Nagcarlan, Laguna, 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) \$74.6M

\$2.8M per route-km

\$1,149 per resident cost

Annual Revenue \$50.9M

\$25.0M

Multiple long-term contracts and revenue streams from passengers, renewables, advertising, freight, parcels, carbon credits, and attachment fees.

Operating Expenses (OPEX) \$16.5M

Rev share, monitor, security, clean, maintain

Net Operating Income

Multiple scenarios and metrics on page 4





Project Details

Length: 27 km

Guideway with stainless steel exterior, aluminum rails, galvanized steel supports at 24 m (79 ft) spacing. Expected 100 year lifespan.

Number of Vehicles: 310

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

Number of Access Points: 182

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: 55K

72 km/h (45 mph) non-stop. Convenient to population of 55,136. Integrates with existing travel modes. Provides car-like convenience and train-like capacity.

Renewable Energy System: 6.4 MW

6 MW generation of clean and renewable energy. GHG reduction of 7.4K 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 09/2023

First phase Permitted 10/2023

On-site Pilot installed 12/2023

Concession Signed 12/2023

Financial close 12/2023

First phase operational 06/2024

Full system operational 02/2025

Additional Info

Public webpage for I

st feasibili

for Philippines







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 →

CONFIDENTIAL

Prepared for Md Alamgir Hossain Sunny under NDA

Nagcarlan, Laguna, 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.

	Executive SummaryPage 1
	•
1.	Chapters PROJECT OVERVIEW6
2.	MARKET8
_	
3.	FARES
4.	FINANCIALS19
5.	
6.	RIGHTS-OF-WAY23
7.	ENVIRONMENTAL25
8.	
9.	
	STAKEHOLDERS32
	MANAGEMENT35
	EMPLOYMENT37
	ROUTE38
	PROJECT COSTS42
	TIMELINE43
16.	DEVELOPMENT PHASE44
17.	DESIGN PHASE45
	CONSTRUCTION PHASE46
19.	SYSTEM51
20.	CIVIL WORKS58
21.	ELECTRICAL & MECH WORKS67
22.	ROLLING STOCK71
23.	UTILITY75
24.	ENERGY76
25.	RESILIENCY79
26.	CAPACITY80
27.	OPERATIONS81
28.	INSURANCE88
29.	RISKS89



AF	PPENDIX	
Α.	Travel Mode Table	96
	Competition Matrix	
C.	System Table	98
D.	Regional Table	99
E.	Environmental Impact Table	100
E.	Passenger Fare Table	101
	Financial Table	
Н.	Similarity to Other Systems	
L		104
J.	Project Table	105
K.	Capacity Table	
L.	Revenue Share Table	106
M.	Right-of-way Easement Envelope	107
N.	Energy Generation and Storage	108
^	Impact and Resources	100

Podway vs. ATN/PRT

Automated Transit Networks Personal Rapid Transit

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

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 and is undergoing testing.

Government commitments

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

Feasibility Study and Industry Report available upon request.



Page 2 © 2023 Transit X

Project Details

PRE-IMPLEMENTATION 3-9 months IMPLEMENTATION / Development First phase ready in 12 months. Fully operational in 18 months, Phased rollout: Design → Install → Test Feasibility Study Program Management Turnkey EPC Contract Installation Financing EOI **Detailed Design** Civil Install Mobiliza-Civil Design tion & Upfront **Utility Install** Utility Design **Detailed Project Report** Work Transport Install **Transport Design** For: Civil Permitted & Licensed Utility Fransport Energy **Energy Design** On-site Pilot installed System Testing Concession Signing Procurement Operational Manufacturing

Top-level timeline and schedule

Partners and Major Contracts

Lead Developer Transit X

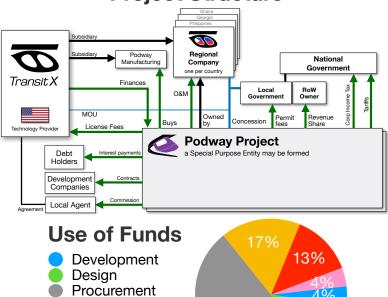
Financial partner Podway Development
Accounting / CPA one of Big 4

Concession Agreement Gov't (or private)
Financial advisor EACP

Program Management AECOM
Bankable Study KPMG/PwC/EY
Insurance Lloyds of London
Engineering Capgemini
Civil Works Competitive bid

Project Structure

Energy Systems Competitive bid **Manufacturing** Multiple contracts



46%

16%

Implementation Continency

IDC

Use of Funds

	Task item	Cost (US
Б	DEVELOPMENT: 3 to 9 months	\$3.0N
	Feasibility Study with Ridership-Rev Study	209,00
	Environmental Impact Study	626,00
	Pilot	477,00
	Civil planning & assessment	775,00
	Contracts, Documentation & Legal	268,00
	Project Management	239,00
	Travel & Meetings	89,00
	Contingency for Development Phase	298,00
П	MPLEMENTATION / EPC	\$71.6N
	ESIGN: 3 to 6 months duration	11,929,00
	Financing fees	2,147,00
3	Contracts & Legal	716,00
,	Commission fee	2,171,56
	Civil Design	2,147,00
	-	
; ,	Transport Design	1,551,00
	Utility Design	1,431,00
}	Permitting & Approvals	835,00
	Owner's Engineer and Rep	1,074,00
	Project Management (through construction)	1,193,00
_	Independent Engineering Consultant	477,00
	ROCUREMENT Substitute (ventice) companie)	34,296,17
1	Substructure (vertical supports)	2,401,00
	Superstructure (guideway)	14,747,00
	Pods (vehicles)	2,744,00
	Lifts	2,058,00
	Solar & Wind generation	10,632,00
1	Battery packs (energy storage)	343,00
	Shipping & Tariffs	1,372,00
11	NSTALLATION: 12 to 18 month duration Insurance & Bonding	\$12.7 I 253,49
2	Civil Structures (Podway)	5,830,00
3	Site work	583,00
,	Utility diversions	1,866,00
;	Foundations	1,458,00
) }	Erection (labor + equipment)	1,749,00
,	Inspections and Certifications	175,00
3	Rolling Stock (Pods & Lifts)	
	Installation & Commissioning	4,183,00 1,673,00
	· ·	
)	Testing & Safety Certification Documentation & Training	1,841,00
	Facilities	669,00
!		1,267,00
•	Pod cleaning facilities	253,00
	Repair & maintenance facilities	266,00
5	Pod parking garage	304,00
i	Control room	443,00
	Energy Systems	1,141,00
,	Installation	912,80
	Utility Interconnects	228,20
0	ther	12,707,09
	5% Contingency	9,724,81
		0 000 07
	terest During Construction	2,982,27

Page 3 © 2023 Transit X

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
- · Minimum 30 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

Project's IRR

· 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	\$74.6M	\$74.6M	\$74.6M	
NET REVENUE	\$50.9M	\$38.6M	\$26.9M	
Passenger fares	\$24.2M	\$12.1M	\$12.1M	
Long-term guaranteed contracts (est.) Daily trips (% mode share) Avg. revenue per trip: \$ Revenue per vehicle	\$1.2M 86,884 (45%) \$0.76	\$604.7K 43,442 (22%)	\$604.7K 43,442 (22%)	
Advertising		\$210.1K	\$210.1K	
per hour per passenger	Ψ := •: · · ·	Ψ210.11	Ψ210.11	
Freight & Parcels Long-term guaranteed contracts (est.)	\$23.5M	\$23.5M \$1.6M	\$11.7M \$821.2K	
Energy \$/MWh (\$/GJ)	,	\$1.1M	\$1.1M	
EV & Carbon Credits per tCO2e	Ψ=	\$1.2M	\$1.2M	
Attachment fees	\$551.4K	\$551.4K	\$551.4K	
OPEX	\$16.5M	\$13.4M	\$10.5M	
Revenue share payments	\$2.5M	\$1.9M	\$1.3M	
Operations & Maintenance, SG&A	·	\$7.7M	\$5.4N	
Depreciation / Reserve	\$3.7M	\$3.7M	\$3.7N	
EBIT	\$34.5M	\$25.3M	\$16.5M	
Interest Payment	\$5.0M	\$5.0M	\$5.0M	
Net Operating Income (NOI)	\$25.0M	\$17.2M	\$9.7M	
Gross Margin (OPEX/Revenue)	68%	65%	61%	
NOI / Project cost ratio	0.34	0.23	0.13	
Breakeven Revenue				
Return of Capital	,			
DSCR Cash-Flow-to-Debt Ratio				
Casn-Flow-to-Debt Ratio Valuation at year 5 (with P/E ratio of 4)	0.40 \$203.8M (13.7 times initial equity)			
valuation at your 5 (with 172 fatto 014)	φ200.0W (10.7 times mittal equity)	{		

29%

Page 4 © 2023 Transit X

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 \$	15,283 \$	21,397 \$	29,955 \$	41,937 \$	50,944 \$	50,944 \$50,850.8	50,944
3 % of steady-state revenue		0%	30%	42%	59%	82%	100%	100%	100%
4 Operating Costs	\$	0	3,821	5,349	7,489	10,484	16,613	16,613 16, 16,	16, 16,613
5 Revenue Share Payments	\$	0.00	764	1,070	1,498	2,097	2,547	2,547	2,547
6 Operations & Maintenance, SC	3&A \$	0	3,057	4,279	5,991	8,387	10,189	10,189 10, 10,	10,189
7 Depreciation / Reserve	\$	0	0	0	0	0	3,877	3,877	3,877
8 EBIT	\$	0	11,462	16,047	22,466	31,453	34,331	34,331 331 331 3	34,331
9 Interest Payment	\$	5,025 \$	5,025 \$	5,025 \$	5,025 \$	5,025 \$	5,025 \$	5,025	\$ 5,025
10 Taxes	\$	0	966	1,653	2,616	3,964	4,396	4,396 396 396 3	4,396
11 Net Operating Income (NOI)	\$	(5,025)	5,471	9,369	14,825	22,463	24,910	24,910	24,910
12 BALANCE SHEET									
13 Total Assets	\$	76,519	76,694	76,939	77,282	77,539	77,539	77,539	77,539
14 Cash & Marketable Secur. (BO)	P)								
15 Fixed Assets (acquisition cost)	\$	76,519	76,694	76,939	77,282	77,539	77,539	77,539	77,539
16 Depreciation	\$	3,826	3,835	3,847	3,864	3,877	3,877	3,877 877 877 8	3,877
17 Accumulated Depreciation	\$	3,826	7,661	11,508	15,372	19,249	23,126	27,003	42,510
18 Total Liabilities	\$	62,628	62,628	62,628	62,628	62,628	62,628	62,628 528 528 53	62,628
19 Debt	\$	62,628	62,628	62,628	62,628	62,628	62,628	62,628	62,628
20 Equity	\$	14,911	20,383	29,752	44,576	67,040	91,950	116,859 769 679 58	216,499
21 Capital	\$	14,911	14,911	14,911	14,911	14,911	14,911	14,911	14,911
22 Retained Earnings	\$	0	5,471	14,840	29,665	52,128	77,038	101,948 858 768 6	8 201,587
23 CASH FLOW									
24 Free Cash Flow	\$	(76,519)	11,288	15,803	22,124	31,195	38,208	38,208 208 208 2	38,208
25 Cash From Operations	\$	0	11,462	16,047	22,466	31,453	38,208	38,208	38,208
26 Increases in Working Capital	\$	0	0	0	0	0	0	0 0 0	0 0
27 CAPEX	\$	76,519	175	245	343	258	0	0	0
28 Fixed Infrastructure	\$	63,594	0	0	0	0	0	0 0 0	0 0
29 Energy	\$	9,506	0	0	0	0	0	0	0
30 Pods	\$	437	175	245	343	258	0	0 0 0	0 0
31 Interest during construction	ı \$	2,982	0	0	0	0	0	0	0
32 Cash Flow From/To Finance	\$	72,514	(5,025)	(5,025)	(5,025)	(5,025)	(5,025)	(5,025) 25) 25) 12	5) (5,025)
33 Cash From/To Equity Investors		14,911	0	0	0	0	0	0	0
34 Cash From/To Debt (Principal)	\$	62,628	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	loss	(47%)	(18%)	2%	13%	20% 4% 16% 18	29%
10 0010		.000	.000	(.,,,,,	(,	-/-			2770

Page 5 © 2023 Transit X

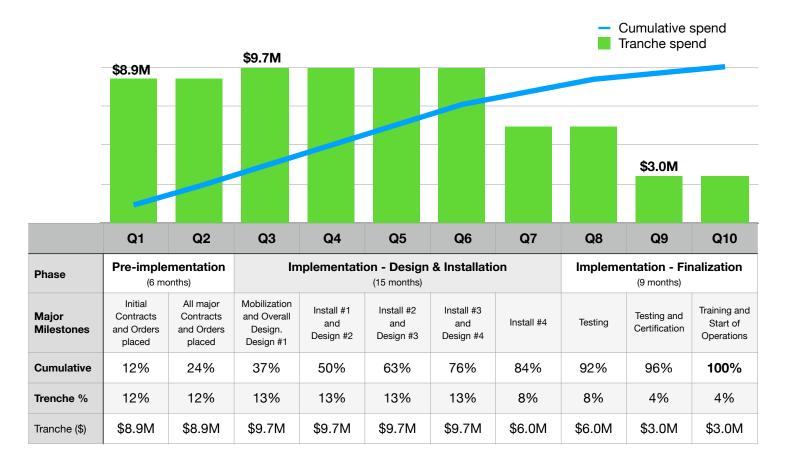
Offering

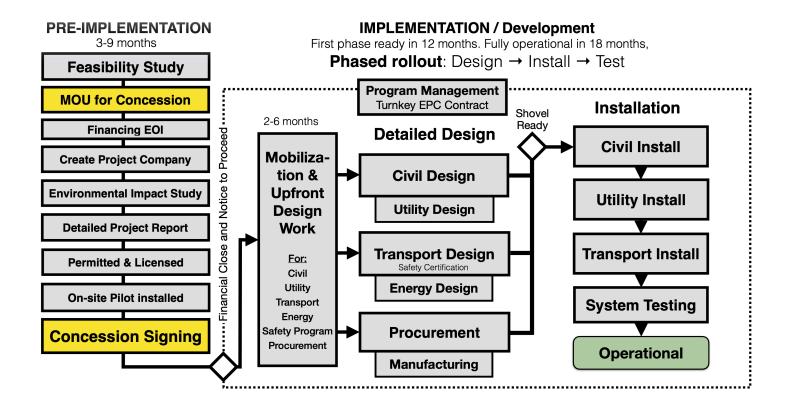
IMPORTANT NOTICE: The information contained in this document is not an offer to sell or a solicitation to buy any security. These materials and documents and information from which they are derived or which are referred to by or accessible from them may contain forward looking statements within the meaning 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.

		IPO or				
Phase -	Phase Initial Development		Implementation Equity	Debt	Brownfield Investors	
Amount to be Raised	SO.3IM \$3.0M		\$11.6M	\$62.6M		
Status	To be raised	To be raised	Have com	Have commitment(s)		
Collateral/Asset	MOU an	d/or PPA	Installed equipmen	t, Tax Credits, PPA		
Terms	Comi	mon + Preferred S	hares	5-20 year term Limited Recourse	Dividends and share of profits	
Exit		implementation months)	Exit @ 18 months after start of operations	n/a	Dividends and profit distribution	
Investment goals		ted returns arantee (BG)	>20% IRR	Low risk of default	Long-term, dependable cash flow	
Target Return on Capital			36%	n/a	15%	
Use of Funds & Milestones	Contract for Bankable Feasibility Study. Environmental impact Route Survey. Pilot ordered. Create project company in country.	Permits & Planning. Major contracts signed. Pilot installed. Full investment docs. Concession signed.	Overall Design and Docs. First phase procurement and implementation. Insurance & bonding.	Remaining Procurement, installation, and commissioning.		

Page 6 © 2023 Transit X

Project Milestones and Spending Plan





Page 7 © 2023 Transit X