Executive summary of podway project for

Cebu City, Cebu, Philippines

New sustainable infrastructure

Tollway with integrated solar, wind, storage, EV charging, and utilities.

A vertically-integrated automated tollway for moving people and goods. Podway built alongside roadways and highways within public right-of-way easements. Includes a renewable energy grid with battery-backed solar and wind generation, on-street EV charging, and utilities.

Finance • Build • Own • Operate (FBOO)

Financial Summary - details on page 3-6

Project Cost (CAPEX)	**$778.5M**
$3M per route-km	
$807 per resident cost	
Annual Revenue	**$2.0B**
Multiple long-term contracts and revenue streams from passengers, renewables, advertising, freight, parcels, carbon credits, and attachment fees.	
Operating Expenses (OPEX)	**$544.2M**
Rev share, monitor, security, clean, maintain	
Net Operating Income	**$1.2B**
Multiple scenarios and metrics on page 4	

Project Details

Length: 260 km

Guideway with stainless steel exterior, aluminum rails, galvanized steel supports at 24 m (79 ft) spacing. Expected 75+ year lifespan.

Number of Vehicles: 7,894

Automated, on-demand, battery-electric pods can carry 4 seated passengers or 1400 kg (1.5 ton) pallet-sized payload.

Number of Access Points: 2,604

Access points (pod stops) are electric lifts that lower pods to ground-level for boarding off the main line.

Serves all major destinations including: Airport(s), Train station(s), Bus terminal(s), Hospitals, Schools, Places of worship, Tourist sites, Grocery stores, Retail, Residential, Freight hubs, Industrial, Distribution centers, and Seaports.

Population served: 868K

72 km/h (45 mph) non-stop. Convenient to population of 867,752. Integrates with existing travel modes. Provides car-like convenience and train-like capacity.

Renewable Energy System: 64.3 MW

64 MW generation of clean and renewable energy.
GHG reduction of 269,800 tCO2e per year.

Status and Milestones

First Pilot	Installed & testing (Boston 2021)
Feasibility study	Completed
Funding	Partial (see page 5)
Insurance & Bonding	Have commitment
Rights-of-Way agreement	TBD
Route approved	TBD
EPC selected	04/2023
First phase Permitted	05/2023
On-site Pilot installed	07/2023
Concession Signed	07/2023
Financial close	07/2023
First phase operational	01/2024
Full system operational	08/2024

Additional Info

Public webpage for Philippines

Request feasibility study

Transit X

Capgemini

Feasibility Study and Industry Comparables

Feasibility Study Summary

- ✓ **Financial**: Multiple sources of revenue, long-term contracts and network effects deliver durable cash flows and high margin operations.
- ✓ **Regulatory**: International Automated People Mover standards for system safety.
- ✓ **Land acquisition**: None. Installed within public rights-of-way (RoW) alongside roadways within utility-like aerial easements.
- ✓ **Government**: Provides aerial RoW easements through long-term concession agreement. Strong government support from revenue stream and no government funding. Provides public transport that is convenient, inclusive, accessible, sustainable, and equitable. No land use or negative impact on other modes of travel. Lowers gov't cost for road & bridge maintenance.
- ✓ **Construction**: 90% of work is competitively bid on fixed-price contracts with qualified and reputable firms. Infrastructure is built in factory which makes for fast installation and low disruption.
- ✓ **Environmental**: No significant environmental impact. Carbon negative. Pollution free. Powered by clean and renewable energy
- ✓ **Societal**: Fast to build and not disruptive. Improved safety, reduced crime. Creates jobs and economic growth. Eliminates congestion & parking issues. Integrates with existing transport.
- ✓ **Technical**: Exclusive, elevated, fully-automated guideway avoids complexities of multi-modal roadway. Similar to systems that have been safely operating for 45+ years. See box to right →

Podway vs. ATN/PRT

No land use: podways go alongside existing roads use use low-cost stops to enter pods at ground level.

Low cost: mass production of civil infrastructure

Goods: automated transport of freight and packages

Utilities: integrates utility lines & street lighting

Energy: solar & wind on podway generate distributed renewable energy & storage to sell.

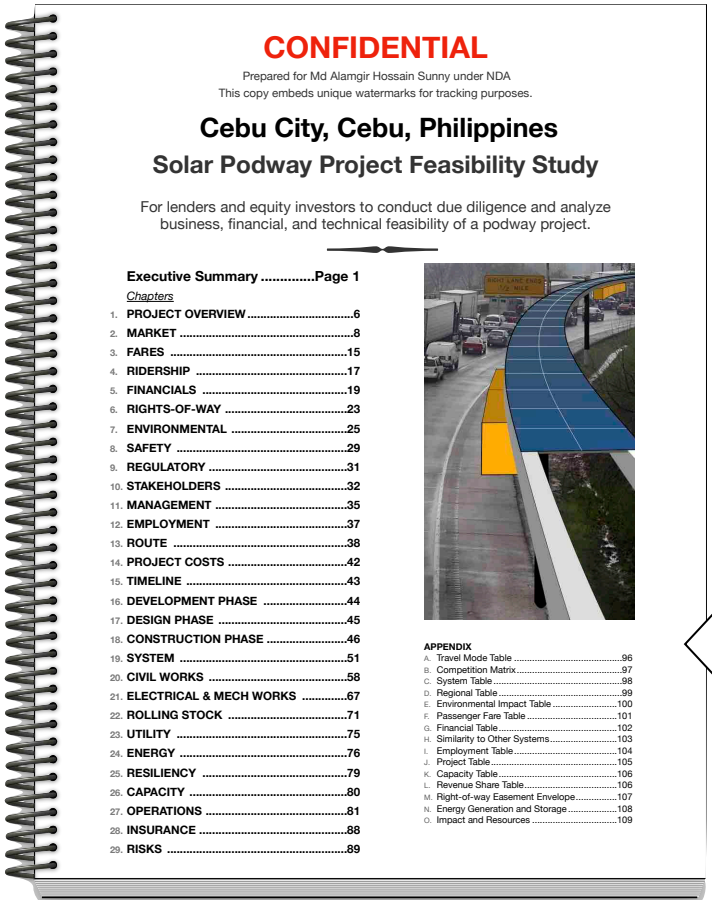
High capacity: 6-pod trains every second carry 86,400 seats/hr. Pod lifts can handle any loading demand.

High speed: 242 km/h (150 mph) over long distances

Convenience: road-like network with stops on every block achieve car-like convenience and availability.

Operational ATN/PRT Systems

Location	Name and Vendor	Route (km)	Vehicles	Service Year
Morgantown, West Virginia	Morgantown PRT	5.8	70	1975
London Heathrow Airport	ULTra	3.8	21	2011
Masdar City, UAE	2getthere	1.8	10	2010
Suncheon, South Korea	Vectus	4.6	40	2014
Raytheon, Massachusetts (tested)	PRT 2000	1.5	3	1995-1997



CONFIDENTIAL

Prepared for Md Alamgir Hossain Sunny under NDA
This copy embeds unique watermarks for tracking purposes.

Cebu City, Cebu, Philippines

Solar Podway Project Feasibility Study

For lenders and equity investors to conduct due diligence and analyze business, financial, and technical feasibility of a podway project.

Related podway projects

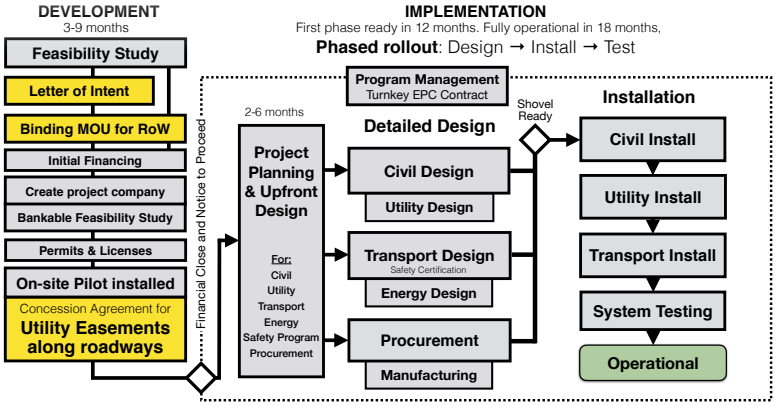
Barishal, Bangladesh: In Development Phase. AECOM providing program management. Local firm preparing route survey and environment impact study.

Pilot: Installed in Oct 2021 in Massachusetts, USA. Testing underway and operational in Q4 2022.

Government commitments
for 8+ countries in Africa, Asia, and North America

Feasibility Study and Industry Report available upon request.

Project Details

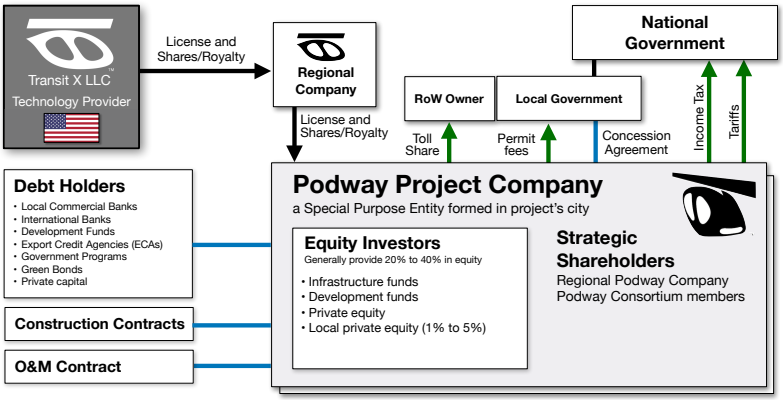


Top-level timeline and schedule

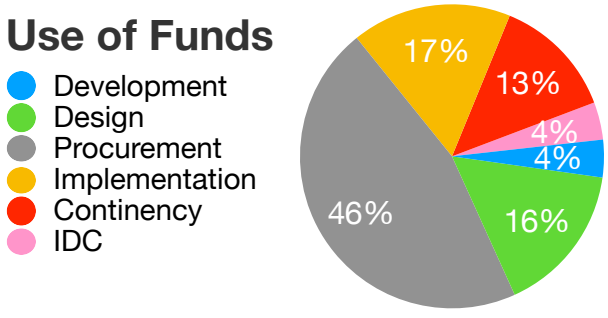
Partners and Major Contracts

Lead Developer	Transit X
Accounting / CPA	big 4
Concession Agreement	Gov't (or private)
Financial advisor	EACP
Program Management	AECOM
Bankable Study	KPMG/PwC/EY
Insurance	Lloyds of London
Transit Engineering	Capgemini
Civil Works	Competitive bid
Energy Systems	Competitive bid
Manufacturing	Multiple contracts

Project Structure



Use of Funds



Use of Funds

	Task item	Cost (US$)
1	**DEVELOPMENT**: 3 to 9 months	**$31.1M**
2	Feasibility Study	3,425,000
3	Ridership-Revenue Study	2,180,000
4	Pilot	4,982,000
5	Civil planning & assessment	11,210,000
6	Contracts, Documentation & Legal	2,802,000
7	Project Management	2,491,000
8	Travel & Meetings	934,000
9	Contingency for Development Phase	3,114,000
10	**IMPLEMENTATION / EPC**	**$747.7M**
11	**DESIGN**: 3 to 6 months duration	**124,554,000**
12	Financing fees	22,420,000
13	Contracts & Legal	7,473,000
14	Commission fee	22,673,604
15	Civil Design	22,420,000
16	Transport Design	16,192,000
17	Utility Design	14,946,000
18	Permitting & Approvals	8,719,000
19	Owner's Engineer and Rep	11,210,000
20	Project Management (through construction)	12,455,000
21	Independent Engineering Consultant	4,982,000
22	**PROCUREMENT**	**358,091,786**
23	Substructure (vertical supports)	25,066,000
24	Superstructure (guideway)	153,979,000
25	Pods (vehicles)	28,647,000
26	Lifts	21,486,000
27	Solar & Wind generation	111,008,000
28	Battery packs (energy storage)	3,581,000
29	Shipping & Tariffs	14,324,000
30	**INSTALLATION:** 12 to 18 month duration	**$132.3M**
31	Insurance & Bonding	2,646,765
32	**Civil Structures** (Podway)	**60,876,000**
33	Site work	6,088,000
34	Utility diversions	19,480,000
35	Foundations	15,219,000
36	Erection (labor + equipment)	18,263,000
37	Inspections and Certifications	1,826,000
38	**Rolling Stock** (Pods & Lifts)	**43,672,000**
39	Installation & Commissioning	17,469,000
40	Testing & Safety Certification	19,216,000
41	Documentation & Training	6,988,000
42	**Facilities**	**13,234,000**
43	Pod cleaning facilities	2,647,000
44	Repair & maintenance facilities	2,779,000
45	Pod parking garage	3,176,000
46	Control room	4,632,000
47	**Energy Systems**	**11,910,000**
48	Installation	9,528,000
49	Utility Interconnects	2,382,000
50	**Other**	**132,676,730**
51	15% Contingency	101,538,314
52	Interest During Construction	31,138,416
53	**TOTAL PROJECT COSTS**	**$778.5M**

Business model

Operate tollway and collect fees for passenger trips, freight, and parcels. In pod direct marketing/advertising.

Renewable energy generation with storage. Utility attachment fees.

Concession Agreement with Government

- Easement rights-of-way for 5% share of revenue
- Guaranteed minimum usage by government
- 35 to 50 yr term with extension or removal at end
- A common carrier with social benefit
- Can sell and distribute renewable energy
- No land ownership
- Local content %, Job transition programs
- Clear tender process & reasonable import tariffs
- Formula for setting majority of fares.
- Utility integration with attachment fees
- Service quality levels, capped liability, safety program
- Ability to move project funds into and out of the country

Financial Strengths

- **Predictable revenue** from long-term contracts and multiple revenue streams, including PPA.
- **Durable High Margins** from long-term contracts, network effects, high barriers to entry, a platform business model, a vertically integrated system, and exclusivity.
- **Fixed price & time construction** installation of factory-built light civil infrastructure. Phased roll-out.
- **Low CAPEX** and competitive with rebuilding a roadway or transition to electric vehicles. Lightweight vehicles and loads enable low cost civil structures. Rapid construction reduces interest on debt.
- **Low OPEX** because no driver cost, no fuel cost, low maintenance and repair costs, low marketing costs
- **Low fixed OPEX** over 75% of expenses are variable and proportional to revenue.
- **Sustainable/Equitable** Clean energy and transport delivers superior ESG/SDG/Triple-bottom line
- **Proven tech** Comparable systems have been operating safety for 40+ years in US. Fixed price contracts.

Financial Projections

		Expected	50% less passenger trips	50% less passenger trips & 50% less freight trips
Project cost / CAPEX		**$778.5M**	**$778.5M**	**$778.5M**
NET REVENUE		**$2.0B**	**$1.5B**	**$1.0B**
Passenger fares		$975.6M	$487.8M	$487.8M
Long-term guaranteed contracts (est.)	$48.8M		$24.4M	$24.4M
Daily trips (% mode share)	1,387,298 (48%)		693,649 (24%)	693,649 (24%)
Avg. revenue per trip: $	$1.93			
Revenue per vehicle	$256,015			
Advertising		$26.2M	$13.1M	$13.1M
per hour per passenger	$0.62			
Freight & Parcels		$946.3M	$946.3M	$473.2M
Long-term guaranteed contracts (est.)	$66.2M		$66.2M	$33.1M
Energy		$10.2M	$10.2M	$10.2M
$/MWh ($/GJ)	$30			
EV & Carbon Credits		$40.3M	$40.3M	$40.3M
per tCO2e	$120			
Attachment fees		$22.4M	$22.4M	$22.4M
OPEX		**$544.2M**	**$418.9M**	**$300.7M**
Toll share		$101.0M	$76.0M	$52.3M
Operations & Maintenance, SG&A		$404.2M	$304.0M	$209.4M
Depreciation / Reserve		$38.9M	$38.9M	$38.9M
EBIT		**$1.5B**	**$1.1B**	**$746.3M**
Interest Payment		**$52.5M**	**$52.5M**	**$52.5M**
Net Operating Income (NOI)		**$1.2B**	**$891.4M**	**$589.7M**
Gross Margin (OPEX/Revenue)		73%	72%	71%
NOI / Project cost ratio		1.56	1.15	0.76
Breakeven Revenue		20%		
Return of Capital		2.5 years		
DSCR		Year 1: 8.67 Year 5: 28.89		
Cash-Flow-to-Debt Ratio		1.85		
Valuation at year 5 (with P/E ratio of 4)		$8.1B (51.9 times initial equity)		
Project's IRR		**88%**		

10-year Pro Forma

Dollar values in thousands USD ('000)

	Years ▶	0	1	2	3	4	5	6	7	8	9	10
1	**INCOME STATEMENT**											
2	**Net Revenues**	$ 0	$ 606,294	$ 848,811	$ 1,188,336	$ 1,663,670	$ 2,020,979	$ 2,020,979	$2,0	$2,0	$2,0	$ 2,020,979
3	*% of steady-state revenue*	*0%*	*30%*	*42%*	*59%*	*82%*	*100%*	*100%*				*100%*
4	**Operating Costs**	$ 0	151,573	212,203	297,084	415,918	545,725	545,725	54	54	54	545,725
5	**Toll Share**	$ 0.00	30,315	42,441	59,417	83,184	101,049	101,049				101,049
6	**Operations & Maintenance, SG&A**	$ 0	121,259	169,762	237,667	332,734	404,196	404,196	40	40	40	404,196
7	**Depreciation / Reserve**	$ 0	0	0	0	0	40,480	40,480				40,480
8	**EBIT**	$ 0	454,720	636,608	891,252	1,247,753	1,475,254	1,475,254	254	254	254	1,475,254
9	**Interest Payment**	$ 52,471	$ 52,471	$ 52,471	$ 52,471	$ 52,471	$ 52,471	$ 52,471				$ 52,471
10	**Taxes**	$ 0	60,337	87,621	125,817	179,292	213,417	213,417	417	417	417	213,417
11	**Net Operating Income (NOI)**	$ (52,471)	341,912	496,517	712,964	1,015,989	1,209,366	1,209,366				1,209,366
12	**BALANCE SHEET**											
13	**Total Assets**	$ 781,875	786,627	793,281	802,597	809,599	809,599	809,599				809,599
14	**Cash & Marketable Secur. (BOP)**											
15	**Fixed Assets (acquisition cost)**	$ 781,875	786,627	793,281	802,597	809,599	809,599	809,599				809,599
16	**Depreciation**	$ 39,094	39,331	39,664	40,130	40,480	40,480	40,480	480	480	480	40,480
17	**Accumulated Depreciation**	$ 39,094	78,425	118,089	158,219	198,699	239,179	279,659				441,579
18	**Total Liabilities**	$ 653,907	653,907	653,907	653,907	653,907	653,907	653,907	907	907	907	653,907
19	**Debt**	$ 653,907	653,907	653,907	653,907	653,907	653,907	653,907				653,907
20	**Equity**	$ 155,692	497,604	994,121	1,707,084	2,723,073	3,932,439	5,141,805	171	536	902	9,979,268
21	**Capital**	$ 155,692	155,692	155,692	155,692	155,692	155,692	155,692				155,692
22	**Retained Earnings**	$ 0	341,912	838,428	1,551,392	2,567,381	3,776,747	4,986,113	479	844	210	9,823,576
23	**CASH FLOW**											
24	**Free Cash Flow**	$ (781,875)	449,968	629,955	881,937	1,240,750	1,515,734	1,515,734	734	734	734	1,515,734
25	**Cash From Operations**	$ 0	454,720	636,608	891,252	1,247,753	1,515,734	1,515,734				1,515,734
26	**Increases in Working Capital**	$ 0	0	0	0	0	0	0	0	0	0	0
27	**CAPEX**	$ 781,875	4,753	6,654	9,315	7,002	0	0				0
28	**Fixed Infrastructure**	$ 611,839	0	0	0	0	0	0	0	0	0	0
29	**Energy**	$ 127,015	0	0	0	0	0	0				0
30	**Pods**	$ 11,882	4,753	6,654	9,315	7,002	0	0	0	0	0	0
31	**Interest during construction**	$ 31,138	0	0	0	0	0	0				0
32	**Cash Flow From/To Finance**	$ 757,128	(52,471)	(52,471)	(52,471)	(52,471)	(52,471)	(52,471)	71)	71)	71)	(52,471)
33	**Cash From/To Equity Investors**	$ 155,692	0	0	0	0	0	0				0
34	**Cash From/To Debt (Principal)**	$ 653,907	0	0	0	0	0	0	0	0	0	0
35	**Dividends**	$ 0	0	0	0	0	0	0				0
36	**IRR to date**	loss	(42%)	23%	56%	73%	81%	85%	87%	88%	88%	88%

Offering

IMPORTANT NOTICE: The information contained in this document is not an offer to sell or a solicitation to buy any security. These materials and documents and information from which they are derived or which are referred to by or accessible from them may contain forward looking statements within the meaning of Section 27A of the Securities Act of 1933, Section 2E of the Securities Exchange Act of 1934 and the Private Securities Litigation Reform Act of 1995. All statements other than statements of historical fact are forward looking statements and are subject to risks and uncertainties. Forward looking statements generally can be identified by the use of forward looking terminology such as "may," "will," "expect," "intend," "estimate," “project,” "anticipate," "believe" or "plan" or the negative thereof or variations thereon or similar terminology. Although we believe that the expectations reflected in such forward looking statements are reasonable, it can give no assurance that such expectations will prove to be correct. All forward looking statements speak only as of the date made. Except as required by law, we undertake no obligation to update any forward looking statement to reflect events or circumstances after the date on which it is made or to reflect the occurrence of anticipated or unanticipated events or circumstances. These materials and documents and information from which they are derived or which are referred to by or accessible from them represent our best estimate as to the allocation of the funding based upon its present business plan and financial condition. The costs and expenses to be incurred in pursuing the Company’s business plan cannot be predicted with certainty. There can be no assurance that unforeseen events will not occur or that the Company’s business plan will be achieved or that it will not be changed, and it is possible that the funding may be applied in a manner other than that described herein.

<table>
<tr><th rowspan="2">Phase ➡</th><th colspan="4">Capital (greenfield) Investment</th><th rowspan="2">IPO or Brownfield Investors</th></tr>
<tr><th>Initial Development</th><th>Development Equity</th><th>Implementation Equity</th><th>Debt</th></tr>
<tr><td>Amount to be Raised</td><td>$3.1M</td><td>$31.1M</td><td>$121.4M</td><td>$653.9M</td><td></td></tr>
<tr><td>Status</td><td>To be raised</td><td>To be raised</td><td colspan="2">Have commitment(s)</td><td>12-18 months from start of operations</td></tr>
<tr><td>Collateral/Asset</td><td colspan="2">MOU and/or PPA</td><td colspan="2">Installed equipment, Tax Credits, PPA</td><td></td></tr>
<tr><td>Terms</td><td colspan="3">Common + Preferred Shares</td><td>5-20 year term
Limited Recourse</td><td>Dividends
and share of profits</td></tr>
<tr><td>Exit</td><td colspan="2">Exit at start of implementation
(12-18 months)</td><td>Exit @ 18 months after start of operations</td><td>n/a</td><td>Dividends and profit distribution</td></tr>
<tr><td>Investment goals</td><td colspan="2">Risk-adjusted returns
or Bank Guarantee (BG)</td><td>>20% IRR</td><td>Low risk of default</td><td>Long-term, dependable cash flow</td></tr>
<tr><td>Target Return on Capital</td><td>72%
(or 15% with BG)</td><td>54%
(or 15% with BG)</td><td>36%</td><td>n/a</td><td>15%</td></tr>
<tr><td>Use of Funds & Milestones</td><td>Contract for Bankable Feasibility Study. Environmental impact Route Survey. Pilot ordered. Create project company in country.</td><td>Permits & Planning. Major contracts signed. Pilot installed. Full investment docs. Concession signed.</td><td>Overall Design and Docs. First phase procurement and implementation. Insurance & bonding.</td><td>Remaining Procurement, installation, and commissioning.</td><td></td></tr>
</table>