



All in West!

Capital Corporation

JUNE 25, 2015 ANNUAL SHAREHOLDERS' MEETING



FORWARD-LOOKING DISCLAIMER

Certain information included in this presentation contains forward-looking statements within the meaning of applicable securities laws. For this purpose, any statements contained herein that are not statements of historical fact may be deemed to be forward looking statements. Without limiting the foregoing, the words “expects”, “anticipates”, “intends”, “estimates”, “projects”, and similar expressions are intended to identify forward looking statements.

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This presentation does not constitute an offer to sell or a solicitation of an offer to purchase securities of All in West! Capital Corporation



NOTICE RESPECTING NON-GAAP MEASURES

The Company uses non-GAAP financial measures to assess its operating performance. Securities regulators require that companies caution readers that earnings and other measures adjusted to a basis other than GAAP (Canadian generally accepted accounting principles) do not have standardized meanings and are unlikely to be comparable to similar measures used by other companies. A discussion of non-GAAP financial measures used by the Company, including a reconciliation to GAAP financial measures, can be found in the Company's Management Discussion & Analysis dated March 31, 2015 under "Non-GAAP Financial Measures and Performance Indicators".



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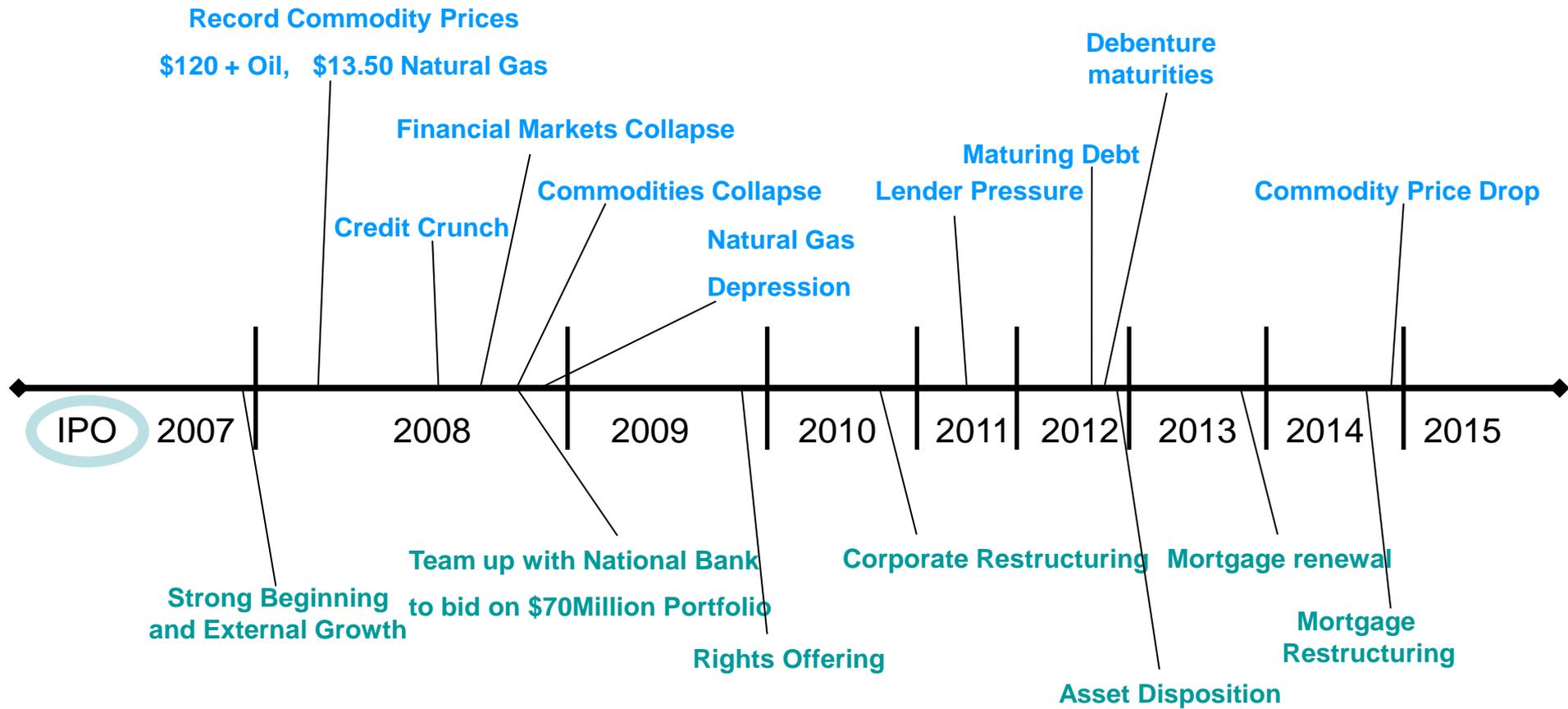
PRESENTATION OUTLINE

- Historical Background
- Response to Corporate Difficulties
- Improvements to Balance Sheet Position
- 2014-2015 Financial Results
- Moving Forward



HISTORY

Timeline of events

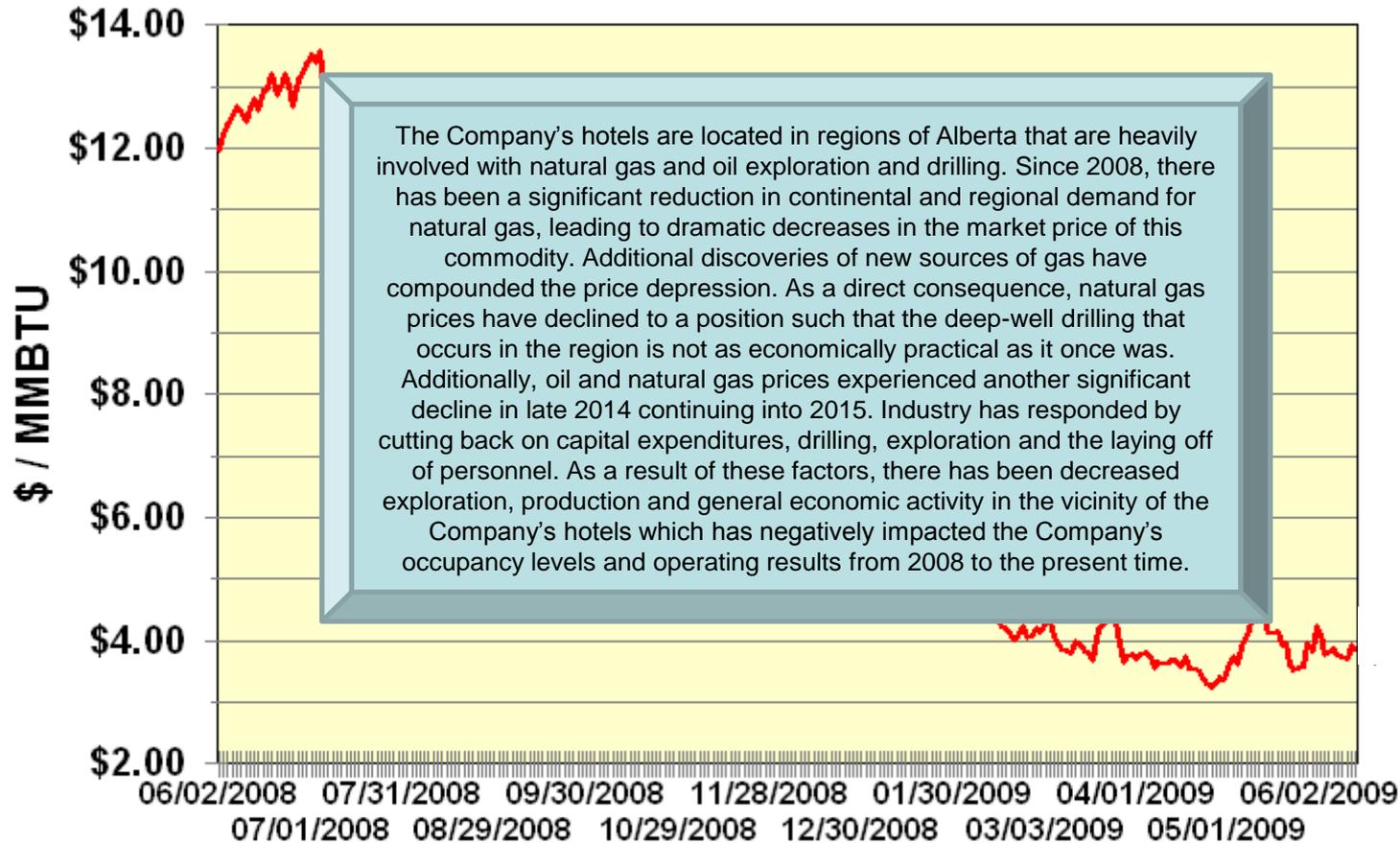


Blue Text: Market / Economic 'Events'

Green Text: Management 'Events'



NATURAL GAS PRICE COLLAPSE 2008 & BEYOND



The Company's hotels are located in regions of Alberta that are heavily involved with natural gas and oil exploration and drilling. Since 2008, there has been a significant reduction in continental and regional demand for natural gas, leading to dramatic decreases in the market price of this commodity. Additional discoveries of new sources of gas have compounded the price depression. As a direct consequence, natural gas prices have declined to a position such that the deep-well drilling that occurs in the region is not as economically practical as it once was. Additionally, oil and natural gas prices experienced another significant decline in late 2014 continuing into 2015. Industry has responded by cutting back on capital expenditures, drilling, exploration and the laying off of personnel. As a result of these factors, there has been decreased exploration, production and general economic activity in the vicinity of the Company's hotels which has negatively impacted the Company's occupancy levels and operating results from 2008 to the present time.

Jun 2, 2008 - Jun 12, 2009

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CORPORATE RESTRUCTURING: Reducing Cash Outflow

Cost Cutting Measures Undertaken

- Corporate Costs Reduced:
 - Asset Management Fees WAIVED – Jan 2010
 - Director Fees WAIVED – Jan 2010
 - Series A & B Debenture payments DEFERRED – Apr 2010
 - Series C Debenture payments DEFERRED – Nov 2010



CORPORATE RESTRUCTURING: Reducing Cash Outflow

Cost Cutting Measures Undertaken

- Hotel Property Costs Reduced
 - Mortgage Principal Payments (3/4) STOPPED – Apr 2010
 - Capital Expenditures MINIMIZED
 - Re-Branding Hotels
 - Grande Cache Hotels re-branded to “Days Hotel & Suites” MAY 2014
 - Further Lender Negotiations
 - Negotiations in progress for additional principal payment relief MAY/JUNE 2015



CORPORATE RESTRUCTURING: Reducing Cash Outflow

Cost Cutting Measures Undertaken

Improving Balance Sheet:

- Disposition of non-performing asset: Hinton Days Inn – June 2012
 - Received \$1.2M of debt forgiveness
- Restructured Econolodge Mortgage: June 2014
 - Received \$2M of debt forgiveness
 - Saving \$79K per year of interest costs



ECONOLODGE (HINTON) MORTGAGE RESTRUCTURING

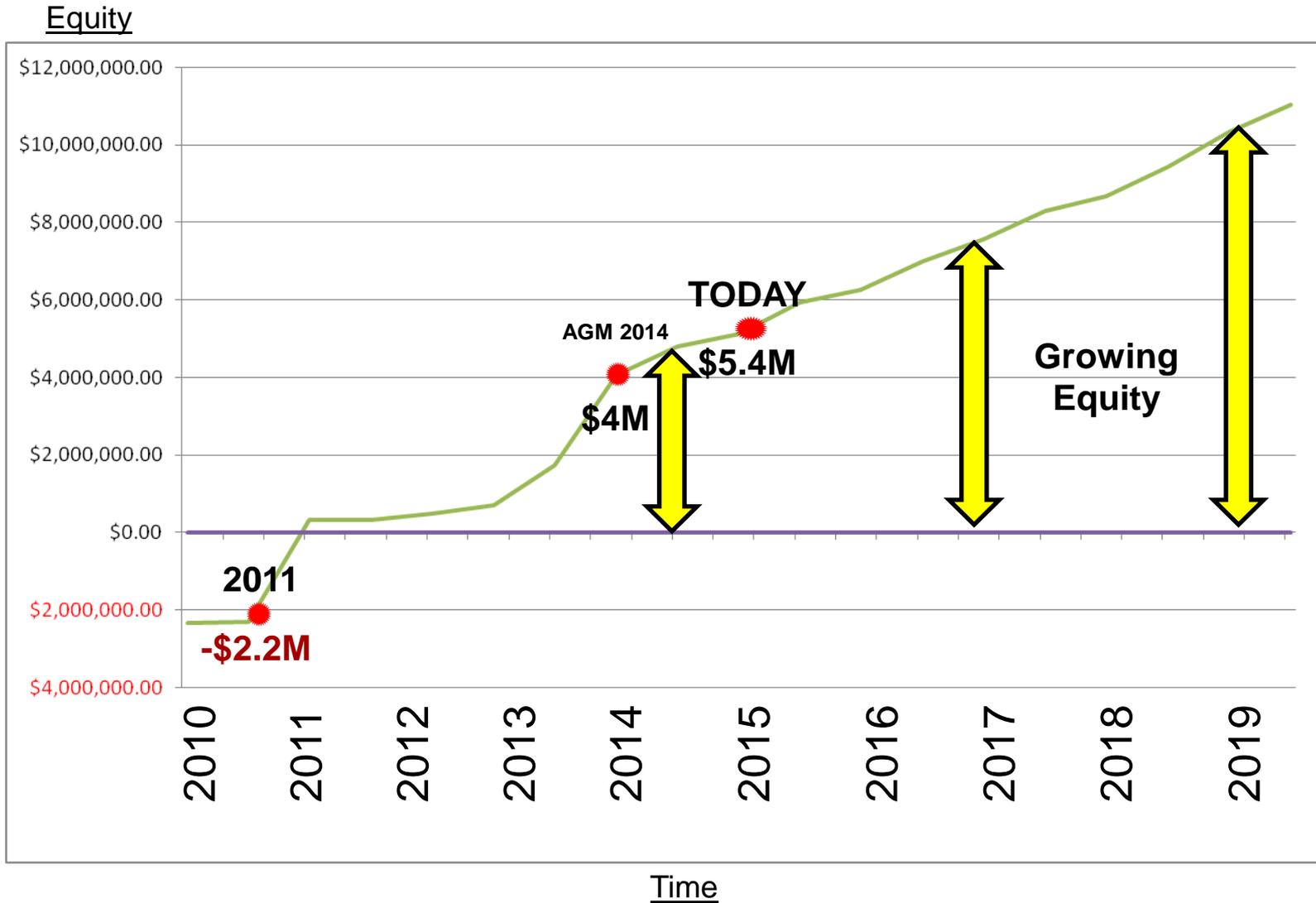
RESTRUCTURED MORTGAGE:

- Effective June 1, 2014
- Old mortgage amount: \$6.5M
- New mortgage amount: \$4.5M
- Debt forgiveness: \$2M
 - Balance Sheet Improvement
- New 3 year deal – no more default
- “Interest – only” payments
- Improved cash flow: \$79,000 per year
- Prepayment privilege
- Repayment option





ASSET VALUES Less MORTGAGE DEBT – Historical and Projection





2014 & Q1 2015 Selected Financial results

	<u>2014</u>	<u>2013</u>
Net Rental Income	\$2,346,496	\$1,908,394
FFO	\$300,884	-\$259,467
Occupancy Rate	50.35%	45.0%

	<u>Q1 2015</u>	<u>Q1 2014</u>
Net Rental Income	\$448,103	\$633,076
FFO	-\$70,924	\$115,115
Occupancy Rate	40.67%	49.94%



MOVING FORWARD

Matured Debentures Outstanding

<u>Series A</u>	<u>Series B</u>	<u>Series C</u>
\$6,495,000	\$1,180,000	\$2,353,750

If payment of the full amount of any or all of these obligations were demanded, AiW! would not be able to satisfy these obligations



MOVING FORWARD

All options to improve the Corporation's Financial Position are being evaluated

Including:

- *Liquidating Assets*
- *Selling the Corporation*
- *Merging the Corporation with another entity*
- *Further restructuring and reorganization of the Corporation*

All options are carefully considered with a view to the best interest of All in West! Capital Corporation



REMINDER

**Management and the Board are also
shareholders and debentureholders**



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Thank you for attending today's meeting.

AGM 2015