

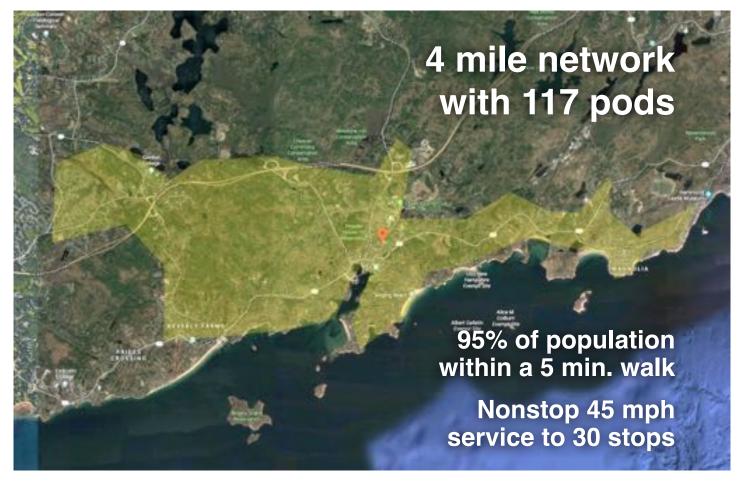


Transit X, LLC presents a preliminary proposal for a privately-funded fleet of fully-autonomous shared electric vehicles on local and regional podway network for

Manchester-by-the-Sea, Massachusetts

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





Transit X proposes to build and operate a privately-financed pod network to carry passengers and freight for Manchester-by-the-Sea, Massachusetts that makes the Transit X service convenient to 95% 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

We have reduced or eliminated many costs of transportation including the cost of materials, land, construction, fuel, debt service, and labor. Transit X does not require public funding because revenue from fares more than covers our costs. Our business model appeals to investment banks and private equity firms that finance green infrastructure projects.

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

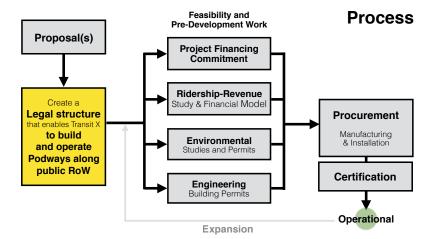
Not only does Transit X not require public financing, but the local municipality and right-of-ways owners receive 5% of gross revenue, which would be US\$1 million per year average over the first 10 years. For specifics, please see the "Taxes and Fees" section of this proposal. These fees and taxes paid by Transit X enables lower taxes or more spending on public services.

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-ofway 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



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 <u>transitx.com/process/mou.html</u>) stating that you intend to pass an ordinance that enables our use of air rights along with an operating agreement.

In parallel, we could refine the routes and meet with project stakeholders.

Other Resources

The links below provide general information about Transit X:

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

Addendum

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

- Project Overview and Impact pages 6 and 7
- Taxes and Fees pages 8 and 9
- Fares page 10 and 11
- Financial Project Summary with Pro Forma pages 12 and 13

We look forward to working with you to improve the quality of life for Manchester-by-the-Sea through better transportation.

Sincerely,

Mike Stanley CEO, Transit X

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Project Overview



	dhSil A.			
1	Transit X network length	7	km	4.3 miles
2	People (resident-equivalent) in region	5,136	resident-equivalent	population
3	Route density ratio (route length to service area)	1.16		
4	Number of stops	30		
5	Triple-speed route length	0	km	
6	Water crossing route length	0	km	
7	Cost of fixed infrastructure	\$25,314,980		
8	per person	\$4,929		
9	Mode share of travel on Transit X (27% after first year)		after 10 years	
10	Distance traveled on Transit X, per year	20,736,600		12,879,876 miles
11	per day	56,813		35,287 miles
12	Daily potential energy generation with standard panels on tracks	54	MWh	
13	Sustainable energy use per day		MWh	3% of max capacity
14	Energy storage capital cost for 1 day(s) of supply at \$800 per kWh	\$1,195,268		
15	Size (rated power) of solar installation	347	KW	
16	Cost to generate sustainable energy (at \$2,000 per kW)	\$694,702		
17	Cost of buying sustainable energy at \$0.15 per kWh		per day	6% of OPEX
18	Daily passengers riding Transit X	4,147	customers	81% of the pop.
19	Distance per passenger per day	14	km	8.5 miles
20	Average distance per trip (assuming 3 trips per day)		km	2.8 miles
21	Single passenger fare for shared 5 km trip	\$1.52		
22	Passenger distance traveled during peak hour	11,363	km	7,057 miles
23	Breakeven	1,927	customers per day	,
24		-	(39% of people conv	venient to Transit X)
25	Number of pods for peak demand	117	node at 010/ m	
				ode share
26			pods at 81% m	
26 27	Number of customers per pod	35.4	and 44 people pe	
27	Number of customers per pod Distance per pod per year	35.4 167,797	and 44 people pe km	r pod
27 28	Number of customers per pod Distance per pod per year Two-layer pod garage area (3% of route with side-parking)	35.4 167,797 129	and 44 people pe km m ²	r pod 0.3% of car parking
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Project Overview p. 2



Impact of proposed network

1	Reduction in GHG emissions (metric tons CO2-eq)	2,048 MTCO2-eq annually
2	Estimated cost to maintain public roadways	\$1,236,490 annually
3	Reduced waste products	332 metric tons annually
4	Travel time saved	243 hrs/person annually
5	Cost savings from reduced car ownership	\$324 per person annually
6	Increase in household income from time savings and car costs	7%
7	Reported injuries avoided	13 annually
8	Lives saved	⁰ annually
9	Land freed from parking (12 acres)	47,694 m ²
11	Health care savings	High

Model Inputs

15 Ratio of road length to track length 4 16 Walking speed 4.9 km/h 3 mph 17 Width of convenient swath along track 0.82 km 1 miles 18 Fixed cost per km. Solar+storage not included. \$2,790,000 \$8,370,000 19 Water crossing: additional cost per km \$8,370,000 \$2 20 Triple-speed: additional cost per km \$5,580,000 \$2 21 Rate factor for water crossings or high-speed links. 2.2 \$2 22 Average distance traveled per person per year (for trips under 1600 km) 10,000 km 6,211 mile 23 Average distance per day per person 27 km \$2 24 Mode share % of people convenient to Transit X 85% at 5 min walk. \$2 25 Percentage of daily demand during peak hour 20% \$20% \$2 27 Average dwell time during peak hour 10 seconds \$2 28 % of pods traveling on route with highest demand 18% \$2 \$2 \$2 \$2 \$2 29 Average speed of pod 72 \$2 \$2 \$2 \$2
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Average speed of pod 72 km/h 45 mph
Average # of trips for a daily customer 3 per day
30 Average # of trips for a daily customer 3 per day
Average passengers per pod during peak hours 1.7 passengers
32 Average passengers per pod 1.1 passengers
Average discount per passenger 15%
Maximum passengers per pod 5 passengers
34 Empty pods: Percentage non-revenue 25%
35 Ex-Factory cost per pod \$5,000
36 Worldwide Median Income per Household (US\$) 10,000
37 Average number of residents per household 2.3
38 Base fare per km \$0.56
39 (per mile) \$0.89
40 O&M as % of project cost 5%
41 Percentage debt financed 70%
42 Length of loan/debt 10 years
43 Interest rate for debt 5%
44 kg CO2 emissions per liter of gasoline 2.37
45 Monetary value of 1 hour personal time (USD) \$18
46 Eat. roadway maintenance per year per km \$51,000
47 Area of one parking lot space 23 m ² 247 sf
48 Commercial income of land (annual) \$1 per m ²
⁴⁹ Distance from roadway that is convenient 0.25 km
50 Stops per km 4.0
51 Solar panel area per meter of track 2.0
52 Cost of sustainable energy and storage \$0.15 per kWh
53 Global Horizontal Irradiance (GHI) 3.8 kWh/m²/day
54 Cost to generate sustainable energy \$2,000 per kW
Energy storess sect \$200 per UM/b
55 Energy storage cost \$800 per kWh
56 Energy storage capacity 1 days
67 6 · · · ·
56 Energy storage capacity 1 days
56Energy storage capacity1 days57Area of parked pod2.20 m²
56Energy storage capacity1days57Area of parked pod2.20m²58Distance discount at max distance40%59Max distance discount500km
56Energy storage capacity1days57Area of parked pod2.20m²58Distance discount at max distance40%59Max distance discount500km60Max usage discount at 10,000 km per capita50%
56Energy storage capacity1 days57Area of parked pod2.20 m²58Distance discount at max distance40%59Max distance discount500 km60Max usage discount at 10,000 km per capita50%61Shared Pod Discount20%
56Energy storage capacity1 days57Area of parked pod2.20 m²58Distance discount at max distance40%59Max distance discount500 km60Max usage discount at 10,000 km per capita50%

Model Inputs (continued)

64	Name of region or project	Manchester-by-the-
65	Currency name	
66	Equal to US\$1	1
67	Sustainable energy/electricity generation & storage as	CAPEX
68	Land area of region (sq. km)	24
69	Number of residents in region	5,136
70	% travel within region	50%
71	% of land area served by roads	25%
72	Coverage: % of pop. convenient (5 min walk) to Transit X	95%
73	Median household income (US\$)	\$70,000
74	Convenient walk time to stop (min)	5
75	Triple-speed route length (km)	0
76	Water crossing route length (km)	0.0
77	Visitors per year	0
78	Average length of visit (days)	2
79	Solar production ratio	1.57
80	Regional Fare Factor	1.0
81	EPC costs & contingency	30%
82	Triple-speed (km/h)	242

Pod & Car

		Pod	Car
83	Service life (years)	20	12
84	Full cost of vehicle per year	\$200	\$9,000
85	Public cost to maintain infrastructure (per km)	\$0	\$100,000
86	Energy Efficiency in MPGe	1188	24
87	Energy Efficiency in liters/100km	0.20	9.8
88	Energy used (Watt-hours/km)	28	1375
89	mass of CO2 per vehicle per km (kg)	0	0.09875
90	Vehicle mass (kg)	45	1950
91	Average speed of urban travel (km/h)	72	16
92	Typical travel time (in minutes) for 5 km trip	4	17
93	Fare/cost per km	\$0.56	\$0.62
94	Number of deaths per 100M passenger-km	0.00001	1
95	Number of injuries per 100M passenger-km	0.0006	62
96	Volume to park (cubic meters)	5.7	70.9



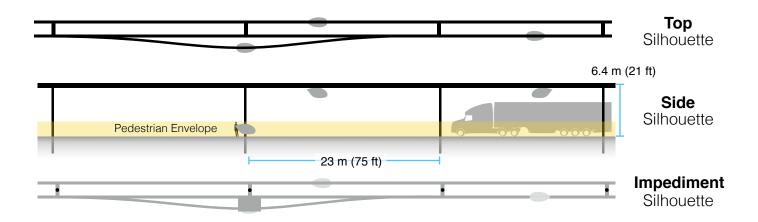
4% of gross revenue proportioned to air rights owners and a municipal fee/tax of 1% of gross revenue. Both air rights and fee/tax have a minimum payment based on the Footprint and the Transit X Commercial Rate (TXCR).

1 Municipal rates

	-		
2	Total commercial land (estimated)	600,000 m ²	6,457,800 sq ft. (148.3 acres)
3	Total commercial muni revenue (US\$)	\$840,000	
4	TXCR (Transit X Commercial Rate)	\$1.40 per m ²	
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	7 km	4 miles
8	Estimated gross revenue per unit length	\$2,659,002 per km	
9			
0	Government Tax	% of gross revenue with minimum.	
11	1% gross revenue	\$26,590 per route-km	
2	Minimum per year	\$2,313 per route-km	\$3,731 per route-mile
3	Air Rights Leasing Fee	% of gross revenue with minimum. Pro	oportioned based on length.
14	% of route on municipal land	90%	
15	4% gross revenue	\$106,360 per route-km	
16	Minimum per year	\$2,313 per route-km	\$3,731 per route-mile
17	Taxes, Fees		
18	Paid to Municipality	\$853,702 per year	

18 Pa	id to Municipality	\$853,702 per year
19	with minimum	\$30,678
20 Paid to Priv	vate land owners	\$74,235 if 10% of RoW is
21	with minimum	\$1,615

Footprint calculations for minimum fee



3 Track height 0.61 m 24.0 inches 4 Pole diameter 0.3 m 11.8 inches 5 Pole cross section 0.07 m² 0.8 sf 6 Stop landing area 2 m² 21.5 sf 7 width 2 m 78.7 inches 8 length 1 m 39.4 inches 9 Ramp length 21 m 68.9 feet 9 Pole point 21 m 68.9 feet 9 Pole point 21 m 68.9 feet 9 Pole point 6 m 19.7 feet 10 Number of poles per unit length 43.5 poles per km 70.0 poles per mile 11 Number of poles per unit length 423.1 m² 165.5 f 11Area of Side Silhouette 688.3 m² 7406 sf Area of Side Silhouette 22.5 m² 276 sf Impediment Area (adjusted) 10.0 m² 108 sf	1	Footprint Calculations	Metric	Imperial
Inclusion Data Image of the second s	2	Track width	<u>0.41</u> m	16.1 inches
5 Pole cross section 0.07 m² 0.8 sf 6 Stop landing area 2 m² 21.5 sf 6 Manding area 2 m² 21.5 sf 6 Manding area 2 m² 21.5 sf 7width 2 m 78.7 inches 8 length 1 m 39.4 inches 9 Ramp length 21 m 68.9 feet 9 Pole span 23 m 75.5 feet 10 Number of poles per unit length 43.5 poles per km 70.0 poles per mile 11 Number of folds Silhouette 688.3 m² 7406 sf 12 -Area of Side Silhouette 688.3 m² 7406 sf 13 Area of Top Silhouette 688.3 m² 7406 sf 14 Area of Side Silhouette 688.3 m² 7406 sf 15.4 m² 16535 sf Area of Side Silhouette 688.3 m² 7406 sf 11 Area of Side Silhouette 688.3 m² 7406 sf Area of Top Silhouette 622 sf Area of Side Silhouette 25.6 m² 276 sf Area of Side Silhouette 22.2 m² 239 sf	3	Track height	<u>0.61</u> m	24.0 inches
6 Stop landing area 2 m² 21.5 sf 7 width 2 m 78.7 inches 9 Ramp length 1 m 39.4 inches 9 Ramp length 21 m 68.9 feet 10 Pole span 23 m 75.5 feet 11 Number of poles per unit length 43.5 poles per km 70.0 poles per mile 11 Number of poles per unit length 688.3 m² 7406 sf 11 Area of Side Silhouette 688.3 m² 7406 sf 11 Area of Side Silhouette 688.3 m² 7406 sf 11 Area of Top Silhouette 688.3 m² 7406 sf 11 Area of Top Silhouette 688.3 m² 7406 sf 11 Area of Top Silhouette 688.3 m² 7406 sf 11 Area of Top Silhouette 833.1 m² 8964 sf 11 Area of Side Silhouette 25.6 m² 276 sf 11 Area of Side Silhouette 22.2 m² 239 sf 11Area of Side Silhouette 22.2 m² 239 sf 11Area of Side Silhouette 22.2 m² 239 sf	4	Pole diameter	<u>0.3</u> m	11.8 inches
7 width 2 m 78.7 inches 8 length 1 m 39.4 inches 9 Ramp length 21 m 68.9 feet 10 Pole span 23 m 75.5 feet 11 Number of poles per unit length 43.5 poles per km 70.0 poles per mile 12 Pole height 6 m 19.7 feet 13 5 feet 112.4 sf 14 Single track 1126.7 m² 12124 sf 14 Single track 1126.7 m² 12124 sf Area of Side Silhouette 688.3 m² 7406 sf Area of Top Silhouette 423.1 m² 4553 sf Area of Side Silhouette 688.3 m² 7406 sf Area of Side Silhouette 688.3 m² 7406 sf Area of Top Silhouette 833.1 m² 8964 sf Area of Top Silhouette 833.1 m² 8964 sf Area of Top Silhouette 22.6 m² 276 sf Area of Top Silhouette 22.6 m² 276 sf Area of Top Silhouette 22.8 m² 239 sf Area of Top Silhouette	5	Pole cross section	<u>0.07</u> m ²	0.8 sf
length 1 m 39.4 inches 8 Ramp length 21 m 68.9 feet 9 Ramp length 23 m 75.5 feet 10 Pole span 23 m 75.5 feet 11 Number of poles per unit length 43.5 poles per km 70.0 poles per mile 12 Pole height 6 m 19.7 feet 13 5 688.3 m² 7406 sf Area of Side Silhouette 688.3 m² 7406 sf Area of Top Silhouette 423.1 m² 4553 sf Impediment Area (adjusted) 15.4 m² 165 sf 10 Dual track 1536.7 m² 16535 sf Area of Side Silhouette 688.3 m² 7406 sf Area of Top Silhouette 833.1 m² 8964 sf Area of Side Silhouette 833.1 m² 8964 sf Area of Side Silhouette 22.6 m² 276 sf Area of Top Silhouette 22.2 m² 239 sf Impediment Area (adjusted) 10.0 m² 108 sf 27 Area of Side Silhouette 22.2 m² 239 sf Impediment Area (adjusted) 10.0 m² 108 sf 28 </td <td>6</td> <td>Stop landing area</td> <td>2 m²</td> <td>21.5 sf</td>	6	Stop landing area	2 m ²	21.5 sf
9 Ramp length 21 m 68.9 feet 10 Pole span 23 m 75.5 feet 11 Number of poles per unit length 43.5 poles per km 70.0 poles per mile 12 Pole height 6 m 19.7 feet 13 Single track 1126.7 m² 12124 sf 14 Single track 1126.7 m² 7406 sf 15.4 m² 16535 sf 165 sf 16 Area of Top Silhouette 688.3 m² 7406 sf 17 Impediment Area (adjusted) 15.4 m² 16535 sf 18 Area of Side Silhouette 688.3 m² 7406 sf 19 Dual track 1536.7 m² 16535 sf 10 Area of Side Silhouette 833.1 m² 8964 sf 11Impediment Area (adjusted) 15.4 m² 165 sf 12 Area of Side Silhouette 25.6 m² 276 sf Area of Top Silhouette 22.2 m² 239 sf 10.0 m² 10.10 m² 100 m² 108 sf 100 m² 10 Area of Top Silhouette 100 m² 100 sf 10	7	width	<u>2</u> m	78.7 inches
10 Pole span 23 m 75.5 feet 11 Number of poles per unit length 43.5 poles per km 70.0 poles per mile 12 Pole height 6 m 19.7 feet 13 Single track 1126.7 m² 12124 sf 14 Single track 1126.7 m² 12124 sf 15 Area of Side Silhouette 688.3 m² 7406 sf 165 sf Area of Top Silhouette 423.1 m² 4553 sf 17 Impediment Area (adjusted) 15.4 m² 16535 sf 18 Area of Side Silhouette 688.3 m² 7406 sf 19 Dual track 1536.7 m² 16535 sf Area of Side Silhouette 833.1 m² 8964 sf Impediment Area (adjusted) 15.4 m² 165 sf 24 Stop 57.8 m² 622 sf Area of Top Silhouette 22.2 m² 239 sf Impediment Area (adjusted) 10.0 m² 108 sf 25 Stops 2 stops per km 3.2 stops per mile 36 y of dual track 100% 32 24 Stops <t< td=""><td>8</td><td>…length</td><td>1 m</td><td>39.4 inches</td></t<>	8	…length	1 m	39.4 inches
11 Number of poles per unit length 43.5 poles per km 70.0 poles per mile 12 Pole height 6 m 19.7 feet 13 Single track 1126.7 m² 12124 sf 15 Area of Side Silhouette 688.3 m² 7406 sf 16 Area of Top Silhouette 4353 sf 1165 sf 17 Impediment Area (adjusted) 15.4 m² 165 sf 19 Dual track 1536.7 m² 16535 sf 20 Area of Side Silhouette 688.3 m² 7406 sf 21 Area of Side Silhouette 688.3 m² 7406 sf 22 Area of Side Silhouette 886.3 m² 7406 sf 23 Area of Side Silhouette 883.1 m² 8964 sf 24 Area of Side Silhouette 25.6 m² 276 sf 25.6 m² .276 sf Area of Top Silhouette 22.2 m² 239 sf 27 Impediment Area (adjusted) 10.0 m² 108 sf 28 Stops 2 stops per km 3.2 stops per mile % of dual track 100% 4 100% 39 <td< td=""><td>9</td><td>Ramp length</td><td><u>21</u> m</td><td>68.9 feet</td></td<>	9	Ramp length	<u>21</u> m	68.9 feet
12 Pole height 6 m 19.7 feet 13 Single track 1126.7 m² 12124 sf 14 Single track 1126.7 m² 12124 sf Area of Side Silhouette 688.3 m² 7406 sf Area of Top Silhouette 423.1 m² 4553 sf 17 Impediment Area (adjusted) 15.4 m² 165 sf 18 1000 15.4 m² 165 sf 18 Area of Side Silhouette 688.3 m² 7406 sf Area of Top Silhouette 833.1 m² 8964 sf Area of Top Silhouette 833.1 m² 8964 sf Impediment Area (adjusted) 15.4 m² 165 sf 2 Impediment Area (adjusted) 15.4 m² 165 sf 3 Impediment Area (adjusted) 15.4 m² 165 sf 4 Stop 57.8 m² 622 sf Area of Top Silhouette 22.2 m² 239 sf Impediment Area (adjusted) 10.0 m² 108 sf 100 sf 100 sf 100 sf 3 Average area per unit length 1,652 m² per route-km 28,678 sf per route-mile 100 sf 100 sf	10	Pole span	<u>23</u> m	75.5 feet
Single track 1126.7 m² 12124 sf Area of Side Silhouette 688.3 m² 7406 sf Area of Top Silhouette 423.1 m² 4553 sf Impediment Area (adjusted) 15.4 m² 165 sf Dual track 1536.7 m² 16535 sf Area of Side Silhouette 688.3 m² 7406 sf Area of Top Silhouette 883.3 m² 7406 sf Area of Top Silhouette 833.1 m² 8964 sf Impediment Area (adjusted) 15.4 m² 165 sf Impediment Area (adjusted) 15.4 m² 165 sf Area of Top Silhouette 833.1 m² 8964 sf Impediment Area (adjusted) 15.4 m² 165 sf Area of Side Silhouette 25.6 m² 276 sf Area of Top Silhouette 22.2 m² 239 sf Impediment Area (adjusted) 10.0 m² 108 sf Stops 2 stops per km 3.2 stops per mile % of dual track 100% 3 Average area per unit length 1,652 m² per route-km 28,678 sf per route-mile % of gross revenue for muni tax/fee 1% 5% <td>11</td> <td>Number of poles per unit length</td> <td><u>43.5</u> poles per km</td> <td>70.0 poles per mile</td>	11	Number of poles per unit length	<u>43.5</u> poles per km	70.0 poles per mile
14 Single track 1126.7 m² 12124 sf 15 Area of Side Silhouette 688.3 m² 7406 sf 16 Area of Top Silhouette 423.1 m² 4553 sf 17 Impediment Area (adjusted) 15.4 m² 1653 sf 18 Area of Side Silhouette 688.3 m² 7406 sf 19 Dual track 1536.7 m² 16535 sf 20 Area of Side Silhouette 688.3 m² 7406 sf 21 Area of Top Silhouette 688.3 m² 7406 sf 22 Area of Top Silhouette 833.1 m² 8964 sf 23 Impediment Area (adjusted) 15.4 m² 165 sf 24 Stop 57.8 m² 622 sf 25 Area of Top Silhouette 25.6 m² 276 sf 26 Area of Top Silhouette 22.2 m² 239 sf 27 Impediment Area (adjusted) 10.0 m² 108 sf 28 Stops 2 stops per km 3.2 stops per mile 9% of dual track 100% 4 4 24 Contract values 4 5 </td <td>12</td> <td>Pole height</td> <td><u>6</u> m</td> <td>19.7 feet</td>	12	Pole height	<u>6</u> m	19.7 feet
15 Area of Side Silhouette 688.3 m² 7406 sf 16 Area of Top Silhouette 423.1 m² 4553 sf 17 Impediment Area (adjusted) 15.4 m² 165 sf 18 Dual track 1536.7 m² 16535 sf 19 Dual track 1536.7 m² 16535 sf 20 Area of Side Silhouette 688.3 m² 7406 sf 21 Area of Top Silhouette 833.1 m² 8964 sf 22 Impediment Area (adjusted) 15.4 m² 165 sf 23 Area of Side Silhouette 833.1 m² 8964 sf 24 Stop 57.8 m² 622 sf 25.6 m² 276 sf 276 sf 26 Area of Top Silhouette 22.2 m² 239 sf 27 Impediment Area (adjusted) 10.0 m² 108 sf 28 Stops 2 stops per km 3.2 stops per mile 9% of dual track 100% 4 100% 23 Average area per unit length 1,652 m² per route-km 28,678 sf per route-mile 34 Contract values 5% 5% <t< td=""><td>13</td><td>_</td><td></td><td></td></t<>	13	_		
15 Area of Side Silhouette 688.3 m² 7406 sf 16 Area of Top Silhouette 423.1 m² 4553 sf 17 Impediment Area (adjusted) 15.4 m² 165 sf 18 Dual track 1536.7 m² 16535 sf 19 Dual track 1536.7 m² 16535 sf 20 Area of Side Silhouette 688.3 m² 7406 sf 21 Area of Top Silhouette 833.1 m² 8964 sf 22 Impediment Area (adjusted) 15.4 m² 165 sf 23 Area of Side Silhouette 833.1 m² 8964 sf 24 Stop 57.8 m² 622 sf 25.6 m² 276 sf 276 sf 26 Area of Top Silhouette 22.2 m² 239 sf 27 Impediment Area (adjusted) 10.0 m² 108 sf 28 Stops 2 stops per km 3.2 stops per mile 9% of dual track 100% 4 100% 23 Average area per unit length 1,652 m² per route-km 28,678 sf per route-mile 34 Contract values 5% 5% <t< td=""><td>14</td><td>Single track</td><td>1126.7 m²</td><td>12124 sf</td></t<>	14	Single track	1126.7 m ²	12124 sf
16 Area of Top Silhouette 423.1 m² 4553 sf 17 Impediment Area (adjusted) 15.4 m² 165 sf 19 Dual track 1536.7 m² 16535 sf 19 Dual track 1536.7 m² 16535 sf 10 Area of Side Silhouette 688.3 m² 7406 sf 1Area of Top Silhouette 833.1 m² 8964 sf 21 Area of Side Silhouette 833.1 m² 8964 sf 22 Impediment Area (adjusted) 15.4 m² 165 sf 23 Area of Side Silhouette 25.6 m² 276 sf 24 Stop 57.8 m² 622 sf 25 Area of Top Silhouette 22.2 m² 239 sf 26 Area of Top Silhouette 22.2 m² 239 sf 27 Impediment Area (adjusted) 10.0 m² 108 sf 28 Stops 2 stops per km 3.2 stops per mile % of dual track 100% 4 4 30 Average area per unit length 1,652 m² per route-km 28,678 sf per route-mile 31 4 5% gross revenue for muni tax/fee<	15			7406 sf
17 Impediment Area (adjusted) 15.4 m² 165 sf 18 1536.7 m² 16535 sf 20 Area of Side Silhouette 688.3 m² 7406 sf 21 Area of Top Silhouette 833.1 m² 8964 sf 22 Impediment Area (adjusted) 15.4 m² 165 sf 23 Impediment Area (adjusted) 15.4 m² 622 sf 24 Stop 57.8 m² 622 sf 25 Area of Side Silhouette 25.6 m² 276 sf 26 Area of Top Silhouette 22.2 m² 239 sf 27 Impediment Area (adjusted) 10.0 m² 108 sf 28 Stops 2 stops per km 3.2 stops per mile 30 % of dual track 100% 3.2 stops per mile 31 Impediment Area (adjusted) 1,652 m² per route-km 28,678 sf per route-mile 32 Average area per unit length 1,652 m² per route-km 28,678 sf per route-mile 32 Morat values	16			
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20 Area of Side Silhouette 688.3 m² 7406 sf 21 Area of Top Silhouette 833.1 m² 8964 sf 22 Impediment Area (adjusted) 15.4 m² 165 sf 23 Impediment Area (adjusted) 57.8 m² 622 sf 24 Stop 57.8 m² 622 sf 25.6 m² 276 sf Area of Top Silhouette 22.2 m² 239 sf 26 Impediment Area (adjusted) 10.0 m² 108 sf 27 Impediment Area (adjusted) 10.0 m² 108 sf 28 Stops 2 stops per km 3.2 stops per mile % of dual track 100% 31 32 31	18	······································		100 0
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24 Stop 57.8 m² 622 sf 25 Area of Side Silhouette 25.6 m² 276 sf 26 Area of Top Silhouette 22.2 m² 239 sf 27 Impediment Area (adjusted) 10.0 m² 108 sf 28 50ps 2 stops per km 3.2 stops per mile 30 % of dual track 100% 31 31			10.4 111	100 31
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26 Area of Top Silhouette 22.2 m² 239 sf 27 Impediment Area (adjusted) 10.0 m² 108 sf 28 Stops 2 stops per km 3.2 stops per mile 30 % of dual track 100% 3.2 stops per mile 31 4 100% 4 32 Average area per unit length 1,652 m² per route-km 28,678 sf per route-mile 33				
27 Impediment Area (adjusted) 10.0 m² 108 sf 28 Stops 2 stops per km 3.2 stops per mile 30 % of dual track 100% 3.2 stops per mile 31 100% 100% 3.2 stops per mile 32 Average area per unit length 1,652 m² per route-km 28,678 sf per route-mile 33 5 % gross revenue for muni tax/fee 1% 34 Contract values 1% 35 % gross revenue for air rights (RoW) 4% 36 % gross revenue for RoW+tax+fee 5%				
 Stops Stops % of dual track Meerage area per unit length 1,652 m² per route-km 28,678 sf per route-mile Contract values % gross revenue for muni tax/fee % gross revenue for air rights (RoW) % gross revenue for RoW+tax+fee % gross revenue for RoW+tax+fee 				
29 Stops 2 stops per km 3.2 stops per mile 30 % of dual track 100% 100% 31 4 Average area per unit length 1,652 m² per route-km 28,678 sf per route-mile 33 5 % gross revenue for muni tax/fee 1% 5 36 % gross revenue for air rights (RoW) 4% 5%	27	Impediment Area (adjusted)	10.0 m ²	108 sf
30 % of dual track 100% 31 100% 32 Average area per unit length 1,652 m² per route-km 28,678 sf per route-mile 33 5 % gross revenue for muni tax/fee 1% 36 % gross revenue for air rights (RoW) 4% 37 % gross revenue for RoW+tax+fee 5%	28			
30 % of dual track 100% 31 100% 32 Average area per unit length 1,652 m² per route-km 28,678 sf per route-mile 33 5 % gross revenue for muni tax/fee 1% 36 % gross revenue for air rights (RoW) 4% 37 % gross revenue for RoW+tax+fee 5%	29	Stops	2 stops per km	3.2 stops per mile
32 Average area per unit length 1,652 m² per route-km 28,678 sf per route-mile 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%	30			
33 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%	31			
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%	32	Average area per unit length	1,652 m ² per route-k	m 28,678 sf per route-mile
35% gross revenue for muni tax/fee1%36% gross revenue for air rights (RoW)4%37% gross revenue for RoW+tax+fee5%	33			
36% gross revenue for air rights (RoW)4%37% gross revenue for RoW+tax+fee5%	34	Contract values		
36% gross revenue for air rights (RoW)4%37% gross revenue for RoW+tax+fee5%	35	% gross revenue for muni tax/fee	1%	
37 % gross revenue for RoW+tax+fee 5%	36			
	37			
	38			



Summary The average commute would be 3.5 times faster saving each commuter 295 hours per year.* At 0.33 USD per km, a typical commute on Transit X is

17% less than public transit and 74% less than a Taxi.*

					Trip Leng								th	
All prices in USD				,	1 mile					6 mile				25 mile
Transit X					0.66 to 1.11 2 min., 3.6x faster				3.29 to 5.51 8 min., 3.6x faster				12.62 to 21.50 33 min., 3.4x faster	
Public transit average				3.72				5.92				8.69		
Common public modes					5.16 2 to 6 minutes				22.49 8 to 30 minutes			es	87.45 30 to 120 minutes	
public		Uber/L	_yft		3.93 2 to 6 minutes				16.19 8 to 30 minutes			es	62.17 30 to 120 minutes	
nomn	P	ublic	Bus		3	3.(to 12 r		es		15 to	3.0 60 r	-	tes	4.60 60 to 240 minutes
Cor		Trai	n		4.50 2 to 12 minutes				5.30 8 to 60 minutes			es	8.30 30 to 240 minutes	
Personal car					2 t	4. to 6 n		es		1 8 to 3	3. 4			47.81 30 to 120 minutes
Travel n	node	Avg. Speed km/h	Low Speed km/h	High speed km/h	Base	Includ es km	Over per-km		Max Dist. km	Time cost per min	6%	de sha 70% 10		* All numbers on mode shares, speeds, and costs are rough estimates
Тахі		30	20	80	3.00	1	•	0.5	100	1.33	5%	4%	1%	
Uber/L	yft	30	20	80	2.40	1	1.20	0.5	100	0.67	10%	10%	2%	
Public	Bus	15	10	40	3.00	20	0.08	0.5	50	0	50%	50%	40%	
Train		30	10	80	4.50	2	0.10	2	100	0	35%	36%	57%	
Transit	t X	72	72	72	0	0	0.33	0.1	50	0	-	-	-	

Base fares are set for first 5 years, then adjusted by formula. A 20% discount on a shared pod and a 40% discount on a shared compartment. Trips are discounted proportional to their length reaching a maximum of a 40% discount on a 500 km trip. No congestion–based pricing. Fares are proportional to the median income of the area and inversely proportional to per capita use, so the more use of Transit X, the lower the base fare up a to 50% discount. The amount of market–rate fares must be equal or less than the amount of discounted fares. Transit X Fair Fare is a universal passenger fare formula that applies to all regions and all times.

0.29

1.00 0.1 400

20

30

Personal car

2.00

0

80

Transit X.

Fair Fare Formula

Fare rates are updated annually using this formula

	Formula Name	Value	Units	Description of the value or model input
				Global median household income. Updated annually based on most recent
1	GlobalIncome	10,000	USD	standard published data.
2	AllTravel	23,000	km	Travel distance per household per year on any mode for trips under 1600 km. A global constant
3	PercentIncomeForTransport	20%		% of median household income for all transportation under 1600 km trips. A global constant.
4	GlobalRate	0.09	USD/km	Global rate: GlobalIncome * PercentIncomeForTransport / AllTravel
5	MedianIncomeOrigin	\$70,000	USD	Median household income at origin. External input. Based on reliable public data source updated annually.
6	MedianIncomeDest	\$70,000	USD	Median household income at destination. External input. Based on reliable public data updated annually.
7	RegionalRate	0.61	USD/km	Regional rate based on median income: MedianIncomeOrigin * PercentIncomeForTransport / AllTravel
8	UnderIncomeRate	0.00	USD/km	Under global income adjustment: if (RegionalRate < GlobalRate, GlobalRate - RegionalRate, 0)
9	NominalRate	0.61	USD/km	Nominal rate: RegionalRate + UnderIncomeRate
10	RegionalFactor	1.00		Regional Fare Factor. Negotiated upfront to make network financially viable.
11	AdjustedRate	0.61	USD/km	Regional adjusted rate: NominalRate * RegionalFactor
13	Population	5,136		Population in region. Updated annually based on trusted public data source.
12	UsageMaxDiscount	50%		Fare Discount when Transit X travel per household equals AllTravel. Global constant.
14	PassengerTravel	20,736,600	km	Total passenger distance traveled previous calendar year. Based on expected mode share for first 3 years. Based on actual passenger trips. Audited.
15	ModeShare	18%		Percent of Total Travel Per Capita on Transit X: PassengerTravel / (Population x AllTravel)
16	BaseRate	0.56	USD/km	Base rate for single-passenger pod (without discounts) (1 - UsageMaxDiscount x min(1,ModeShare)) x AdjustedRate
17	SpecialRateFactor	2.20		Rate factor for water crossings or high-speed links. Global constant.
18	SpecialBaseRate	1.22	USD/km	Base rate for high-speed travel or water crossings: BaseRate * SpecialRateFactor
19	DistanceDiscount	40%		Distance discount at max distance. Global constant.
20	MaxDistanceDiscount	500	km	Max distance discount. Global constant.
21	DistanceDiscountPerKm	0.000444	USD/km	Discount amount per km: BaseRate x DistanceDiscount / MaxDistanceDiscount
22	SeniorDiscount	20%		Senior discount set according to local regulations
23	StudentDiscount	20%		Student discount set according to local regulations
	DisabilityDiscount	20%		Disability discount set according to local regulations
24	DiscountBaseRate	0.44	USD/km	Discounted base rate: BaseRate x (1 - SeniorDiscount)
25	SharedPodDiscount	20%		Discount for a shared pod. Set by Transit X per year. 15% minimum and 30% maximum. Maximum yearly change is one percentage point.
26	SharedPodRate	0.44	USD/km	Rate for a shared pod: BaseRate x (1 - SharedPodDiscount)
27	SharedCompartmentDiscount	40%		Discount for shared compartment. Set by Transit X per year. 25% minimum and 40% maximum. Maximum yearly change is one percentage point.
28	SharedCompartmentRate	0.33	USD/km	Rate for shared compartment BaseRate x (1 - SharedCompartmentDiscount)
29		0.38	USD/km	Rate for 500 km in single-passenger pod.
30	Senior + SharedCompartmentRate	0.16	USD/km	Rate for a Senior taking a 500 km trip in a shared compartment. BaseRate x (1 - SeniorDiscountAmount) x (1 - SharedCompartmentDiscount) x (1 - MaxDistanceDiscount)
31	DistanceBase	15,345,084	km	Passenger distance under base fare. Audited value from operational data.
32	PercentBase	74%		Percent of passenger distance under base fare: DistanceBase / PassengerTravel
33	BaseRevenue	7,202,619	USD	Annual revenue from all travel under base rate. Audited value from operational data.
34	AverageDiscount	15%		Average fare discount from Base Rate: 1 - (BaseRevenue / (DIstanceDase x BaseRate))
35	MarketFactor	1.0		Market rate factor. Negotiated value for setting ratio of AverageDiscount
36	MarketRateCap	15%		Cap on passenger travel distance at market rate: AverageDiscount x MarketFactor
37	MarketTravelCap	2,373,687	km	Cap on passenger travel distance at market rate: DistanceBase x MarketRateCap

Project Summary

Project Description	Solar-powered automated transportation network infrastructure		
Project type	Privately-funded Green Infrastructure		
Project cost	\$29 million		
Cost to Gov't	\$0		
Structure	Privately financed equity and debt		
Debt term	10 years @ 5%		
Equity terms	A waterfall profit distribution with: 1. 90/10 split until Return of Capital, 2. then 50/50 until Target IRR met 3. then 10/90 onwards		
Yearly fees & taxes	\$853,702		
Benefits to society and environment	Extremely high		

Financials

(US\$ in millions)

	Year 1	Total Years 1-12
Gross Revenues	6	151
Taxes and fees	0	8
Debt service	\$3	\$26

ESG (Environmental, Social, Governance) Benefits

Clean energy	yes	Resiliency	yes
Energy security	yes	Sustainable	yes
Emissions-free	yes	Equitable	yes
GHG-free	yes	Recyclable materials	yes
Lowers pollution	yes	Affordable housing	yes
Clean water	yes	Improved Health	yes
Improved Safety	yes	Econ. Development	yes
New infrastructure	yes	Access to Food	yes
Equitable transport	yes	New job creation	yes





Transit X, LLC presents a preliminary proposal for a privately-funded fleet of fully-autonomous shared electric vehicles on local and regional podway network for

Manchester-by-the-Sea, Massachusetts

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



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		
Demonstration system	In development	Yes		
Rider-Revenue study	Proposals	Yes		
Environmental study	Expedited request	Yes		
Air rights	Proposal	Ordinance		
Permits	Known process	Yes		
Safety certification	Expedited request	Yes		
Installation	High interest	Contracted		
Operations & Maint	High interest	Contracted		
Utility relocation	Identified	Agreements		
EPC	Identified	Contracted		

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

12-year Pro Forma



Model Inputs and Assumptions

Route length (km)	7		
Starting number of pods	39		
Projected revenue growth	15%		
Project Cost (Privately funded)	\$28,532,441		
% Debt financed	70%		
Debt	\$19,972,709		
Equity	\$8,559,732		
Capital return per year	\$1,711,946		
Debt payment (per year)	\$2,586,557		

Travel per year per pod (km) 167,797

- Revenue per vehicle-km (US\$) 0.95
 - 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%

Pro Forma

١	/ears	0	1	2	3	4	5	6	7	8	9	10	11	12
Revenue		0	6,186,250	7,114,187	8,181,315	9,408,513	10,819,789	12,442,758	14,309,172	16,455,547	18,923,879	21,762,461	25,026,830	28,780,855
5% RoW+tax+fe	е	0%	309,312	355,709	409,066	470,426	540,989	622,138	715,459	822,777	946,194	1,088,123	1,251,342	1,439,043
Debt service		0	\$2,586,557	\$2,586,557	\$2,586,557	\$2,586,557	\$2,586,557	\$2,586,557	\$2,586,557	\$2,586,557	\$2,586,557	\$2,586,557	0	0
Investor balance	e		-\$6,788,419	-\$4,660,133	-\$2,406,187	-\$57,821	\$2,399,126	\$4,980,943	\$6,336,802	\$7,857,800	\$9,568,709	\$11,498,016	\$13,937,135	\$16,665,084

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 or 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 awill 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.