

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): **August 18, 2021**

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)

195 Montague Street, 14th Floor
Brooklyn, New York 11201
(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 7.01 Regulation FD Disclosure.

The Company will be making several presentations to investors over the next several weeks. In connection with the presentations, the Company intends to discuss the investor presentation, which is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Item 7.01 and in the investor presentation furnished as Exhibit 99.1 to this Current Report on Form 8-K shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended and shall not be incorporated by reference into any filing with the U.S. Securities and Exchange Commission made by the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

The investor presentation furnished 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 therein are "forward-looking" rather than historical.

The Company undertakes no duty or obligation to update or revise the information contained in this Current Report on Form 8-K, although it may do so from time to time if its management believes it is appropriate. Any such updating may be made through the filing of other reports or documents with the Securities and Exchange Commission, through press releases or through other public disclosures.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

The following exhibit is furnished to this Current Report on Form 8-K:

Exhibit No.	Description
Exhibit 99.1	SG Blocks, Inc. Investor Presentation

SIGNATURES

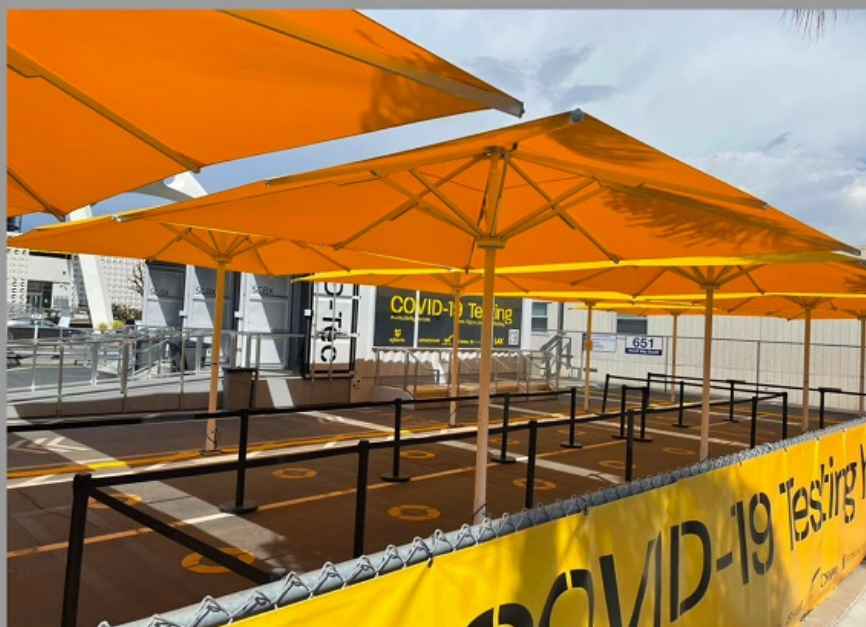
Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: August 18, 2021

SG Blocks, Inc.

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

IDEAS. UNCONTAINED.



SGBX
Nasdaq Listed

Investor Presentation
August 2021

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, 2020 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.

SGBX
Nasdaq Listed

Investor Highlights: Significant Revenue Increases

Year	Q1	Q2	Q3	Q4	Total	Change from Prior Year
2019	\$1.7 mm	\$728,000	\$185,000	\$337,000	\$3.0 mm	N/A
2020	\$199,000	\$629,000	\$575,000	\$7.4 mm	\$8.8 mm	\$5.8 mm
2021	\$9.2 mm	\$11.9 mm	TBD	TBD	\$21.0 mm	\$12.2 mm

Investor Highlights



Operating Large Verticals

- Commercial
- Development
- Hospitality
- Manufacturing
- Medical
- Residential



Diversified Revenue Base

- Design services
- Development fees
- Income from asset lease and sale
- Manufacturing revenue
- Commercial sales revenue



Significant New Business Pipeline

\$21 Million Revenue for H1 2021
\$220-\$250 Million Pipeline



Strong Balance Sheet

Capitalized to Execute on Contracts



Vertically Integrated

SG Echo Provides Significant Opportunity to Control Costs and Capture Revenue from Manufacturing. We are now an End to End Solution



"Safe" and "Green"

Rapid Deployment of Durable Facilities that are Climate Resistant and Generate a Fraction of the Carbon Footprint. Recycled shipping containers approved by ICC

Q2 Highlights

- In Q2 we saw a record revenue of \$11.9 mm, with Q1 recorded at \$9.2 mm, producing a record of \$21 mm for the first half of the year
- Q2 2021 vs. Q2 2020 represents a 1,785% increase
- YTD 2021 vs. YTD 2020 represents a 2,442% increase
- We recorded our highest gross margin on sale in our history
- SGB Development projects have had major closings:
 - Closing 1,286 acres in Cumberland, GA (minority interest)
 - Monticello Mews groundbreaking
 - Acquired 50+ acres Lago Vista site, outside of greater Austin TX area
 - Acquired Norman Berry site of 7 acres in Atlanta GA area (minority interest)



Modular Construction Is...

EFFICIENT.

- 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.

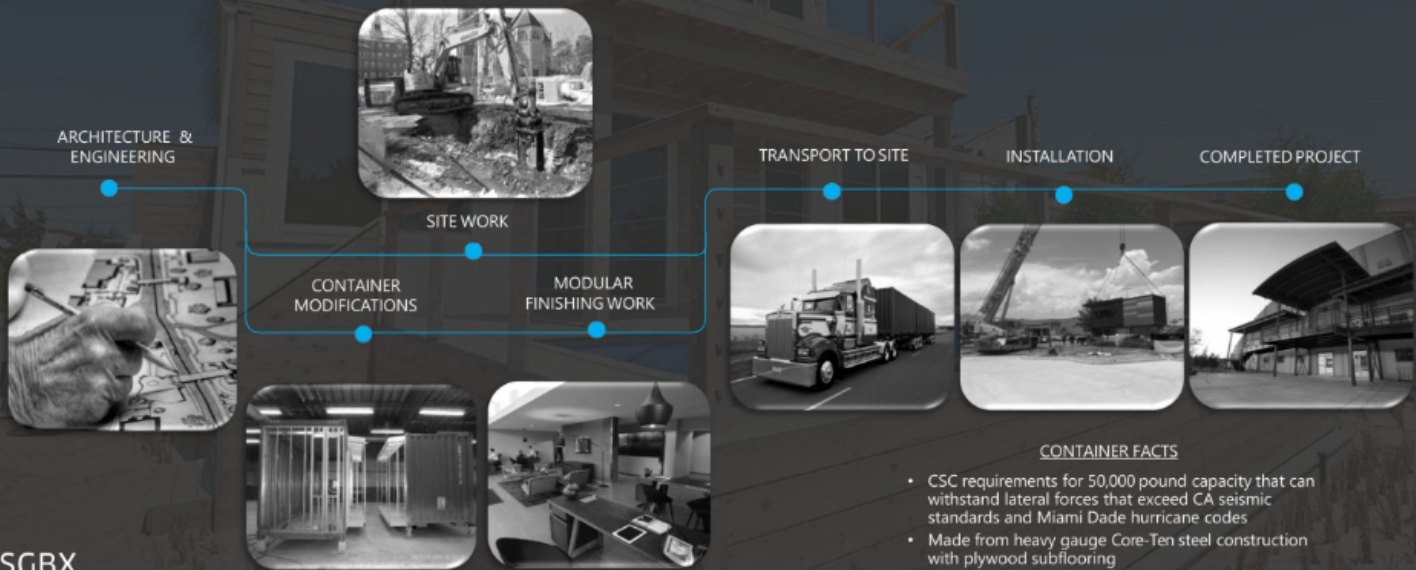
- Builders save time and money and deliver a structure *Faster* to an end-user
- Containers are already "squared" which eliminates significant time in the construction process

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

Modular Construction

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



SG Echo Provides Control of Manufacturing

Drives enhanced efficiency and significant manufacturing revenue

- Currently own and operate SG ECHO in Durant, OK, which allows us internal means of control on production
- Current manufacturing pipeline is in excess of \$220-\$250 mm and driven by large commercial clients and SGB Development Corp.
- Negotiating to lease or acquire second factory
- We continue to look for additional manufacturing capacity that can meet our growing pipeline



Healthcare Vertical

Providing Fast and Efficient Delivery of Needed Space Solutions

ACCOMPLISHMENTS

- Through subsidiary Clarity Mobile Ventures, SG Blocks has delivered COVID-19 testing at LAX Airport since November 2020
- Seamlessly integrated a variety of tests, travel requirements, and HIPAA protected IT services for large airlines
- Established testing sites in Detroit and Chicago
- Actively working on COVID-19, flu, and other in-demand diagnostic tests on a permanent basis
- Successfully delivered COVID-19 testing in Miami, Florida for the South Beach Wine & Food Festival
- Currently looking at additional diagnostic testing sites



Commercial Vertical

Meeting the needs of industry leaders in the commercial space

ACCOMPLISHMENTS

- At this time, SG Blocks is in contract to provide the following:
 - MPA with ATCO, national office deployment
 - Delivered Moliving prototype and awaiting rollout order
 - Engaged with several clients in the ghost kitchen space
 - Currently finishing several legacy projects, including a military project and hospitality project in the Florida Everglades



SGBX
Nasdaq Listed

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SGB DevCorp

Housing is at the Epicenter of a "Perfect Storm"

Demand for housing is surging, driven by millennial household formation, low interest rates, the need for more space in a work-from-home environment, and continued economic improvement with the ongoing COVID-19 vaccine rollout

***Availability is Limited.** Unsold inventory sits at an all-time low of 1.9-month supply at the current sales pace

***Prices are Rising.** Average purchase prices rose 13.2% in 2020, driven by a strong pace of home sales and tight housing inventory

**Monticello Mews was formally under our residential licensing agreement, SG Blocks has a carried interest*

**As of 2021; <https://www.nar.realtor/blogs/economists-outlook/inventory-and-months-supply>*



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SGB DevCorp continued

National Platform, Experienced Partners, & Recurring Revenue Streams

SGB Development Corporation was formed to develop, co-develop, design, build and finance single family and multifamily homes, for purchase or rent, in the United States.

- Large pipeline of opportunities
- Partners with highly experienced development and financial partners
- Targeting high-quality, moderately-priced housing, which is very scarce in most markets

Our projects have many of the following characteristics:

- Developed in Special Purpose Entities (SPE's) to isolate liability
- Land contributed as Equity
- Secured financing to be utilized

Project	Number of Units <i>(estimated)*</i>	Square footage <i>(estimated)*</i>	Amenities
Monticello Mews	187	180,000 SF	Clubhouse, gym, outdoor green spaces
Norman Berry Village	138	125,000 SF	Clubhouse, gym, outdoor green spaces
Cumberland Inlet, St. Marys	1,280	1,238,000 SF	Full-service marina and village, Eco-Tourism park
Lago Vista, Austin TX	225	277,000 SF	Health club, marina

***above is subject to approved plans*

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

- The modular use of shipping containers has broad use and applications in residential, commercial, medical, and education spaces
- Our structures are relocatable and can be expanded in-place, thus providing companies many more development options
- 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

Real Estate



Software



Communications



Infrastructure



Lodging



Data / Storage



Transportation



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

\$79.9B⁽¹⁾

Market
Opportunity

Global Modular
Construction

\$85.4B⁽²⁾

Market
Opportunity

POC Diagnostic
Market by 2027

\$43.5B⁽³⁾

Market
Opportunity

Single Family
Housing

\$607.6B⁽⁴⁾

Market
Opportunity

1. Value of U.S. commercial construction 2020 | Statista: \$79.9 billion in 2020
2. The global modular construction market size is projected to grow from USD 85.4 billion in 2020 to USD 107.9 billion by 2025, at a Compound Annual Growth Rate (CAGR) of 5.7% (prnewswire.com): \$85.4 billion in 2020
3. Point of care (POC) Diagnostics Market Size, Trends | Report 2028 (fortunebusinessinsights.com): \$43.5 billion in 2021
4. Housing Lifts US Construction Spending to Nearly 5% 2020 Growth Over and 3% Nonresidential Pandemic Slide | For Construction Pros: December 2020 annualized = \$607.6B

Balance Sheet and Capitalization, 6/30/2021

Zero debt and significant cash holdings provide flexibility and funding capacity

• EQUITY

• Common Shares Outstanding	8,822,489
• Restricted Stock Units (unvested)	496,173
• Options Outstanding	36,437
• Warrants Outstanding	126,890

• DEBT

- \$2M on Austin, subsequent after quarter end

• CASH & EQUIVALENTS

- Strong liquidity with Cash and Accounts Receivable (due in less than 30 days) at \$6.3 mm as of 8/13

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@sgblocks.com

