

MISTER - DelhiNet

Municipal Individual System of Transportation on Elevated Rail

“Imagination is more important than knowledge” – Albert Einstein

INVESTMENT OFFER for Private Investors in a global high tech business

1. Investment Offer at a glance
2. Who we are
3. What we have
4. What we need
5. What will the business make and how
6. What does the investor get in return

1. Investment Offer at a glance

This is a summary of the call for investment in a **MISTER Investment Fund (MIF)** to become a shareholder in a global startup company - which invented, designed and developed arguably the best of a new type and 2nd generation of public city transport system in the World - **MISTER PRT (Personal Rapid Transit)**.

This new mode of transport will revolutionize, globally, the way that people travel in and around cities for the foreseeable future and is described in more detail at <http://mister.delhinet.com/> and in other documents.

Investment sought: US\$ 30 million in return for up to 20% of already assured global business of US \$1,5 billion with an estimated EBIT of \$300M, providing a profit for the **MIF** shareholders of \$60M/year (200%);

Investment share packets: US\$ 100,000 to 1 million for up to 64 Private Investors;

\$1 ROI (worst case): \$4 after 5 years and \$24 after 10 years;

\$1 ROI (average case): \$42 after 5 years and \$250 after 10 years;

Security: 100% control over spending of investment funds. The entire MISTER PRT business will be under the control of reputable Chartered Accountants and Legal Practices in New Zealand (regarded as one of most respected and corruption free countries in the World).

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Stock Exchange Listing: By being a separate company, the Investment Fund can be listed if and when a majority of its shareholders so decide.

As an incentive for early adopters, each subsequent investor will pay a 1% premium for their shares.

There is also a generous commission for everybody who successfully attracts other investors.

Initially it will be sufficient for potential investors to **DECLARE** only their **INTENT** to invest by e-mailing us in order to book their “place in a queue”. However, after a “cooling down period” and when a sufficient number of declarations have been obtained, all **DECLARED** investors will be asked to sign a legally binding pledge. Those **NOT** converting their declaration to a pledge will **LOSE** their place in the queue. If later they should decide to come back they will be placed at the end of a queue and shares will cost more (if still available). Once the minimal amount of US\$ 20 million is pledged, investors will be called upon to deposit funds in the trust account administered by Chartered Accountants who will be supervising and auditing the entire business activities of the MISTER Investment Fund and MISTER Holding companies. This arrangement provides assurance to investors that there are a sufficient number of other investors to guarantee success of the business, and that no investor will have to deposit their funds until such time, and also that they will not be under any pressure if they decide to withdraw. Should they wish to withdraw this will be by agreement and possible for a reasonable time from their initial commitment. Furthermore, an Investor’s representative will be appointed to the Board of the MISTER company with executive powers covering all aspects of business and in place until all Investors are repaid their initial investment in full. The MISTER business and the share process will be fully transparent and controlled by external Accountants and Lawyers, thereby providing to investors a safe and secure investment.

2. Who we are

We are a 6-year-old startup company based in the EU:

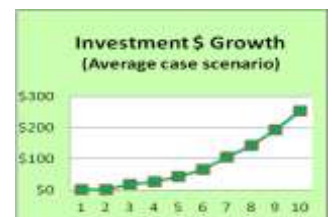
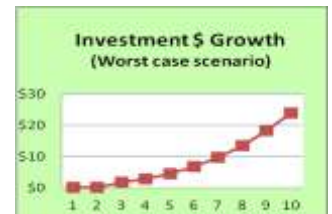
- We are an experienced international Management team with vast experience and success in all aspects of business
- We have developed a full scale-working prototype of MISTER.
- Been awarded a \$10 million grant towards a **certification and pre-production project** after an in depth due diligence process performed by the European Union’s High Technology Commission representatives.
- Obtained de-facto orders for **\$1,5 billion of development rights in 12 cities around the World** for over 150 km of initial MISTER PRT networks.

3. What we have

- **Ownership** of a new type of city transport system, which has been endorsed by transport specialists, both academic and practitioners.
- The World’s best product in its class within **the huge global market estimated at \$2 trillion per annum**.
- Granted and pending **patents**.
- Passed very stringent and searching **Due Diligence** process by European’s Union High Tech Commission funding program.
- Have developed MISTER PRT to a **full scale-working prototype** resulting in 3rd iteration of detailed mechanical design and software.
- Have **signed LOI-s** with several sub-contracting companies.
- Have the **knowledge, expertise** and the capability to develop the MISTER system and business on a global scale.

4. What we need

A limited number of investors to provide the US\$30M for the development of the MISTER Certification and pre-Production Project, from which further investment will be forthcoming, enabling production, installation and capitalizing on US\$1.5 billion of already assured business with much more to follow.



5. What will the business make and how

MISTER PRT transportation systems will be installed in many cities globally, in at least a few hundred out of potentially 3000+, and MISTER will control sales, manufacture, installation and operation of all systems.

The MISTER Company has "sold" its system to 12 cities without actually having any system in operation. From this it can be appreciated that a certified and ready to install system, will enable the MISTER company to sign up many more cities and develop systems globally, providing increasing ongoing positive cash-flow business, mutually with its investors, for decades to come. Also MISTER will be in a position to franchise its technology, while retaining full control over system quality, operation and financial performance.

It is expected that future funding for MISTER's own commercial systems developments will come from banks and investment funds at commercial rates and will therefore be even more profitable than franchises.

The MISTER company will subcontract all of the manufacturing and civil engineering to reputable local sub-contracting companies in the cities developing MISTER systems, but will retain control over all of the quality, automation and software (akin to Microsoft controlling its software), thus ensuring that it cannot be sidetracked or harmed by any 3rd parties.

When considering investing in MISTER PRT, it is worth remembering that today's icons like Apple, Google, and Facebook couldn't initially attract investors, except those with vision and foresight. Also they didn't have the advantage that MISTER has, which is to have obtained de facto **Rights of Way (ROW)** worth US\$1.5 billion for a total of over 150 km of initial MISTER PRT networks – a remarkable achievement for a startup company, with currently no commercially available product.

Therefore to benefit from MISTER's future success and to capitalize on these de facto orders, we are seeking investors with vision to match this pioneering venture. The market for MISTER is enormous - larger than the market for Microsoft, Apple, Yahoo, Facebook and Google combined, and the MISTER PRT market has the added advantage of not being subject to fashion, season or recession.

MISTER PRT transportation systems will make exceptionally large profits for its investors because fares and demand, which define income, is huge, and will increase along with profits because MISTER will provide a faster, safer, cheaper and more comfortable ride than a private car or public transport.

The development cost and operating expenses of the MISTER networks is known and small compared to other modes of transport. Suffice to say that MISTER PRT will be at the very least, between 2 to 5 times more efficient than bus, tram or subway in terms of passenger-kilometers per hour for the same cost.

As a result, even at current bus fare levels, the profit margin will be outstanding, while very substantial additional income and profits will come from the transportation of goods and from advertising, both passive and interactive. This last type (like Google ads) is not even available on current transportation systems.

6. What does the investor get in return

Investors look for PROFIT and this is what MISTER PRT systems will deliver, and with a high degree of certainty. In addition MISTER PRT is also a high tech and exceptionally ecological system, including future energy self-sufficiency, so as well as providing high profit, investors will also be able to take credit for supporting a socially and ecologically conscious and responsible business.

An exceptional ROI will be guaranteed for decades, as concessions will run in some cities for 40 years or more.

To facilitate this investment, a separate company, MISTER INVESTMENT FUND Ltd. (MIF) will be incorporated and will raise the funds by selling its shares to initial private investors. These funds will then be invested in MISTER HOLDINGS Ltd. (MHL) - owner of MISTER PRT patents and marketing rights - in return for up to 20% share of a global MISTER PRT business. Further profits will be derived by initial investors when MIF is made public.

In the worst possible scenario, the invested funds should be returned to investors within 2 years, while ROI after 5 years should be at least \$4 for each \$1 invested and \$24 after 10 years. This scenario assumes that MISTER systems will have only been built in 10 to 20 cities within 10 years with a combined network length of only 1100 km, which is less than the estimated minimum required length MISTER networks in the already signed up 12 cities.

In case of an average business performance, the ROI after 5 years should be at least \$42 for each \$1 invested and \$250 after 10 years. This assumes that MISTER systems will have only been built in 30 to 50 cities with 3,600 km of MISTER networks within 10 years, which is a low target.

However, the EXPECTED scenario is substantially higher, with some 100 cities and 18,000 km of MISTER networks within 10 years and proportionately higher profits.

Development of the already assured 150+ km of MISTER PRT systems in 12 cities around the World will result in a minimum of US\$300 million of annual Earnings Before Income and Tax (EBIT). The potential and plans for business are for hundreds of systems with much larger networks per city, worth US\$ billions of EBIT. Therefore even the minimum ROI on US\$30 million investment in MIF will result, in a few years, in an exceptional profit of US\$60 million, equating to 200% profit annually that will increase during the concessions periods, which will last from 25 to 40+ years.

The ramp-up period to achieve this minimum ROI is based on the operation of 150 km of MISTER PRT systems, which is estimated to be 4 to 6 years, while the first stages of the commercial operation will be going online within approx. 2 years of receipt of the investment funds. Furthermore, even before the first MISTER systems start operating, MISTER Holdings Ltd. will likely sell franchises for many cities, which will enable early repayment to investors.

Funding for the development of the commercial systems in the 12 cities, and all those to follow later, has already been provisionally promised by several investment funds and large private investors. However, it is subject to the development of the **certification and pre - production project**, hence this opportunity for the seeding investment in MIF for a small number of private investors, who will therefore receive highest ROI of all future investors.

Needless to say, once the global market sees MISTER as advancing its superior technology to the deployment stage, such investment offers to fund MISTER PRT in cities will increase, as well as it will be possible to borrow funds from the banks.

PRT business and this call for funds can be compared to the early stage of the oil industry, where for example a pioneering company obtained drilling rights to vast oil fields around the world but needed capital to build the first really efficient drilling rig.

PRT in general but especially MISTER are in such a position with the impending transport revolution, except that MISTER has a much greater certainty of success than the oil industry 150 years ago by having the best PRT design and proven prototype, known costs, guaranteed demand, income and therefore profits.

Please view <http://mister.delhinet.com/> to see animations showing how MISTER and PRT works:

All other documentation e.g. Business and Project Plans, Executive Summary, LOI-s from cities, Financial Analysis etc., can be provided upon request. All questions will be answered if sent to G P Singh at gp@delhinet.com, while Q&A seminars will also be arranged for interested parties.