

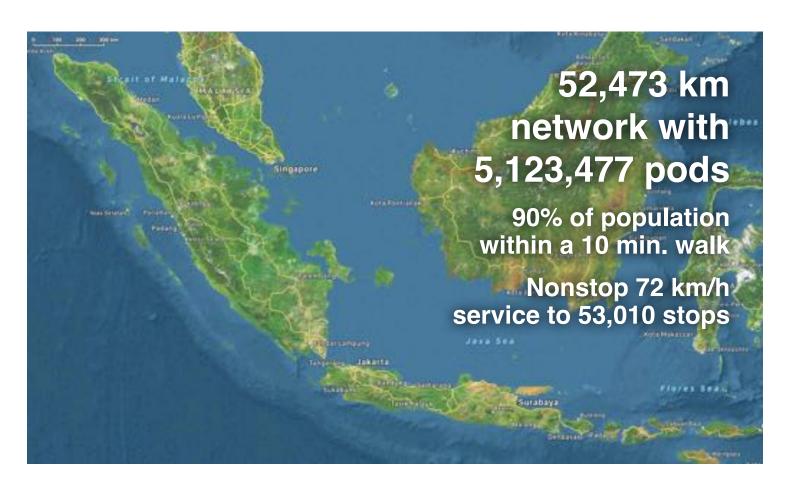


Transit X, LLC presents a preliminary proposal for a privately-funded fleet of fully-autonomous shared electric vehicle network for

# Indonesia

# High capacity • High speed • Nonstop • 24/7 Solar powered • Wait-free • Door-to-door • Resilient

26-page companion Transit X Handbook is available at transitx.com/transitxhandbook.pdf



# **Proposal Overview**



Transit X proposes to build and operate a privately-financed pod network to carry passengers and freight for Indonesia that makes the Transit X service convenient to 90% of the population.

Transit X efficiently services both suburbs and cities and provides for a higher quality of life. See transitx.com for more details. This 3-minute video (transitx.com/video) describes our innovative solution.

### **Major benefits**

- Reduce congestion
- · Provide parking relief
- Reduce pollution
- · Improve safety

The Transit X Handbook (<u>transitx.com/</u> <u>transitxhandbook.pdf</u>) answers many questions about our service, the company, our technology, and the way we address:



congestion, parking, road safety, pedestrian safety, ADA compliance, sustainability, fares, solar+storage, construction, aesthetics, operations, economic development, quality of service, security, station footprint, equitability, carbon footprint, transit integration, resiliency, reliability, rights-of-way, and open space.

### Congestion, parking, pollution, and safety

Most regions suffer from traffic congestion, limited parking, air pollution, and unsafe roads. Potential solutions are costly, but Transit X can solve these challenges without public funding. Transit X can integrate into the built environment, providing both short term relief and a long term solution.

### No public funding

Transit X does not require public funding because our business model appeals to investment banks and private equity firms that provide our project financing. Most of our infrastructure is factory-built, so that installation is fast and not disruptive. We have reduced or eliminated many costs of transportation infrastructure including materials, land, construction, fuel, debt service, and driver costs. By significantly reducing our costs, it makes private financing possible.

### Proven technology

Our team and partners have built fully automated systems that are now in operation around the world. Transit X may look unique, but the underlying design is very similar to systems that have been operating for 40 years with an exemplary safety record. An in-depth (1000+ hours) technical assessment and feasibility analysis has been completed by Altran, a global engineering firm with

extensive expertise in automated transit systems. The first pilots of Transit X will be deployed by the end of 2018.

Before any groundbreaking, the system will be safety-certified and fully insured.

### **Service Quality**

Transit X provides on-demand, last-mile service that is superior to cars or buses. An operating agreement will guarantee high levels of availability and reliability. Our use of small vehicles (pods) makes this possible. By reducing car use, Transit X creates walkable and bike-friendly neighborhoods.

### Less pollution: Air, Sound, Light, Visual, Water

Transit X offers a much higher quality of life by eliminating many forms of pollution. Pods are quiet and have no emissions. Pods offer less visual impact than the existing roads and vehicles, and utility lines can be hidden within the track. At night, there is no light pollution from headlights or taillights. Water pollution from road runoff is significantly reduced.

#### Sustainable

Transit X runs on 100% sustainable energy. The energy generated from solar panels on the track and stored within the poles is sufficient in most cases, but sustainable power contracts may used to buy and sell power to the grid. Transit X makes it possible to reduce the amount of impervious surfaces and increase green space by reducing the need for parking and roads. By replacing cars, Transit X has a negative carbon footprint.

### **More Transit & Fewer Cars**

Transit X provides the convenience and privacy that people value in cars, yet without the negative impacts of personal cars. Transit X combines the best of mass transit and personal transportation modes which will lead to higher use of mass transit and less use of personal vehicles.

### **De-risking Projects**

Transit X is working with large, established firms to provide fixed-price contracts for the engineering, certification, construction, and operations of a Transit X system. Theses partnerships enable Transit X to de-risk all of the major elements of the project, and provide performance guarantees.

We would work with regional urban planning and construction firms who are familiar with permitting and applicable codes.

### **Jobs and Workforce Development**

Many jobs will be created to build a new transportation infrastructure, and many new types of job will be created as transportation becomes more efficient. Municipalities that first embrace Transit X will be offered the opportunity to have Transit X manufacturing and assembly jobs in their area. The vast majority of the construction jobs will be locally sourced. Preferential hiring would be given to those workers displaced by the transition to automated vehicles.

#### **Revenue Generator**

Not only does Transit X not require public financing, but the local municipality and right-of-ways owners receive 5% of gross revenue, which would be US\$19,612 million per year average over the first 10 years. For specifics, please see the "Taxes and Fees" section of this proposal.

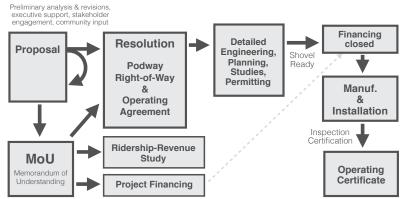
### **Short and Long Term Solution**

A project could be operational within 24 months from the start of a project. Transit X offers a rapidly-deployable solution that provides long term benefits. We would form a local company to build, operate, and maintain the network. At least 75% of the profits would be invested back into the region.

### **Moving Forward**

The diagram shows our general process for working with a municipality or rights-of-way owner. We would refine a proposal to meet your needs, then ask for a letter stating that you would like to move forward with a proposal that includes air rights and and an operating agreement. Example documents and a sample project schedule can be viewed at transitx.com/process

# Process for municipalities



#### **Evaluation**

Please review our preliminary proposal, and then ask us any questions. We would be happy to provide further information, address specific concerns, or meet with specific people or groups. Any routes or coverage areas shown on the map are only preliminary suggestions and actual routes would be determined based on needs, rights-of-ways, utility corridors, location of trees, and many other factors.

We expect this proposal to be reviewed by one or more committees or working groups. Familiar transportation options, such as buses, light rail, subways, and ride-sharing services (including autonomous vehicles) may have already been considered. Very few options offer the convenience of cars with at least the capacity of buses, and most, if not all, require public funding and subsidies.

Private cars have a dominant mode share because people like the privacy and convenience of a car — despite the significant risks and negative impact associated with them. People won't give up their cars unless the alternative is both better and cheaper. That is what Transit X can provide.

We hope you agree that this proposal offers a way to address your challenges in both the short and long term, providing an option that is better and lower risk than any alternative — including continuing with the status quo.

Whatever process you use to evaluate this proposal, Transit X is open to working with you on refining this proposal to meet your needs. We hope you will conclude that moving forward with Transit X is an excellent opportunity to meet your current and future challenges.

Once we agree to move forward, we need a memorandum of understanding (example at <a href="mailto:transitx.com/process/mou.html">transitx.com/process/mou.html</a>) stating that you intend to pass an ordinance that enables our use of air rights along with an operating agreement.

The buildout of the network would be rolled out in phases, where a first phase could be a 15 to 30 km pilot.

### **Other Resources**

The links below provide general information about Transit X:

- 2 minute video overview (transitx.com/video)
- Transit X Handbook (transitx.com/transitxhandbook.pdf)
- Letters of Project Financing, Due Diligence, Contracts (transitx.com/letters.pdf)
- Example Resolution (<u>transitx.com/process/resolution.html</u>)
- Operating Agreement (<u>transitx.com/process/operating\_agreement.html</u>)
- General Q & A (<u>transitx.com/QandA.html</u>)

#### Addendum

The remaining pages of this proposal provide project-specific details:

- Financial Project Summary with Pro Forma, pages 6-7
- Project Overview, Impact, and Model inputs, pages 8-9
- Taxes and Fees, pages 10-11
- Fares, page 12

We look forward to working with you to improve the quality of life for Indonesia through better transportation.

Sincerely,

Mike Stanley CEO, Transit X

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# Impact of proposed network

1	Reduction in GHG emissions (in metric tons of CO2-eq)	195,188,089 MTCO2	?-eq
2	Est. cost to maintain 192,400 km roadway	\$9,812,417,226	
3	Reduced waste products per year	31,674,827 metric t	ons
4	Travel time saved per year	467 hrs/pers	son
5	Cost savings per capita per year from reduced car ownership	\$5,117	
6	Increase in household income from time saving and car costs	63%	
7	Reported injuries avoided per year	1,225,485	
8	Lives saved per year	12,255	
9	Land freed from parking (1,123,339 acres)	4,546,152,970 m <sup>2</sup>	
10	and its commercial value	\$909,230,594 per yea	r
11	Health care savings	High	
12	Heat island mitigation from replacing asphalt with green space	1 to 3 °C	
13	Change in global temperature	TBD °C	
14	Decrease in sea level	TBD mm	

# **Model Inputs**

	model inpo	110		
15	Ratio of road length to track length	4		
16	Walking speed	4.9	km/h	
17	Width of convenient swath along track	1.63	km	
18	Fixed cost per km. Solar+storage not included.	\$2,790,000	37,980,270	K IDR
19	Water crossing: additional cost per km	\$8,370,000		
20	Triple-speed: additional cost per km	\$5,580,000		
21	Average distance traveled per person per year (for trips under 1600 km)	10,000	km	
22	Average distance per day per person	27	km	
23	Mode share % of people convenient to Transit X	85%	at 5 min walk.	
24	Percentage of daily demand during peak hour	20%		
25	Maximum capacity per track	39,636	pph	
26	Average dwell time during peak hour	10	seconds	
27	% of pods traveling on route with highest demand	18%		
28	Average speed of pod	72	km/h	45 mph
29	Average # of trips for people riding Transit X		per day	
30	Average occupancy per pod during peak hours	3.7	people	
31	Average occupancy per pod	2.3	people	
32	Maximum occupancy per pod		people	
33	Empty pods: Percentage non-revenue	25%		
34	Ex-Factory cost per pod	\$5,000	68,065	
35	Worldwide Median Income per Household (US\$)	10,000	136,130	
36	People per Household	2.3		K IDR
37	Base fare per km	\$0.09		K IDR
38	(per mile)	\$0.14	1.9	K IDR
39	O&M as % of project cost	5%		
40	Percentage debt financed	70%		
41	Length of loan/debt		years	
42	Interest rate for debt	5%		
43	kg CO2 emissions per liter of gasoline	2.37	0.4	KIDD
44	Monetary value of 1 hour personal time (USD)	2.5		K IDR
45	Eat. roadway maintenance per year per km	\$51,000	694,263	KIDK
46 47	Area of one parking lot space  Commercial income of land		m²	K IDD
48	Distance from roadway that is convenient	0.49	per m <sup>2</sup> km	K IDR
49	•	1.0	KIII	
	Stops per km Solar panel area per meter of track	2.0		
50	Cost of sustainable energy and storage		per kWh	
52	Global Horizontal Irradiance (GHI)		kWh/m²/day	
53	Cost to generate sustainable energy		per kW	
54	Energy storage cost		per kWh	
55	Energy storage cost	1	days	
56	Area of parked pod	2.20	•	
30	Alea oi paikeu pou	2.20	***	

## **Model Inputs (continued)**

56	Name of region or project	Indonesia
57	Currency name	K IDR
58	Equal to US\$1	13.613
59	Sustainable energy/electricity generation & storage as	CAPEX
60	Land area of region (sq. km)	1,904,569
61	Number of people in region	261,115,456
62	% travel within region	96%
63	% of land area served by roads	5%
64	Coverage: % of pop. convenient (10 min walk) to Transit X	90%
65	Median household income (US\$)	10,000
66	Convenient walk time to stop (min)	10
67	Triple-speed route length (km)	0
68	Water crossing route length (km)	0
69	Visitors per year	130,557,728
70	Average length of visit (days)	2
71	Solar production ratio	1.57
72	EPC costs & contingency	30%
73	Triple-speed (km/h)	242

## Pod & Car

	Pod	Car
Service life (years)	20	12
Full cost of vehicle per year	\$200	\$9,000
Public cost to maintain infrastructure (per km)	\$0	\$100,000
Energy Efficiency in MPGe	1188	24
Energy Efficiency in liters/100km	0.20	9.8
Energy used (Watt-hours/km)	28	1375
mass of CO2 per vehicle per km (kg)	0	0.09875
Vehicle mass (kg)	45	1950
Average speed of urban travel (km/h)	72	16
Typical travel time (in minutes) for 9 km trip	7	33
Fare/cost per km	\$0.09	\$0.62
Number of deaths per 100M passenger-km	0.00001	1
Number of injuries per 100M passenger-km	0.0006	62
Volume to park (cubic meters)	5.7	70.9

# **Taxes and Fees**



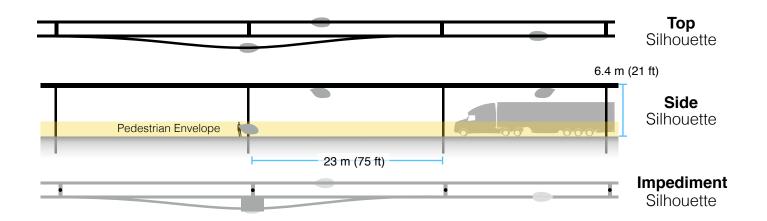
4% of gross revenue proportioned to air rights owners and a municipal fee/tax of 1% of gross revenue. Both air rights and fee/tax have a minimum payment based on the Footprint and the Transit X Commercial Rate (TXCR).

# Municipal rates

	1		
2	Total commercial land (estimated)	9,522,845,000 m <sup>2</sup>	
3	Total commercial muni revenue (US\$)	\$1,904,569,000	25,926,897,79 7 K IDR
4	TXCR (Transit X Commercial Rate)	\$0.20 per m <sup>2</sup>	2.7 K IDR
5	TXCR is the yearly tax rate per land area. Calculation: total land area of commercial properties in the municipality, divided by all the municipal income generated by those properties. The TXCR is used to calculate the minimum tax/ fee.		
6	Project Revenue		
7	Length of Transit X route	52,473 km	
8	Estimated gross revenue per unit length	\$5,064,496 per km	68,942,984 K IDR
9			
10	Municipal Tax	% of gross revenue with minimum.	
11	1% gross revenue	\$50,645 per route-km	689,430 K IDR
12	Minimum per year	\$330 per route-km	
13	Air Rights Leasing Fee	% of gross revenue with minimum. P	Proportioned based on length.
14	% of route on municipal land	90%	
15	4% gross revenue	\$202,580 per route-km	2,757,719 K IDR
16	Minimum per year	\$330 per route-km	
17	Taxes, Fees, Programs		
18	Paid to Municipality	<b>\$12,224,425,587</b> per year	166,411,105,5 13 K IDR
19	with minimum	\$32,948,742	
20	Paid to Private land owners	<b>\$1,062,993,529</b> if 10% of RoW is	s over private property
21	with minimum	\$1,734,144	
22	For livelihood programs	\$0	

# Footprint calculations for minimum fee

# Yearly fees and taxes



1	Footprint Calculations	Metric	Imperial	
2	Track width	<u>0.41</u> m		
3	Track height	<u>0.61</u> m		
4	Pole diameter	<u>0.3</u> m		
5	Pole cross section	<u>0.07</u> m <sup>2</sup>		
6	Stop landing area	2 m <sup>2</sup>		
7	width	<u>2</u> m		
8	length	<u>1</u> m		
9	Ramp length	<u>21</u> m		
10	Pole span	<u>23</u> m		
11	Number of poles per unit length	<u>43.5</u> pole	es per km	
12	Pole height	<u>6</u> m		
13				
14	Single track	1126.7 m <sup>2</sup>		
15	Area of Side Silhouette	688.3 m <sup>2</sup>		
16	Area of Top Silhouette	423.1 m <sup>2</sup>		
17	Impediment Area (adjusted)	15.4 m <sup>2</sup>		
18				
19	Dual track	1536.7 m <sup>2</sup>		
20	Area of Side Silhouette	688.3 m <sup>2</sup>		
21	Area of Top Silhouette	833.1 m <sup>2</sup>		
22	Impediment Area (adjusted)	15.4 m <sup>2</sup>		
23	· · · · · · · · · · · · · · · · · · ·			
24	Stop	57.8 m <sup>2</sup>		
25	Area of Side Silhouette	25.6 m <sup>2</sup>		
26	Area of Top Silhouette	22.2 m <sup>2</sup>		
27	Impediment Area (adjusted)	10.0 m <sup>2</sup>		
28				
29	Stops	2 stop	os per km	
30	% of dual track	100%		
31				
32	Average area per unit length	1,652 m <sup>2</sup>	per route-km	
33				
34	Contract values			
35	% gross revenue for muni tax/fee	1%		
36	% gross revenue for air rights (RoW)	4%		
37	% gross revenue for RoW+tax+fee	5%		
38	Impediment Factor	5		



# **Fair Fares**

Fares will be similar to existing mass transit, and several times less than taxis or ride-sharing services. Transit X Fair Fare is a universal passenger fare model that applies to all regions and all times. Fares are proportional to the median income of the area and inversely proportional to per capita use, so the more people that use Transit X, the lower the base fare. Market-rate fares are proportional to number of half-price fares. No additional peak or congestion pricing. Longer trip are discounts: 0% at 0 km, and up to a 40% discount at 500 km or greater trip length, below 500 km, discount is proportional to trip length.

			0% of use	80% of use	+25% Income	75% of use	50% market fares
1	Median household income	US\$	10,000	\$10,000	\$12,500	\$10,000	\$10,000
2	Nominal fare	US\$	0.09	\$0.09	\$0.11	\$0.09	\$0.09
3	Minimum nominal fare	US\$	0.09	0.09	0.09	0.09	0.09
4	Fare incr. for livelihood programs	US\$	0.00	0.00	0.00	0.00	0.00
5	Adjusted nominal fare	US\$	0.09	0.09	0.11	0.09	0.09
6	% of total travel on Transit X		0%	80%	80%	75%	90%
7	Discount for usage	US\$	0.00	0.03	0.04	0.03	0.04
8	Base Fare (US\$)	per km	0.09	0.05	0.07	0.05	0.05
9	in loca	l currency	1.18 K IDR	0.71 K IDR	0.89 K IDR	0.74 K IDR	0.65 K IDR
10	for shared pod (20%	discount)	0.95 K IDR	0.57 K IDR	0.71 K IDR	0.59 K IDR	0.52 K IDR
11	for shared seating (40%	discount)	0.71 K IDR	0.43 K IDR	0.53 K IDR	0.44 K IDR	0.39 K IDR
12	% Fares at Market rate		50%	30%	30%	30%	50%
13	% Fares at Base rate		25%	65%	65%	65%	25%
14	% Fares at 100% discount		25%	5%	5%	5%	25%
15	Average revenue US\$	per km	0.29	0.13	0.16	0.13	0.16
16	Livelihood program	per km	0.00	0.00	0.00	0.00	0.00

### Price comparison with common travel modes (in Boston, USA)

	Mode »	Bus	Commuter Rail	Subway	Personal Car	Taxi / TNC's
Average distance (km)		5	18	8	8	5
Price per trip	US\$	\$1.85	\$8.00	\$2.50	\$6.00	\$12.00
Typical price per km	US\$	\$0.37	\$0.44	\$0.31	\$0.75	\$2.40

### **Base Inputs**

17	Travel distance per household per year (trips under 1600 km)	23,000 km
18	% of median household income for 23,000 km transportation	20%
19	Fare Discount when Transit X travel per household is 23,000 km per year	50%
20	Minimum median household income. Fares are based on this minimum.	10,000 USD
21	Discount for shared pod	20%
22	Discount for shared bench seat	40%
23	Discount for fare	100%
24	Projected multiple of Market rate vs.Base rate	4
25	% increase in median income for scenario	25%
26	Percent of Total Travel Per Capita on Transit X	75%
27	Percent of fare for under-income programs	75%
28	Average expected fare discount	18%
29	Percentage of revenue from freight and advertising	40%
30	Metric ton per km (US\$)	\$0.09



# **Project Summary**

Project Solar-powered automated

**Description** transportation network infrastructure

Project type Project financing of Green Infrastructure

Project cost \$331.47 billion

Structure Equity and Debt

Debt term 10 years @ 5%

**Equity terms** A waterfall profit distribution of:

1. 90/10 split until Return of Capital,

2. then 50/50 until Target IRR met

3. then 10/90 onwards

Benefits to society and environment

Extremely high

### **Financials**

(US\$ in millions)

		Total
	Year 1	Years 1-12
Gross Revenues	193,305	4,706,828
Taxes and fees	9,665	235,341
Debt service	\$30,048	\$300484



#### **About Transit X**

Transit X designs, builds, and operates solar-electric shared mobility infrastructure to supplant buses, trains, cars, and trucks. Transit X offers its service to municipalities and commercial developers. First pilots will begin operations by 2019. Transit X is a privately held company founded in 2015, based in Boston, Mass, and intends to be certified as a public benefit company.

## **Status**

					Now	Prior to close
				Project financing	Letter of Interest	Yes
ESG (Environmen	tal, So	ocial, Governance) <b>Benefi</b>	ts	Demonstration system	In development	Yes
Clean anarmy		Docilianav		Rider-Revenue study	Proposals	Yes
Clean energy	,	Resiliency	yes	Environmental study		Yes
Energy security	yes	Sustainable	yes	Air rights	Resolution	Ordinance
Emissions-free	yes	Equitable	yes	Permits	Known process	Yes
GHG-free	yes	Recyclable mat.	yes	Safety certification	Guar. fixed price	Yes
Lowers pollution	yes	Affordable housing	yes	Installation	Letter of intent	Guar. fixed price
Clean water	yes	Improved Health	yes	Operations & Maint	Letter of intent	Guar. fixed price
Improved Safety	yes	Economic Devel.	yes	Project Management	Appointed	Yes
Fixe Infrastructure	yes	Food security	yes	EPC	Appointed	Yes

General information available at transitx.com. Detailed information and references can be provided under appropriate nondisclosure/non-compete/non-circumvent agreements. Contact: Mike Stanley, CEO, Transit X, mike@transitx.com, 508-596-7024



## **Model Inputs and Assumptions**

Route length (km) 52,473

Starting number of pods 1,707,826

Projected revenue growth 15%

**Project Cost** \$331,465,943,115

% Debt financed 70%

Debt \$232,026,160,181

**Equity** \$99,439,782,935

Capital return per year \$19,887,956,587

**Debt payment (per year)** \$30,048,449,255

Travel per year per pod (km) 168,192

Revenue per vehicle-km (US\$) 0.67

OPEX as % of project cost 5%

Debt Interest rate 5%

Debt term (yrs) 10

Years to return equity capital 5

Profit share when below capital return 90%

Profit share when below Target IRR 50%

Profit share when above Target IRR 10%

The revenue estimates are conservative because they only show revenue from passenger fares, freight, and advertising, which may be less than 60% of total revenue. A substantial revenue stream can be expected from developer fees, private leasing, private branch & stops, subsidies, municipal contracts, carbon credits, water delivery, conduit leasing, 3rd-party services, mail & package delivery, para-transit, private shuttles, sale of surplus power to grid, and naming rights.

#### Pro Forma

	Years	0	1	2	3	4	5	6	7	8	9	10	11	12
Revenue		0	193,304,639,112	222,300,334,979	255,645,385,225	293,992,193,009	338,091,021,961	388,804,675,255	447,125,376,543	514,194,183,025	591,323,310,478	680,021,807,050	782,025,078,107	899,328,839,824
5% RoW÷tax÷fe	fee	0%	9,665,231,956	11,115,016,749	12,782,269,261	14,699,609,650	16,904,551,098	19,440,233,763	22,356,268,827	25,709,709,151	29,566,165,524	34,001,090,352	39,101,253,905	44,966,441,991
Debt service		0	\$30,048,449,255	\$30,048,449,255	\$30,048,449,255	\$30,048,449,255	\$30,048,449,255	\$30,048,449,255	\$30,048,449,255	\$30,048,449,255	\$30,048,449,255	\$30,048,449,255	0	0
Investor balance	ice		-\$62,894,741,419	-\$23,698,729,774	\$18,545,897,520	\$64,296,432,810	\$114,078,762,295	\$168,497,655,105	\$212,338,230,469	\$262,310,660,830	\$319,334,724,438	\$384,468,166,279	\$461,932,238,015	\$550,120,962,464

#### **Important Notices**

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 Transit X believes 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, Transit X undertakes 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 Transit X's best estimate as to the allocation of the funding proceeds 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 proceeds may be applied in a manner other than that described herein.