

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): **December 15, 2020**

SG BLOCKS, INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-38037
(Commission File Number)

95-4463937
(I.R.S. Employer
Identification Number)

17 State Street, 19th Floor
New York, NY 10004
(Address of Principal Executive Offices, Zip Code)

Registrant's telephone number, including area code: **(646) 240-4235**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on Which Registered
Common Stock, par value \$0.01	SGBX	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events.

SG Blocks, Inc. (the “Company”) will be making corporate presentations over the next several weeks. In connection with the presentations, the Company intends to discuss the slide presentation attached as Exhibit 99.1 hereto, which is incorporated herein by reference.

The slide presentation attached as Exhibit 99.1 to this Current Report on Form 8-K includes “safe harbor” language pursuant to the Private Securities Litigation Reform Act of 1995, as amended, indicating that certain statements contained in the slide presentation or in the press release are “forward-looking” rather than historical.

The Company undertakes no duty or obligation to update or revise information included in this Current Report on Form 8-K or Exhibit 99.1 hereto.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	SG Blocks, Inc. investor presentation dated December 2020

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: December 15, 2020

SG Blocks, Inc.

By: /s/ Paul Galvin
Paul Galvin
Chairman and CEO

IDEAS. UNCONTAINED.



SGBX
Nasdaq Listed

Investor Presentation
December 2020

Safe Harbor

This presentation includes "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, as amended. Words such as "may," "might," "will," "should," "believe," "expect," "anticipate," "estimate," "continue," "predict," "forecast," "project," "plan," "intend" or similar expressions, or statements regarding intent, belief, or current expectations, are forward-looking statements. The statements contained in this report that are not purely historical are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. While we believe these forward-looking statements are reasonable, undue reliance should not be placed on any such forward-looking statements, which are based on information available to us on the date of this presentation. These forward-looking statements are subject to various risks and uncertainties, many of which are difficult to predict that could cause actual results to differ materially from current expectations and assumptions from those set forth or implied by any forward-looking statements. Important factors that could cause actual results to differ materially from current expectations include, among others, our ability to complete our projects within the commercial and residential verticals as scheduled, our ability to construct, deliver and deploy our D-Tec mobile laboratories as planned, our ability to position the Company for future profitability, our ability to maintain compliance with the NASDAQ listing requirements, and the other factors discussed in our Annual Report on Form 10-K for the year ended December 31, 2019 and our subsequent filings with the SEC, including subsequent periodic reports on Forms 10-Q and 8-K. The information in this release is provided only as of the date of this release, and we undertake no obligation to update any forward-looking statements contained in this release on account of new information, future events, or otherwise, except as required by law.

Investor Highlights



Targeting Large Verticals

Significant Opportunities in Medical, Commercial, Residential and Hospitality Construction Markets



Diversified Revenue Base

Multiple, Established Recurring Revenue Streams, Including Sales, Fees, Services and Licensing



Growing New Business Pipeline

\$24.9 Million Construction Backlog at September 30, 2020
Substantial Increase in Revenue Expected in 2021



Strong Balance Sheet

No Debt, with Sufficient Capital in place to Fund Active Pipeline



Vertically Integrated

SG Echo Facility Provides Significant Opportunity to Control Costs and Capture Revenue from Design, Sales, Build-out, Testing and Operations



"Safe" and "Green"

Rapid Deployment of Durable Facilities that are Climate Resistant and Generate a Fraction of the Carbon Footprint in Manufacture and Construction



**WE REPURPOSE
SHIPPING CONTAINERS INTO
ICONIC STRUCTURES**

SGBX
Nasdaq Listed

Containers Are...

STRONG.

- Containers are **STRONG**, resilient, maritime-grade structures
- Engineered to self-center and lock into place when stacked
- At maximum weight containers can be stacked 9 stories high

Fast.

- Builders save time and money and deliver a structure *Faster* to an end-user
- Containers are already "squared" which eliminates significant time in the construction process

Green.








- Repurposed containers greatly offset ground-up development's carbon footprint, reducing resource use
- Millions of unused shipping containers in the world that can be effectively recycled

Innovative Business Model

Unique, efficient and creative solutions to solve "space" needs brings "disruption" to real estate design and construction, medical care, and lab services

- Repurposing shipping containers into code-compliant structures reduces the carbon footprint of construction, and delivers buildings that are earthquake and hurricane resistant
- Enclosing equipment such as computer servers, solar panels or automated parking in containers allows projects to stack vertically and reduce the need for large land parcels
- Point of care diagnostic testing allows people in hot-zones, in underserved and rural communities to access life sustaining best-in-class tests in our CLIA Labs

Innovation and "Disruption" Brings Efficiency Across Many Industries

<u>Real Estate</u> 	
<u>Software</u> 	<u>Communications</u> 
<u>Infrastructure</u> 	<u>Lodging</u> 
<u>Data / Storage</u> 	<u>Transportation</u> 

Modular Construction

Lower Cost – More Efficient – Faster to Deploy – Environmentally Friendly

ARCHITECTURE & ENGINEERING



SITE WORK

CONTAINER MODIFICATIONS

MODULAR FINISHING WORK



TRANSPORT TO SITE

INSTALLATION

COMPLETED PROJECT



CONTAINER FACTS

- CSC requirements for 50,000 pound capacity that can withstand lateral forces that exceed CA seismic standards and Miami Dade hurricane codes
- Made from heavy gauge Core-Ten steel construction with plywood subflooring

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Strategic Acquisition Provides Vertical Integration

Acquisition of ECHO DCL operations provides opportunity for improved efficiency

- ✓ In 3Q 2020, SG Blocks acquired the assets of modular factory Echo DCL, along with the right of first refusal to acquire the factory building and 19-acre parcel located in Durant, Oklahoma.
- ✓ Since inception, ECHO DCL has catered to meet the space needs for military, education, administration facilities, health care, government, commercial and residential customers, including SG Blocks.
- ✓ Renamed SG Echo, this facility allows for vertical integration to better control cost of goods sold and provide better efficiency.



Targeting Large Verticals for Sustainable Growth

Actively pursuing a large number of new opportunities in existing and new markets

Established base of business in key vertical markets...

Commercial
Construction

\$194B⁽¹⁾

Market
Opportunity

Global Modular
Construction

\$112B⁽²⁾

Market
Opportunity

POC Diagnostic
Market by 2027

\$24.1B⁽³⁾

Market
Opportunity

Single Family
Housing

\$94.7B⁽⁴⁾

Market
Opportunity

1. As of 2020; <https://www.ibisworld.com/industry-statistics/market-size/commercial-building-construction-united-states/>
2. As of 2018; <https://www.grandviewresearch.com/industry-analysis/modular-construction-market>
3. Forecast estimate; <https://www.prnewswire.com/news-releases/point-of-care-diagnostics-market-size-worth-24-1-billion-by-2027--cagr-3-2-grand-view-research-inc-301026642.html#:~:text=Find%20more%20research%20reports%20on,14.4%25%20over%20the%20forecast%20period>
4. As of 2020; <https://www.ibisworld.com/united-states/market-research-reports/home-builders-industry/>

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Healthcare: Recent Accomplishments

Vertically integrated provider of rapid and accurate testing, meeting a significant need

- ✓ **EXECUTED** a Managed Supply Agreement and Purchase Order with **OSANG Healthcare** to distribute up to 2 million COVID-19 rapid tests in the U.S.
- ✓ **FORMED** a joint venture with Clarity Diagnostics to deliver CLIA-certified point-of-care labs
- ✓ **SELECTED** as Trusted Testing Partner for Hawaii's travel testing program, with initial testing sites in southern California
- ✓ **COMPLETED** deployment of modular lab to provide coronavirus testing at multiple locations at Los Angeles International Airport
- ✓ **COMMISSIONED** by Memorial Healthcare to provide high-capacity testing services to Wayne County, Michigan, with ability to complete up to 7,000 tests per shift



SGBX
Nasdaq Listed

¹<https://www.cnn.com/2020/04/13/politics/south-korea-coronavirus-tests/index.html>

Commercial: Recent Accomplishments

Materially expanding our pipeline of projects

\$4.0 million
hospitality
project in
the
Everglades

\$2.9 million
for a series
of buildings
in New
Mexico

\$1.7 million
for 3 projects
in Minnesota,
Florida, and
Arizona

Agreement
with BLINK
for delivery
of EV
charging
stations

Completed
Mo Living
hospitality
prototype

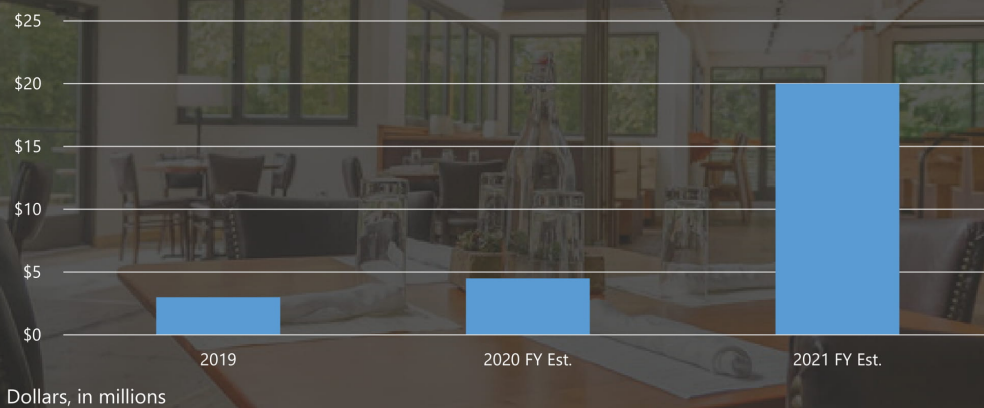
300 units of
workforce
housing in
the Catskills,
NY



Growing and Diversifying Revenue Base

2021 Revenue Expected to Grow at Least 400% as Compared to FY 2020

GROSS REVENUE



Balance Sheet and Capitalization, 9/30/2020

Zero debt and significant cash holdings provide flexibility and funding capacity

✓ EQUITY

• Common shares outstanding	8,596,189
• Restricted Stock Units (unvested)	459,757
• Options (WAEP \$81.60)	52,337
• Warrants (WAEP \$7.95)	353,190

✓ DEBT

- \$0

✓ CASH & EQUIVALENTS

- \$13,047,565

Environmental, Social and Governance (ESG)

SG Blocks is delivering & remains committed to environmentally appropriate products and services that reduce waste, increase efficiency and reduce barriers that prevent working class & underserved populations from receiving best in class diagnostic testing

ENVIRONMENTAL

- Recycled Materials
- LEED Certifiable
- Modular Efficiency
- Earthquake/Hurricane Resistant
- Point of Care Diagnostic Testing

SOCIAL

- Low cost homes
- Low Carbon Footprint
- Point of Care Medicine
- Helps the sickest and most vulnerable
- Early Detection saves lives

GOVERNANCE

- Tax transparency
- Ethical business approach
- No data sharing
- No spam
- Publicly Traded
- Independent Board of Directors
- Audit Committee
- Compensation Committee
- Nominating and Corporate Governance Committee

Management and Delivery Team

PAUL GALVIN, Chairman and Chief Executive Officer

Since inception, Mr. Galvin has played a key role in the company's growth and expansion. He brings over 25 years of experience developing and managing real estate, including residential condominiums, luxury sales and market rate and affordable rental projects. Prior to his involvement in real estate, he founded a non-profit organization that focused on public health, housing and child survival, where he served for over a decade in a leadership position. He is on the board of ToughBuilt Industries.

STEVAN ARMSTRONG, Chief Technology Officer

Mr. Armstrong, appointed as CTO in 2018, was an original founder of SG Blocks. He served as President and COO of SGB and its predecessor entity from 2009 and as a director from 2007. From 2003 – 2010, he was a minority partner (owner) and Chief Construction Officer for Stratford Companies, a large senior housing development group. Prior to that, he was the EVP for Operations of Hospital Affiliates Development Corp.

GERALD SHEERAN, Acting Chief Financial Officer

Mr. Sheeran has served as the Controller since March of 2018 and brings extensive experience and expertise in areas of finance and accounting. Prior to joining the Company, he was a Senior Accounting Manager for Lucid Energy Group. Before his time at Lucid Energy Group, Mr. Sheeran worked for a number of different companies in connection with their accounting, reporting and financial operations.

WILLIAM ROGERS, Chief Operating Officer

Mr. Rogers has over 30 years of professional construction experience as lead superintendent. From April 2007 through December 2020, Mr. Rogers acted as the Construction Superintendent at Plaza Construction Corp. based out of New York City. As part of his responsibilities, Mr. Rogers monitored costs including labor and material, project schedule and progress, and coordinated the sequence of construction details.

Thank You

Let's talk about your ideas.

☎ (646) 240.4235

✉ info@sblocks.com

