

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): **October 17, 2022**

**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)

**5011 Gate Parkway  
Building 100, Suite 100  
Jacksonville, FL 32256**

(Address of Principal Executive Offices, Zip Code)

(Former name or former address, if changed since last report.)

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:

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

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.**

SG Blocks, Inc. (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 exhibits are furnished with this Current Report on Form 8-K:

**Exhibit  
Number**

**Exhibit Description**

99.1 [SG Blocks, Inc. Investor Presentation, dated October 2022](#)

104 Cover Page Interactive Data File (the cover page XBRL tags are embedded within in the inline XBRL document)

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**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.

SG BLOCKS, INC.

Dated: October 17, 2022

By: /s/ Paul Galvin

Name: Paul Galvin

Title: Chairman and Chief Executive Officer

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NASDAQ: SGBX

# Investor Presentation

October 2022

## Safe Harbor

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. In some cases, forward-looking statements can be identified by terminology such as "may," "should," "potential," "continue," "expects," "anticipates," "intends," "plans," "believes," "estimates," and similar expressions. These forward-looking statements are based on management's expectations and assumptions as of the date of this presentation and include statements regarding the Company's market opportunities, SG Echo, Waldron anticipated in Q1 2023 and SGB Development Corp.'s construction and development pipeline. While SG Blocks believes 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 a number of 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, the Company's ability to complete its projects as scheduled, the Company's ability to expand within its various verticals, the Company's ability to position itself for future profitability, the Company's ability to maintain compliance with the NASDAQ listing requirements, and the other factors discussed in the Company's Annual Report on Form 10-K for the year ended December 31, 2021 and the Company's subsequent filings with the SEC, including subsequent periodic reports on Forms 10-Q and 8-K. The information in this presentation is provided only as of the date of this presentation, and we undertake no obligation to update any forward-looking statements contained in this presentation on account of new information, future events, or otherwise, except as required by law.



## Executive Summary

SG Blocks is a NASDAQ listed designer, manufacturer and developer of modular structures that uses modular processes to reduce a project's embodied energy from design to completion.

In 2017, SG Blocks received the first approval in construction history from the International Code Council (ICC) for the reuse of a material for the purposes of code compliant construction. The material approved was the intermodal shipping container for which we received an ESR number which adorns each modified and finished unit.

Our Company has a disruptive business model in large verticals including real property development, domestic manufacturing and point of care medical testing and treatment. We focus on technologies and sectors where domestic need is strong and that the existing solutions are not safe, green nor cost effective. We have vertically integrated, so we capture revenue from concept all the way into operations and asset disposal.

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## Board of Directors



### PAUL GALVIN

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Paul M. Galvin was appointed as a director and the Company's CEO upon consummation of the reverse merger among CDSI Holdings Inc., CDSI Merger Sub, Inc., the Company, and certain stockholders of the Company on November 4, 2011. Mr. Galvin is a founder of SG Blocks, LLC, the predecessor entity of the Company. He has served as the CEO of the Company since April 2009 and as a director of the Company since January 2007. Mr. Galvin has been a managing member of TAG Partners, LLC ("TAG"), an investment partnership formed for the purpose of investing in the Company since October 2007. Mr. Galvin brings over 30 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.



### CHRISTOPHER MELTON

DIRECTOR

Christopher Melton was appointed as a director of the Company upon consummation of the Merger on November 4, 2011. Mr. Melton is a licensed real estate salesperson in the State of South Carolina and until June 2019 was a principal of Collegro Investments, LLC, a specialist land investor investing in the southeastern U.S., which he founded in 2012.



### YANIV BULMFELD

DIRECTOR

Yaniv Blumenfeld joined the Board of Directors in April 2018. He founded Glacier Global Partners LLC in 2009 and is responsible for its strategic direction, overseeing its investments and day-to-day management, including origination, underwriting, closing, investor relations, and asset management functions. Mr. Blumenfeld has over 20 years of real estate experience, 13 years of which have been with leading Wall Street firms, where he was responsible for structuring, underwriting, pricing, securitizing, and syndicating over \$16 billion of commercial real estate loans and equity transactions.

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# Board of Directors (cont.)



**DAVID VILLAREAL**

DIRECTOR

David Villareal was appointed as a director of the Company on May 28, 2021. Mr. Villareal's career spans over 40 years in various management, business, and leadership capacities, beginning in 1977 when he served as Deputy Mayor and Senior Deputy Economic Development Advisor, under Mayor Tom Bradley in the City of Los Angeles. He has served since August 2014 as the Chief Administrative Officer of Affinity Partnerships, LLC, a Costco national mortgage services platform provider, with annual closed loan production of \$84 billion through a network of ten national mortgage lenders. From March 2011 to August 2014, he served as the President, Corporate Business Development, of Prime Source Mortgage, Inc. From September 2008 to September 2012, he served as a Consultant to the International Brotherhood of Teamsters.



**JOSEPH SAFINA**

DIRECTOR

Joseph Safina was appointed as a director of the Company on May 28, 2021. Mr. Safina is a serial entrepreneur with over thirty years of experience in investment banking working with public and privately held small to mid-cap companies. Since 1997, Mr. Safina has been the principal of Safina Capital, an "all-stage" investment firm which offers its portfolio companies investment capital, strategic insight, global relationships, and operational support. He has been instrumental in helping his clients with large-scale fund-raising, merger & acquisitions, business development, marketing, and financial management.

# Market Opportunities

**\$230B**

Commercial Construction

**\$11B**

US Point of Care Diagnostic Market (2024)

**\$85B**

Global Modular

**\$213B**

Expected Investment into Multifamily in 2022



# Segment Overview

**SG Blocks, Inc.**

NASDAQ: SGBX

## Manufacturing Segment

**\$6.8M Revenue (FY 2021)**  
\$4.5M Revenue (FY 2020)

Leading design and construction of a wide variety of modular structures

- All of our structures are built in our own factories in the USA
- Plans to develop several manufacturing locations in the next few years
- Servicing 3rd Party Clientele as well as our Development and Medical segments

## Medical Segment

**\$31.6M Revenue (FY 2021)**  
\$4.2M Revenue (FY 2020)

Turnkey solutions to medical testing and treatment

- Building – from concept to installation
- Testing – full suite from PCR to diagnostic
- Services – Everything from MRI to dental units

## SGB DevCorp

**\$56.4M Combined Assessed Value**  
\$8.0M Combined Purchase Price

Wholly-owned subsidiary for real estate development utilizing SGBX's technology

- Develops, co-develops, builds and finances single and multi-family homes
- Pipeline of \$765 million and ~4,200 units
- Keeping factories at near 100% capacity
- Affording manufacturing income, visibility, project fees and asset sales

## Environmental Segment

*A sustainable medical and waste management solution*

- Waste is collected at point of generation in the given container
- Waste is transported / treated in the same container
- Low-volume unrecognizable waste is ready for safe disposal

## Our Past Clients and Partners



U.S. Department of Defense



TAVISTOCK  
— G R O U P —

Jacoby  
DEVELOPMENT

MINI



MARRIOTT

verizon<sup>®</sup>

LACOSTE

Ā M Ā N



Schneider  
Electric

# Manufacturing Segment

## *Benefits of Modular and Container based Construction*



### STRONG

Modules are STRONG, resilient, maritime-grade structures

Engineered to self-center and lock into place when stacked

Factory produced modules provide greater quality of construction



### 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.

Modules are produced when site-work occurs, saving around 50% on total construction time



### GREEN

Repurposed containers greatly offset a development's carbon footprint, reducing resource use

Modular construction allows for energy savings and more efficient waste management than traditional construction

First recycled shipping containers approved by ICC

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## SG Product line

### GREENSTEEL

GreenSteel is the structural core and shell of an SG Blocks modified container. The units are can be finished in the factory or by a local GC on-site.



### "WHITEBOX" MODULAR

WhiteBox designates the shell of a purpose-built module. In addition, units can be partially finished at the facility with the balance to be completed by a local GC.



### FINISHED MODULAR

SG Blocks delivers an outfitted product where final units are assembled on site and complete all trim outs and closure pieces so it is ready to occupy.



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# SG ECHO Modular Factory

SG Echo is a container modifier and modular manufacturer in Durant, Oklahoma that serves as the headquarters for SG Blocks manufacturing. The facility specializes in the design and construction of permanent modular and temporary modular products.

SG Blocks has also acquired two additional facilities in the Durant, Oklahoma area to further advance a multi-phased plan to rapidly develop the SG Echo manufacturing in our commitment to the Durant community.



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## SG ECHO, WALDRON

(Anticipated Q1 2023)



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# U.S. Based Manufacturing

## SG Echo Manufacturing Locations

- Echo (HQ) OK
- Waldron, OK (2022)
- McLean, OK (2023)
- St. Marys, GA (2024)

## SGB DevCorp Projects

- Lago Vista\*
- Cumberland Inlet, GA
- McLean, OK
- Norman Berry, GA

## 3rd Party Commercial Sales

- Hospitality
- Temporary Structures
- Quick Service Restaurants
- Military

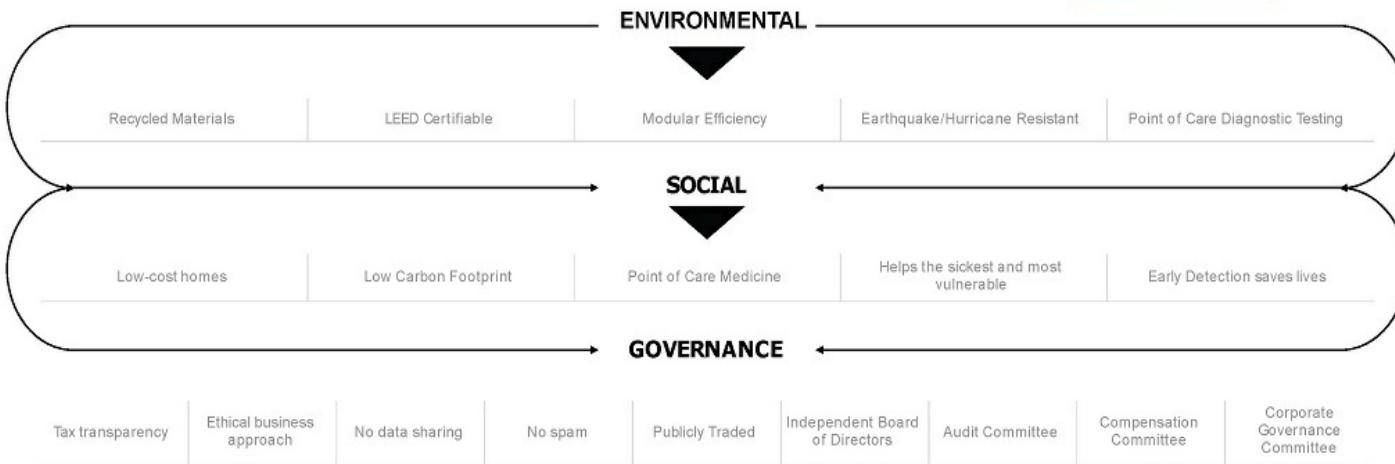
## Medical and Environmental Services

- Clarity Mobile Lab @LAX
- Sanitec Modular Medical Waste Disposal

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# Commitment to ESG

SG Blocks is committed to delivering environmentally appropriate products and services that reduce waste, increase efficiency and reduce barriers for working class and underserved populations



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# SG Medical Solutions

SG Blocks offers a turnkey solution to medical testing and treatment. We customize service and delivery mechanisms for any unique need.



## BUILDING

Concept Designs, Full A&E Services, Fabrication Documents, Manufacturing, and Installation



## TESTING

PCR, Antigen, Antibody, Drug/Employment Screenings, Diabetes, Cancer, and General Diagnostic



## SERVICES

Sample Collection and Processing Units, Examination Rooms, X-ray and MRI Rooms, Operating Rooms, Dental Clinics, Ophthalmology Suites, Specialty Units, Large Employer and University Wellness Centers, Disaster Preparedness, Rural and Urban Healthcare

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# Clarity Lab Solutions

Clarity selected SG Blocks for its modular technology to accelerate speed of deployment and redeployment into underserved hot spots of labs certified under the Clinical Laboratory Improvement Amendments of 1988 (CLIA) that require high connectivity.

The cost of transporting diagnostic testing samples is high and to meet the high volume of underserved areas, Clarity required CLIA-certified labs that could be deployed at the point of collection.

SGBlocks' D-tec Suite is being utilized for the modular CLIA Labs and are designed to meet the urgent global demand for safe and easily deployable medical response situations.

This deployable technology line (or D-tec) offers a uniquely efficient environment for testing collection and onsite deployable laboratory analysis.



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# SGB Development Corp



SGB Development Corporation ("SGB DevCo") is the real estate development arm of SG Blocks, Inc. that was formed in Q1 2021. Our strategy is to build strong, innovative and green single or multifamily projects in underserved regions nationally.

SGB DevCo targets moderate to higher priced developments depending on the needs of the targeted site. The developments will be constructed using modules built in one of our vertically integrated factories, operated by SG Echo.

In addition to these development projects, the Company plans to build additional strategically placed manufacturing facilities to support our current pipeline of over 4,200 units.

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## Development Pipeline

Total Construction and Development Pipeline  
Valued at >\$765 Million, includes 4,200 units\*



# Third Party Commercial Projects

Meeting the needs of industry leaders in the commercial space



## US Military (GITMO)

## MoLiving – Luxury Hospitality

## AIFI – AI Powered Retail Stores

## StreetFoods – Unique

## Quick Service Restaurant

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# Revenue Growth

Capitalizing on the opportunity for growth within the medical segment during COVID-19, the Company emerges as more diversified from a revenue perspective and will be able to capitalize on new point-of-care projects to further penetrate the medical market and continue to grow its construction segment

\$38,341,702

\$2,984,835

\$8,755,623

2019

2020

2021

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# Summarized Balance Sheet

## CASH AND CASH EQUIVALENTS\*

	AS OF 6.30.22
CASH	\$2,428,211
RESTRICTED CASH	\$4,000,000

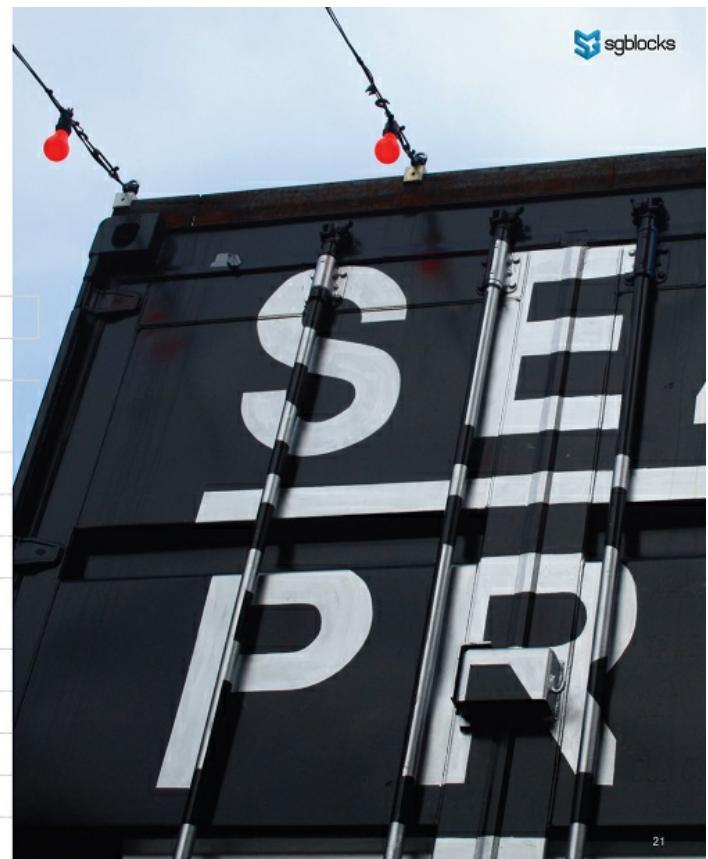
## DEBT

	AS OF 6.30.22
SHORT TERM NOTE	\$1,997,843
LONG TERM NOTE	\$750,000
LEASE LIABILITY	\$2,310,017

## EQUITY

	AS OF 6.30.22
COMMON SHARES OUTSTANDING	12,050,206
RESTRICTED STOCK (UNVESTED)	757,450
OPTIONS OUTSTANDING	36,436
WARRANTS OUTSTANDING	2,025,520

\*Does not include sale of Logo Vista property.



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# Thank You

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