

PROVIDING LOW COST
RELIABLE POWER FOR
TELECOMMUNICATIONS



Filed Pursuant to Rule 433
Registration No. 333-213572
November 18, 2016



Investor Presentation

All photos in this document are from actual sites / applications with Polar Power, Inc. products installed. Polar does not provide the platforms, radios, antennas or towers.

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FREE WRITING PROSPECTUS STATEMENT

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This presentation highlights basic information about us and the proposed public offering. Because this presentation is a summary, it does not contain all of the information you should consider before investing in our securities.

We have filed a registration statement (including a preliminary prospectus) with the SEC for the offering. The registration statement has not yet become effective. Before you invest, you should carefully read the preliminary prospectus, the registration statement, and any other documents incorporated by reference therein for more complete information about us and this proposed public offering.

This free writing prospectus should be read together with the preliminary prospectus dated November 18, 2016 included in that registration statement, which can be accessed through the following link:
https://www.sec.gov/Archives/edgar/data/1622345/000161577416008460/s104682_s1a.htm

You may obtain these documents free of charge by searching the SEC online database (EDGAR) on the SEC web site at <http://www.sec.gov>. Alternatively, a copy of the preliminary prospectus relating to the offering may be obtained, when available, by contacting Roth Capital Partners, 888 San Clemente Drive, Suite 400, Newport Beach, CA 92660, (800) 678-9147 or Joseph Gunnar & Co., LLC Prospectus Department, Thirty Broad Street, 11th Floor, New York, NY 10004, telephone: 212-440-9600, e-mail: prospectus@jgunnar.com.

SAFE HARBOR

The following discussion, in addition to the other information contained in this presentation, should be considered carefully in evaluating our prospects. This presentation (including without limitation the following factors that may affect operating results) contains forward-looking statements regarding us and our business, financial condition, results of operations and prospects. Words such as "expects," "anticipates," "intends," "plans," "believes," "seeks," "estimates" and similar expressions or variations of such words are intended to identify forward-looking statements, but are not the exclusive means of identifying forward-looking statements in this presentation. Additionally, statements concerning future matters such as revenue projections, projected profitability, growth strategies, and other statements regarding matters that are not historical are forward-looking statements.

Forward-looking statements in this presentation reflect the good faith judgment of our management and the statements are based on facts and factors as we currently know them. Forward-looking statements are subject to risks and uncertainties and actual results and outcomes may differ materially from the results and outcomes discussed in the forward-looking statements. Factors that could cause or contribute to such differences in results and outcomes include, but are not limited to, those discussed in this presentation. Readers are urged not to place undue reliance on these forward-looking statements which speak only as of the date of this presentation. We undertake no obligation to revise or update any forward-looking statements in order to reflect any event or circumstance that may arise after the date of this presentation.

This presentation shall not constitute an offer to sell or the solicitation of an offer to sell or the solicitation of an offer to buy any securities of the Company nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.

Offering Summary

Issuer	Polar Power Inc.
Type of Offering	Initial Public Offering
Joint Book-Running Managers	Roth Capital Partners & Joseph Gunnar & Co.
Co-Manager	Feltl and Company
Expected Offering Price	\$7.00 - \$8.00
Offering Size	2,000,000 shares
Pre/Post Shares Outstanding	7,383,158 / 9,383,158
Over-Allotment Option	15%
Exchange	NASDAQ Capital Market
Proposed Symbol	POLA
Use of Proceeds:	Working Capital Needs – inventory, expansion of sales force and establishment of sales facilities in Europe, Asia, Africa and Australia



Key Management



ARTHUR D. SAMS

CEO and President

- Since 1991, has served as our President, Chief Executive Officer and Chairman of our board of directors.
- In his career, has worked as a consultant to numerous Fortune 500 companies, the U.S. Department of Defense and U.S. Department of Energy
- 45 years experience in engineering, machinery, sales, marketing, project manager & CTO and President roles



LUIS ZAVALA

Acting CFO

- 2016 – Present Acting Chief Financial Officer of Polar Power
- 2009 – Present - Vice President of Finance – Polar Power
- 2006 – 2009 - President of Sky Limited Enterprises (General Contractor)
- 2001 – 2006 - Director of Finance for Legacy Long Distance International
- 20 years experience in managing accounting and finance departments



RAJ MASINA

VP Operations

- 2009 – Present – Vice President of Operations of Polar Power
- 2008 – 2009 – Supply chain consultant to International Game Technology
- 2006 – 2008 – Assistant manager for Applied Photonics Worldwide
- 15 years experience in engineering, business analytics, supply chain management and strategic planning



B. SAMRA

Corporate VP

- 2005 – 2015 – CEO of Balqon Corp, a public company
- 2000 – 2005 – Founder and CEO of EVI Corp
- 1990 – 2000 – Corporate VP, Taylor Dunn Manufacturing
- 1985 – 1990 – Director of Operations, Flextronics
- 30 years experience in global operations, M & A, investment banking, corporate governance, finance and strategic consulting

Corporate Overview



Founded in 1979, we design, manufacture and sell direct current, or DC, power systems for applications in:

- Telecommunication
- Military
- Electric vehicle charging
- Cogeneration
- Distributed power and
- Uninterruptable power supply (UPS)

Our Core Technologies and Capabilities include:

- Energy conversion
- Digital control systems
- Cooling systems
- System integration
- Manufacturing

Within the telecommunications market, our DC power systems provide reliable and low-cost DC power to service applications in:

- Prime power applications - do not have access to the utility grid or
- Back-up power applications - have critical power needs and cannot be without power in the event of utility grid failure

Customers can rely on Polar to deliver a turn-key solution as opposed to 'reinventing the wheel' using their internal engineers or consultants



Investment Highlights

Broad Market Opportunities In Telecommunications, Distributed Power, Cogeneration, Military, Electric Vehicle Charging & Uninterruptible Power Supply (UPS)

- Multi-billion dollar opportunity with multiple applications within multiple markets
- Top-tier customer base including Verizon, AT&T and Telstra
- Direct sales / relationships with customers

Strong Technology History & Brand Recognition With Proprietary DC Power System Technologies

- Leadership in energy conversion, power generation, energy storage and digital controls
- Our DC power systems are smaller, lighter, and more efficient than AC power systems
- Integrated controls with remote monitoring and control
- Manufacturing expertise enables us to provide a turnkey, fully integrated system

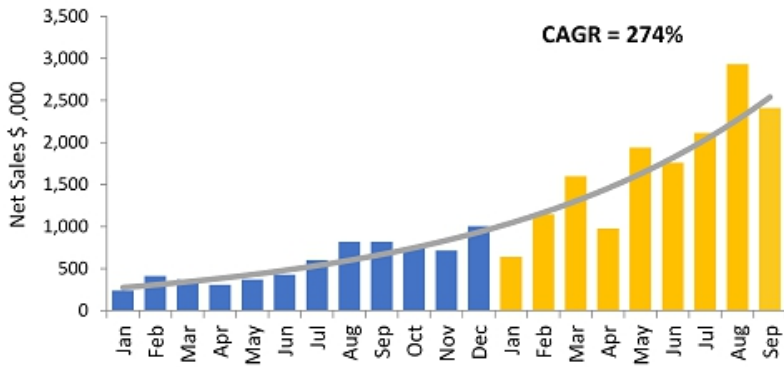
Track Record Of Growth and Profitability

- Funded a decade of growth with free cash flow generated by operations
- Offering proceeds will support product development and greater penetration of existing customers and broader outreach to new customers and end markets

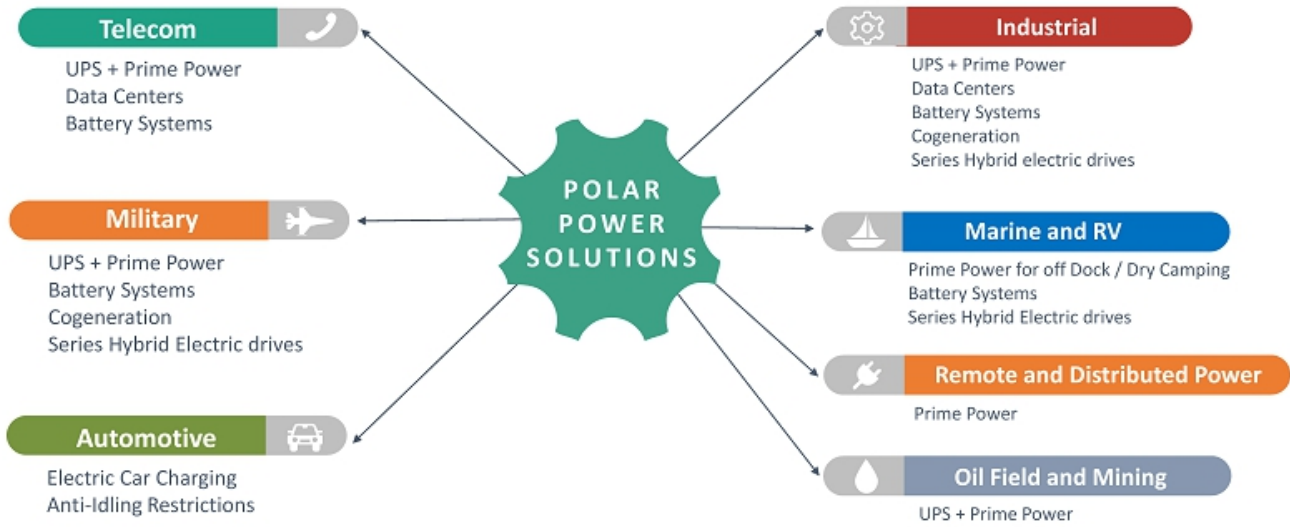


Financial Highlights

**Net Sales
2015 - 2016**

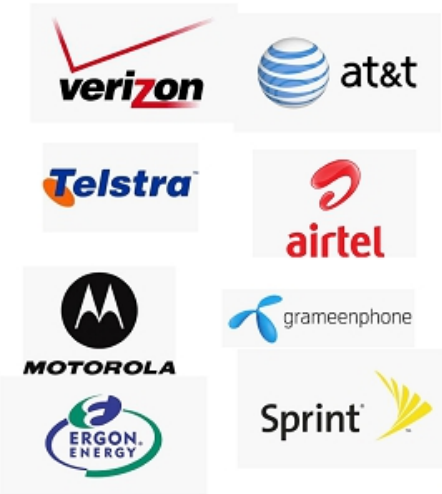


Market Opportunity



Customers

Telecom



Military



Others



Our Market Focus is in Telecommunications



LAUNCH

1980s

Polar starts providing solar PV charge controllers for microwave communications

Moving away from Air-Conditioning

2000s

Reduction in heat produced by electronics, opening the market for DC generators

FIELD TRAILS

1990s

Polar starts manufacturing its DC power systems, debugging its prime power and backup power systems in field trails and supplying systems to most major Telecoms

ACCEPTANCE

2010s

Polar began providing backup power systems / UPS

Why the Change to DC?

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Solid state electronics need DC power, not AC power

AC was popular at cell sites because air-conditioning units needed large amounts of AC power. Over time, the ability of electronics to operate in wide temperature ranges, especially at higher temperatures, increased, thereby reducing the need for air conditioning

This advance in electronics broadened the market for DC generators and power systems

Polar has successfully overcome 100 years of AC power legacy. Our sales are growing rapidly as engineers and managers experience the advantages of DC power technologies



Why Telecoms & Commercial Companies Need Backup Power or Uninterruptible Power Supply (UPS)

- Mission-critical businesses can't afford to be without power
 - Data centers
 - Financial institutions
 - Hospitals
- Results are lost revenue, customers and human safety
- Telecoms – FCC requirement for all cell towers to have some form of backup power following hurricane Sandy
- More businesses are questioning the reliability of today's public power grid
- Natural disasters – earthquakes, floods & tornados
- Blackouts and rolling brownouts due strain on public grid during peak demand
- Onsite power generation and storage provides backup power to enable telecoms/businesses to function without interruption



HYBRID SOLAR ENERGY SYSTEMS

Efficiently combining fuel with solar for reliable and low cost power

PRIME POWER SYSTEMS

Low maintenance systems for harsh and remote environments

TEMPORARY POWER AND RENTAL

Rapid deployment, fuel-efficient, installs on trailer, truck, or ground

BACKUP DC GENERATORS

Small footprint, quiet, lightweight, 72 hr. reserve, available in all fuels



Why Choose Polar Power



- Optimized core product technology over 20 years from both a cost and performance perspective and now deliver a turnkey system
- Provide technical support for our customers including their: architecture and engineering (A&E), installers, commissioning, maintenance, local, regional, and national project managers. Support goes beyond just that of the DC power system
- Rapidly change the product to keep up with constantly evolving telecommunications infrastructure and power requirements
- Manufacturing the product in volume with 8-week delivery schedules

Why a Telecommunications Focus?



Presently 4.7 billion unique mobile subscribers and 5.7 billion projected by 2020

Telecommunications companies worldwide will invest over \$1.4 trillion in the construction of new cell towers and equipment upgrades by 2020

Reducing energy cost presents a major opportunity to increase profit or lower subscriber fees

It is estimated there are more than 1,000 small and medium telecom companies in the U.S. alone

Currently, it is estimated that there are more than 300,000 cell sites in the U.S.

New 5G rollout requires large tower and power expansion



Trends

Many wireless carriers are divesting their tower assets and in turn renting the space from the “new” owners; now referred to as Tower Operators.

Tower Operators having a narrow business interest of providing space and electrical energy; with new owners cell sites are now focused on reducing energy costs to increase their profits.

Key Drivers to Growth of Reliable Power Systems

- 01 FCC regulatory change and wireless carriers revenue goals demand longer backup capacity at all cell sites triggered by Hurricane Katrina & Sandy
- 02 Cell Phones are displacing land lines as primary means of communications. Now the same level of reliability is being demanded of cell phones
- 03 Enhanced pressure from EPA to reduce greenhouse gases
Necessity of independent towers and cell sites for first responders
- 04 Strict mandates to provide rural connectivity to broadband service in the U.S. and developing nations

DC Configuration

Vertical DC Power System

Primarily used for backup power systems

- Very small footprint.
- Diesel models include fuel tank.
- Propane and natural gas units have compartment space that can be used to house batteries or super capacitors.
- Natural gas can operate off of very low line pressure without the use of booster pumps.
- Provides very quiet operation.
- All aluminum cabinet with stainless hardware, corrosion resistant.
- Engineered to provide 20 to 30 year service life with low maintenance.
- Will operate in all weather conditions.
- Maximum electrical output is 15 kW at 54 VDC.



Open Frame DC Power System

Primarily used for prime power systems including solar hybrid

- Designed for installations inside shelters. Locating the generator inside a walk in shelter facilitates maintenance at sites with weather extremes, especially very cold climates.
- Available in all fuels: propane, natural gas, and diesel.
- Can operate up to 6 - 12 months without maintenance or inspection.
- Engineered to provide 15 to 25 year service life with low maintenance.



Horizontal DC Power System

Primarily used for prime power systems including solar hybrid

- Designed for weather extremes, especially hurricanes.
- All aluminum cabinet with stainless hardware, corrosion resistant.
- Available in all fuels: propane, natural gas, and diesel.
- Can operate up to 6 - 12 months without maintenance or inspection.
- Engineered to provide 15 to 25 year service life with low maintenance.
- Very quiet operation.





Backup Power Systems

On-Grid

Advantages of DC Power Systems

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- With air-conditioning no longer required, during a power outage there is now the opportunity for smaller and more efficient DC power systems to provide backup power
- Space is at a very high premium on the cell site. Polar's DC power systems are smaller than many AC power systems
- Polar's DC power systems are generally lighter than many AC power systems, reducing roof reinforcing requirements
- Polar's unique fuel carburation system allows our power systems to function off line pressure without expensive booster pumps typical of AC power systems
- Isolation from the grid, no problems with the power system accidentally connecting to the grid
 - Quiet operation
 - Small amounts of fuel on site



Prime Power Systems

Off-Grid Sites

- Fuel saving has been the most important reason for choosing Polar DC power systems. *We can reduce fuel savings significantly over typical AC installations*
- Our DC hybrid systems reduce field maintenance and refueling from 1 to 4 times a month for traditional technologies to as long as 12 months
- The CAPEX for an installed Polar DC hybrid system is typically lower than AC based systems
- Our products are specifically engineered for low maintenance and long life in prime power applications; thereby reducing OPEX costs. Typically 20 kW AC power systems and smaller are engineered for a low cost applications, and not prime power; increasing the OPEX cost.
- Ease of transportation to remote sites
- Remote monitoring and control
- Built in battery charging algorithms

Supra Digital Control System

Remote Control and Monitoring Improves Reliability and Lowers Maintenance Cost

PROPRIETARY DIGITAL CONTROL SYSTEM

Supra Control System Integrates:

- Proprietary technology developed and manufactured in house
- Remote monitoring & control
- Complete alternator & engine control
- Controls battery charging from multiple power sources
- *Plug and Play* troubleshooting and repair

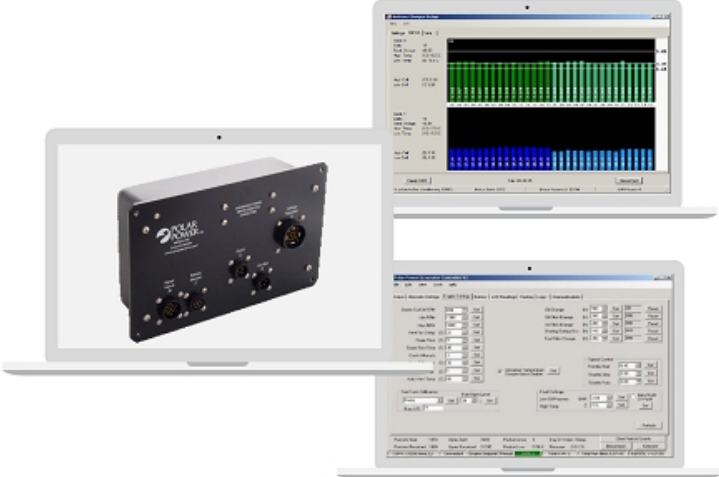
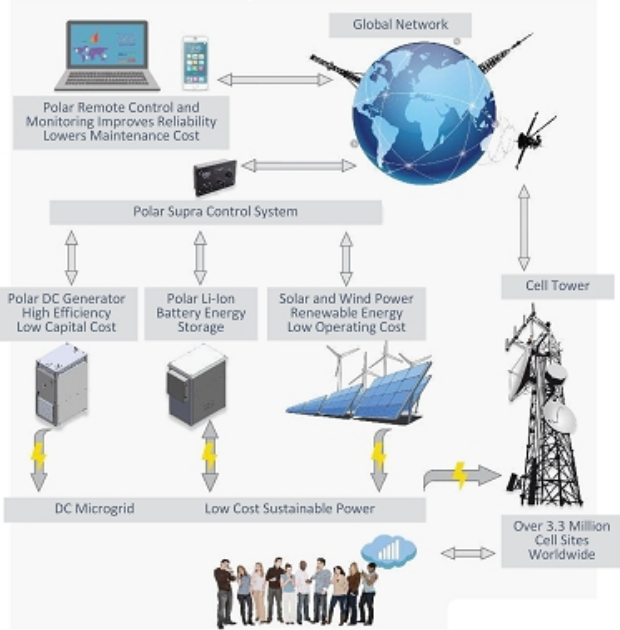


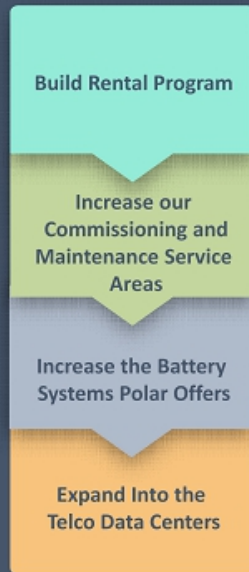
Diagram of a Polar Power System

- Remote monitoring and control of sites from anywhere in the world
- Reduces maintenance costs
- Improves reliability
- Foundation for Rental / Micro-Utility / OPEX
- Designed to support 99.9% network up-time
- Polar’s Hybrid system can reduce fuel costs
- Combines a low CAPEX fuel energy source with a low OPEX renewable energy for low cost sustainable power



Growth Strategy

Expand our Global Sales and Increase Product Line Offerings



Build Rental Program

Increase our Commissioning and Maintenance Service Areas

Increase the Battery Systems Polar Offers

Expand Into the Telco Data Centers

Further develop U.S. mobile telecommunications market

- During the last 3 years, we achieved significant success in selling our DC power systems to large wireless companies
- Product approval from the big 3 wireless carriers in the USA
- Further expand our sales, manufacturing and service infrastructure through strategic allocation of capital in operations and plant and equipment

Expand DC power systems sales into new geographic markets

- Currently, our sales of DC power systems are mostly to U.S. customers, which represents only 4.7% of the total global telecommunications market, we believe a significant opportunity exists for sales of our DC power systems to customers located in developing nations

Expand renewable solar energy product offerings

- Increased environmental regulations and reduction in cost of solar and advanced storage batteries has accelerated tower operators' focus towards solar hybrid systems in off-grid and bad-grid regions
- In 2013, we developed our proprietary Lithium Battery Management system and solar control system

Enter power rental market

- Trend of wireless carriers divesting tower assets to tower operators and tower operators further divesting power infrastructure to energy companies
- Introduced pilot rental program in Southern California in 2014 to evaluate business model
- We plan to introduce an equipment rental program to enter the energy provider market in the telecommunications tower industry

Develop products for Telecom Data Centers

- Industry transitioning towards distributed data centers favoring our DC power systems
- In process of developing higher power DC systems for application in data centers



Key Steps to Expanding our Telecom Sales



Add Additional Sales Personnel

- We have 1 fulltime sales person on the road with 6 supporting staff, that support \$15.5 million in sales for 9 months ended September 30, 2016
- Recently hired 2 senior level sales directors
- Now we are focused on hiring sales support staff



Build A Rental Fleet / Micro-Utility / OPEX Based Service

- Allows us to demonstrate our technology as the customer can rent for a week, month, or years without affecting its CAPEX
- Many customers would rather procure power systems under their operating budgets, and not their capital budgets.
- Would provide a continuous revenue stream
- Would provide significant tax advantages for Polar



Build our Monitoring Maintenance and Commissioning Services

- Presently, we perform our customer service on an “on call” basis rather than on a contract maintenance basis



Increase production facilities



Increase inventory



Increase customer service



Build our overseas presence

Rental Model / OPEX Model

- Current trend of telco's divesting towers to reduce CAPEX
 - 2015 – VZ sells \$5B tower assets to American Tower
- Enter Polar Power as a micro-utility for cell sites utilizing rental model
- Target 1K+ small to medium –sized telecoms
- Recurring revenue model ~\$1K per unit per month
- Tax advantage – Polar owns and depreciates asset over 3 years
 - Average lifespan of units = 18 years
- We believe our DC power systems combined with our proprietary remote performance tracking telematics tools will allow us to efficiently manage and monitor our rental assets, thereby providing lower life cycle costs to our customers.

	Off-Grid (Prime Power)	Grid Connected (Backup Power)
Market	<ul style="list-style-type: none"> • Over 10,000 sites in the U.S. • Indian telecom market 	<ul style="list-style-type: none"> • Over 325,000 sites in the U.S. • Australia, Europe
Products	Solar DC Hybrid	DC backup systems
Customers	1,000 small and medium telecoms in the U.S.	1,000 telecoms + Big 4
Pricing Model	\$/kwh as micro-utility	Fixed monthly cost including maintenance



Potential Global Markets

- Estimates indicate that by 2020 the global telecom industry will deploy approximately 390,000 telecom towers that are off-grid, and 790,000 that are in a bad-grid locations
- More than 90% of all current off-grid and bad-grid towers use AC diesel generators, which have proven to have poor fuel efficiency and short operational life cycles
- The conversion of these cell sites to greener power solutions, could result in savings of \$13 billion in fuel costs and reduction of 40 million tons of CO₂ on an annual basis

Potential Global Target Markets

Australia

- Australia's large continent with remote and urban areas makes it an ideal market for our DC Solar hybrid and Backup systems
- During 2013 and 2014, we shipped \$1.7 million of DC hybrid power systems for use in remote areas by two of the largest telecom providers in Australia
- We plan to open an office in this region in 2017
- Australia serves as a stepping off point for other South Pacific and Southeast Asian markets
- Other applications that require remote power systems are mining, marine, railways and military

India

- Large population with the national goal of delivering low-cost cell and broadband service
- The Indian telecommunications industry consumes over 660 million gallons of diesel fuel annually and this is more than all the trains or trucks combined
- Polar plans to offer under a micro-utility / OPEX service using solar hybrid sites combining 80% solar with 20% energy from either natural gas or ammonia based fertilizer
- 70% of the approximately 400,000 urban cell sites face electrical grid outages in excess of 8 hours a day
- In 2010, we shipped 60 DC generators to India and in 2011, we sold 58 generators to the countries neighboring India for field demonstrations

Africa

- It is estimated that 60% of the operating expense of cell sites in this continent relates to energy
- As of 2014, from an estimated of 170,000 cell sites there are 145,000 off-grid and bad-grid sites typically running on 2 (AC) generators per site
- Many large telecom companies in Africa contacted us with interest in our DC power systems. We have delivered approximately 30 DC generators to Africa for field trials.
- Like Australia and India, local presence is critical. We plan to open our office in South Africa in 2017 to handle sales support and integration
- South Africa has a large market with strong logistics for marketing into other African nations

Financial Metrics

	December 31, 2014	December 31, 2015	September 30, 2016
Gross Margin % of revenue	37%	35%	41%
Operating Expenses % of revenue	18%	31% ¹	15%
Income from Operations % of revenue	19%	4%	28%
Net Income of % revenue	11%	0%	14%
Annual Sales Growth %		32%	202% ²
Income from Operations Growth %		(68%) ³	1797% ²
Return on Assets %	20%	(1%)	22%
Earnings Per Share	\$0.09	(\$0.01)	\$0.37
Activity Ratios			
Current Ratio	1.45	1.64	1.71
Quick Ratio	0.78	0.73	1.71
Inventory Turnover	2.19	1.27	1.52
Fixed Asset Turnover	11.9	12.6	21.1
Average Collection Period (days)	44	80	85
Average Payment Period	12	20	38
Return on Equity (ROE) %	48%	(1.5%)	49%
Return on Capital Invested %	49%	(1%)	96%

- Gross margin growth from 35% in 2015 to 41% in 2016 resulting from improved manufacturing efficiency and improved factory utilization
- High growth during past 24 months with annual CAGR of 274% profitable growth
- Direct sales model and service increasing revenue per unit for two consecutive years
- Income from Operations growth of 1797%² resulting from lower operating expenses and higher margins
- Agile vertically integrated operations model with low capital investment provides over 22% return on fixed assets
- Capital efficient scalable business model with over 96% return on capital invested allows for sustainable growth with minimum dilution to shareholder equity

(1) Increase in Operating expense related to \$582,895 non cash adjustments for fair market value of shares issued resulting in 8% higher operating expense.

(2) Results only reflect nine months of sales for 2016 annualized compared to twelve months of sales during previous period 2015.

(3) Income from Operations growth impacted by note (1) and addition of \$250,000 in inventory reserves.

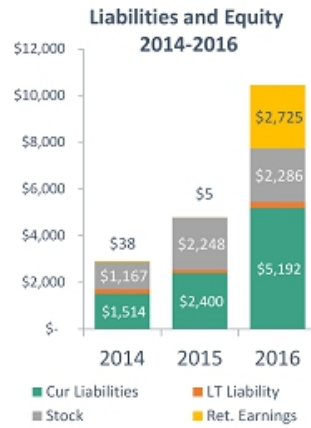
Income Statement

(in thousands, except per share data)	Nine Months Ended September 30,		Years Ended December 31,	
	2016 (Unaudited)	2015 (Unaudited)	2015	2014
Net Sales	\$15,525	\$4,375	\$6,847	\$5,201
Cost of Sales	9,106	2,987	4,433	3,288
Gross Profit	6,420	1,388	2,413	1,914
Total operating expenses	2,059	1,054	2,107	948
Income (loss) from operations	4,361	334	307	965
Total other (expense)	(92)	(150)	(66)	(100)
Income (loss) before income taxes	4,269	184	240	866
Income tax provision	(1,549)	(25)	(274)	(290)
Net Income (loss)	\$2,720	\$159	\$(33)	\$575
Net Income (loss) per share – basic and diluted	\$0.37	\$0.03	\$(0.01)	\$0.09

Financial Review | 2014 – 2016

- Sales growth of 254% for the nine month period ending September 30, 2016 compared to September 30, 2015
- Earnings per share \$0.37 for the nine month period ending September 30, 2016 due to higher gross margins and lower operating expenses
- Strong backlog of over \$6.0 million at the period ending September 30, 2016

Balance Sheet



	Sep 30, 2016 (Unaudited)	December 31, 2015	December 31, 2014
ASSETS			
Total current assets	9,038,731	3,946,296	2,190,304
Property and equipment, net	783,982	542,892	434,996
Deposits	66,796	88,944	102,699
Deferred financing costs	300,348	-	-
Deferred tax assets	268,887	205,000	190,000
Total assets	\$10,458,744	\$4,783,132	\$2,917,999
LIABILITIES AND SHAREHOLDERS' EQUITY			
Total current liabilities	5,192,257	2,400,958	1,514,680
Notes payable, net of current portion	254,645	127,840	197,541
Total liabilities	5,446,902	2,528,798	1,712,221
Common stock, no par value, 50,000,000 shares authorized	2,286,395	2,248,895	1,167,000
Retained earnings	2,725,447	5,439	38,778
Total shareholders' equity	5,011,842	2,254,334	1,205,778
Total liabilities and shareholders' equity	\$10,458,744	\$4,783,132	\$2,917,999

Pre-IPO Capitalization Table

Class	Number	Percentage
Common Shares - Directors and Executive Officers*	6,197,476	84%
Common Shares - Others	1,185,682	16%
Warrants	0	0%
Options	0	0%
Total	<u>7,383,158</u>	<u>100%</u>

- \$55.4 million pre-offering valuation, at the midpoint of the expected offering range

* 5,578,176 shares held by Arthur D. Sams

Highlights

Operations

- Moved to Gardena (14 miles from LAX) in early 2015, to expand manufacturing capacity
- Effective cost management providing strong gross margins of 41% in nine months ending September 30, 2016
- Vertically integrated operations with global sourcing of key components.
- Over 100 full time employees

R&D , Technologies and Products

- History of innovation and investments in new products and proprietary technologies.
- 88% of current sales driven by new products launched since 2006
- Robust product pipeline focusing on renewable energy solutions for off-grid applications

Sales and Service

- High growth during past 24 months with annual profitable growth of 274%
- 30 Years of brand recognition and reputation in DC power and cooling solutions
- Successful direct sales and service model for U.S. markets
- Intend to build a recurring revenue rental program for the telecom market leveraging our service infrastructure

Finance

- 255% Net Sales growth for the nine months ending September 30, 2016 compared to the nine months ending September 30, 2015
- Funded a decade of growth with free cash flow generated by operations
- Raised \$1.7 million in equity during 2014 and 2015 to fund growth
- Decades of management experience in managing growth and diverse market opportunities



Contact Us



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