



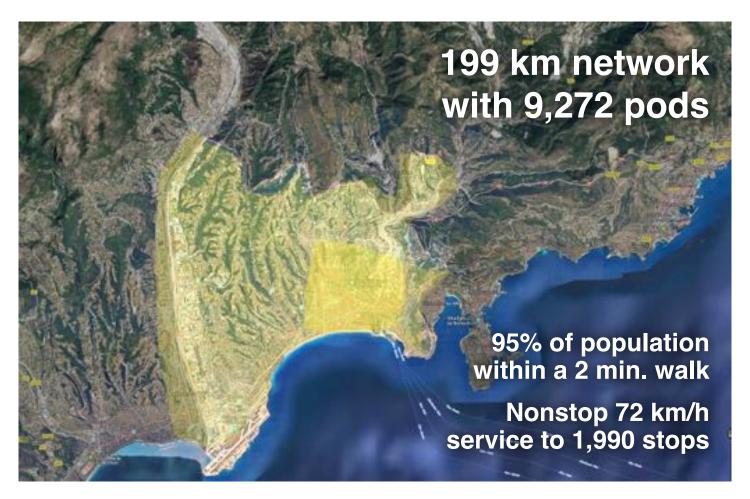
Transit X presents a preliminary proposal for privately-financed public transportation using a fleet of fully-autonomous shared electric vehicles on a local and regional podway network for

Nice, France

This proposal is downloadable at transitx.com/proposals/Transitx for Nice, France.pdf

High capacity · High speed · Nonstop · 24/7 Solar powered · Zero Wait · Door-to-door · Resilient

A 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 Nice, France 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, as well many new types of job will be created as transportation becomes more efficient. Transit X intends to build manufacturing and assembly plants around the world and locate them where Transit X is first deployed in a region. 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 podways.

Revenue Generator

Not only does Transit X not require public financing, but the government and private easement owners receive 4-5% of gross revenue, which would be US\$32 million

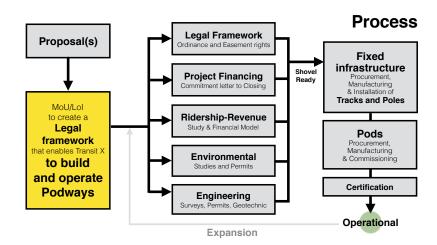
per year average over the first 10 years. For specifics, please see the "Taxes and Fees" section of this proposal. These fees and taxes paid by Transit X enables lower taxes or more spending on public services.

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 government or commercial entity. We would refine a proposal that meets your needs, then ask for a letter stating you will create a legal framework for Transit X to build and operate a podway in your region. 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 ridesharing 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 transitx.com/process/mou.html) 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)
- Memorandum of Understanding template (<u>transitx.com/process/mou.html</u>)
- Example Resolution (<u>transitx.com/process/resolution.html</u>)
- Operating Agreement (transitx.com/process/operating_agreement.html)
- General Q & A (<u>transitx.com/QandA.html</u>)
- Other proposals (transitx.com/proposals)

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 Nice through better transportation.

Sincerely,

Mike Stanley

CEO, Transit X

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Mail: 1127 Commonwealth Ave #30, Boston, MA 02134 USA





1	Transit X network length	199	km	
2	People (resident-equivalent) in region	343,895	resident-equivalent p	opulation
3	Route density ratio (route length to service area)	2.91		
4	Number of stops	1,990		
5	Triple-speed route length	0	km	
6	Water crossing route length	0	km	
7	Cost of fixed infrastructure	\$721,476,918		
8	per person	\$2,098		
9	Mode share of travel on Transit X (28% after first year)	84%	after 10 years	
10	Distance traveled on Transit X, per year	2,901,689,547	km	
11	per day	7,949,834	km	
12	Daily potential energy generation with standard panels on tracks	1,528	MWh	
13	Sustainable energy use per day	40	MWh	3% of max capacity
14	Energy storage capital cost for 1 day(s) of supply at \$100 per kWh	\$3,956,175		
15	Size (rated power) of solar installation	9,197	KW	
16	Cost to generate sustainable energy (at \$1,000 per kW)	\$9,197,476		
17	Cost of buying sustainable energy at \$0.15 per kWh	\$5,934	per day	5% of OPEX
18	Daily passengers riding Transit X	290,169	customers	84% of the pop.
19	Distance per passenger per day	27	km	
20	Average distance per trip (assuming 3 trips per day)	9	km	
21	Single passenger fare for shared 9 km trip	\$1.21	0.99	Euro
22	Passenger distance traveled during peak hour	1,589,967	km	
23	Breakeven	77,782	customers per day	
24		,	(24% of people conve	enient to Transit X)
25	Number of pade for peak demand	0.070		
20	Number of bods for beak demand	9.272	pods at 84% me	ode share
	Number of pods for peak demand Number of customers per pod		pods at 84% me	
26	Number of customers per pod	31.3	and 37 people per	
	Number of customers per pod Distance per pod per year	31.3 168,197	and 37 people per km	pod
26 27	Number of customers per pod Distance per pod per year Two-layer pod garage area (6% of route with side-parking)	31.3 168,197 10,199	and 37 people per km m²	pod 0.2% of car parking
26 27 28	Number of customers per pod Distance per pod per year Two-layer pod garage area (6% of route with side-parking) Cost of pods	31.3 168,197 10,199 \$60,268,000	and 37 people per km m ² is \$135 per persor	pod 0.2% of car parking
26 27 28 29 30	Number of customers per pod Distance per pod per year Two-layer pod garage area (6% of route with side–parking) Cost of pods Capital cost of energy generation and storage	31.3 168,197 10,199 \$60,268,000	and 37 people per km m²	pod 0.2% of car parking
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26 27 28 29 30 31	Number of customers per pod Distance per pod per year Two-layer pod garage area (6% of route with side–parking) Cost of pods Capital cost of energy generation and storage roject Finances Total Project Cost (privately financed)	31.3 168,197 10,199 \$60,268,000 \$17,099,747 \$798,844,665	and 37 people per km m ² is \$135 per person is \$50 per person	pod 0.2% of car parking
26 27 28 29 30 31 P 1	Number of customers per pod Distance per pod per year Two-layer pod garage area (6% of route with side–parking) Cost of pods Capital cost of energy generation and storage roject Finances Total Project Cost (privately financed) Project cost	31.3 168,197 10,199 \$60,268,000 \$17,099,747 \$798,844,665 \$4,015,942	and 37 people per km m² is \$135 per persor is \$50 per person 655,052,625 per km	pod 0.2% of car parking n Euro
26 27 28 29 30 31 PI 32 33	Number of customers per pod Distance per pod per year Two-layer pod garage area (6% of route with side–parking) Cost of pods Capital cost of energy generation and storage roject Finances Total Project Cost (privately financed) Project cost Equity	31.3 168,197 10,199 \$60,268,000 \$17,099,747 \$798,844,665 \$4,015,942 \$239,653,400	and 37 people per km m² is \$135 per persor is \$50 per person 655,052,625 per km 196,515,788	o.2% of car parking Euro Euro
26 27 28 29 30 31 P 1 32 33 34	Number of customers per pod Distance per pod per year Two-layer pod garage area (6% of route with side–parking) Cost of pods Capital cost of energy generation and storage roject Finances Total Project Cost (privately financed) Project cost	31.3 168,197 10,199 \$60,268,000 \$17,099,747 \$798,844,665 \$4,015,942	and 37 people per km m² is \$135 per persor is \$50 per person 655,052,625 per km	o.2% of car parking Euro Euro
26 27 28 29 30 31 Pr 32 33 34 35	Number of customers per pod Distance per pod per year Two-layer pod garage area (6% of route with side–parking) Cost of pods Capital cost of energy generation and storage roject Finances Total Project Cost (privately financed) Project cost Equity	31.3 168,197 10,199 \$60,268,000 \$17,099,747 \$798,844,665 \$4,015,942 \$239,653,400	and 37 people per km m² is \$135 per persor is \$50 per person 655,052,625 per km 196,515,788	o.2% of car parking Euro Euro
26 27 28 29 30 31 PI 32 33 34 35 36 37 38	Number of customers per pod Distance per pod per year Two-layer pod garage area (6% of route with side–parking) Cost of pods Capital cost of energy generation and storage roject Finances Total Project Cost (privately financed) Project cost Equity Private debt financing	31.3 168,197 10,199 \$60,268,000 \$17,099,747 \$798,844,665 \$4,015,942 \$239,653,400 \$559,191,266	and 37 people per km m ² is \$135 per person is \$50 per person 655,052,625 per km 196,515,788 458,536,838	pod 0.2% of car parking Euro Euro Euro
26 27 28 29 30 31 PI 32 33 34 35 36 37 38 39	Number of customers per pod Distance per pod per year Two-layer pod garage area (6% of route with side–parking) Cost of pods Capital cost of energy generation and storage roject Finances Total Project Cost (privately financed) Project cost Equity Private debt financing Debt service (per year)	31.3 168,197 10,199 \$60,268,000 \$17,099,747 \$798,844,665 \$4,015,942 \$239,653,400 \$559,191,266	and 37 people per km m ² is \$135 per person is \$50 per person 655,052,625 per km 196,515,788 458,536,838	pod 0.2% of car parking Euro Euro Euro Euro
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26 27 28 29 30 31 P1 32 33 34 35 36 37 38 39 40 41 42 43 44	Number of customers per pod Distance per pod per year Two-layer pod garage area (6% of route with side–parking) Cost of pods Capital cost of energy generation and storage roject Finances Total Project Cost (privately financed) Project cost Equity Private debt financing Debt service (per year) Yearly fees and taxes (US\$138 per capita) OPEX + Debt service + Tex + Fees	31.3 168,197 10,199 \$60,268,000 \$17,099,747 \$798,844,665 \$4,015,942 \$239,653,400 \$559,191,266 \$83,878,690 \$47,392,083	and 37 people per km m² is \$135 per person is \$50 per person 655,052,625 per km 196,515,788 458,536,838 68,780,526 38,861,508	Euro Euro Euro Euro Euro Euro
26 27 28 29 30 31 Pi 32 33 34 35 36 37 38 39 40 41 42 43	Number of customers per pod Distance per pod per year Two-layer pod garage area (6% of route with side–parking) Cost of pods Capital cost of energy generation and storage roject Finances Total Project Cost (privately financed) Project cost Equity Private debt financing Debt service (per year) Yearly fees and taxes (US\$138 per capita) OPEX + Debt service = Tax + Fees Project costs — per person Number of motor vehicles displaced	31.3 168,197 10,199 \$60,268,000 \$17,099,747 \$798,844,665 \$4,015,942 \$239,653,400 \$559,191,266 \$83,878,690 \$47,392,083 \$2,323 290,169	and 37 people per km m² is \$135 per person is \$50 per person 655,052,625 per km 196,515,788 458,536,838 68,780,526 38,861,508 1,905 motor vehicles	e pod 0.2% of car parking Euro Euro Euro Euro Euro Euro Euro Euro
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Impact of proposed network

1	Reduction in GHG emissions (metric tons CO2-eq)	286,542 MTCO2-eq annually
2	Estimated cost to maintain public roadways	\$35,239,959 annually
3	Reduced waste products	46,500 metric tons annually
4	Travel time saved (non-stop travel and congestion)	486 hrs/person annually
5	Cost savings from reduced car ownership	\$3,999 per person annually
6	Increase in household income (from time savings and car costs)	25%
7	Reported injuries avoided	1,799 annually
8	Lives saved (from safety)	18 annually
9	Land freed from parking (1,649 acres)	6,673,886 m ²
12	Temperature reduction (from heat island effect & GHG reductions)	0.5 to 2 °C
11	Health care savings (from pollution, injuries)	High

Model Inputs

	Model Inputs									
15	Ratio of road length to track length	4								
16	Walking speed	4.9	km/h							
17	Width of convenient swath along track	0.33								
18	Fixed cost per km. Solar+storage not included.	\$2,790,000	2,287,800	Euro						
19	Water crossing: additional cost per km	\$8,370,000								
20	Triple-speed: additional cost per km	\$5,580,000								
21	Rate factor for water crossings or high-speed links.	2.2								
22	Average distance traveled per person per year (for trips under 1600 km)	10,000	km							
23	Average distance per day per person	27	km							
24	Mode share % of people convenient to Transit X	85%	at 5 min walk.							
25	Percentage of daily demand during peak hour	20%								
26	Maximum capacity per track	32,152	pph							
27	Average dwell time during peak hour	10	seconds							
28	% of pods traveling on route with highest demand	18%								
29	Average speed of pod	72	km/h	45 mph						
30	Average # of trips for a daily customer	3	per day							
31	Average passengers per pod during peak hours		passengers							
32	Average passengers per pod	1.9	passengers							
	Average discount per passenger	22%								
33	Maximum passengers per pod	5	passengers							
34	Empty pods: Percentage non-revenue	25%								
35	Ex-Factory cost per pod	\$5,000	4,100	Euro						
36	Worldwide Median Income per Household (US\$)	10,000	8,200	Euro						
37	Average number of residents per household	2.3		Euro						
38	Base fare per km	\$0.22	0.2	Euro						
39	(per mile)	\$0.35	0.3	Euro						
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)	\$7.75		Euro						
46	Eat. roadway maintenance per year per km	\$51,000	41,820	Euro						
47	Area of one parking lot space		m ²							
48	Commercial income of land (annual)		per m ²	Euro						
49	Distance from roadway that is convenient	0.10	km							
50	Stops per km	10.0								
51	Solar panel area per meter of track	2.0								
52	Cost of sustainable energy and storage		per kWh							
53	Global Horizontal Irradiance (GHI)		kWh/m²/day							
54	Cost to generate sustainable energy		per kW							
55	Storage per column		kWh	4.4						
56	Typical span	23		44						
57	Energy storage cost		per kWh							
58	Energy storage capacity		days							
59	Area of parked pod	2.20	1115							
60	Distance discount at max distance Max distance discount	40% 500	km							
61			MIII							
62	Max usage discount at 10,000 km per capita Shared Pod Discount	50% 20%								
63	Shared Pod Compartment Discount	40%								
64	Mode share starting discount	67%								
65	widde share starting discount	07%								

Model Inputs (continued)

67	Name of region or project	Nice, France
68	Currency name	Euro
69	Equal to US\$1	0.82
70	Sustainable energy/electricity generation & storage as	CAPEX
71	Land area of region (sq. km)	72
72	Number of residents in region	343,895
73	% travel within region	100%
74	% of land area served by roads	95%
75	Coverage: % of pop. convenient (2 min walk) to Transit X	95%
76	Annual median household income (US\$)	\$31,000
77	Convenient walk time to stop (min)	2
78	Triple-speed route length (km)	0
79	Water crossing route length (km)	0.0
80	Visitors per year	0
81	Average length of visit (days)	2
82	Solar production ratio	1.57
83	Regional Fare Factor	1.0
84	EPC costs & contingency	30%
85	Triple-speed (km/h)	242

Pod & Car

		Pod	Car
86	Service life (years)	20	12
87	Full cost of vehicle per year	\$200	\$9,000
88	Public cost to maintain infrastructure (per km)	\$0	\$100,000
89	Energy Efficiency in MPGe	3564	24
90	Energy Efficiency in liters/100km	0.07	9.8
91	Energy used (Watt-hours/km)	9	1375
92	mass of CO2 per vehicle per km (kg)	0	0.09875
93	Vehicle mass (kg)	45	1950
94	Average speed of urban travel (km/h)	72	16
95	Typical travel time (in minutes) for 9 km trip	8	34
96	Fare/cost per km	\$0.22	\$0.62
97	Number of deaths per 100M passenger-km	0.00001	1
98	Number of injuries per 100M passenger-km	0.0006	62
99	Volume to park (cubic meters)	5.7	70.9



5% of gross revenue is paid to government easement owners for all fees and taxes. When on a private easement, 4% is paid to the private owner and 1% to the government. A minimum payment is based on the Footprint and the Transit X Commercial Rate (TXCR).

Government Fees and Tax rate

(for calculating minimums)

2	Total commercial land (estimated)	6,840,000 m ²	acres
3	Total commercial gov't revenue (US\$)	\$4,240,800	3,477,456 Euro
4	TXCR (Transit X Commercial Rate)	\$0.62 per m ²	0.5 Euro
5	TXCR is the yearly tax rate per land area. Calculation: total land area of commercial properties in the governmental region, divided by all the governmental income generated by those properties. The TXCR is used to calculate the minimum tax/fee.		

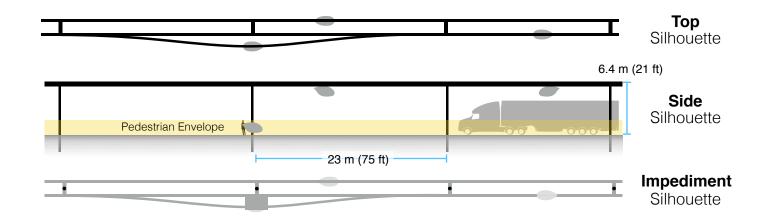
6

Private Easement Fees

8	40/ of gross revenue	\$47.65 per route-	
0	4% of gross revenue	meter	
9	Minimum per year	\$1.05 per route- meter	
10	Government Fees an	d Taxes	
11	% of route on government easements	98%	
12	5% on government easements	\$46,444,241	38,084,278 Euro
13	1% on private easements	\$189,568	
14	Total gov't fees and taxes	\$46,633,809 per year	38,239,724 Euro
16	per resident	\$136	111 Euro
15	with a minimum of	\$208,154 per year	170,686 Euro

Footprint calculations for minimum fee

Yearly fees and taxes



1	Footprint Calculations	Metric		Imperial
2	Track width	0.41	m	
3	Track height	0.61	m	
4	Pole diameter	0.3		
5	Pole cross section	0.07	m ²	
6	Stop landing area	2	m ²	
7	width	<u>2</u>	m	
8	length	1	m	
9	Ramp length	21		
10	Pole span	<u>23</u>		
11	Number of poles per unit length	<u>43.5</u>	poles per km	
12	Pole height	<u>6</u>	m	
13				
14	Single track	1142.1	m ²	
15	Area of Side Silhouette	688.3	m ²	
16	Area of Top Silhouette	423.1	m ²	
17	Impediment Area (adjusted)	30.7	m ²	
18				
19	Dual track	1552.1	m ²	
20	Area of Side Silhouette	688.3	m ²	
21	Area of Top Silhouette	833.1		
22	Impediment Area (adjusted)	30.7	m ²	
23	· , ,			
24	Stop	67.8	m ²	
25	Area of Side Silhouette	25.6	m ²	
26	Area of Top Silhouette	22.2		
27	Impediment Area (adjusted)	20.0	m ²	
28				
29	Stops with dedicated landing areas	2	stops per km	
30	% of dual track	100%	stops per kill	
31	70 Of dual track	100 /0		
32	Average area per unit length	1,688	m² per route-km	
33				
34	Contract values			
35	% gross revenue for government on private prop.	1%		
36	% gross revenue for private easement	4%		
37	% gross revenue for government easement	5%		
38	Impediment Factor	10		
		10		



Fair Fare Formula

Summary

The average commute would be 3.5 times faster saving each commuter 295 hours per year.*

At 0.11 Euro per km, a typical commute on Transit X is 17% less than public transit and 74% less than a Taxi.*

Trip I enath

										irik) Le	ng	un	
All prices in Euro						2 k	m			1	0 k	(m		40 km
Transit X					0.22 to 0.36 2 min., 3.6x faster						1 .C to 1.	79	ster	4.10 to 6.99 33 min., 3.4x faster
F	Public ave	tra erage			1.21					1	9.1)3		2.82
sepou	Taxi				1.68 2 to 6 minutes					7.31 8 to 30 minutes			es	28.43 30 to 120 minutes
Common public modes	U		1.28 2 to 6 minutes					5.26 8 to 30 minutes			es	20.21 30 to 120 minutes		
non pı	Public Bus				0.97 3 to 12 minutes					0.97 15 to 60 minutes				1.49 60 to 240 minutes
Comi	Train				1.46 2 to 12 minutes				1.72 8 to 60 minutes			es	2.70 30 to 240 minutes	
Personal car			2 t	1.4	_	es		8 to 3	1.5		tes	16.23 30 to 120 minutes		
		Avg. Speed	Low Speed	High speed					Max Dist.	Time cost	Mode 6%	share 70%		* All numbers on mode shares, speeds, and cost
Travel r	mode	km/h	km/h	km/h	Base	Includ es km	Over per-km		km	per min	2	10	40	are rough estimates
Taxi		30	20	80	0.97	1	0.49	0.5	100	0.43	5%	4%	1%	
Uber/L	yft	30	20	80	0.78	1	0.39	0.5	100	0.22	10%	10%	2%	
Public	Bus	15	10	40	0.97	20	0.03	0.5	50	0	50%	50%	40%	

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.

0.03 2 100

0.32 0.1 400

0.11 0.1

35% 36% 57%

30

72

30

10

72

20

80

72

80

1.46

0.65

0

Train

Transit X

Personal car

0

0.13



Fair Fare Formula

Fare rates are updated annually using this formula

	Formula Name	Value	Units	Description of the value or model input
1	GlobalIncome	8,200	Euro	Global median household income. Updated annually based on most recent 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	0.07	Euro/km	Global rate: GlobalIncome * PercentIncomeForTransport / AllTravel
5	IncomeFirst	\$25,420	Euro	Median household income at first stop (per person per day). External input. Based on reliable public data source updated annually.
6	IncomeDest	\$38,130	Euro	Median household income at destination per trip. External input. Based on reliable public data updated annually.
7	RegionalRate	0.22	Euro/km	Regional rate based on median income: MedianIncomeFirst * PercentIncomeForTransport / AllTravel
8	UnderIncomeRate	0.00	Euro/km	Under global income adjustment: if (RegionalRate < GlobalRate, GlobalRate - RegionalRate, 0)
9	NominalRate	0.22	Euro/km	Nominal rate: RegionalRate + UnderIncomeRate
10	RegionalFactor	1.00		Regional Fare Factor. Negotiated upfront to make network financially viable.
11	AdjustedRate	0.22	Euro/km	Regional adjusted rate: NominalRate * RegionalFactor
13	Population	343,895		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	2,901,689,547	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	37%		Percent of Total Travel Per Capita on Transit X: PassengerTravel / (Population x AllTravel)
16	BaseRate	0.18	Euro/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	0.40	Euro/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	0.000144	Euro/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	0.14	Euro/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	0.14	Euro/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	0.11	Euro/km	Rate for shared compartment BaseRate x (1 - SharedCompartmentDiscount)
29	SingleOccupancyMaxDistance	0.12	Euro/km	Rate for 500 km in single–passenger pod.
30	Senior + SharedCompartmentRate	0.05	Euro/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	50PctIncomeAtDest	25%	Euro/km	% Higher fare rate if Destination has 50% higher median income than First (IncomeDest / IncomeFirst - 1) / 2
32	DistanceBase	2,147,250,265	km	Passenger distance under base fare. Audited value from operational data.
33	PercentBase	74%		Percent of passenger distance under base fare: DistanceBase / PassengerTravel
34	BaseRevenue	301,641,716	Euro	Annual revenue from all travel under base rate. Audited value from operational data.
35	AverageDiscount	22%		Average fare discount from Base Rate: 1 - (BaseRevenue / (DistanceDase x BaseRate))
36	MarketFactor	1.0		Market rate factor. Negotiated value for setting ratio of AverageDiscount
37	MarketRateCap	22%		Cap on passenger travel distance at market rate: AverageDiscount x MarketFactor
38	MarketTravelCap	476,084,320	km	Cap on passenger travel distance at market rate: DistanceBase x MarketRateCap

Project Summary

Project A fully-automated, solar-powered, ultra-

Description light, micro railway

Project type Privately-funded Public Transportation

Design, Build, Finance, Own, Operate,

Maintain (DBFOOM)

Project cost US\$799 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

Taxes & Fees \$46,633,809 per year

Benefits to

society and Extremely high environment

Financials

(US\$ in millions)

		Total
	Year 1	Years 1-12
Gross Revenues	313	7,617
Taxes and fees	16	381
Debt service	\$72	\$724

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

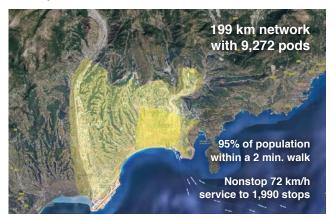




Transit X, LLC presents a preliminary proposal for a privately-funded fleet of fully-autonomous shared electric vehicles on local and regional podway network for

Nice, France

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



About Transit X

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

Status

	Now	Prior to close			
Project financing	Financing letter	Yes			
Demonstration system	Ready	Yes			
Rider-Revenue study	Preliminary	Yes Yes			
Environmental study	Expedited				
Air rights	Letter of Intent	Yes			
Permitting	Expedited	Yes			
Safety certification	Expedited	Yes			
Construction firm	Letter of interest	Contract			
Design and major subs	Letter of interest	Contract			
Operations & Maint	Letter of interest	Contract			
Utility relocation	Identified	Agreements			

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



Model Inputs and Assumptions

Route length (km) 199

Starting number of pods 3,060

Projected revenue growth 15%

Project Cost (Privately funded) \$798,844,665

% Debt financed 70%

Debt \$559,191,266

Equity \$239,653,400

Capital return per year \$47,930,680

Debt payment (per year) \$72,417,827

Travel per year per pod (km) 168,197

Revenue per vehicle-km (US\$) 0.61

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

,	Years 0	1	2	3	4	5	6	7	8	9	10	11	12
Revenue	0	312,812,280	359,734,121	413,694,240	475,748,376	547,110,632	629,177,227	723,553,811	832,086,882	956,899,915	1,100,434,902	1,265,500,137	1,455,325,158
5% RoW÷tax÷fe	e 0%	15,640,614	17,986,706	20,684,712	23,787,419	27,355,532	31,458,861	36,177,691	41,604,344	47,844,996	55,021,745	63,275,007	72,766,258
Debt service	0	\$72,417,827	\$72,417,827	\$72,417,827	\$72,417,827	\$72,417,827	\$72,417,827	\$72,417,827	\$72,417,827	\$72,417,827	\$72,417,827	0	0
Investor balanc	е	-\$166,884,430	-\$90,022,409	-\$8,453,380	\$78,528,708	\$171,735,815	\$272,101,693	\$342,355,614	\$422,077,010	\$512,686,002	\$615,815,730	\$740,586,087	\$881,915,116

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.