Enhanced Public Participation Plan

Introduction
Imperium 3 New York, Inc. (IM3NY) is a lithium ion battery (LIB) business consortium that will manufacture high-performing, rechargeable lithium ion batteries. IM3NY has negotiated a lease agreement with Huron Real Estate Assoc., LLC for adaptive reuse of two buildings (#48 and #53) on the Huron (former IBM) campus located at 1301 Clark Street, Endicott, NY 13760 (see Attachment 1).

Imperium is a homegrown, Southern Tier borne company. It is owned by a consortium that includes Charge CCCV (C4V), founded by former post-doctoral researcher Dr. Shailesh Upreti on the Binghamton University campus in 2014. Dr. Upreti is an energy storage technology expert and former member of the US Department of Energy’s Frontier Research Centre at Binghamton University. He has developed and patented the highest performance and commercially competitive Lithium ion batteries. The Imperium Team is comprised of industry experts with broad depth and experience in Lithium-ion technology.

Lithium batteries are widely used in portable consumer electronic devices and can store more energy than alkaline batteries. Disposable primary lithium batteries are distinguished from secondary lithium-ion, which are rechargeable batteries. Imperium will manufacture rechargeable lithium ion (Li-Ion) batteries.

In a simplified description of the process, IM3NY will mix anode (negative) and cathode (positive) raw material ingredients into a slurry. This slurry is then laid out onto a substrate and dried. The anode and cathode substrate are then cut and stacked allowing it to be placed in cells. The cells are then filled with electrolyte, which allows for the electrical energy transport between the anode and the cathode of the cell. Once the cells are filled with anode, cathode and electrolyte, they are then charged and discharged to test and validate the efficacy of the product. After passing quality assurance tests, the cells are packaged for delivery to customers.

The combined space provided in the existing Huron buildings is sufficient to meet IM3NY’s project needs. Huron will occupy the majority of space in Building 48, which is approximately 190,000 square feet, and a large portion of Building 53, which is 130,000 square feet. A summary of project elements (the Project) is provided below:

- Renovation of existing buildings to accommodate IM3NY operations and building code requirements
- Installation of exterior equipment (bulk storage tank pad and conveyance piping, air control device pads and ducting, diesel-fired emergency generators, and air handler(s) and ducting)
- Installation of new on-site sanitary service connections and manhole(s).
- Potential upgrade to the electrical supply feeders coming from Building 39, the addition of a new transformer, and substation upgrades to Building 48.

In correspondence to the New York State Department of Environmental Conservation (NYSDEC) dated January 8, 2021, the Village of Endicott Planning Board Chairperson (Village) indicated that the Project is an allowed use in the Industrial Zoning District and no special permit is required from the Planning Board. The Village also determined that the Project qualifies for a minor site plan review, which will be handled on a staff level at the Village Planning/Code Department.
An application for a State Facility Air Permit has been submitted by IM3NY to the NYSDEC. To comply with the State Environmental Quality Review Act (SEQRA), the NYSDEC will act as Lead Agency and conduct a coordinated review with other Involved Agencies (Village of Endicott). Copies of SEQRA documents and determinations, as well as the draft air permit and notices will be posted on IM3NY’s website (http://www.im3ny.com/) and in public repositories (Village Hall and George F. Johnson Memorial Library) once they become available from the NYSDEC.

The Huron Campus is located adjacent to an area identified by the NYSDEC as a “Potential Environmental Justice Area.” Environmental Justice (EJ) is the fair and meaningful treatment of all people, regardless of race, income, national origin or color, with respect to the development, implementation, and enforcement of environmental laws, regulations and policies. Environmental Justice allows for disproportionately impacted residents to access the tools to address environmental concerns across all of NYSDEC’s operations.

A Potential EJ (PEJ) area means a minority or low-income community that may bear a disproportionate share of the negative environmental consequences resulting from industrial, municipal, and commercial operations or the execution of federal, state, local, and tribal programs and policies.

To facilitate EJ in decision-making, the NYSDEC issued “Commissioner Policy 29, Environmental Justice and Permitting” on March 19, 2003. The policy provides guidance for incorporating EJ concerns into the NYSDEC environmental permit review process and the NYSDEC application of SEQRA. The policy amends the NYSDEC environmental permit process by identifying potential environmental justice areas; providing information on environmental justice to applicants with proposed projects in those communities; and enhancing public participation requirements for proposed projects in those communities.

This document represents the Enhanced Public Participation Plan (EPPP) for the Project. Public participation in the NYSDEC environmental permit review process means a program of activities that provides opportunities for citizens to be informed about and involved in the review of a proposed action. To ensure meaningful and effective public participation, applicants are required to actively seek public participation throughout the permit review process. Applicants are encouraged to consider implementing the public participation plan components prior to application submission.

The EPPP addresses Project-related EJ concerns and ensures community participation in the state’s environmental permitting process. The following narrative summarizes requisite Plan components and implementation and documentation of IM3NY public participation efforts.

**Plan Components**

1. Identify stakeholders to the proposed action, including residents adjacent to the proposed action site, local elected officials, community-based organizations, and community residents located in a potential environmental justice area.

   **Response:** Attachment 2 includes a figure, which illustrates areas within a 500-foot radius of the project site including areas located within mapped PEJ areas. Parcel owner and occupant addresses are identified in the spreadsheet, which is also included in Attachment 2. Public places and houses of worship will be identified within the 500-foot radius.
The spreadsheet will be used as the basis for future mailing(s), which will include a project Fact Sheet (see Attachment 3), as well as notifications of future public meetings. The mailing will include the public places and houses of worship within the 500-foot radius to facilitate additional communication and postings.

2. **Distribute and post written information on the proposed action and permit review process.** Information shall be presented in an easy-to-read, understandable format, using plain language.

| **Response:** | This EPPP and supporting documents (project maps, draft air permit, SEQRA documents, presentation materials, and Questions/Answers [Q/A]) will be made available on IM3NY's website and in public repositories. A Fact Sheet, which summarizes information regarding IM3NY, the project, LIBs (including lifecycle/waste management), responses to frequently-asked questions, and IM3NY contact information is provided in Attachment 3. The Fact Sheet and presentation materials (Attachment 4), and other project information (i.e., SEQR documents) will also be made available on the project website, and at the Village Hall and public library, along with this EPPP, as well as in future public mailings. In accordance with the Uniform Procedures Act, the NYSDEC will provide for a 30-day public comment period on the draft State Facility Permit. Notification of the public comment period will be accomplished via local newspaper and the Environmental Notice Bulletin (ENB). |

3. **Hold public information meetings to keep the public informed about the proposed action and permit review status.** Meetings should be held throughout the permit review process at locations and times convenient to the stakeholders to the project.

| **Response:** | A summary of public information meetings and community events sponsored by IM3NY are summarized below. A summary of participant data (for virtual meetings) including number of participants, and questions and responses is provided in Attachment 5. Presentation materials are also included in Attachment 4. In support of future public engagement/education meetings, the presentation materials will be updated to incorporate battery life-cycle information, as well as IM3NY contact information (Paul Stratton, 607.444.1545, paul@imperium3.com). |
### IM3NY Public Forums/Town Halls:
- Endicott Proud Meeting; July 23, 2018 (125 participants)
- Virtual Community Forum/Town Hall; November 18, 2020 (110 participants)
- Endicott Proud Meeting; November 18, 2020 (65 participants)
- Endicott Rotary Club Meeting; February 2021 (50 participants)
- Greater Binghamton Chamber of Commerce; April 2021 (150+ participants)
- Press Conferences (held at Koffman Incubator); April 19/21, 2021 (coverage by local TV stations)
- Union Town Board; April 21, 2021 (10 participants)

4. Establish easily accessible document repositories in or near the potential environmental justice area to make available pertinent project information, including but not limited to application material, studies, reports, meeting presentation materials and media releases. The applicant may also establish a repository on the internet.

**Response:** A Fact Sheet, which summarizes information regarding IM3NY, the project, LIBs (including life-cycle/waste management), responses to frequently-asked questions, and IM3NY contact information is provided in Attachment 3. The Fact Sheet, presentation materials (Attachment 4), and other project information (i.e., SEQR documents) will be available on the project website, and at the Village Hall and public library, along with this EPPP.

5. As part of the public participation plan submission, the applicant shall include a report which summarizes: all progress to-date in implementing the plan; all substantive concerns raised to-date; all resolved and outstanding issues; the components of the plan yet to be implemented and an expected time line for completion of the plan.

**Response:** IM3NY has substantially completed enhanced public participation efforts identified in this EPPP. A summary of substantive questions and responses is provided as Attachment 5. IM3NY proposes to schedule at least one additional public meeting to continue its project education efforts and allow for public engagement/input. The meeting will be held within the EJ area proximal to the site. The date, time and location of the meeting will be communicated via adjacent property mailings (500-foot radius) and public/website postings.

6. Upon completion of the public participation plan, the applicant shall submit written certification that it has complied with the plan. As part of the certification, the applicant shall submit a revised report detailing activity which occurred subsequent to the initial submission of the report. The certification shall be signed by the applicant, or the applicant’s agent, and submitted to DEC prior to a final decision on the application.

**Response:** Written certification will be provided.
In addition to public engagement sessions, IM3NY has held and/or participated in additional multi-media events to increase project exposure and facilitate public education and awareness. These events are summarized below.

**Press Releases:**

**Articles published in the Binghamton Press & Sun-Bulletin:**
- July 23, 2018
- November 19, 2020

**Additional Local Newspaper Articles:**

**Local Radio Interviews:**
- [https://wbng.com/2021/03/23/imperium3-new-york-shares-details-on-new-battery-production-facility](https://wbng.com/2021/03/23/imperium3-new-york-shares-details-on-new-battery-production-facility) (WBNF; March 23, 2021) (100,000± listeners per Radio Rate Card estimate)

**Local Radio News Stories:**
- [https://wnbf.com/endicott-awaits-start-of-production-at-lithium-battery-factory](https://wnbf.com/endicott-awaits-start-of-production-at-lithium-battery-factory) (WNBF; October 7, 2019)

**Local TV News Stories/Interviews:**
- [https://www.wicz.com/story/42933301/imperium-3-holds-public-forum-on-production-facility-coming-to-endicott](https://www.wicz.com/story/42933301/imperium-3-holds-public-forum-on-production-facility-coming-to-endicott) (WICZ; November 18, 2020) (100,000± viewers per TV Rate Card estimate)
ATTACHMENT 2
ADJACENT PARCEL OWNERS
POTENTIAL ENVIRONMENTAL JUSTICE AREA (PEJA) COMMUNITIES

IMPERIUM3 NEW YORK LITHIUM ION BATTERY PLANT
1301 CLARK STREET
ENDICOTT, NEW YORK 13760

FIGURE 1
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ATTACHMENT 3
PROJECT FACT SHEET
ABOUT US
Imperium is a homegrown, Southern Tier borne company. We are owned by a consortium that includes Charge CCCV (C4V), founded by former post-doctoral researcher Shailesh Upreti on the Binghamton University campus in 2014. Dr. Upreti is an energy storage technology expert and former member of the US Department of Energy’s Frontier Research Centre at Binghamton University. He has developed and patented the highest performance and commercially competitive Lithium ion batteries. The Imperium Team is comprised of industry experts with broad depth and experience in Lithion-ion technology.

OUR SERVICES
We focus on the growth of advanced technology rechargeable lithium-ion (Li-Ion) batteries, which can provide more power than traditional batteries because of an improved chemical composition.

WHAT IS A LITHIUM ION (LI-ION) BATTERY
Lithium batteries are widely used in portable consumer electronic devices and can store more energy than alkaline batteries. Disposable primary lithium batteries must be distinguished from secondary lithium-ion, which are rechargeable batteries. Imperium will manufacture rechargeable lithium ion (Li-Ion) batteries.

FAQ
1. Does this project involve recycling lithium batteries? No, the project involves the manufacturing and sale of new lithium batteries for a multitude of applications.
2. What permits and approvals are necessary? Imperium is obtaining an air permit and diesel tank registrations (emergency generators) from New York State. Construction of the project will require a minor site plan approval, an aquifer permit, and building permits from the Village of Endicott.
3. What wastes are created? How will they be managed? Uncontrolled wastes/recyclables (cardboard, wooden pallets) will be stored in covered exterior dumpsters and managed off-site. Controlled wastes (scrap product, wastewaters) will be stored in the building and transported off-site by a licensed 3rd party to a regulated processing or recycling facility.
4. When will construction start? Operations? Interior construction of the existing buildings will be initiated in 2021. Manufacturing operations are anticipated to commence in 2022.
5. What impacts should I anticipate during construction? Operations? How will impacts be mitigated? The largest expected construction phase impact will be a slight increase in worker vehicle traffic at the start and end of each construction day. No significant impacts are anticipated during operations, which will be performed in accordance with local and state codes, regulations, and permits.

LEARN MORE
Imperium has held a series of local public information forums. Additional public forums are planned in 2021. For more info, contact Paul Stratton at 607.444.1545 or paul@imperium3.com, and visit www.im3ny.com.

USING THE HURON CAMPUS SITE
The “greenest” building is the one you never build. The adaptive reuse of existing buildings on the former IBM campus is consistent with Imperium’s mission to enable a greener, cleaner planet that is sustainable for future generations. In addition, the Huron Campus provides access to existing high-quality manufacturing infrastructure and nearby business expertise.
iM3NY

An Introduction
February 2021

Imperium3 New York (dba iM3)
iM3 Mission

Lead technical innovation and development to enable a *greener, cleaner planet* that is sustainable for future generations.

Specifically, evolve technologies that will *advance Lithium battery technologies to lead global standards for performance and environmental impact.*
iM3 Goal

Build technical expertise and manufacturing capability to be –

- Recognized global leader in LiIon battery performance
- The leader in LiIon battery clean manufacturing capability.

iM3 will supply the world’s great OEMs with LiIon batteries that meet or exceed all current standards and expectations

Large-scale Lithium-ion Battery Manufacturing
Based in Endicott NY USA
iM3NY - Milestones

2017
• Formation of Imperium3 with C4V technology licensing agreement
• New York State Government Incentives Awarded - Huron Campus, Endicott NY

2018
• Alevo Battery Plant Acquisition and Relocation - $170M of fully operational machinery
• Commencement of Feasibility Study and Detailed Engineering
• Detailed product design review and revised design identified and charted
• Manufacturing Re-Engineering Design Complete

2019
• Fundraising begins – disrupted in early 2020 due to pandemic

2020
• Fund Raising resumes for Phase 1

2021
• First Funding Round Achieved with further funding to be completed Q’1 / Q’2
• Completion of Modification and Reassembly of Plant
• Equipment Installation, Test and Commissioning by end of Q’4

2022> 2025
• First Volume Production - Q’2 2022
• Capital raise to achieve 30 GWh production
• Commence production of incrémental capacity > 30 GWh
SENIOR MANAGEMENT –
In Place

Bill Shannon
COO
- Ex –Duracell, H&T (Div President), largest cell can manufacturer
- 25+ years in lithium ion

Chaitanya Sharma
CEO
- Ex-Lithium Americas, Tesla (1st engineer for Gigafactory)
- MS Mechanical Stanford Uni
- BTech Mechanical IIT Roorkee

Mike Driscoll
CFO
- Former CFO/CEO of OneCare, ThinSoft, AT&T

Priyadarshi Panda, PhD
VP, Engineering
- Ex- Applied Materials, LAM Research, Intel
- PhD Chemical MIT
- BTech Chemical IIT Kanpur

Brandon Jordan, PhD
Sr. Dir, Engineering
- Ex- LAM Research, Phoenix Systems
- PhD Physics Uni of Nebraska
- BS Physics Uni of Nebraska

Paul Stratton
SVP, Sales & Marketing
- Ex- Duracell, KMP Growth One (Business Owner)
- 35+ years experience in Strategy, Sales & Marketing,
- 18+ in lithium ion industry
Board of Directors - 5 Person

Entrepreneurial Spirit with Deep Industry Experience – Transitioning

Mike Driscoll
CFO
- Led IPO for Technology Applications in 1990
- Former CFO/CEO of OneCare, ThinSoft, AT&T

Chaitanya Sharma
CEO iM3
- Tesla, Lithium Americas
- 10 years of infrastructure development experience
- Stanford, IIT

Shailesh Upreti
Chairman iM3
- 20 years of Li-ion battery experience
- 100+ publications and technology patents

Frank Poullas
CEO
Magnis Energy Technologies
A Publicly Traded Enterprise on the Australian Stock Exchange

1 New Board Member from Magnis Energy Technologies to be Appointed
Advisory Board with Broad Depth and Experience

Robert Dobbs
Advisory Board Member
- 45+ years in manufacturing and new technology
- Co-Founder of Primet Precision Materials

M. Stanley Whittingham
Advisory Board Member
- BU Professor
- Inventor of Li-ion battery
- Nobel Prize in Chemistry 2019

Mike Driscoll
Advisory Board Member
- Led IPO for Technology Applications in 1990
- Former CFO/CEO of OneCare, ThinSoft, AT&T
**iM3 Ownership**

**Exclusive Technology License - C4V to iM3 NY**

**TECHNOLOGY / R&D**
- **Vestal, New York**
  - Shailesh Upreti: 47%
  - Robert Dobbs: 37%
  - Magnis Energy Technologies: 10%
  - TBD: 10%

**MANUFACTURING**
- **Endicott, New York**
  - Magnis Energy Technologies: 53%
  - iM3 NY: 47%

New Capital Structure Expected by Oct 1
iM3 Product Advantages – 1st Generation Product - BMLMP

Exclusive License – C4V Patented IP Portfolio (24)

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**Yields –**

1. 3.9V Chemistry
2. 15 – 20% Gain in Capacity vs LFP
   - 190 KWh/KG
   - 400 KWh/L
3. Cycle life approaching 6,000 and view to 10,000+
4. Clean and Green – No Nickel or Cobalt
5. Greatly Enhanced Safety – reduced need for pack level safety devices
6. Light-weight - 70% less than Lead-acid and 20% less than LFP
Market Changing Advances from iM3 with C4V Cathode Technology

**Gen 1 Product** – Production Available – January 1, 2022 – Samples Q3 ‘21
iM3 introduces BMLMP cells with patented Bio Mineralization
   +20% capacity gain vs LFP competition – 190+ Wh / Kg vs 150 Wh / Kg
   400 Wh / l
   3.9 volts – highest of lithium cells versus - 3.7v nickel and 3.2v LFP
   6,000 plus cycles - 6 times greater than Nickel cells
   Vastly improved safety versus nickel based cells yields improved energy density at pack level
   Ultra Rapid Charge capability – 6 Minutes to 85% capacity
   Made in the USA with patented American technology
iM3 Cells are the Greenest of any LiIon cells available from materials through manufacturing process

**Gen 2.0** – Production Available – January 1, 2024 – Samples June 1, 2021
iM3 will introduce BNCA cells with patented Bio Mineralization
   Reduced cobalt design – most environmentally friendly
   20% capacity gain vs NCA / NCM competition 300 Wh/Kg vs 250 Wh/Kg
   silicon doped anode – patented methodology
   Made in the USA with patented American technology
Further Technical Details Available Upon Request
A Future that Belongs to All of Us

An Update and Overview

New York Battery and Energy Storage Technology Consortium

(NY-BEST)

April 9th 2021
LiIon Batteries – A Recognized Cornerstone to Achieving Global Clean Energy Goals

• Market for LiIon batteries grows at 34% / year thru 2030+
• Global Markets in electric vehicles, commercial and residential energy storage and many more ...

Yet, demand exceeds supply well into the future
Large and Growing Opportunity First Recognized Locally Over 12 Years Ago!

**iM3NY**’s story is a quintessential local development success story

- Beginning over 12 years ago, Dr. Shailesh Upreti, with support from local entities, developed CV4
  - A li-ion R&D company focused on advancing Lilon battery technology and a greener planet
  - **iM3NY** was later developed as the manufacturing arm for C4V technology in 2017
  - Fund raising to support **iM3NY**’s build out of a giga factory began in 2017

- With a Broad Spectrum of Support Led by
  - Binghamton University in partnership with Nobel Prize winner Dr. Stanley Wittingham
  - New York State and The Center for Advanced Microelectronics Manufacturing (CAMM), The Northeast Center for Chemical Energy Storage (NECESS), S3-IP, and the Koffman Southern Tier Incubator (KSTI)
  - and the broader community at large in support of economic development
And now - iM3NY is building the next *Lilon Giga Factory* here in Endicott, NY

- Funding Imminent - April 2021 - to support complete build out of the 1st Giga Watt of production
- Key management positions have been recruited and filled with experts from the battery industry
- HQ offices have been secured and move in has begun – Admin, Operations, Sales and Marketing, HR ++
- Demolition of interior infrastructure within an existing vacated IBM plant has begun
- Detailed engineering plans for equipment installation and commissioning have been completed
- Sales contracts have been initiated with 6 signed customers to date and more in process

*And growth plans ensure global competitiveness are already in process*
iM3NY Mission – A Commitment to the Future

Lead technical innovation and development

- Enable a greener, cleaner planet
- Sustainable for future generations.

Specifically,

iM3NY will evolve technologies,

- Both in total battery design and production processing
  - To advance lithium ion battery technologies
    - To lead standards for performance and environmental impact.
Designing individual components that go inside cells that are more advanced than the competition

• iM3NY will generate the least amount of scrap from its factory compared to any other cell manufacturing factory

• iM3NY’s batteries are the greenest in the world, with a life cycle carbon footprint that is 80% lower than competition – NYSERDA certified
• iM3NY’s process advancements result in a higher product quality and lower environmental impact

• iM3NY has reviewed environmental (air emissions) regulatory requirements and implemented measures to go way above and beyond the minimum limits
iM3NY – Local Technology with Maximum Local Content

iM3 NY Batteries have 4 major components that control performance

- The 4 control >80% of the total cost - $/KW
- All are manufactured in the USA – 2 main ones in NY State

As a result, iM3NY has already been qualified by an influential US Government contractor!

1. Cathode – Positive \( \text{C4V}^{\text{TM}} \text{ IP} \)
2. Anode – Negative \( \text{C4V}^{\text{TM}} \text{ IP} \)
3. Electrolyte
4. Separator

Different types of cells (cylindrical, prismatic) that are arranged together into a battery pack which is the form in which the end customer utilizes LIBs.
iM3NY

A World Class Product

iM3NY Performance Advantage
Gen 1 Product Available Q1 2022

Cell Safety - Rating

<table>
<thead>
<tr>
<th>Type</th>
<th>NCA / NCM</th>
<th>LFP</th>
<th>BMLMP</th>
</tr>
</thead>
<tbody>
<tr>
<td>iM3NY</td>
<td>Certified Safest</td>
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Cyclife

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<th>Type</th>
<th>NCA / NCM</th>
<th>LFP</th>
<th>BMLMP</th>
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</thead>
<tbody>
<tr>
<td>iM3NY</td>
<td>4500+ Cycles</td>
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</table>

Wh / Kg

<table>
<thead>
<tr>
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<th>NCA / NCM</th>
<th>LFP</th>
<th>BMLMP</th>
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</thead>
<tbody>
<tr>
<td>iM3NY</td>
<td>190 Wh / Kg</td>
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</table>

Cost - $/Wh

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<thead>
<tr>
<th>Type</th>
<th>NCA / NCM</th>
<th>LFP</th>
<th>BMLMP</th>
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<tbody>
<tr>
<td>iM3NY</td>
<td>Least $5s</td>
<td></td>
<td></td>
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</tbody>
</table>

iM3NY Certifications and Comparison with Other Batteries (NCA/NCM/LFP/BMLMP)
A Product Roadmap that Advances Technology Significantly

<table>
<thead>
<tr>
<th>Product Characteristics</th>
<th>Gen 1</th>
<th>Gen 2</th>
<th>Gen 3</th>
<th>Gen 4</th>
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<tr>
<td>Form Factor</td>
<td>Prismatic</td>
<td>Prismatic</td>
<td>Prismatic</td>
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<tr>
<td>Cell Chemistry</td>
<td>BM - LMP</td>
<td>BM – NMC + Silicon</td>
<td>Solid State</td>
<td>Li-S cell</td>
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<tr>
<td>Capacity (standard)</td>
<td>45 Ah</td>
<td>50 Ah</td>
<td>100 Ah</td>
<td>125 Ah</td>
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<tr>
<td>% Improvement</td>
<td></td>
<td>10%</td>
<td>100%</td>
<td>25%</td>
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<tr>
<td>Energy density gravimetric</td>
<td>190 Wh/Kg</td>
<td>250 Wh/kg</td>
<td>400 Wh/kg</td>
<td>500 Wh/kg</td>
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<tr>
<td>% Improvement</td>
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<td>32%</td>
<td>60%</td>
<td>25%</td>
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<td>540 Wh/L</td>
<td>900 Wh/L</td>
<td>1000 Wh/L</td>
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<tr>
<td>% Improvement</td>
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<td>35%</td>
<td>67%</td>
<td>11%</td>
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<tr>
<td>Production Target</td>
<td>2021/22</td>
<td>2023</td>
<td>2024</td>
<td>TBD</td>
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</tbody>
</table>
iM3NY – Hiring Plan

• iM3NY takes tremendous pride in the world class team it has been able to put together so far

• We need world class professionals to join us in many different areas including
  – Equipment Technicians
  – Quality Technicians
  – Engineers
  – Maintenance Technicians
  – Finance & Accounting
  – Human Resources

• Over 150 positions to be filled by 2023 to support 1st production line (1GWh)
iM3NY with *The T³ Advantage*

1. Team
2. Technology
3. Timing

Be Loud Be Proud!
Let’s make it happen!
A Future that Belongs to All of Us

iM3NY Townhall Meeting
Introduction, Update and Overview
May 18, 2021
Welcome!

And thank you for attending the meeting this evening!

We hope you find our Townhall Meeting both informative and stimulating!
This evening we are here to talk about –

A Cornerstone to Achieving Global Clean Energy Goals
A Project Born Here and About to Reside in Endicott NY

iM3NY/ Imperium3 NY Inc

A Start Up Manufacturer of Advanced Technology Li-Ion Rechargeable Cells
- Leading Industry Performance Standards
- Setting New Global Standards for Clean and Green
Joining us this evening are several local and state dignitaries
Who would like to say a few words before we start

Mayor of the Village of Endicott – > Linda Jackson
Broome County Executive - > Jason Garnar
New York State Senator - > Fred Akshar
New York State Member of Assembly - > Donna Lupardo

Thank you!
Lilon Batteries – A Cornerstone to Achieving Global Clean Energy Goals

Global Markets Driven by

1. Electric Vehicles
   - Automobiles
   - Trucks
   - Buses
   - Scooters ++

2. Energy Storage
   - Commercial
   - Residential

3. And many more inc.
   - Consumer Electronics

Demand exceeds supply well into the future!

Demand 34.19% CAGR

Global Production

620 GWh

250 GWh

2020

2025

2030

Lithium Ion Battery Demand GWh/Yr

Demand exceeds supply well into the future!
Markets Driven by the Worlds Leading Companies and Innovators
12 years ago, Dr. Shailesh Upreti, with support from local entities, developed C4V
• A Li-Ion R&D company focused on advanced Li-Ion battery technology
  • Advanced performance with a commitment to a cleaner and greener planet
• In 2017 iM3NY was conceived as the manufacturing arm for C4V technology
  • And fund raising began to support iM3NY’s build out of a giga factory
  • Focused locally on the Huron Campus in Endicott NY
It Has Taken a Broad Spectrum of Support Led by

- Binghamton University and The Center for Excellence along with S3IP
  - And in mentorship with Nobel Prize winner Dr. Stanley Wittingham
- New York State – Empire State Development
- The Center for Advanced Microelectronics Manufacturing (CAMM),
- The Northeast Center for Chemical Energy Storage (NECESS),
- The Koffman Southern Tier Incubator (KSTI)
- NY Best – New York Battery and Energy Storage +
- NYSERDA and 76 West

The broader community at large in support of economic development
iM3NY – And Now …..

iM3NY is Building the Next US based Lilon Giga Factory here in Endicott, NY

• Funding received - April 2021 - 1st Giga Watt of production  
  • Riverstone Holdings L.P. + Magnis Energy Technologies (MNS:ASX) (URNXF)  
  + $230M of equipment in place and awaiting installation

• Key management positions filled with experts from the battery industry  
  • Shailesh Upreti – Chairman  
  • Chaitanya Sharma – CEO  
  • Bill Shannon – COO  
  • Priyadarshi Panda – SVP Engineering  
  • Paul Stratton – SVP Sales and Marketing
iM3NY – A Future that Belongs to All of Us

Significant work has been accomplished to date –

• Sales contracts have been initiated - 6 signed customers nearing $650M
  + and more in process

• Growth plans ensuring global competitiveness are already in process!
  • Gen 2 – 3 -> Higher Capacity, Better and Faster Cycling, Lower costs / KWh

• HQ Open for Business – 1093 Clark Street, Endicott NY – 35+ Employees Planned
iM3NY – A Future that Belongs to All of Us

iM3NY Mission – A Commitment to the Future

Lead technical innovation and development

✓ Enable a greener, cleaner planet
✓ Sustainable for future generations.

Specifically,

iM3NY will evolve technologies,

✓ Both in total battery design and production processing
  ✓ To advance lithium-ion battery technologies
    ✓ To lead standards for performance and environmental impact.
    ✓ Greener and Smarter Factories
iM³NY – A Technology Hub for Advancement of Li-Ion Cell Manufacturing

Designing individual components - Advancements in the Industry

Excellence in Engineering and Design

- iM³NY will reduce the amount of scrap produced in Manufacturing
- Green Technologies - life cycle carbon footprint 80% lower than competition

Life Cycle Assessment: C4V Lithim-Ion Battery ... - NYSERDAwww.nyserda.ny.gov › Files › Research › Environmental
iM3NY – Advancements in Cell Manufacturing Process

- Process improvements for higher product quality and lower environmental impact
- Measures implemented to surpass all environmental regulatory requirements
iM3NY – High Content of Made in USA – More to Come!

4 major components control cell performance - 80% of Cost / KWh

- All are manufactured in the USA – 2 primary in NY State

1. Cathode – Positive \( \text{C4V}^{\text{TM IP}} \)
2. Anode – Negative \( \text{C4V}^{\text{TM IP}} \)
3. Electrolyte
4. Separator

* As a result, iM3NY has already been qualified by an influential US Government contractor!
**iM3NY - A World Class Product**

### iM3NY Performance Advantage

Gen 1 Product Available Q'1 2022

- **Cell Safety - Rating**
  - iM3NY Certified Safest

- **Cyclelife**
  - iM3NY 4500+ Cycles

- **Wh / Kg**
  - iM3NY 190 Wh / Kg

- **Cost - $s / Wh**
  - iM3NY Least $s

---

5/18/2021
A Product Roadmap that Advances Technology Significantly

<table>
<thead>
<tr>
<th></th>
<th>Gen 1</th>
<th>Gen 2</th>
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</tr>
</thead>
<tbody>
<tr>
<td>Cell Chemistry</td>
<td>BM - LMP</td>
<td>BM - NMC + Silicon</td>
<td>Solid State</td>
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<tr>
<td>Form Factor</td>
<td>Prismatic</td>
<td>Prismatic</td>
<td>Prismatic</td>
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<tr>
<td>Capacity (standard)</td>
<td>50 Ah</td>
<td>70 Ah</td>
<td>112 Ah</td>
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<tr>
<td></td>
<td>+ 20% vs Competition</td>
<td>40%</td>
<td>60%</td>
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<tr>
<td>Energy density gravimetric</td>
<td>190 Wh / Kg</td>
<td>280 Wh / Kg</td>
<td>400 Wh / Kg</td>
</tr>
<tr>
<td></td>
<td>+ 20% vs Competition</td>
<td>48%</td>
<td>43%</td>
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<tr>
<td>Energy density Volumetric</td>
<td>400 Wh / L</td>
<td>550 Wh / L</td>
<td>810 Wh / L</td>
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<tr>
<td></td>
<td>+ 20% vs Competition</td>
<td>38%</td>
<td>47%</td>
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<td>Life Cycles</td>
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<td>2,000</td>
<td>10,000</td>
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<td>Key IP - Patents</td>
<td>Co and Ni free Cathode</td>
<td>High Ni Cathode and Si Anode</td>
<td>Solid Electrolyte</td>
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<td>Bio Mineralization</td>
<td>Bio Mineralization</td>
<td>Demo in 2017</td>
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<td>Production Availability</td>
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<td>Samples</td>
<td>Q'4 2021</td>
<td>Q'2 2022</td>
<td>Q'4 2023</td>
</tr>
<tr>
<td>Production Quantities</td>
<td>Q'3 2022</td>
<td>Q'3 2024</td>
<td>Q'3 2026</td>
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</tbody>
</table>
Significant work has been accomplished to date – cont’d

- Demolition of interior infrastructure within an existing vacated IBM plant has begun
- Detailed engineering plans for equipment installation and commissioning have been completed
- Engineers are on site and evolving plans to be ready for production in 2nd Half of 2021
Basic Site Preparations in May, June and July

• Clearing and cleaning of space (building 48 & 53)
• Basic floor preparations - filling cracks and patching holes
• Constant assessments for readiness of the buildings
• Continued detailed engineering plan
Relocation / Placement of Large Process Equipment

- 2nd Quarter 2021 equipment move will commence
- Approximately 150 trucks - used to get the equipment to Endicott
- Requires heavy equipment cranes and moving machines to relocate from storage to the factory floor
- Mixing and coating equipment
- Dry/clean room assembly
iM3NY – Final Equipment Installation and Testing / Debugging

Equipment Setup and Final Assembly

• Electrical, Plumbing Construction / Installation
  • Q3 ‘21 thru Q2 ‘22
• Fine tuning Equipment Set Up and Final Connections
  • Q4 ‘21 thru Q3 ‘22
• Testing and Debugging of Equipment
  • Q2 ‘22 thru Q3 ‘22
• Begin Production Ramp-up -> Q3 ‘22
• iM3NY takes tremendous pride in the world class team it has been able to put together so far

• We need world class professionals to join us in many different areas including
  – Equipment Technicians
  – Quality Technicians
  – Engineers
  – Maintenance Technicians
  – Finance & Accounting
  – Human Resources

• Over 150 positions to be filled by 2023 to support 1st production line (1GWh)
High-Tech Manufacturing jobs in turn creates 1.4 more jobs in ancillary services

- Other estimates put it much higher – some as high 16x

- Jobs in ancillary businesses
  - Construction
  - Contract suppliers and labor
  - Support services

- Total impact on jobs creation due to iM3NY manufacturing build up
  - By 2023 -> 150 at iM3NY yields another 210 in other sectors -> total 360
  - By 2028 -> 1,150 at iM3NY yields another 1,610 in other sectors -> total 2,760

- Co-location of supply chain manufacturers could yield 2x jobs
The $T^3$ Advantage

1. **Team** – Broad and All Inclusive – A Future that Belongs to All of Us!
2. **Technology** – Advanced Performance, Manufacturing Process – Clean and Green!
3. **Timing** – Perfect as Market Accelerates Globally!

Be Loud Be Proud!
Let’s make it happen!
iM3NY – A Future that Belongs to All of Us

And Now – Let us Take Your Questions

Q & A
iM3NY Recycling Strategy: a Full 360° Circular Economy

Upcycling, Recycling and Second Life

Shailesh Upreti and Chaitanya Sharma
Leadership: The leadership team at C4V and iM3NY empowers its team to think creatively, critically, and holistically.

C4V and iM3NY have spent many years identifying and recruiting experienced, highly-talented individuals to its executive core. The current team has over 100 years of cumulative lithium-ion battery materials, design and manufacturing expertise, with critical knowledge in electrochemistry and particle engineering that facilitate expedited commercialization of lab developments to the production floor and market.

3 Recycling Companies Partnered

2011 - Key discovery
2012 - First patent filed
2013 - Performance validated
2014 - C4V established
2015 - Market traction (licensed)
2016 – First Recycling Partner qualification begin
2017 – Second Recycling partner qualification begin
2018 – Third Recycling Partner qualification begin
C4V Development Center: Accelerating Recycling Test Plans

- Components
  - System
  - Module/Packs
  - Data Center
    - Dry Room, Cyclers, SMT

- Materials
  - Nano
  - Powder
  - Slurry
  - Liquid

- Components
  - Cell
  - Cathode
  - BMS

- System
  - 600V
  - 1000A
  - Micro-Grid
  - Electric Vehicles

- Supported by Binghamton University, NYSERDA, DOE, NECCES

- Techniques
  - XRD
  - SEM
  - TEM
  - TGA
  - DTA
  - XPS
  - FIB
  - BET
  - ICP
  - FTIR
  - EELS
  - TGMS
  - Raman
  - Rheology
  - Particle Size
Our Li-ion Supply Chain and Recycling: Close Loop Efforts

- Mining
- Organic Sources
- Refined Feed
- Cathode
- Cell Components
- Anode
- BMS & Packaging
- System
- Second Life Remanufacturing
- Cell Fabrication
- Battery Packs
- LIB Recycling
- Components
- Components
Components That Can be Recycling: 99.99% Reusable

<table>
<thead>
<tr>
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<tbody>
<tr>
<td>Cathode</td>
</tr>
<tr>
<td>• Active Material</td>
</tr>
<tr>
<td>• Binder (PVDF)</td>
</tr>
<tr>
<td>• Super P</td>
</tr>
<tr>
<td>• Current Collector (aluminum)</td>
</tr>
<tr>
<td>• Other Additives</td>
</tr>
<tr>
<td>Anode</td>
</tr>
<tr>
<td>• Synthetic graphite</td>
</tr>
<tr>
<td>• Natural Graphite</td>
</tr>
<tr>
<td>• Carbon Black</td>
</tr>
<tr>
<td>• Binder (CMC)</td>
</tr>
<tr>
<td>• Binder (SBR)</td>
</tr>
<tr>
<td>• Current Collector (Copper)</td>
</tr>
<tr>
<td>Electrolyte</td>
</tr>
<tr>
<td>• Solvent A</td>
</tr>
<tr>
<td>• Solvent B</td>
</tr>
<tr>
<td>• Salt</td>
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<tr>
<td>• Additives</td>
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<td>• Mono PP</td>
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<tr>
<td>• Vent/</td>
</tr>
<tr>
<td>• Spacer</td>
</tr>
<tr>
<td>• Core Rod</td>
</tr>
<tr>
<td>• Tabs</td>
</tr>
<tr>
<td>• Washer</td>
</tr>
<tr>
<td>• Pouch</td>
</tr>
</tbody>
</table>

20+ Components = High (Precision + Throughput) Manufacturing

5+ Components

5+ Components

4+ Components

1+ Components

5+ Components
Repurposing & Recycling: Economic Benefits

- The number of lithium-ion batteries becoming available annually for remanufacturing, recycling and repurposing is likely to exceed 3,000,000 between 2029 and 2032 as well as reaching 50% of new vehicle demand between 2020 and 2033. Thus, a sufficient number of batteries will be available.

- Cost benefit analysis shows that remanufacturing is also an economically feasible, saving approximately 40% over new battery use. Repurposing is likewise economically feasible if research and development costs for new applications are less than $82.65 per kWh for upper bound sales price of $150.00 per kWh.

- For a lower bound in R&D expenses of $50 per kWh, the lowest economic sales price is $114.05 per kWh. Recycling becomes economically feasible when the price of lithium salts increases, which is possible with increasing demand for lithium-ion batteries.

- For majority of manufacturing plant to keep up with the pace and cost, Recycling would become very important for good control over the supply chain. Could bring up to 10% overall cost savings.
Summary

- C4V and iM3NY has spent several years to identify partners to establish recycling
  - To bring greener batteries with time
  - Improve upon cost
  - Lower foreign dependency
  - Add mode local value, also mean local economic impact
- Company has full overview on technology as well as cost associated with recycling and up-cycling
- iM3NY’s Endicott plant would be leading factory globally to have such close loop, and domestic supply chain with lowest possible toxic footprint as well as local value add.
- iM3NY would work with its customers to send dead batteries to its recycling partner for more efficient supply chain.
Contact

Charging Ahead!!!

C4V OFFICE (R&D)
Shailesh Upreti
2226 COE
45 Murray Hill Rd
Vestal, New York 13850

MANUFACTURING iM3NY
Chaitanya Sharma
1701 North St, Endicott, NY 13760
United States
ATTACHMENT 5
PUBLIC MEETING DATA (INCLUDING Q/A)
<table>
<thead>
<tr>
<th>Date</th>
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<th>Public Notification / Link</th>
<th>Topic</th>
<th>Style</th>
<th>Presenters</th>
<th>Further Notes and Other</th>
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<tr>
<td></td>
<td></td>
<td>* All meetings are announced to the media by personal calls from media contacts at Donnelly or by media blast from Donnelly. All releases contain the link to the zoom with times etc.</td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>Townhall</td>
<td>Nov-20</td>
<td>Project Update and Overview</td>
<td>Overview and Update</td>
<td>In Person</td>
<td>Shailesh, Chaitanya</td>
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<td>40k</td>
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<td>Project Update and Overview</td>
<td>Overview and Update</td>
<td>Zoom</td>
<td>Shailesh, Chaitanya, Bill, Paul</td>
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<td>Rotary Club</td>
<td>Jan-21</td>
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<td>Zoom</td>
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<td>Radio Interview</td>
<td>Feb-21</td>
<td>Request from the station</td>
<td>Project Update and Overview</td>
<td>Telephone</td>
<td>Bill, Paul</td>
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<td>TV Interview</td>
<td>Mar-21</td>
<td>News Channel 12/7</td>
<td>Project Update and Overview</td>
<td>Live</td>
<td>Shailesh</td>
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<td>55K</td>
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<tr>
<td>NY Best - Future of Energy - Renewable Ener</td>
<td>Apr-21</td>
<td>Invited and included on Agenda several days in advance</td>
<td>Project Update and Overview</td>
<td>Zoom</td>
<td>Paul</td>
<td></td>
<td>65+</td>
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<tr>
<td>Union City - Board of Trustees</td>
<td>May-21</td>
<td>Funding Press Release</td>
<td>Update and Townhall</td>
<td>Live + Zoom</td>
<td>Shailesh, Paul</td>
<td></td>
<td>15</td>
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<tr>
<td>Hoffman Center Press Conference</td>
<td>Jun-21</td>
<td>Funding Press Release</td>
<td>Update and Townhall</td>
<td>Zoom</td>
<td>Shailesh, Bill</td>
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<td>40K</td>
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<tr>
<td>TV Interview</td>
<td>17-May</td>
<td>Onsite with Tour of facility</td>
<td>Request from Rick Ehrens - Local TV Anchor as a result of media info sent out</td>
<td>Live in Person</td>
<td>Shailesh</td>
<td>Carried AM and PM TV News by Channel 12</td>
<td>55K</td>
</tr>
<tr>
<td>Telephone Conversation - Terri Ferre - Local Activist / Authority</td>
<td>17-May</td>
<td>Included on the Agenda 2 days in advance</td>
<td>Update and Townhall</td>
<td>Live in Person</td>
<td>Shailesh</td>
<td>Carried AM and PM TV News by Channel 12</td>
<td>55K</td>
</tr>
<tr>
<td>Village of Endicott - Trustees Meeting</td>
<td>17-May</td>
<td>Personal Invites to Townhall Mtg.</td>
<td>Update and Townhall</td>
<td>Zoom</td>
<td>Paul</td>
<td>Invited by Town Manager to Speak for 5 minutes</td>
<td>10</td>
</tr>
<tr>
<td>iM3NY - Townhall Presentation</td>
<td>18-May</td>
<td>Politicians - Linda Jackson, Jason Garnar, Rick Akshar, Donna Lupardo - gave 2 minute intros each</td>
<td>Update and Status</td>
<td>Live + Open Forum</td>
<td>Shailesh, Chaitanya, Bill, Paul</td>
<td>Broadcast News - TV - Multiple Outlets, Radio - Multiple Stations, Personal Invitations from Business Leaders, Employees, Others</td>
<td>70+ on Zoom + local news coverage afterwards</td>
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</tbody>
</table>

All numbers are approximate but +/- a few percent only.
### Questions at Presentations

<table>
<thead>
<tr>
<th>Public Comments/Questions</th>
<th>Response to Comments</th>
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<tbody>
<tr>
<td>1 Are you working with EVs?</td>
<td>The applicability of our cell technology allows us to work with all different kinds of applications including EVs, ESS, Telecom Towers, Factory Tools etc. We are currently engaged with EVs to develop battery systems that will fit their needs.</td>
</tr>
<tr>
<td>2 Training - work with local schools</td>
<td>We have initiated conversations with SUNY Broome and Binghamton University to develop local training programs.</td>
</tr>
<tr>
<td>3 Plant Location - Where?</td>
<td>Huron Campus (former IBM site), Endicott (Broome County), NY</td>
</tr>
<tr>
<td>4 Will you disclose customer names?</td>
<td>Usually our Non-Disclosure Agreements (NDAs) with the customers preclude us from disclosing names and other details but whichever ones we can talk about are available on our website.</td>
</tr>
<tr>
<td>5 Air Handler Permit - Type / Status</td>
<td>NYSDEC State Facility Permit</td>
</tr>
<tr>
<td>6 Endicott Infrastructure - Adequate?</td>
<td>Yes, the infrastructure that we have in Endicott is adequate for our needs.</td>
</tr>
<tr>
<td>7 Funding - For what Capacity?</td>
<td>Our current funding round was raised to support the operations of our first 1 GWh production line.</td>
</tr>
<tr>
<td>8 Gov't $s - C4V</td>
<td>C4V has not taken any government funding. They had won a competition for $500K, which they are in the process of returning as well.</td>
</tr>
<tr>
<td>9 Will slides be on website?</td>
<td>Yes, we will create a section on our website to upload the slides.</td>
</tr>
<tr>
<td>10 Cell delivery dates</td>
<td>Our production will begin Q2 2022.</td>
</tr>
<tr>
<td>11 Purpose of C4V?</td>
<td>C4V is the founding entity for iM3NY and are one of the larger shareholders. They own the patents for our cell technology, which we have an exclusive license for.</td>
</tr>
<tr>
<td>12 $650M contracts - timeframe?</td>
<td>These customer contracts spread over 3-5 year timeframe.</td>
</tr>
<tr>
<td>13 C4V public funding</td>
<td>C4V is a private company and has not received any public funding.</td>
</tr>
<tr>
<td>14 Why are you more green - non toxic?</td>
<td>Our supply chain is non-Asia based. We do not have any Ni and Co in our chemistry which are more polluting. Our processing of the material is more simple and done locally. The 4 main components in a cell (Cathode, Anode, Separator and Electrolyte) are locally sourced for us. This makes us more green as evidenced by a 3rd party report on our cell chemistry. Our toxic footprint is 85% lower than other industry standard chemistries.</td>
</tr>
<tr>
<td>15 Public company -&gt; Magnis</td>
<td>Magnis is our largest shareholder and is a publicly-listed company in Australia.</td>
</tr>
<tr>
<td>16 Is - 1 GW $650M in sales?</td>
<td>The current customer contracts are all for our initial 1 GWh production line spreading across 3-5 years.</td>
</tr>
<tr>
<td>17 Mfg Capacity?</td>
<td>Our manufacturing capacity will be for 1 GWh production.</td>
</tr>
<tr>
<td>18 Will you work with recyclers?</td>
<td>We intend to always be working with the community and building this together. Our first manufacturing lines for 1 GWh will need about 150 people to support operations and we intend to scale this up to 32 GWh in the future. We would love to work with the community to hire locally as much as possible.</td>
</tr>
<tr>
<td>20 Intent to hire local labor?</td>
<td>The list of chemicals used is generally proprietary information but we have shared the complete list with the regulatory authorities as they analyze our emission footprint.</td>
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<tr>
<td>21 What will happen to waste water?</td>
<td>Imperium intends to collect and transport wastewater generated from the process via a licensed (permitted) entity to an off-site, regulated management for proper processing.</td>
</tr>
<tr>
<td>22 Expansion plans?</td>
<td>We are starting out with 1 GWh of production capacity but intend to expand in the future to 32 GWh.</td>
</tr>
<tr>
<td>23 Economic impact? Jobs created into the future?</td>
<td>Our current projections for the first 1 GWh line is about 150 people. We intend to grow to 32 GWh. Based on our understanding for every 1 direct job created, there’s 1.4 more indirect jobs that get created in the economy. With the excitement that this industry has generated all throughout the world we have high hopes we will be able to achieve all this growth together.</td>
</tr>
<tr>
<td>24 When will hiring start?</td>
<td>We are in construction phase of the project currently. Production begins Q2 next year and we will look to start onboarding people a few months ahead of that.</td>
</tr>
<tr>
<td>25 How are we different than Sungeel?</td>
<td>We are totally different than Sungeel. Sungeel was a cell recycling company; iM3NY is a cell manufacturing company. Cell recycling needs to take the cell apart which can take some intense operations. Cell manufacturing on the other hand is putting the cell together and while the operations deal with chemicals and needs precise / sophisticated engineering, the operations themselves are not so intense.</td>
</tr>
<tr>
<td>26 What type of wages will we be paying?</td>
<td>We will be offering competitive wages and other benefits.</td>
</tr>
<tr>
<td>27 Are we connected to Tesla or any other battery manufacturer?</td>
<td>We are not connected to Tesla or any other battery manufacturer. We are commercializing our own home grown technology.</td>
</tr>
<tr>
<td>28 Where will future funding come from?</td>
<td>This industry has generated a lot of attention throughout the world. Even the federal government has announced many mandates to support local cell manufacturing. Future funding can come from several different sources - private, public, government, etc.</td>
</tr>
</tbody>
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