A Unique Investment Vehicle in Laboratory Testing
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Certain statements contained in this presentation, including, without limitation, statements containing the words “believes,” “plans,” “expects,” “anticipates,” and words of similar import, constitute “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of DigiPath, Inc. (together with DigiPath Labs, Inc., The National Marijuana News Corp., and their respective affiliates, the “Company” or “DigiPath”) to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, the following: the Company's need for additional funding, governmental regulation of the cannabis industry, the demand for the Company's products, the introduction of new products, the Company's ability to maintain customer and strategic business relationships, the impact of competitive products and pricing, growth in targeted markets, the adequacy of the Company's liquidity and financial strength to support its growth, the Company's ability to successfully integrate any acquisition it may make, and other risks detailed in the most recent quarterly and annual reports and other filings. Given these uncertainties, undue reliance should not be placed on such forward-looking statements. The Company disclaims any obligation to update any such factors or to publicly announce the results of any revisions to any of the forward-looking statements contained herein to reflect future events or developments except as required by law.

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DigiPath, Inc. (“DigiPath” or “the Company”) is a publicly traded (OTCQB:DIGP) independent laboratory testing and media firm for the cannabis industry. The Company utilizes its expertise and experience to provide reliable cannabis safety and potency testing, cannabis news coverage, and comprehensive marijuana education.

DigiPath Labs, Inc. is setting the industry standard for testing all forms of cannabis-based products using FDA-compliant laboratory equipment and processes to report product safety and efficacy. In May 2015, the Company opened its first testing lab in Las Vegas, Nevada and has plans to open labs in other legal states.

The National Marijuana News Corp. provides a balanced approach to cannabis news, interviews, and education with a news/talk radio show and national marijuana news website focusing on the political, economic, medicinal, scientific, and cultural dimensions of the rapidly evolving, and profoundly controversial, medicinal and recreational marijuana industry.
Growth of Legal Cannabis Market

*Annual Projection of total value of the US Market, if all 50 states were legal

- **TODAY**: $45B BLACK MARKET
- **TOMORROW**: $117B LEGAL GREEN MARKET

<table>
<thead>
<tr>
<th>Year</th>
<th>Value</th>
<th>States</th>
</tr>
</thead>
<tbody>
<tr>
<td>Today</td>
<td>$1.00</td>
<td>4</td>
</tr>
<tr>
<td>2014</td>
<td>$4.6B</td>
<td>26</td>
</tr>
<tr>
<td>2015</td>
<td>$5.4B</td>
<td>29</td>
</tr>
<tr>
<td>2020</td>
<td>$23.0B</td>
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</tr>
</tbody>
</table>

*POST-NOV. 2016 STATE VOTING*
GROWTH IN CANNABIS LAB TESTING

• As legalization spreads so do state mandates for cannabis lab testing for an increasing list of requirements:
  MOISTURE CONTENT - THC POTENCY - CANNABINOID PROFILING - TERPENOIDS PROFILING - PESTICIDES
  HEAVY METALS - MICROBIAL SCREEN - MYCOTOXIN SCREENING - RESIDUAL SOLVENTS

• Currently, 15 of the 26 legal states require cultivation centers/dispensaries to comply with various lab testing requirements.

• GreenWave Advisors, an independent research firm, projects long-term revenue of **$553 million for lab testing alone** if the U.S. legalizes cannabis on a federal level.

• When adding in related services, such as data analytics and consulting, the revenue potential could surpass **$866 million**.
• DigiPath Labs’ mission is to provide pharmaceutical-grade analysis and testing to the cannabis industry to ensure consumers and patients know exactly what is in the cannabis they ingest and to help maximize the quality of its client’s products through research, development, and standardization.

• DigiPath Labs is committed to following Good Lab Practices that are in line with current Federal and State governing bodies.

• Dr. Cindy Orser, Ph.D., a 20-year biotech and diagnostic industry veteran, leads these efforts on behalf of DigiPath, serving as Chief Science Officer and assists cannabis providers and regulatory agencies, as well as working in academia in several key roles. In addition to her work, she holds 18 patents and authored 41 peer-reviewed publications.

• DigiPath Labs began earning substantive revenue in October 2015 and has now tested more than 1,700 cannabis product samples, representing over 8,500 pounds of cured flower from many of the 34 growers licensed by the State of Nevada.*

*Note that past performance may not be indicative of future results. Therefore, it should not be assumed that future performance of DigiPath, Inc. (together with DigiPath Labs, Inc., The National Marijuana News Corp., and their respective affiliates) will be profitable or equal the corresponding indicated past performance level(s).
ENSURING SAFETY & COMPLIANCE

DigiPath Labs screens medicinal cannabis for its quality, potency, and cannabinoid and terpenenoid profiles, as well as potentially harmful contaminants, including:

- Residual solvents (for non-CO2 extracts)
- Pesticides
- Heavy metals (including mercury, arsenic, lead, and cadmium)
- Mold and yeast
- Biological toxins (such as mycotoxins, aflatoxins, and ochratoxins)
- Microbial contaminants (including E. coli, salmonella, Aspergillus, and fungi)
- Total aerobic bacteria count
- Gram negative bacteria
CREATING TESTING STANDARDS

Recognizing that the legal cannabis industry’s youthfulness has resulted in a lack of structure and oversight, DigiPath developed its lab testing solutions and technology to create structure and process and, in the end, ensure maximum cannabis safety through education, testing, and certification.

- The Company offers comprehensive medical cannabis safety screening and an independent certification system, including the “DigiPath Labs Certified” certification seal.

- Certification seals are made available to those clients whose products have undergone all of DigiPath tests (as applicable), unless the sample in question does not meet local regulatory standards.

- DigiPath Certified Seals ensure that DigiPath has tested the product in question, and influence consumer buying decisions by clearly marking which brands are invested in the products that provide, valuing safety, effectiveness, and overall quality.
DigiPath Labs offers StrainSEEK™, a medicinal genomics proprietary DNA sequencing service for the cannabis plant. The service detects and records the unique genetic profile of any cannabis strain.

- **StrainSEEK™** is the only platform that enables the permanent digital publishing of a strain’s unique genetic ID for future reference.
- **StrainSEEK™** allows for an individual strain to be mapped against Medicinal Genomics’ Cannabis Phylogenetic Tree.
- **StrainSEEK™** users can view their strains genetic proximity to several cannabis land races as well as many modern cultivars. As the phylogenetic tree grows, a distributed consensus on the accuracy of naming conventions will emerge. This will end the “strain name game” and will provide medical cannabis patients with a means to identify medicinal strains with proven therapeutic benefits.
DigiPath gained strong momentum during the first half of 2016. The Company signed three new customers to exclusive laboratory testing contracts in the second quarter of 2016, following the four new customers that were signed during the first quarter.

- The Company has now tested more than 1,700 cannabis samples, representing over 8,500 pounds of cured flower from 24 of the 39 potential customers that have been granted licenses of operation from the State of Nevada.

- The Company further anticipates that the number of potential customers with State licenses will more than double to over 70 by the end of 2016.*

- In addition, Nevada’s policy of reciprocity, i.e. accepting medical marijuana (MMJ) patients from out of the state, positions Nevada to become among the largest and fastest growing MMJ markets in the country.

*Note that the information contained in the forecast constitutes forward-looking statements, which involve risks and uncertainties. The Company’s actual results may differ significantly from the forecast for a number of reasons, including failure to achieve any of the assumptions underlying such forecast or any number of risk factors including the inability to raise sufficient capital. See Risk Factors. The Company expressly disclaims any obligations or undertaking to release any updates or revisions to the forecast.
EVOLUTION AS A MARKET LEADER

- Through Dr. Cindy Orser’s work with Nevada state officials, DigiPath pioneered cannabis lab testing protocols in Nevada’s implementation of the nation’s most stringent policies on cannabis safety, which has positioned the company as a market leader in cannabis lab testing.

- Through the Company’s invaluable experience in Nevada, DigiPath has developed a greater understanding of the nuanced needs of the industry as well as an ability to navigate the complex regulatory environment at the state level regarding cannabis testing.

- States nationwide are looking to develop lab testing policies similar to Nevada’s stringent requirements, which create demand for qualified laboratories to perform such testing.

- DigiPath is currently assisting regulatory authorities in states and localities proposing new legislation in drafting lab testing regulations for legal cannabis states.

- Being involved in the introduction of the benchmark for regulations in the industry has provided a unique market advantage and opportunity to establish the DigiPath brand on the national level. As a result, the Company is positioned as a first mover in each of the new states in which cannabis is deemed legal.
LICENSING OPPORTUNITY EVOLVES

As additional states, and countries, vote on and implement legalized cannabis programs, many will look to develop lab testing policies and procedures similar to Nevada’s stringent requirements. So will the newly licensed lab testing companies in these markets.

As such, Digipath is in position to act as a consultant to these states/countries, and lab testing companies, regarding its operational, technical and business knowledge, including:

- Lab facility build out
- Patient manuals
- Data and data analytics
- Testing protocols
- Standard operating procedures
- Educational materials
- LIMS (Laboratory Information Management System)
- Marketing materials

Digipath will collect upfront and ongoing license fees and consulting fees as compensation.
In May 2014, the Company established an online radio program called The National Marijuana News (TNMNews).

TNMNews educates the public regarding the political, economic, medicinal, scientific, and cultural dimensions of the rapidly evolving and controversial medicinal and recreational marijuana industry from diverse and dissenting perspectives with news and interviews.

The Company launched TNMNews’ Internet radio program on Live 365 in 2014, (now at radio.com) and its popularity has continued to grow. Over the 2015 fiscal year, the program grew from 120,000 to over 190,000 streams per month.

The Company also launched its application for both iOS and Google Play and re-launched its website, which now receives over 200,000 page visits per month.

TNMNews Facebook page has also garnered over 140,000 page likes.
MARKETING/ADVERTISING OUR BRAND

Web
Mobile
Social
• **Two straightforward growth strategies**
  • Capitalize on the company’s existing strengths
  • Acquisition opportunities

Realizing the highly fragmented nature of the cannabis testing industry has created substantial consolidation opportunities, DigiPath restructured its business to focus on replicating the DigiPath Labs model in other cannabis-legal states, both through organic growth and acquisition opportunities. Under the leadership of Dr. Cindy Orser, Chief Science Officer of DigiPath Labs, the Company hopes to open a testing facility in 2016 in Denver, CO. Moreover, the Company is exploring opportunities in other states, including New York, Illinois, and California.
In addition to expanding DigiPath core cannabis testing business through internal growth, the Company intends to capitalize on targeted growth opportunities within the broader clinical laboratory testing industry.

- In 2015, the U.S. clinical laboratory testing industry generated revenues of approximately $60 billion.
- The Centers for Medicare and Medicaid Services (CMS) estimated that in 2015 there were approximately 9,000 hospital-based laboratories, more than 122,000 physician-office laboratories, and more than 6,000 independent clinical laboratories in the U.S.
- While there has been significant consolidation in the clinical laboratory testing industry in recent years, the industry remains fragmented and highly competitive, with the average revenue per establishment below $1.5 million.
Due to the fragmented nature and strong growth prospects of the clinical laboratory testing industry, DigiPath has prioritized growing the company through acquisitions of traditional, well-respected clinical laboratory operations in states, regardless of the legal status of cannabis, and through acquiring additional capabilities to broaden the Company’s product offerings in areas related to laboratory services.

Management believes that through a strategic roll up strategy, DigiPath will be able to rapidly increase its share of the overall clinical laboratory testing market due to a number of factors, including:

- Cost efficiencies afforded by large-scale automated testing
- Mergers and acquisitions of complementary businesses
- Reimbursement reductions and demands from health plans and other healthcare organizations for greater efficiency
- Large, integrated service networks.
The recent appointment of Joseph Bianco as DigiPath’s chief executive officer brings to the Company an executive with a demonstrable track record of success in spotting and implementing strategic growth and consolidation opportunities in highly fragmented markets.

After graduating from Yale Law School and teaching law for several years, Mr. Bianco founded British Performance Cars, Inc., the exclusive U.S. distributor of the Lotus Marque, which was eventually sold to General Motors. Subsequently, he formed Alliance Entertainment Corp., which was listed on the NYSE and was then the largest independent distributor of recorded music in the world. Alliance, which was eventually sold to a private equity fund, was the product of a roll-up of over a dozen smaller companies.

By leveraging Mr. Bianco’s expertise, the Company is positioned to utilize DigiPath as a public vehicle to not only generate financial value through the successful integration of acquired assets but also arbitrage value by acquiring private lab testing companies at a discount to their potential value in the public markets.
## ARBITRAGE OPPORTUNITY

<table>
<thead>
<tr>
<th>Company Name</th>
<th>Exchange:Ticker</th>
<th>Sales ($Millions)</th>
<th>EBITDA (TTM)</th>
<th>EBITDA Margin</th>
<th>EV ($Millions)</th>
<th>EV / Sales</th>
<th>EV / EBITDA</th>
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</thead>
<tbody>
<tr>
<td><strong>Medical Testing Labs</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
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<td></td>
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<tr>
<td>Laboratory Corp of America Holdings</td>
<td>NYSE:LH</td>
<td>$9,030</td>
<td>$1,740</td>
<td>19.3%</td>
<td>$19,550</td>
<td>2.2x</td>
<td>11.2x</td>
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<tr>
<td>Quest Diagnostics Inc</td>
<td>NYSE:DGX</td>
<td>$7,520</td>
<td>$1,480</td>
<td>19.7%</td>
<td>$15,400</td>
<td>2.0x</td>
<td>10.4x</td>
</tr>
<tr>
<td><strong>Life Sciences Tools &amp; Services</strong></td>
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<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Waters Corp</td>
<td>NYSE:WAT</td>
<td>$2,060</td>
<td>$662</td>
<td>32.1%</td>
<td>$11,070</td>
<td>5.4x</td>
<td>16.7x</td>
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<tr>
<td>Agilent Technologies Inc</td>
<td>NYSE:A</td>
<td>$4,100</td>
<td>$844</td>
<td>20.6%</td>
<td>$14,500</td>
<td>3.5x</td>
<td>17.2x</td>
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<td>PerkinElmer Inc</td>
<td>NYSE:PKI</td>
<td>$2,270</td>
<td>$427</td>
<td>18.8%</td>
<td>$6,790</td>
<td>3.0x</td>
<td>15.9x</td>
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<td>Thermo Fisher Scientific Inc</td>
<td>NYSE:TMO</td>
<td>$17,340</td>
<td>$4,240</td>
<td>24.5%</td>
<td>$74,250</td>
<td>4.3x</td>
<td>17.5x</td>
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<tr>
<td><strong>Environmental &amp; Facilities Services</strong></td>
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<tr>
<td>Republic Services Inc</td>
<td>NYSE:RSG</td>
<td>$9,190</td>
<td>$2,575</td>
<td>28.0%</td>
<td>$25,450</td>
<td>2.8x</td>
<td>9.9x</td>
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<td>Stericycle Inc</td>
<td>NASDAQGS:SRCL</td>
<td>$3,200</td>
<td>$616</td>
<td>25.5%</td>
<td>$12,000</td>
<td>3.6x</td>
<td>14.7x</td>
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<tr>
<td>Waste Management Inc</td>
<td>NYSE:WM</td>
<td>$13,010</td>
<td>$3,460</td>
<td>26.6%</td>
<td>$42,920</td>
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<td>12.4x</td>
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<tr>
<td><strong>Other Labs &amp; Related Services</strong></td>
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<tr>
<td>Danaher Corp</td>
<td>NYSE:DHR</td>
<td>$21,260</td>
<td>$4,910</td>
<td>23.1%</td>
<td>$67,420</td>
<td>3.2x</td>
<td>13.7x</td>
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<tr>
<td>Ecology and Environment Inc</td>
<td>NASDAQGM:EEI</td>
<td>$115</td>
<td>$7</td>
<td>5.7%</td>
<td>$36</td>
<td>0.3x</td>
<td>5.5x</td>
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<tr>
<td>IDEXX Laboratories Inc</td>
<td>NASDAQGS:IDXX</td>
<td>$1,640</td>
<td>$380</td>
<td>23.2%</td>
<td>$9,370</td>
<td>5.7x</td>
<td>24.6x</td>
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<td>Clean Harbors Inc</td>
<td>NYSE:CLH</td>
<td>$3,180</td>
<td>$484</td>
<td>15.2%</td>
<td>$4,320</td>
<td>1.4x</td>
<td>8.9x</td>
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<tr>
<td><strong>Average</strong></td>
<td></td>
<td>$7,112</td>
<td>$1,605</td>
<td>20.9%</td>
<td>$17,867</td>
<td>3.1x</td>
<td>13.7x</td>
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<td><strong>Median</strong></td>
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<td>$4,038</td>
<td>$775</td>
<td>21.7%</td>
<td>$10,965</td>
<td>3.2x</td>
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## FINANCIAL FORECASTS*

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<tr>
<th>Description</th>
<th>Year Ending Sep-16</th>
<th>Year Ending Sep-17</th>
<th>Year Ending Sep-18</th>
<th>Year Ending Total</th>
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<tbody>
<tr>
<td><strong>ASSUMPTIONS</strong></td>
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<tr>
<td>Approx. Samples per Day</td>
<td>40</td>
<td>135</td>
<td>725</td>
<td>900</td>
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<tr>
<td># of Projected Samples per Quarter</td>
<td>2,622</td>
<td>8,747</td>
<td>47,090</td>
<td>58,459</td>
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<td><strong>REVENUE</strong></td>
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<tr>
<td>Total Testing Revenue (wtd avg $ per test of $300)</td>
<td>$777,430</td>
<td>$2,624,170</td>
<td>$14,127,048</td>
<td>$17,528,648</td>
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<tr>
<td><strong>COST OF REVENUE</strong></td>
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<tr>
<td>Total Cost of Revenue</td>
<td>$363,063</td>
<td>$1,049,867</td>
<td>$5,650,818</td>
<td>$7,063,568</td>
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<td><strong>GROSS PROFIT</strong></td>
<td>$414,347</td>
<td>$1,574,503</td>
<td>$8,476,230</td>
<td>$10,465,080</td>
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<tr>
<td><strong>OPERATING EXPENSES</strong></td>
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<tr>
<td>General and administrative</td>
<td>$976,684</td>
<td>$1,162,500</td>
<td>$1,697,112</td>
<td>$3,836,296</td>
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<tr>
<td>Professional fees (Chief Scientist, legal, IR, etc)</td>
<td>377,392</td>
<td>278,760</td>
<td>278,760</td>
<td>934,912</td>
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<td>Stock-based compensation</td>
<td>1,257,211</td>
<td>300,000</td>
<td>300,000</td>
<td>1,857,211</td>
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<tr>
<td>Bad debts</td>
<td>(27,625)</td>
<td>26,242</td>
<td>141,271</td>
<td>139,888</td>
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<tr>
<td><strong>Total Operating Expenses, Excl Int, Taxes &amp; Depreciation</strong></td>
<td>$2,583,662</td>
<td>$1,767,502</td>
<td>$2,417,143</td>
<td>$6,768,307</td>
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<td><strong>EBITDA</strong></td>
<td>$2,169,315</td>
<td>$192,999</td>
<td>$6,059,087</td>
<td>$3,696,773</td>
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<tr>
<td><strong>Interest, Taxes &amp; Depreciation</strong></td>
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<tr>
<td>Interest</td>
<td>$-</td>
<td>$23,008</td>
<td>$1,165,146</td>
<td>$1,188,145</td>
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<tr>
<td>Taxes</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
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<tr>
<td>Depreciation</td>
<td>244,557</td>
<td>244,660</td>
<td>281,359</td>
<td>770,576</td>
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<tr>
<td><strong>Total Interest, Taxes &amp; Depreciation</strong></td>
<td>$244,557</td>
<td>$267,668</td>
<td>$1,446,505</td>
<td>$1,958,730</td>
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<tr>
<td><strong>OTHER INCOME(EXPENSE)</strong></td>
<td>$919,049</td>
<td>$(48,000)</td>
<td>$(48,000)</td>
<td>$823,049</td>
</tr>
<tr>
<td><strong>NET INCOME/(LOSS)</strong></td>
<td>$(3,332,921)</td>
<td>$(412,667)</td>
<td>$(4,660,583)</td>
<td>$914,994</td>
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*Note that the information contained in the forecast constitutes forward-looking statements, which involve risks and uncertainties. The Company’s actual results may differ significantly from the forecast for a number of reasons, including failure to achieve any of the assumptions underlying such forecast or any number of risk factors including the inability to raise sufficient capital. See Risk Factors. The Company expressly disclaims any obligations or undertaking to release any updates or revisions to the forecast.
ASSUMPTIONS

• Revenue includes recreational, which will be voted on in November and if passed, implemented in Q4 of 2017, currently approx. 28 customers

• Once DigiPath reaches approx. 100 samples per day the Company will need additional equipment, as factored in with increased depreciation

• Currently 42 licensed cultivators & 19 production facilities, which will grow to 70 & 30 by our fiscal Q1 of 2017 based on awarded licenses, DigiPath currently has approximately 28 customers

• Number of new patients has been increasing by well over 1,000 per month

• Estimated a 60% gross margin based on DigiPath’s realized gross margin over the last 6 months
Joseph Bianco, Chief Executive Officer & Chairman

Joseph Bianco was appointed to DigiPath’s Board of Directors in October 2015 and serves as its chairman, and, in June 2016, he was also appointed Chief Executive Officer. Mr. Bianco has been the CEO of Whyte Lyon & Company, Inc. since 1984. After graduating from Yale Law School and teaching law for several years, Bianco founded British Performance Cars, Inc., the exclusive U.S. distributor of the Lotus Marque, which was eventually sold to General Motors. Subsequently, he formed Alliance Entertainment Corp., which was listed on the NYSE and was then the largest independent distributor of recorded music in the world. Alliance, which was eventually sold to a private equity fund, was the product of a roll-up of over a dozen smaller companies. Mr. Bianco's acquisitions experience will be especially relevant to DigiPath's growth strategy. Mr. Bianco also currently serves as chairman and CEO of Oak Tree Education. He is also chairman of Evergreen Review, Inc., a not-for-profit revival of a literary magazine prominent in the 1960’s and 1970’s. He began teaching law, joining the faculty of Cardozo law school where he became Associate Dean. He authored two books, “The Law of Corporations” (Foundation Press, University Casebook Series) with Yale professor Jan Deutsch and “The Law of Unmarried Couples” (Dell), as well as several scholarly articles. During this period, he also consulted to numerous corporations and investment banks, principally on tax matters.
Todd Denkin, President & Chief Operating Officer

Over the last year, Todd Denkin has transformed DigiPath, Inc. from a pure digital pathology solution provider into a firm that holds a leadership position in the medical cannabis testing market. Most notably, in 2009 Todd identified the trend in grow-your-own hydroponic systems and co-founded the self-contained hydroponic system leader Phototron Holdings (PHOT), helping take the company public and serving as its president. From 2000 to 2008 Todd, recognized the power of streaming media over the internet and helped launch Digital FX International (DXN), take that company public, and grow it to a $300 million market cap. He is also the President and Host of The National Marijuana News, which airs weekly on TNMNews.com, one of DigiPath’s wholly owned subsidiaries. He is a 30-year veteran of the TV and film industry, working at top companies like Dick Clark Productions, Nickelodeon Network, Disney/MGM Studios, and Time Warner. Mr. Denkin has been a key contributor to shows for ABC, NBC, CBS, ESPN, and MTV. He also directed and produced “The Australian Experience,” a film featured on The Today Show and screened at the opening ceremonies of the 2000 Olympics.
Cindy Orser, Ph.D., Chief Science Officer

As Chief Science Officer at DigiPath Labs, Cindy Orser, Ph.D., has developed an industry-leading medical cannabis testing facility in Las Vegas, NV. The lab serves as a model the company plans to replicate in other states where cannabis is allowed by state law. Dr. Orser is routinely called upon to deliver expert testimony on cannabis testing, which helps lawmakers and law enforcement understand the importance of cannabis testing and adopting rigorous standards. In mid-2015, she addressed the Conference of Western Attorneys General (CWAG) on the salient points. With eighteen patents and forty-one published papers, Dr. Orser draws from over 25 years of experience innovating in academia and private industry. Her achievements have centered on visionary, strategic planning and executing, fundraising, budgeting, staffing, managing personnel, identifying outside collaborators, and directing subcontractors. She has also served as the liaison between her company, Big Sky Biosystems Inc., and federal regulatory compliance agencies such as the FDA, CDC, and ARC.
Todd Peterson, CPA, Chief Financial Officer

Todd Peterson, CPA, has been the chief financial officer of DigiPath since June 19, 2015. Mr. Peterson had previously, since August 2008, been the president of KSNE2 Enterprises, LLC, an accounting and consulting firm located in Las Vegas, Nevada that specializes in publicly traded microcap companies. From February 2007 to August 2008, he was the senior accounting manager of Accuity Financial, an accounting firm located in Las Vegas, Nevada that specializes in publicly traded microcap companies. Mr. Peterson was the audit manager of DeJoya Griffith and Company, a PCAOB registered audit firm located in Las Vegas, Nevada, providing audit and accounting services primarily to publicly traded microcap companies from November 2004 to February 2007. He was the audit manager of Ocel, Heimer & Associates, Ltd., a regional audit firm located in Minneapolis, Minnesota from 1999 to 2004. Upon graduating from the University of St. Thomas with a Bachelor of Arts degree in accounting in 1997, Mr. Peterson worked as a staff accountant during 1998 for R.W. Ramsay & Associates, Ltd.
DigiPath is seeking to raise up to $500K of Secured Convertible Notes, which will be used for working capital.

- One Unit, at a price of $50,000 per Unit, consists of a secured convertible and a Warrant to purchase 75% of the number of shares of Common Stock of the Company into which the Convertible Note is initially convertible into.
- The Convertible Notes will convert into Common Stock of the Company, at the holder’s option, at a 25% discount to the market price of the Common Stock at the time of conversion, provided that the conversion price shall not be less than $0.15 per share.
- The Convertible Notes will mature 18 months from the date of issuance and bear interest at a rate of 10% per annum, payable at maturity.
- The Company will have the right to prepay the Convertible Notes prior to maturity upon 15 days’ notice to the holders thereof, subject to the holders’ conversion rights which may be exercised following such notice and prior to repayment.
- The Convertible Notes will be secured by a lien on the common stock of TNM News Corp.
- The Warrants will be exercisable for a period of three years following the date of issuance at an exercise price of $0.30 per share of Common Stock.
DIGIPATH, INC. (OTCQB:DIGP)

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DISCLOSURE

This overview is for informational purposes only and does not constitute an offer to sell or a solicitation of an offer to buy any units ("units") in DigiPath. Any such offer will be made only pursuant to DigiPath’s Private Placement Memorandum.

This overview includes projections, valuations, estimates and other financial data. Any information regarding projected or estimated investment returns are estimates only and should not be considered indicative of the actual results that may be realized or predictive of the performance of DigiPath.

Prior to investing, investors are strongly urged to review carefully the Private Placement Memorandum (including the risk factors described therein), the DigiPath Operating Agreement and the Subscription Documents, to ask such questions of DigiPath management as they deem appropriate, and to discuss any prospective investment in DigiPath with their legal and tax advisers in order to make an independent determination of the suitability and consequences of an investment.

Investment in DigiPath is suitable only for sophisticated investors who fully understand, and are willing to assume, the risks involved in an investment in DigiPath.

No person has been authorized to give any information or to make any representation, warranty, statement or assurance not contained in the Private Placement Memorandum and, if given or made, such other information or representation, warranty, statement or assurance may not be relied upon.

The offering of units in DigiPath will be made in reliance upon an exemption from registration under Regulation D promulgated under the Securities Act of 1933, as amended, for offers and sales of units that do not involve a public offering. No public or other market will develop for the units, and the units are not generally otherwise transferable. Each purchaser of units in DigiPath must be an “accredited investor” as defined in Rule 501 of Regulation D.

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