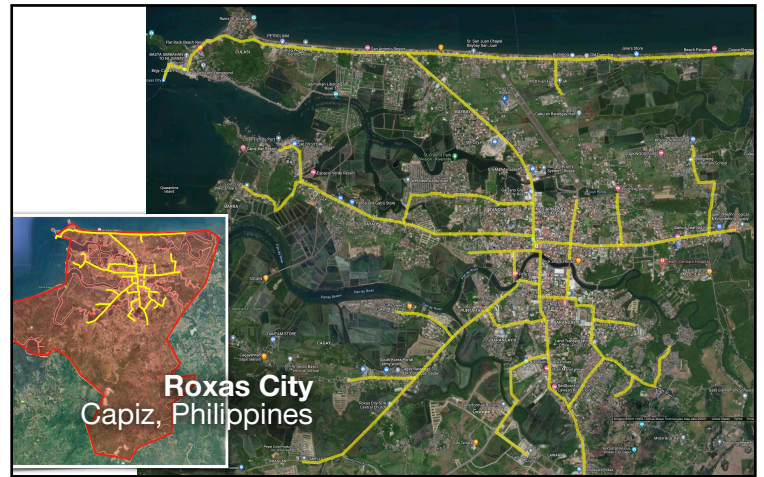


# Roxas City, Capiz, Philippines

## Integrated solar, wind, storage, EV charging, grid and tollway

### Finance • Build • Own • Operate (FBOO)

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, and on-street EV charging.



## Financial Summary - breakdown on page 4

### Project Cost (CAPEX) \$77.6M

\$3M per route-km  
\$465 per resident cost

### Annual Revenue \$113.0M

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

### Operating Expenses (OPEX) \$32.3M

Rev share, monitor, security, clean, maintain

### Net Operating Income \$64.2M

Multiple scenarios and metrics on page 4



## Project Details

### Length: 26 km

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

### Number of Vehicles: 754

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

### Number of Access Points: 66

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.

### Coverage, Convenience, Capacity

72 km/h (45 mph) non-stop. Convenient to 90% of population within a 8 min. walk. Integrates with existing travel modes. Provides car-like convenience and train-like capacity.

### Renewable Energy System

9 MW generation of clean and renewable energy.  
GHG reduction of 3,600 tCO<sub>2</sub>e 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 11/2022

First phase Permitted 12/2022

On-site Pilot installed 02/2023

Concession Signed 02/2023

Financial close 02/2023

First phase operational 08/2023

Full system operational 04/2024

## Additional Info

[Public webpage for Capiz, Philippines](#)

[Request feasibility study](#)

# Feasibility Study and Industry Comparables

## Feasibility Study Summary

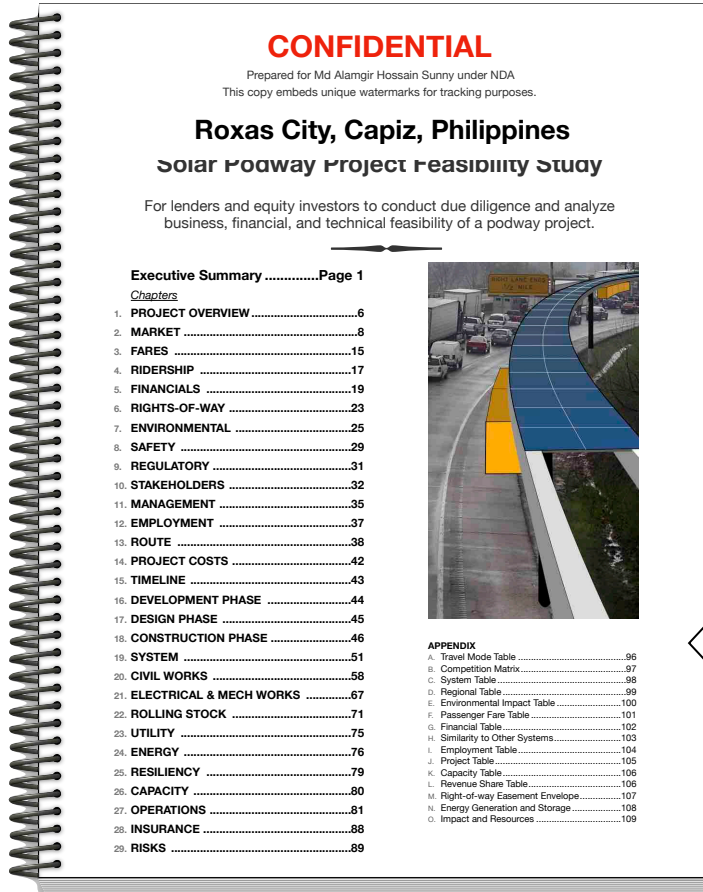
- ✓ **Financial:** Multiple sources of revenue, long-term contracts and network effects deliver durable cash flows and high margin operations.
- ✓ **Regulatory:** International Automated People Mover standards for system safety.
- ✓ **Land acquisition:** None. Installed within public rights-of-way (RoW) 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's unique value compared to Automated Transit Networks (ATN)?

- No government funding:** projects do not need government funding, subsidies, or sovereign guarantee.
- No land use:** podways fit alongside existing roads without disruption. No large stations needed because pods travel to ground level on vertical lifts.
- Car-like usage:** full coverage network with stops on every block and parking lot achieve car-like usage.
- Higher capacity than trains:** 6-pod trains every second and non-stop junctions provide 86,400 seats/hr.

## Comparable operational ATN 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



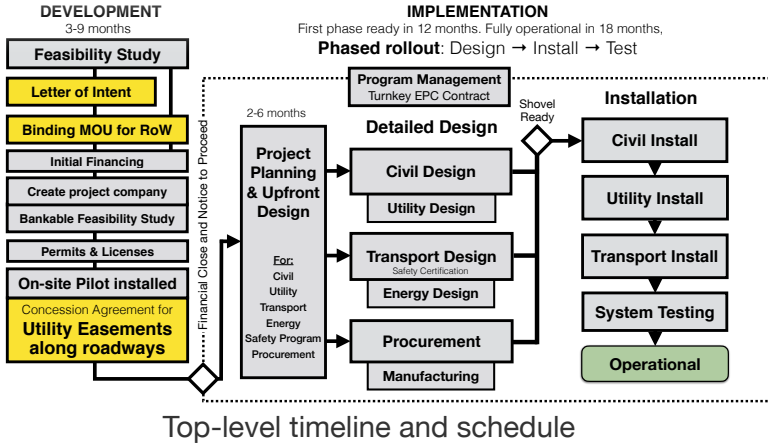
## Related podway projects

- 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. 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



## Partners and Major Contracts

**Lead Developer** Transit X

**Government** City

**Financial advisor** EACP

**Program Management** AECOM

**Bankable Feasibility** KPMG/PwC/EY

**Insurance** Lloyds of London

**Transit Engineering** Altran Group

**Civil Works** Competitive bid

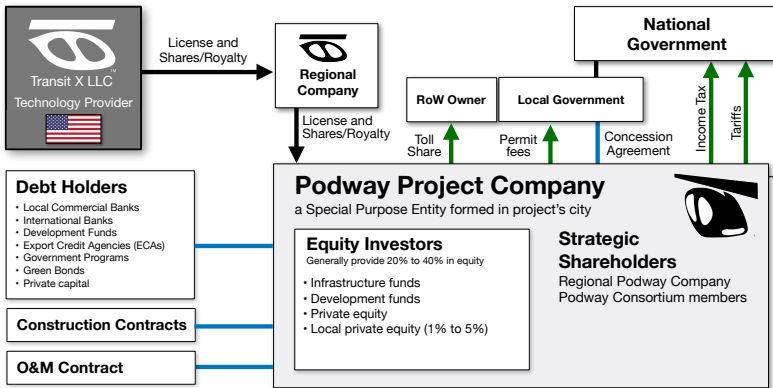
**Energy Systems** Competitive bid

**Manufacturing** Multiple contracts

# Use of Funds

<b>1 DEVELOPMENT: 6 to 12 months</b>	<b>\$3,103,000</b>
2 Bankable Feasibility Study	341,000
3 Ridership-Revenue Study	217,000
4 Pilot	496,000
5 Civil planning & assessment	1,117,000
6 Contracts, Documentation & Legal	279,000
7 Project Management	248,000
8 Travel & Meetings	93,000
9 Contingency for Development Phase	310,000
<b>10 IMPLEMENTATION / EPC</b>	<b>\$74,513,295</b>
<b>11 DESIGN</b>	<b>12,413,000</b>
12 Financing fees	2,234,000
13 Contracts & Legal	745,000
14 Commission fee	2,259,705
15 Civil Design	2,234,000
16 Transport Design	1,614,000
17 Utility Design	1,490,000
18 Permitting & Approvals	869,000
19 Owner's Engineer and Rep	1,117,000
20 Project Management (through construction)	1,241,000
21 Independent Engineering Consultant	497,000
<b>22 PROCUREMENT</b>	<b>35,688,274</b>
23 Substructure (vertical supports)	2,498,000
24 Superstructure (guideway)	15,346,000
25 Pods	2,855,000
26 Lifts	2,141,000
27 Solar & Wind generation	11,063,000
28 Battery system	357,000
29 Shipping & Tariffs	1,428,000
<b>30 IMPLEMENTATION</b>	<b>13,189,145</b>
31 Insurance & Bonding	263,783
<b>32 Civil Structures (Podway)</b>	<b>6,067,000</b>
33 Site work	607,000
34 Utility diversions	1,941,000
35 Foundations	1,517,000
36 Erection (labor + equipment)	1,820,000
37 Inspections and Certifications	182,000
<b>38 Rolling Stock (Pods &amp; Lifts)</b>	<b>4,352,000</b>
39 Installation & Commissioning	1,741,000
40 Testing & Safety Certification	1,915,000
41 Documentation & Training	696,000
<b>42 Buildings</b>	<b>1,319,000</b>
43 Pod cleaning facilities	264,000
44 Repair & Maintenance Facility	277,000
45 Pod Parking Garage	317,000
46 Control room	462,000
<b>47 Energy Systems</b>	<b>1,187,000</b>
48 Installation	949,600
49 Utility Interconnects	237,400
<b>50 Other</b>	<b>13,222,876</b>
51 15% Contingency	10,119,548
52 Interest During Construction	3,103,328
<b>53 TOTAL PROJECT COSTS</b>	<b>\$77,583,204</b>

## Project Structure



# Business model

Operate tollway and collect fees for passenger trips, freight, and parcels.

Renewable energy generation with storage and grid tech. Utility integration and attachment fees.

## Concession Agreement with Government

- On-site pilot demonstrated at concession signing
- 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
- User privacy

## 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
<b>Project cost / CAPEX</b>	<b>\$77.6M</b>	<b>\$77.6M</b>	<b>\$77.6M</b>
<b>NET REVENUE</b>	<b>\$113.0M</b>	<b>\$85.5M</b>	<b>\$59.3M</b>
<b>Passenger fares</b>	\$54.1M	\$27.1M	\$27.1M
Long-term guaranteed contracts (est.)	\$2.7M	\$1.4M	\$1.4M
Daily trips (% mode share)	219,633 (44%)	109,817 (22%)	109,817 (22%)
Avg. revenue per trip: \$	\$0.68		
Revenue per vehicle	\$149,884		
<b>Advertising</b>	\$898.5K	\$449.3K	\$449.3K
per hour per passenger	\$0.21		
<b>Freight &amp; Parcels</b>	\$52.5M	\$52.5M	\$26.2M
Long-term guaranteed contracts (est.)	\$3.7M	\$3.7M	\$1.8M
<b>Energy</b>	\$1.7M	\$1.7M	\$1.7M
\$/MWh	\$108		
<b>EV &amp; Carbon Credits</b>	\$1.2M	\$1.2M	\$1.2M
per tCO2e	\$120		
<b>Attachment fees</b>	\$2.6M	\$2.6M	\$2.6M
<b>OPEX</b>	<b>\$32.1M</b>	<b>\$25.3M</b>	<b>\$18.7M</b>
Toll share	\$5.7M	\$4.3M	\$3.0M
Operations & Maintenance, SG&A	\$22.6M	\$17.1M	\$11.9M
Depreciation / Reserve	\$3.9M	\$3.9M	\$3.9M
<b>EBIT</b>	<b>\$80.9M</b>	<b>\$60.2M</b>	<b>\$40.6M</b>
<b>Interest Payment</b>	<b>\$5.2M</b>	<b>\$5.2M</b>	<b>\$5.2M</b>
<b>Net Operating Income (NOI)</b>	<b>\$64.3M</b>	<b>\$46.8M</b>	<b>\$30.0M</b>
<b>Gross Margin (OPEX/Revenue)</b>	72%	70%	68%
<b>NOI / Project cost ratio</b>	0.83	0.60	0.39
<b>Breakeven Revenue</b>	26%		
<b>Return of Capital</b>	3.1 years		
<b>Project's IRR</b>	56%		
<b>DSCR</b>	Year 1: 4.86 Year 5: 16.21		


# 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.

Phase ➡	Capital (greenfield) Investment				IPO or Brownfield Investors
	Initial Development	Development Equity	Implementation Equity	Debt	
Amount to be Raised	\$0.3M	\$3.1M	\$12.1M	\$65.2M	
Status	To be raised	To be raised	Have commitment(s)		12-18 months from start of operations
Collateral/Asset	MOU and/or PPA		Installed equipment, Tax Credits, PPA		
Terms	Common + Preferred Shares			5-20 year term Limited Recourse	Dividends and share of profits
Exit	Exit at start of implementation (12-18 months)		Exit @ 18 months after start of operations	n/a	Dividends and profit distribution
Investment goals	Risk-adjusted returns or Bank Guarantee (BG)		>20% IRR	Low risk of default	Long-term, dependable cash flow
Target Return on Capital	72% (or 15% with BG)	54% (or 15% with BG)	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.	

## Next steps

- Sign NDA and schedule meeting
- Send feasibility study and start due diligence
- Receive ready, willing, able letter with terms
- Negotiate investment documents



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