



A Guide to the
Desk Top Review Service
Project Developers
and
Technology Manufacturers
Plus, our Finance Guide

Project Developer: Desktop Review and due diligence.

The purpose of this guide is to set out the various stages of due diligence to be undertaken by Allied Project Services Ltd ('Allied') and our aims to provide you with a term sheet for finance.

The Desktop Review is in two stages, which allows time for consultation and discussion with your team.

Due diligence times will vary according to the robustness of your project data, including information supplied by your technology providers, and support documents. It is essential, therefore, that Allied is provided with as many complete and evidenced details as possible. All documents must be in English.

Any investment opportunity no matter how unique competes for attention with the diversity of other investment opportunities seeking capital at the time, and we ask in these questions to understand the project opportunity and your business plan. In general, all projects must deliver:

- A clear and rational business plan demonstrating growth and being capable of generating good investor returns.
- A management team that can deliver the commercial plan and create profits.
- A realistic and deliverable exit strategy, perhaps through a public offer, trade sale, dividend play or share buyback.
- A realistic valuation for incoming funds, convertible loan structure or credible security for debt finance

Stage 1. Desktop Review Service and procedures

From the completion of our Desktop Review Request form and an initial conversation with you, we would request a completed Non-Disclosure Agreement (NDA) and ask for access to your data room. Your project would be placed into our Desktop Review Platform, and our Desktop Review Service will commence. All documentation will be expected in English registered on a list of available documents. All financial references should be in United States Dollars, Euros and UK Pounds.

Essential items in your business plan are those typically required by any potential investor to ensure your projects' financial health and identify any technical weaknesses. This information can be stored for access in a data room (Dropbox or similar) if preferred.

Our first focus is the projects cashflow (Pro-forma), where we look to validate the pressure points of the cash flow, such as:

1. robustness of the supply of material for processing and the strength of those counterparties and long-term availability of such contracts.,
2. the technology for the conversion into the commercial product, such as electricity, oil, gas, etc.,
3. the technologies operating record (continual hours) or, the current stage of the technology's development and the basis of the operational hours used in the cashflow to provide revenues,
4. the contracts for the purchase of the product, such as a Power Purchase Agreement(s) (PPA), Offtake Contract(s) or a Purchase Contract(s), etc.,
5. background to your EPC or EPCM contractors, track record, guarantees etc.,
6. experience of your Operations and Management contractors, track record and financial strength,
7. The management teams.

As a result of this Review, and subject to our due diligence, we provide you with a statement of in-principle interest for financial guarantees and/or finance by the lender(s)/underwriters we have approached.

Our Financial Review confirms to us that you are ready to proceed towards funding and saves both Allied and yourself time and expense, which is why we provide our desktop review service at no cost to you. Your documents are presented, filed and stored in a customised, secure data room in an order that is easily

accessible by the Funder/Underwriter.

Stage 2 – Our Contract of Professional Services

With the funders and underwriters (if applicable) indication of their interest, we issue our Contract of Professional Services and Mandate. This agreement will provide you with for example, -

- (a) the timelines to receiving Term Sheets and Financial Close from Investors,
- (b) the deadlines to receiving a Term Sheet from Insurers for Project Guarantees, if applicable.
- (c) a draft Mandate for us to act on your behalf in discussions with Funders/Insurers,
- (d) manage, update, and maintain the data room throughout until Financial Close and completion of the Underwriting process,
- (f) assist in structuring the equity and debt as required,
- (g) deal with enquiries from prospective Investors,
- (h) assist, where required, in guiding you through Investor due diligence and legal process to financial close,
- (i) identify and source suitable insurances to mitigate the inherent risk to the potential Investors, if required.
- (j) assist with any further detailed due diligence if required by the lenders/insurers,
- (k) our Terms and Conditions.
- (l) an indication of any additional hours and cost if needed to assist your project

Guide to the documents that we would require to see in your data room, under an NDA

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| List of documents we would like to see in your "Data Room" Please add any further vital documents that are available. |
| • Project profile / Business Plan |
| • Project financial model |
| • Company Financial Reports – last three years audited P&L and Balance Sheet |
| • Contracts for feedstock, offtake, O&M, EPC etc |
| • Evidence of site – e.g. lease, option agreement, etc |
| • Feasibility studies |
| • Market data |
| • Equipment list and breakdown of equipment CAPEX |
| • The Design basis for significant pieces of process equipment |
| • Complete set of Process & Instrumentation Diagrams (P&ID's) |
| • Complete process Heat & Material Balance (H&MB) |
| • Description of process control capabilities, including all safety-critical alarms (e.g., control narrative) |
| • Feedstock and product specifications |
| • Testing methods for feedstock, product, and in-process sampling |
| • Start-up performance test procedures and required targets |
| • EPC contract, including all performance guarantees and liquidated damages (LD's) |
| • Original Equipment Manufacturer (OEM) warranties |
| • Planned Operating and Maintenance (O&M) procedures, including staffing plan, operator training, preventative maintenance schedule, critical spares inventory, etc. Procedures should identify responsible parties for all major tasks. |

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| <ul style="list-style-type: none"> • Independent Engineer's assessment |
| <ul style="list-style-type: none"> • Failure Mode assessment or similar |
| <ul style="list-style-type: none"> • SWOT analysis |
| <ul style="list-style-type: none"> • CV's of Key Personnel |

Technology: Desktop Review due diligence.

The purpose of this guide is to set out the various stages of due diligence to be undertaken by Allied Project Services Ltd ('Allied') under their Pre-Accreditation Desk Top Review for Technology Manufacturers who are seeking to provide their clients with some form of operational guarantee.

However, while we may be able to assess your process for these guarantees, the guarantees are only applied and applicable WHEN YOUR TECHNOLOGY IS COMMERCIALY DEPLOYED IN A PROJECT and the resulting cover assigned to the project developer.

However, the Desktop Review will provide you as the technology manufacturer, the knowledge that your process, as reviewed, could provide your client with the understanding that any funding requirement for the project against their project business plan could have the benefit of a project guarantee.

The due diligence time will vary according to the robustness of the data supplied by you. It is essential, therefore, that Allied is provided with as much detailed information as possible. All documents must be in English.

The Review confirms to us both that you are ready to proceed towards commercialisation. This saves both Allied and yourself time and expense, which is why we provide our desktop review service at no cost, subject to a minimum number of hours, agreed after we receive the information that has been submitted.

Subject to the satisfactory conclusion of our due diligence, we provide you with a Conditional Statement of Suitability (based on the process reviewed and feedstock) of your technology for commercialisation in a project. This accreditation will allow you to market your technology as having the benefit of the support of the financial guarantee and Allies' support to a project developer for funding should it be required.

As a guide, we expect as a minimum to be provided.

1. Details of the plant(s) to be used as the reference(s)
2. Current operational status. Hours under continual use, etc. (please explain if the plant is not running at design).
3. Background to any events that have prevented continual operational hours (If Applicable)
4. A waste specification that the process will treat or is currently processing.
5. Is the unit available for inspection and if so, where?
6. Are you looking to scale up if so to what throughput?
7. Details of Inputs and Outputs
8. Details of permits required or obtained to operate the plant (Air, Ground, Water etc.)
9. Background of the Management Team.
10. Brief capability statement of Design Team.
11. Background to the Company.
12. If requiring seed capital (early-stage equity) indicate the use of funds and schedule.
13. Background of any third parties involved with the unit, including the manufacturers

If you are seeking to add any additional equipment or an innovative enhancement to your existing plant, then please provide the following.

1. Details of any innovation to the process and its impact.

2. Details of any test, i.e. CFD modelling, carried out and be whom.
3. Can the additional equipment be retrofitted?



FINANCE

This list is provided as a guide to the documentation and evidence that will be required and requested when seeking finance to ensure that the project is eligible, viable and offers a good return on the funding support required.

Project Outline and Management

- Do you have a business plan? Ensure it provides clarity on the project's objectives and timeline.
- Has a feasibility study been carried out?
- Who will manage the project development, and do they have the authority to act?
- Who are the Key Principals of the project and what is their track record?
- Who will supervise any contractors?
- EPC contractor – Reference Plant info.

Financial

- Are all costs identified?
- Are all the necessary contingencies included?
- Are there Risk Assessments for all aspects of the project?
- Are costs based on definitive tenders, or are they based on estimates?
- If estimates, are there plans in place to deal with increases (Sensitivity studies)?
- Does evidence of procurement support the costs to the levels required in the guidance?
- Feedstock provider – nature of the contract, i.e. Put or Pay?
- Are all costs/tenders based on the same specification? Are they like for like?
- Is it clear why you have chosen the contractors/ suppliers identified to fulfil the contract?
- Provide all necessary Cashflow/ P&L/ Balance Sheet to support the development phase of the project and a further ten years of Operational finance forecasting
- What assumptions have been made in the financial forecasts? Provide clear and concise explanations?
- What are the revenue projections made up of? What is the charging structure made up of?
- How did you arrive at this cost structure?
- How does it compare with comparative schemes?
- Are the revenue forecasts realistic - provide assumptions and basis?
- How much growth have you forecasted? Is there evidence that it is achievable?
- PPA counterparty and commercial highlights - Sponsor entity background and experience.
- Relevant key counterparty financials, i.e. Balance sheet, latest P&L's.

Looking Forward - marketing, forecasts

Provide evidence that the market has identified a real demand for the product/ service you will be offering including all feasibility studies, approvals and licences.

Are definitive contracts in place to support the revenue streams required? Please provide evidence of these.

What is the demand for the project?

What are the benefits of the project?

Is there scope for growth?

What is the competition? What effect will the project have?

Risks, Options, Required Permissions

Is planning permission required?

Please provide evidence of planning permissions if already obtained

Provide all necessary evidence that you have thoroughly explored all the options required to achieve the aims and objectives of the project you expect to deliver realistically?

Have you considered alternative solutions? Could there be a better way to achieve the same result?

What would the relative costs and benefits of the other options be?

How do these compare to the proposed project?

Provide SWOT analysis for the project

The difference the project will make

Define the measurable outcomes of the project?

Are the targeted outcomes of the project realistic based on the desired objectives (explain how)?

How are you going to measure the desired outcomes of the project?

What jobs are you going to create in the development and operational aspects of the project?

What will the posts entail? Will they be full or part-time?

Do the financial forecasts allow for the cost inflation?

How long will it take to recruit staff? Have you allowed for this in your target dates?

Are there any other benefits to the local area that the project will bring? Social benefits, environmental improvements etc.?