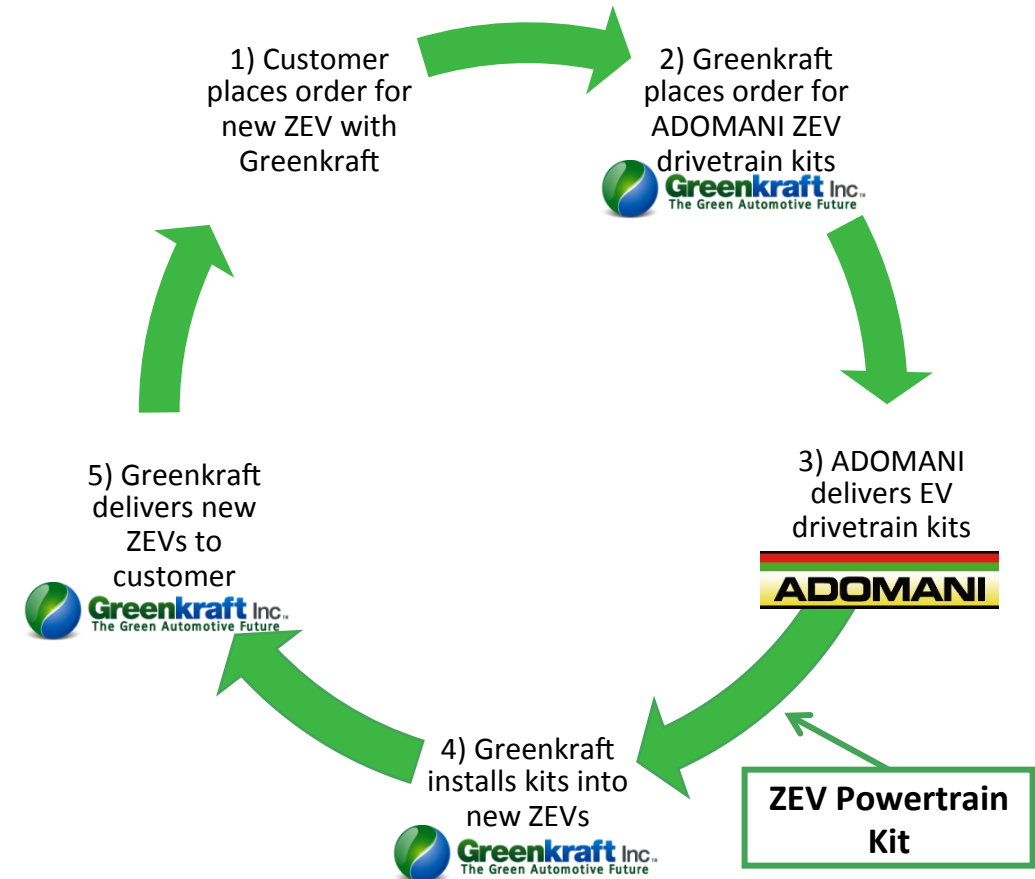
Marketing Partners



ADOMANI Conversion Drivetrains



ADOMANI "Co-Development" Drivetrains



1Q 2017

2Q 2017

3Q 2017

4Q 2017

US Bus Development:

- Bluebird School Bus

US Bus Distributor Sales:

- eLion School Bus
- GreenPower Transit Bus

US Class 4-6 Development:

- GreenKraft Truck Testing

China Development:

- Design phase for 3 customers of Class 4-6 Trucks
- China assembly infrastructure development

US Bus Kit Sales

US Class 4-6 Kit Sales

China Development:

- Vehicle development phase in US for 3 China customers of Class 4-6 trucks

GreenKraft Truck Sales

**China Delivery & Testing
China Assembly Plant
Completion**

Bluebird School Bus Sales

China Fleet Orders

ADOMANI CHINA, Ltd. currently has a proposal to develop an 18,000 square foot facility in Nantong, China, to fulfill conversion kit orders within China.

- Allows for low cost kit assembly from local OEM suppliers
- A strategic shipping port city located near Shanghai
- In proximity to China's largest truck and bus manufacturers
- Low-cost, skilled labor force with a population of 7.3M

Shanghai Nantong North City High-Tech Park

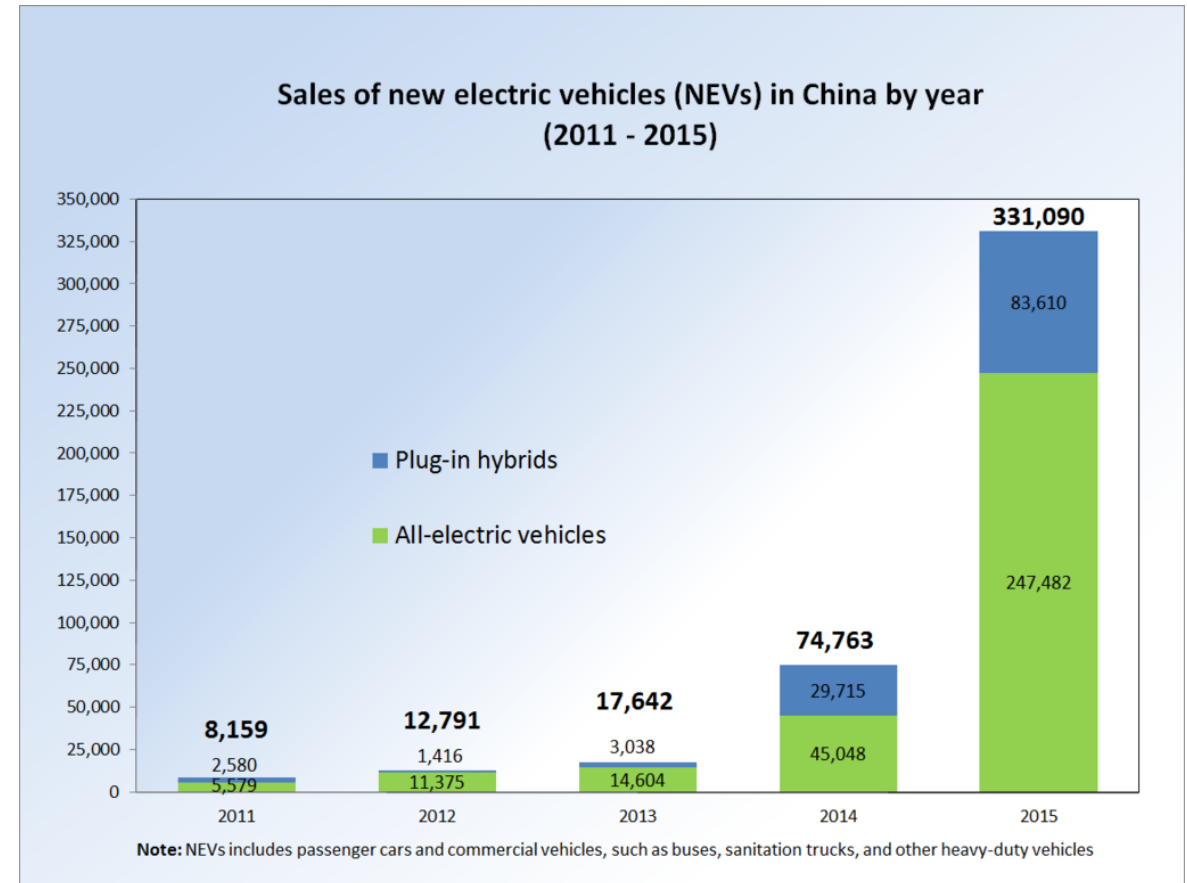


ADOMANI has a subsidized proposal to develop a 75,000 square foot facility in Nantong, China that will have the capacity to build and assemble over 8,000 kits per year. The proposal will be contingent upon ADOMANI receiving substantial orders to justify exercising the proposal.



China accounts for approximately 60% of new electric vehicles (NEVs) sold.*

- **China NEV market:** China's sales volume is expected to exceed 2 million units a year by 2020
- **Bus Market:** The output escalated 313% year on year to 112,400 in 2015
- **Special Purpose Vehicle Market:** The output soared 10.7 times year on year to 47,800 in 2015; in the first two months of 2016, the output jumped by 115.55%
- **95% of China's Electric Vehicle Startups Face Wipeout****
- **Opportunity:** Adjusted subsidies and permit limitations will create more opportunity for conversion ZEV kit solutions for cost savings



*Source: <http://www.rnrmarketresearch.com/global-and-china-electric-vehicle-bev-phev-industry-report-2016-2020-market-report.html>

**Source: <https://www.bloomberg.com/news/articles/2016-08-28/most-of-china-s-electric-car-startups-face-wipeout-by-new-rules>

Health and Environmental Benefits

- Conversion of older fleets to ZEVs or choosing new electric vehicles significantly reduces the major air pollutants (NO_x , SO_x , $\text{PM}_{2.5}$, PM_{10} , VOCs, and CO) that are emitted from traditional internal combustion engines
- These air pollutants are linked to respiratory and cardiovascular diseases as well as premature deaths, especially in vulnerable populations like children and the elderly
- ZEVs directly enhance the health and well-being of drivers, passengers and, ultimately, all of those who live and work in the communities where vehicles operate
- Converting fleets to electric also helps providers stay compliant with current and future local, state and federal environmental and emission regulations

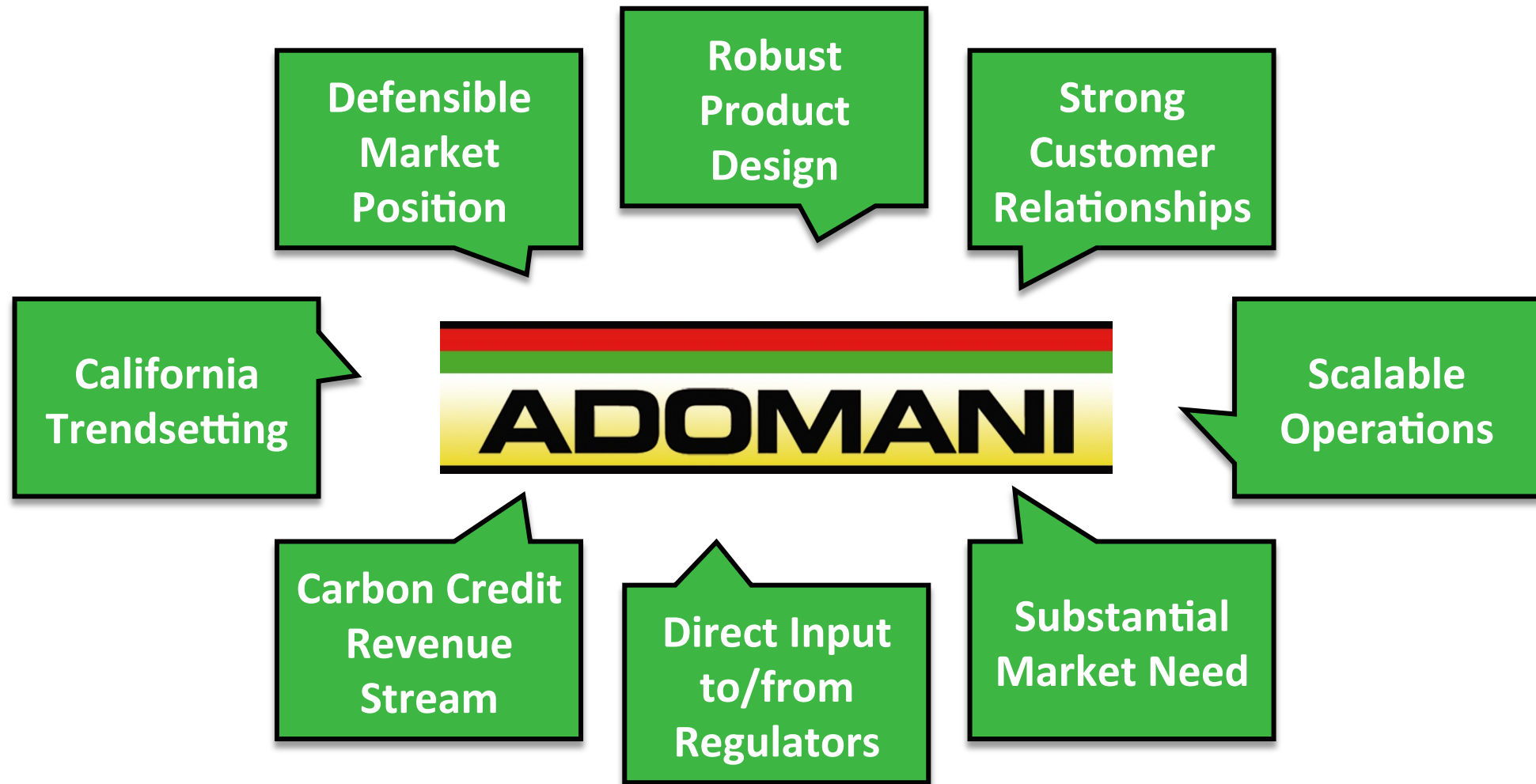


Financial Benefits

- “Fueling” with electricity is less costly and the prices are more stable than traditional liquid or gaseous fuels
- Overall maintenance costs and hazardous waste handling costs, such as those for oil changes and disposal, can be reduced or completely eliminated
- Many benefits from local air district, state and federal financial incentives in the form of rebates, tax credits or carbon credits make the purchase of ZEVs cost effective
- Clean fleet vehicles attract customers and increase fleet revenue (mobile billboards)

Mike Menerey
CFO





Defensible Market Position

- Issued / pending patents specific to OEM zero-emission drivetrain conversion
- Creates leadership role in emerging industry conversions
- Strong Differentiation – Utilize OEM ancillary products for higher ease of installation and lower cost of maintenance

Robust Product Design

- Strong drivetrain & design build experience
- Unique technologies & field-tested prototype vehicles
- Demonstrable performance, reliability & efficiency

Strong Customer Relationships

- Already built relations w/ OEM fleet management teams
- Well established connections and industry contacts, identified early-adopter fleet owners / managers
- Strong overall interest

Scalable Operations

- No immediate need for brick-and-mortar facilities
- Uses contractors that currently own / operate bus sales & service facilities for specialty vehicles
- Uses current manufacturing and service infrastructure for kit customers

California Trendsetting

- CA at forefront of new vehicle sales & funding regarding ZEVs
- ADOMANI works within system to influence spending and RFP creation

Carbon Credit Revenue Stream

- “Carbon Credits” allow firms to buy credits to meet emission requirements
- ADOMANI will receive these credits and sell them on open marketplace
- Tesla has received \$450M in ZEV credits since Q1 2013 for an average of \$32M per quarter*

Direct Input to/from Regulators

- ADOMANI has & continues to build regional, state, & federal relations
- ADOMANI well positioned to win grant funding through pilot vehicle demonstrations

Substantial Market Need

- Solution for companies to easily convert fleet and new vehicles from internal combustion (ICE) to electric (ZEV) to meet air pollution mandates
- Global electric vehicle sales volume is expected to exceed 2 million units in 2019, up from 549,000 units in 2015. China currently accounts for roughly 60% of the global market**

*Source: Compiled from Tesla Quarterly Shareholder Letters, Quarter 1, 2013 through Quarter 2, 2016

** Source: <http://www.rnrmarketresearch.com/global-and-china-electric-vehicle-bev-phev-industry-report-2016-2020-market-report.html>

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