# PROTERRA

Revolutionizing Commercial Vehicle Electrification Analyst Day - April 8, 2021

> A R C L I G H T clean transition





#### Disclaimer

This presentation (together with oral statements made in connection herewith, the "Presentation") is for informational purposes only to assist interested parties in making their own evaluation with respect to the proposed business combination (the "Business Combination") between ArcLight Clean Transition Corp. ("ArcLight") and Proterra Inc. ("Proterra" or the "Company")...

The information contained herein does not purport to be all-inclusive and none of ArcLight, the Company nor any of their respective subsidiaries, stockholders, shareholders, affiliates, representatives, control persons, partners, directors, officers, employees, advisers or agents make any representation or warranty, express or implied, as to the accuracy, completeness or reliability of the information contained in this Presentation. You should consult your own counsel and tax and financial advisors as to legal and related matters concerning the matters described herein, and, by accepting this Presentation, you confirm that you are not relying upon the information contained herein for any purpose or to make any desizes or stoled by law, in no circumstances will ArcLight, the Company, or any of their respective subsidiaries, stockholders, affiliates, representatives, control persons, partners, directors, officers, employees, advisers or agents be responsible or liable for any purpose. It is omissions, reliance on the information contained within it, or on opinions communicated in relation thereto or otherwise arising in connection therewith. In addition, this Presentation does not purport to be all-inclusive or to contain all of the information dherein and be reguired to make a full analysis of the Company or the Business Combination.

#### Use of Data

Certain information contained in this Presentation relates to or is based on studies, publications, surveys and the Company's own internal estimates and research. In addition, all of the market data included in this Presentation involves a number of assumptions and limitations, and there can be no guarantee as to the accuracy or reliability of such assumptions; neither the Company, ArcLight nor their representatives or affiliates assumes any responsibility for updating this Presentation based on facts learned following its use. Finally, while the Company believes its internal research is reliable, such research has not been verified by any independent source and none of ArcLight or the Company, nor any of their respective affiliates nor any of its or their control persons, officers, directors, employees or representatives make any representation or warranty with respect to the accuracy of such information.

#### Forward-Looking Statements

Certain statements in this Presentation may be considered forward-looking statements. Forward-looking statements generally relate to future events or ArcLight's or the Company's future financial or other performance metrics. For example (and without limitation), statements concerning the following include forward-looking statements: nummary financial forecast, projections of operating performance, revenues, gross margin, expenses, capital expenditures, total cost of goods sold, gross (loss) profit, estimates and projections of operating performance, revenues, gross margin, expenses, capital expenditures, total cost of goods sold, gross (loss) profit, estimates and projections of the Company's ability to timely and effectively scale its production and manufacturing processes; the Company's ability to develop new products and services and bring them to market in a timely manner; the Company's ability to attract and retain qualified employees; continuation of favorable regulations and government incentives affecting the markets in which the Company expenses; the records of the Business Combination and the Company's expected cash runway; and the potential effects of the Business Combination on Arclight and the Company. In some cases, you can identify forward-looking statements by terminology such as "believe," "may," "will," "potentially," "estimate," "continue," "anticipate," "intrined," "could," "would," "would, "would," "would, "would," would, "would," would, "would, "would," "would

alternative energy vehicles in general and medium- and heavy-duty electric vehicles, including transit buses and other commercial vehicles, in particular; the effects of increased competition; the ability to stay in compliance with laws and regulations that currently apply or become applicable to the commercial electric vehicle technology business and government contractors; the failure to realize the anticipated benefits of the Business Combination; the amount of redemption requests made by ArcLight's public stockholders; the ability of the issuer that results from the Business Combination to issue equity or equity-linked securities or obtain debt financing in connection with the Business Combination or in the future. Nothing in this Presentation should be regarented as a representation by any person that the forward-looking statements et forth herein will be achieved or that any of the cautionary statements will be achieved. You should not place undue reliance on forward-looking statements in this Presentation, which speak only as of the date they are made and are qualified in their entirety by reference to the cautionary statements.

#### Use of Projections

This Presentation contains projected financial information with respect to Proterra. Such projected financial information constitutes forward-looking information, and is for illustrative purposes only and should not be relied upon as necessarily being indicative of future results. The assumptions and estimates underlying such financial forecast information are inherently uncertain and are subject to a wide variety of significant business, economic, competitive and other risks and uncertainities that could cause actual results to differ materially from those contained in the prospective financial information. See "Forward-Looking Statements" paragraph above. Actual results read lifter materially from the results contemplated by the financial forecast information contained in this Presentation, and the inclusion of such information in this Presentation by any person that the results reflected in such forecasts will be achieved.

Neither ArcLight's nor the Company's independent auditors have audited, reviewed, compiled or performed any procedures with respect to the projections for the purpose of their inclusion in this Presentation, and accordingly, neither of them expressed an opinion or provided any other form of assurance with respect thereto for the purpose of this Presentation. In preparing and making certain forward-looking statements contained in this presentation. Proterra and ArcLight made a number of economic, market and operation forward-looking statements contained in this presentation. Proterra and ArcLight made a number of economic, market and operational assumptions. Notably, statements regarding the Company's 2025 vision, and summary financial forecast are, without limitation, subject to material assumptions regarding the Company's ability to economically manufacture and is products at scale and meet its customers' business needs, the Company's ability to successfully execute its growth strategy, the Company's ability to maintain required strategic supply arrangements, rates of adoption of battery electric vehicles by customers in the markets in which the Company operates, and continuation of favorable regulations and government incentives affecting the markets in which the Company operates. The Company cautions that its assumptions may not materialize and that current economic conditions render such assumptions regarding the the time they were made, subject to greater uncertainty.





#### Disclaimer (Cont'd)

#### Additional Information

In connection with the proposed Business Combination, ArcLight s filed on February 2, 2021 with the SEC a registration statement on Form S-4 containing a preliminary proxy statement/prospectus of ArcLight, and after the registration statement is declared effective, ArcLight will mail a definitive proxy statement/prospectus relating to the proposed Business Combination to its shareholders. This Presentation does not contain all the information that should be considered concerning the proposed Business Combination and is not intended to form the basis of any investment decision or any other decision in respect of the Business Combination. ArcLight's shareholders and other interested persons are advised to read the preliminary proxy statement/prospectus and, when available, the amendments thereto and the definitive proxy statement/prospectus and other definition. ArcLight's shareholders of Business Combination, as these materials will contain important information about the Company, ArcLight and the Business Combination. When available, the definitive proxy statement/prospectus and other relevant materials for the proposed Business Combination will be mailed to shareholders of ArcLight as of a record date to be established for voting on the proposed Business Combination. Shareholders will also be able to obtain copies of the preliminary proxy statement/prospectus and other definitive proxy statement/prospectus and other relevant materials will contain the SEC's website at www.sec.gov, or by directing a request to: ArcLight Clean Transition Corp. 200 Clarendon Street. 55th Floor. Boston. MA 02116.

#### **Financial Information**

Certain of the financial information and data contained in this Presentation is unaudited and does not conform to Regulation S-X promulgated under the Securities Act of 1933, as amended (the "Securities Act"). Accordingly, such information and data may not be included in, may be adjusted in or may be presented differently in, the registration statement filed by ArcLight and Proterra with the SEC.

#### Participants in the Solicitation

ArcLight, the Company and their respective directors and executive officers may be deemed participants in the solicitation of proxies from ArcLight's shareholders with respect to the proposed Business Combination. A list of the names of ArcLight's directors and executive officers and a description of their interests in ArcLight is contained in ArcLight's final prospectus relating to its initial public offering, dated September 22, 2020, which was filed with the SEC and is available free of charge at the SEC's web site atwww.sec.gov, or by directing a request to ArcLight Clean Transition Corp., 200 Clarendon Street, 55th Floor, Boston, MA 02116. Additional information regarding the interests of the participants in the solicitation of proxies from ArcLight's shareholders with respect to the proposed Business Combination will be contained in the definitive proxy statement/prospectus for the proposed Business Combination when available.

#### No Offer or Solicitation

This Presentation shall not constitute a "solicitation" as defined in Section 140 of the Securities Exchange Act of 1934, as amended. This Presentation does not constitute an offer, or a solicitation of an offer, to buy or sell any securities, investment or other specific product, or a solicitation of any vote or approval, nor shall there be any sale of securities, investment or other specific product in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any sould purisdiction. No offer of securities and the except by means of a prospectus meeting the requirements of the Securities Act.

#### Trademarks and Trade Names

Proterra and ArcLight own or have rights to various trademarks, service marks and trade names that they use in connection with the operation of their respective businesses. This Presentation also contains trademarks, service marks and trade names of third parties, which are the property of their respective owners. The use or display of third parties' trademarks, service marks, trade names or products in this Presentation is not intended to, and does not imply, a relationship with the Company or ArcLight, or an endorsement or sponsorship by or of the Company or ArcLight. Solely for convenience, the trademarks, service marks and trade names referred to in this Presentation may appear with the ®, TM or SM symbols, but such references are not intended to indicate, in any way, that the Company or ArcLight will not assert, to the fullest extent under applicable law, their rights or the right of the applicable licensor to these trademarks, service marks.

#### Summary of Contracts

Insofar as this Presentation contains summaries of existing agreements and documents, such summaries are qualified in their entirety by reference to the agreements and documents being summarized.



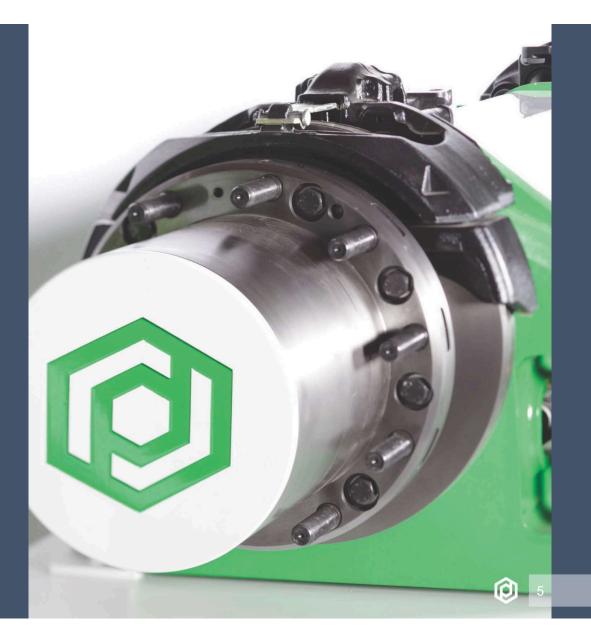
Our Mission Advancing Electric Vehicle Technology to Deliver the World's Best Performing Commercial Vehicles





# Proterra Overview

Who We Are





## Proterra's Business Is Built Around Our Battery and Drivetrain Technology

High-Performance Batteries, Drivetrains and High Voltage Systems & Components for Heavy-Duty Applications



April 8, 2021

6



## Proterra Transit: North America's #1 Electric Transit Bus OEM

The Initial Application of Our Technology Was in Our Flagship North American Transit Bus Market







## Proterra Powered: Battery & Drivetrain Supplier to Commercial Vehicle OEMs

Providing our Technology to Other Commercial Vehicle Segments Is a Much Larger, Capital-Efficient Opportunity



April 8, 2021

**(**) 8



## Proterra Energy: Fleet Charging & Energy Management Solutions

Additional Upside and Opportunity Evolved Out of Our Unique Insights into Fleet Charging's Underserved Needs



April 8, 2021

1. Through December 31, 2020





## Integrated Technology Ecosystem Enables Optimized Product Offering

Electrification Platform Provides Continuous Iteration and Improvement as well as Product Validation



April 8, 2021

10



#### Proven Track Record and Solid Foundation for Growth

1	Integrated Technology Ecosystem		TRAN	NSIT	PROTERRA ENERGY FLEET SOLUTIONS
2	Proven, Real-World Validation	~18M Real-World Service Miles	1,000+ Vehicles Sold <sup>1</sup>	300 MWh Batteries Produced	46 MW Charging Installed
3	Significant Addressable Market Today	~\$260Bn+ Global Commercial Electric Vehicle Market <sup>2</sup>	~85% Decline in Electric Battery Costs <sup>3</sup>	∼40% Lower Vehicle Operating Costs <sup>4</sup>	<b>100%</b> Zero Emissions by 2050 15 State Targets <sup>5</sup>
4	Strategic Partnerships	DAIMLER	KOMATSU	🕒 LG Chen	n POWER ELECTRONICS
5	Premier Strategic and Financial Investors	Constellation. An Evelon Company EDISON INTERNATIONAL	DAIMLER DAIMLER DAIMLER	FRANKLIN TEMPLETON INVESTMENTS COWEN	generation KPCB
6	Real Revenue, Rapid Growth, Clear Visibility	\$197MM '20 Revenue	68% '20-'25E Revenue CAGR	\$750MM+ Orders and Backlog <sup>6</sup>	25% 25E Gross Margin

- Over 600 vehicles on the road and over 450 vehicles in backlog as of December 2020
   Includes commercial vehicles and charging; refer to Index on page 66 for additional information
   From 2010 to 2019; refer to Index on page 66 for additional information
   Versus diesel; refer to Index on page 66 for additional information
- Medium-duty and heavy-duty truck market; refer to Index on page 66 for additional information
   As of December 2020; represents Proterna Transit backlog and Proterna Powered orders signed and under advanced negotiation





#### The Dawn of Commercial Vehicle Electrification Has Arrived

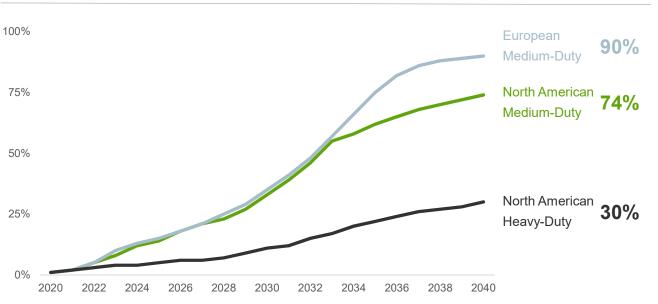
#### Battery-Electric Is Projected to Dominate Medium-Duty and Be Large Player in Heavy-Duty

Total cost of ownership is crossing the tipping point: Morgan Stanley Forecasts for Commercial Vehicle Battery Electric Penetration<sup>4</sup>

- 40% lower fuel/maintenance costs <sup>1</sup>
- 85% decline in battery costs <sup>2</sup>

Government / corporate targets are tightening:

- 15 states: 100% zero-emission trucks by 2050<sup>3</sup>
- Fed-Ex: 100% electric vehicles by 2030
- Amazon: 50% zero carbon shipments by 2030
- UPS: 12% lower ground emissions by 2025



- Versus diesel; refer to Index on page 66 for additional information From 2010 to 2019; refer to Index on page 66 for additional information
- Medium-duty and heavy-duty truck market; refer to Index on page 66 for additional information Morgan Stanley forecasts from March 2, 2021 report, "Mapping Alternative Powertrain Adoption





## Continued Momentum in the First Quarter of 2021

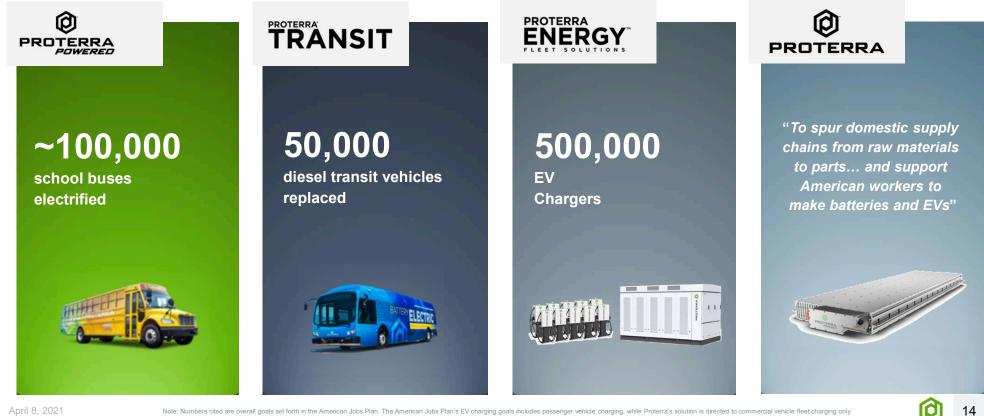
New Deals Since ArcLight Announcement Demonstrate Continued Progress Towards Our 2025 Targets

3	New OEM Partnerships	<ul> <li><b>KOMATSU</b>: Strategic collaboration to develop an optimal battery for electric excavators</li> <li><b>VOLTA</b> <b>TRUCKS</b>: Up to tens of thousands Class 7 delivery trucks per year</li> <li><b>WOLTA</b> <b>INCLOS</b>: Up to 3,000 Class 3 delivery vans by 2023</li> </ul>
326	Electric School Buses	<ul> <li>Ordered by <u>Montgomery County Public Schools</u> and Highland Electric in the largest single procurement of electric school buses in North America</li> <li>Includes Proterra Powered's 226 kWh batteries and drivetrains as well as Proterra Energy charging solutions</li> </ul>



#### **Biden's Jobs Plan**

Proterra Provides Potential Solutions to Help Achieve the Electrification Targets of the American Jobs Plan





## Battery Cell Supply Secured through 2022

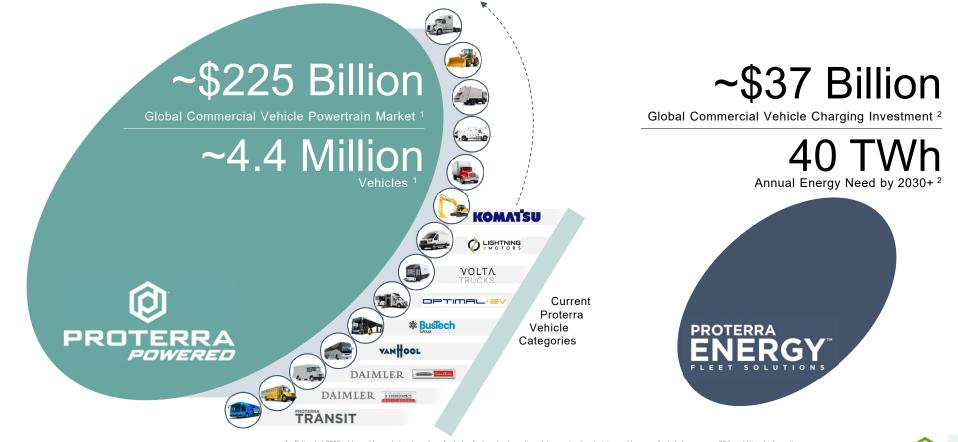
In Discussions to Invest in Domestic Cell Manufacturing to Lock-in Long-Term Supply



- End-market analysis in 2018 spurred internal initiative to secure long-term battery cell supply
- Contract with LG Energy Solutions ensures cell supply at competitive prices through a critical growth phase
- Active discussions to partner on an investment in U.S.- based cell manufacturing



## Strategically Positioned for a Total Addressable Market of ~\$260 Billion



April 8, 2021

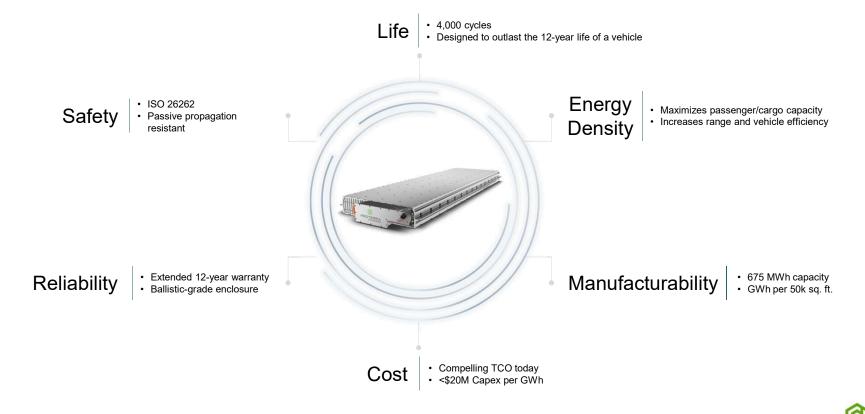
Estimated 2023 addressable market and number of vehicles for long-haul, medium-duty, construction / mining and buses; refer to Index on page 66 for additional information
 Estimated 2030 addressable market and energy need excluding passenger cars; refer to Index on page 66 for additional information

16



## Commercial Vehicle Batteries Must Overcome Significant Technical Challenges

Proterra's Battery Technology Is Optimized to Excel on the Factors Most Critical to Commercial Vehicles



#### **PROTERRA OVERVIEW**





## Proterra Powered Technology Spans the Electric Drivetrain Ecosystem

Range of Offerings from Battery Supply to Complete Powertrain Integration to Seamlessly Electrify Vehicles

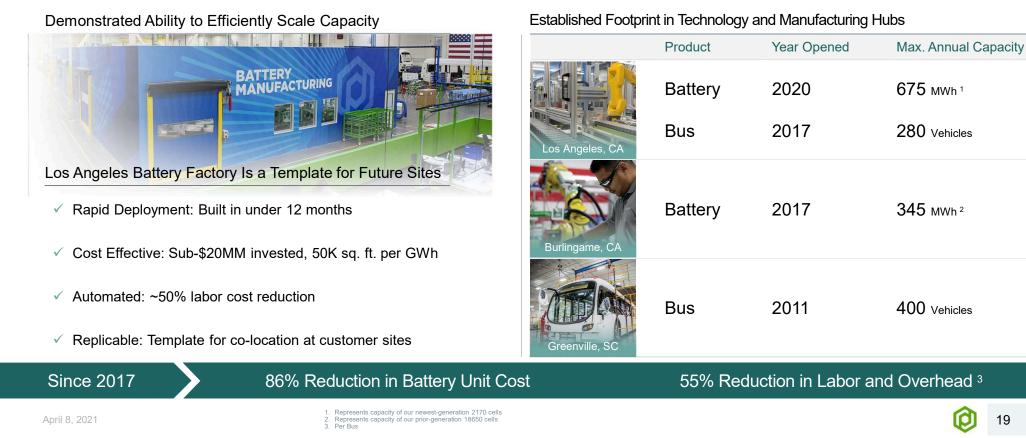




19

## Modular, Scalable Manufacturing Enables Expansion at Customer Sites

#### Advanced R&D, 81 Patents, and Manufacturing Capabilities In-Place and At-Scale





## Proterra Provides a More Complete Solution than Its Battery Competitors

Vertically-Integrated Portfolio and First-Hand Vehicle and Charging Experience Provide Distinct Advantage

	PROTERRA	U.SBased Competitor	Europe-Based Competitor	China-Based Competitor
Complete Drivetrain Offering	$\checkmark$	×	$\checkmark$	×
Vehicle Integration Expertise and Experience	$\checkmark$	×	×	×
Integrated Fleet-Level Charging Solutions	$\checkmark$	×	×	×
Domestic U.S. Production (Buy America-eligible)	$\checkmark$	$\checkmark$	×	×
Modular Manufacturing	$\checkmark$	×	×	×

Our Integrated Role throughout the Electrification Eco-System Enhances Our Offering and Is Difficult to Replicate

April 8, 2021

20

#### PROTERRA OVERVIEW

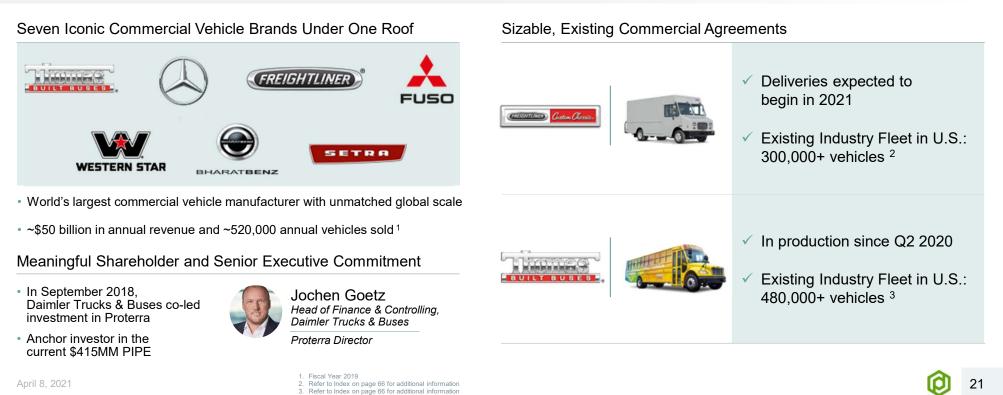
T ENERG



## Daimler Strategic Partnership Validates Our Technology in Multiple Segments

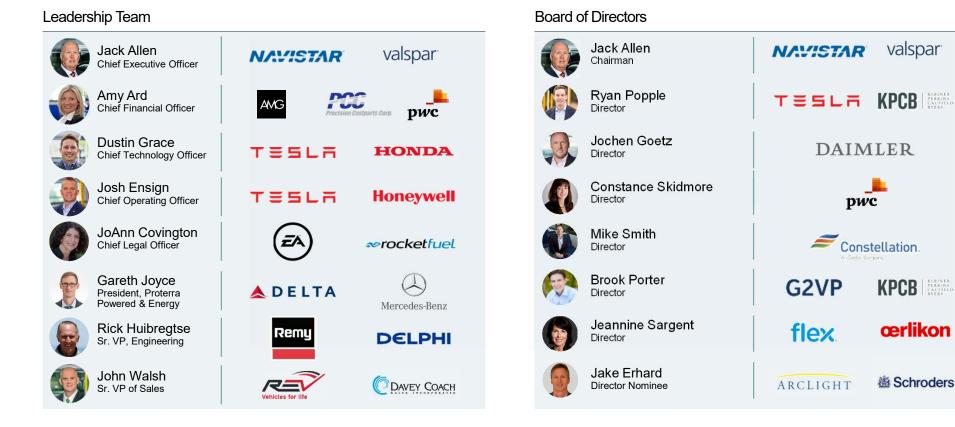
World's Largest Commercial Vehicle Manufacturer is a Customer and Investor

#### DAIMLER





## Public Company-Ready Leadership Team and Board



April 8, 2021

22

Ø



# Proterra Business Units

How We Win





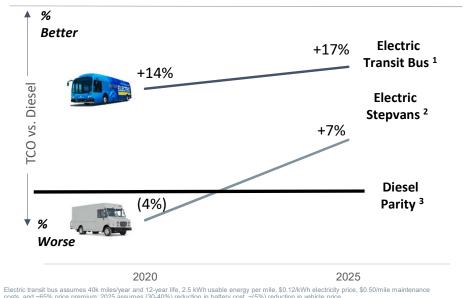
## Lower Cost of Ownership Wins





## Battery Cost Declines Are Tipping the TCO Scales for Electric Trucks & Buses

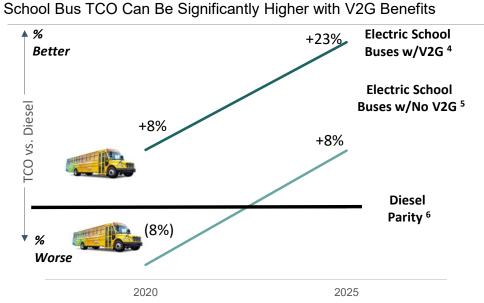
Total Cost of Ownership Is Increasingly a Critical Driver of Commercial Vehicle Demand Beyond Regulation



Transit Buses Can Offer TCO Advantage vs. Diesel Today

and ~100% price premium vs. diesel; 2025 assumes (30-40%) reduction in battery cost and (15-20%) reduction in vehicle price

 Diesel parity assumes fuel costs of \$3/gallon; diesel transit bus assumes 40k miles/year and 12-year life, 3.3 mpg, and \$1.00/mile maintenance costs diesel stepvan assumes 20k miles/year and 15-year life, 10 mpg, and \$0.60/mile maintenance costs; 2025 assumes 5% increase in vehicle price



Electric transit bus assumes 40k miles/year and 12-year life, 2.5 kWh usable energy per mile, \$0.12/kWh electricity price, \$0.50/mile maintenance costs, and ~65% price premium; 2025 assumes (30-40%) reduction in battery cost, -(5%) reduction in vehicle price, Electric strong bus 2014 United by a 2014 United by

2025 assumes (30-40%) reduction in battery cost and (15-20%) reduction in vehicle price 6. Diesel parity assumes 13.5k miles/year and 15-year life, fuel costs of \$3/gallon, 7.5 mpg, and \$1.10/mile maintenance costs; 2025 assumes 5% increase in vehicle price

Note: All analyses assume 5% discount rate and do not incorporate energy infrastructure costs or demand charges nor incentives or carbon credits

Lawrence Berkeley National Laboratory Study Forecasts Electric Long-Haul Trucks Will Have 50% Lower TCO than Diesel by 2030

April 8, 2021

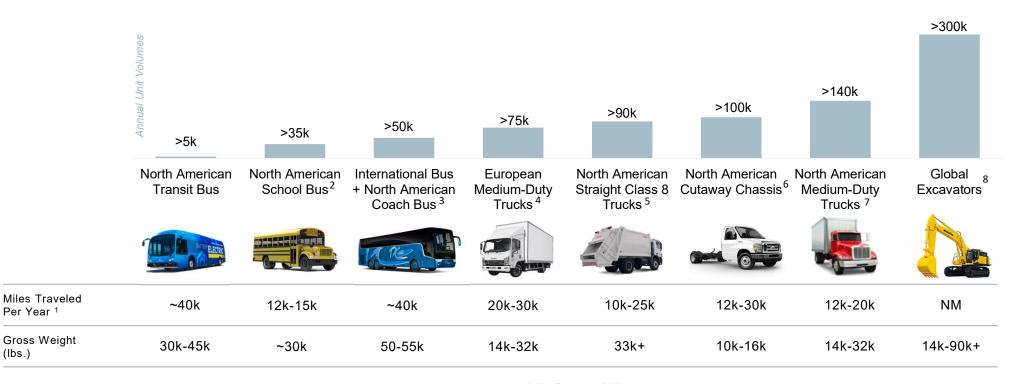
25



26

## Short-Haul Segments Offer Large and Viable Electrification Opportunity Today

Vehicles with High Mileage, Low Fuel Efficiency, and Fixed Depot-Based Routes Are Ideal for Electrification



Refer to Index on page 66 for sources School Bus Fleet (2018): Type C and D school buses only

Freedonia (2018): International includes transit and coach buses in Europe, Australia, and Japan

4 I MC Automotive (2019)

(lbs.)

April 8, 2021

5. Allison Transmissions (2019)

6. Ford Authority and Good Car Bad Car: Cutaway chassis includes Ford E-Series, Ram Promaster, GMC Savana and includes applications

including cargo vans, shuttle buses, Type A school buses 7. LMC Automotive (2019). Excludes school bus and cutaway chassis broken out separately

8. Cuimmins (2020)



#### Proterra Powered Overview

#### Providing the Performance, Lifespan and Costs Required for Heavy-Duty Fleet Electrification



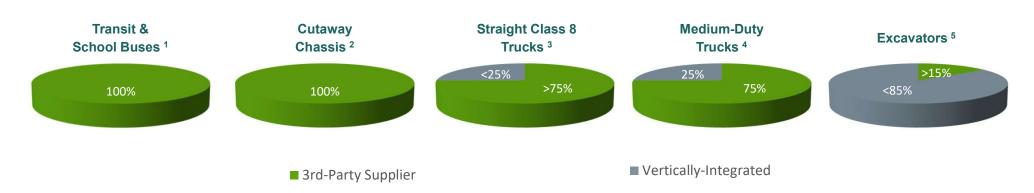


ŔĠY ŤŔ

## PROTERRA

#### Outsourcing Likely to Remain a Major Component of OEMs' Battery Strategies

#### OEMs Typically Outsource Most, if Not All, Diesel/CNG Powertrains Across Most Commercial Vehicle Segments Already



#### Three Critical Elements of the Value that Proterra Powered Provides to OEMs in their Electrification Initiatives





## Initial Partnerships Established a Foundation for our Growth

OEM Partner	artner			optimp∟•≡∨	
Model	Saf-T-Liner C2 Jouley	CX45E	ZDI-P450	E1	
Applications Served	School buses (Type C)	Commuter coach buses	Transit buses (Australia)	Cutaway chassis	
Vehicle Class	Class 7	Class 8	Class 8	Class 4	
Battery Size	226 kWh	676 kWh	452 kWh	113 kWh	
Range	up to 135 miles	up to 310 miles	up to ~200 miles	up to 125 miles	
Production Volumes	Deliveries began in Q2 2020	First deliveries in 1H 2021	Initial production targeted for 2021	Initial production targeted for 2021	



TRANSI

## New Partnerships Have Expanded into Truck and Off-Highway Categories

OEM Partner	VOLTA TRUCKS	Custom Chassis_		κομητου
Model	ZERO ZERO			Control of the second sec
	Volta Zero	MT50e	Transit Van	Hydraulic Excavator
Applications Served	Last-Mile Urban Delivery	Step Vans	Cargo vans, ambulances, shuttle buses	10 – 20 ton
Vehicle Class	Class 7	Class 4-6	Class 3	Construction Equipment
Battery Size	225 kWh	226 kWh	Confidential	Confidential
Range	up to 125 miles	> 125 miles	up to ~200 miles	NM
Production Volumes	First deliveries targeted for 2022	Initial production targeted for 2021	Initial production of ~100 in 2021; Targeting ~3k in 2023	First prototype in 2021; commercial production planned for 2023-24





## Proterra Energy Overview

Reducing Commercial Fleets' Friction in Adopting Charging Infrastructure



April 8, 2021

**(**) 31

ENERGY



#### Proterra Energy: Commercial Vehicle Charging is Challenging and Underserved

#### \$37Bn of Annual Investment Expected in Global Charging Infrastructure by the End of the Decade 1

Charging is Key to Electrify Commercial Vehicle Fleets		and Represents a Large, Underserved Market		
High Power Needs	<ul> <li>Hundreds of vehicles per depot, each requiring 75 – 300 kW of charging power</li> <li>Peak power of up to ~30 MW per depot, multiples of typical interconnection</li> </ul>	Fleet Depots	<ul> <li>Over 1.4MM vehicles managed by US fleet operators <sup>2</sup></li> <li>Focus: lowering TCO across vehicles and chargers</li> </ul>	
Continuous Service	<ul> <li>Commercial vehicles operate every day, with consistently high charging needs</li> <li>99%+ uptime is expected, reliability is a must even with untrained operators</li> </ul>	En-Route Top-Ups	<ul> <li>Over 300,000 truck parking spaces across the U.S.<sup>3</sup></li> <li>Focus: integration with existing infrastructure</li> </ul>	
Operational Constraints	<ul> <li>Must conform to existing high-density fleet yard layouts</li> <li>Must support grid stability</li> <li>Must seamlessly integrate into normal-course operations</li> </ul>	Destination Charging	<ul> <li>Over 250,000 warehouses in the U.S. <sup>4</sup></li> <li>Focus: integration of charging with logistical activities</li> </ul>	

Significant Market Opportunity Requiring a Multidisciplinary Approach

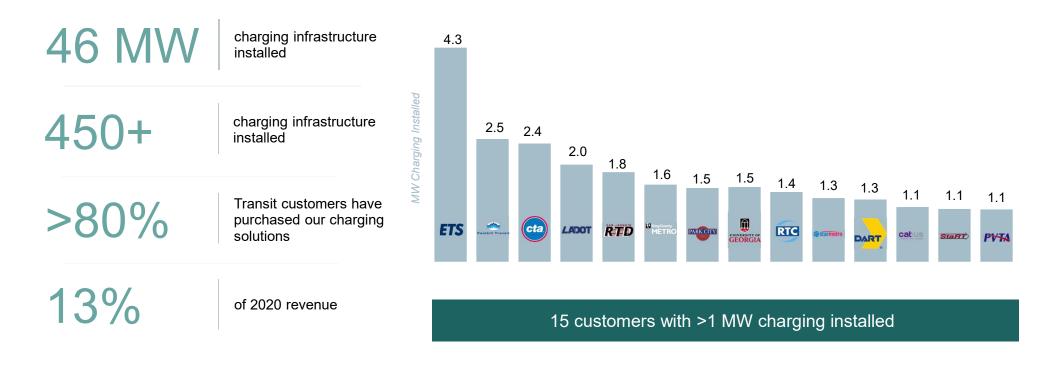
- 1. Refer to Index on page 66 for additional information 2. Refer to Index on page 66 for additional information 3. Refer to Index on page 66 for additional information 4. Refer to Index on page 66 for additional information





## Proterra Energy: Pioneering High-Power, Fleet-Scale Charging Solutions

Early Leadership in Electric Buses Has Provided First-Mover Advantage in Commercial Vehicle Fleet Charging



April 8, 2021

33 33



34

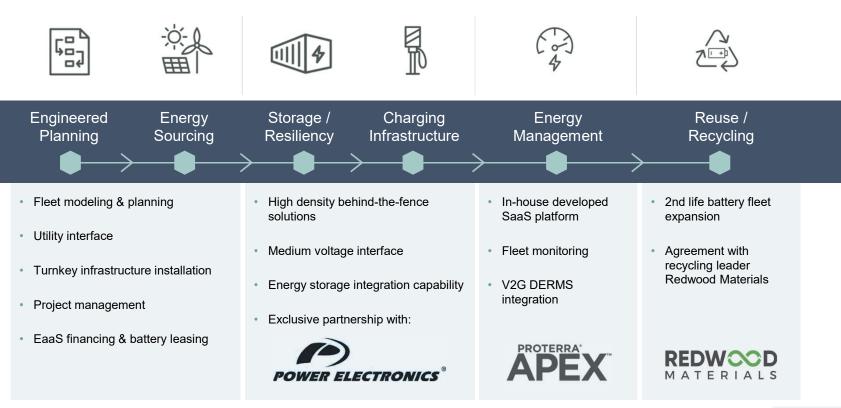
ERRA PROTERRA

TRANS

## Proterra Energy: Integrated Fleet Charging Solutions

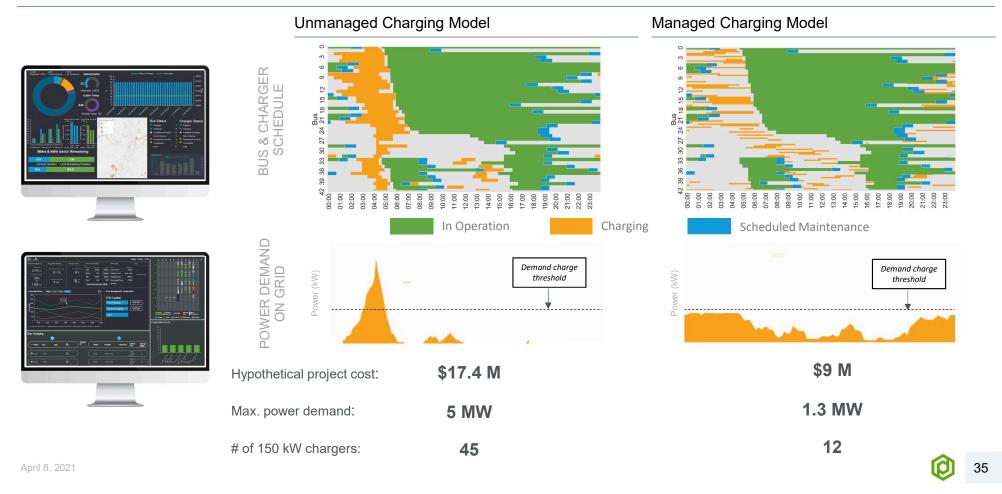
Charging Modeling, Hardware, Installation, and Management Provide an End-to-End Solution







#### Proterra Energy: Apex Software Aims to Optimize Charging & Energy Usage

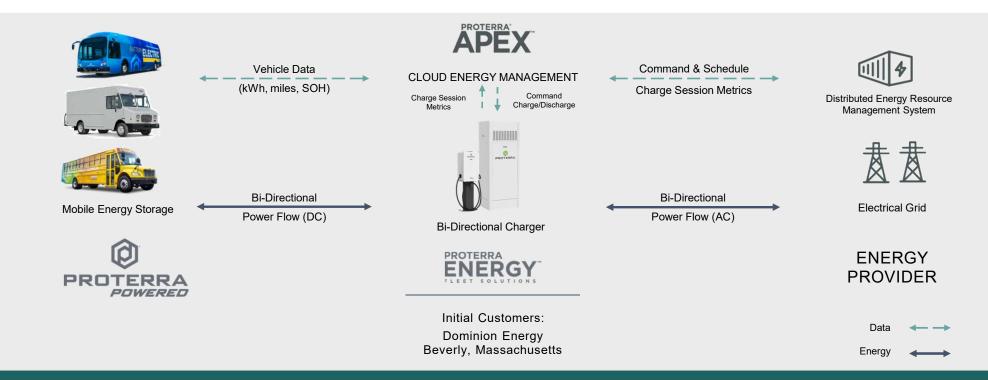




ROTERRA PROTERRA ENERGY

TRANS

## Proterra Energy: Vehicle-to-Grid Platform Unlocks New Revenue Opportunities



Proterra Vehicle-to-Grid Applications Can Transform Electric Vehicles Into Utility Grid Assets and Lower TCO



PROTERR

ENERGY TRA



### Proterra Energy: Eliminating the Friction to Electric Fleet-Scale Charging

Efficient Charging and Energy Management Solutions Can Lower the Total Cost of Ownership of Electrification

	Fleet Charging Constraint			
	Capital Costs	Compatibility	Spatial	Energy Costs
	<ul> <li>Reduction in chargers per vehicle of 50%+</li> </ul>	Charges Proterra and other electric vehicles	<ul> <li>Only ~1,100 sq. ft. per MW of charging</li> </ul>	<ul> <li>Optimizes charge scheduling and control</li> </ul>
PROTERRA ENERGY FLEET SOLUTIONS	<ul> <li>Eliminates need for switchgear and transformer upgrades</li> </ul>	<ul> <li>Compliance with SAE universal standards; CCS1 industrial dispenser</li> </ul>	<ul> <li>34% reduction in equipment square footage</li> </ul>	<ul> <li>Minimizes utility demand charges</li> </ul>
		<ul> <li>Universal plug-in and pantograph options</li> </ul>		

Our Proprietary Software Algorithms Analyze Fleets and Utility Rates to Optimize Scheduling and Charging

April 8, 2021

**)** 37



### Proterra Transit Overview

Validating our Technology with a Purpose-Built Vehicle in the Segment Early to Electrify





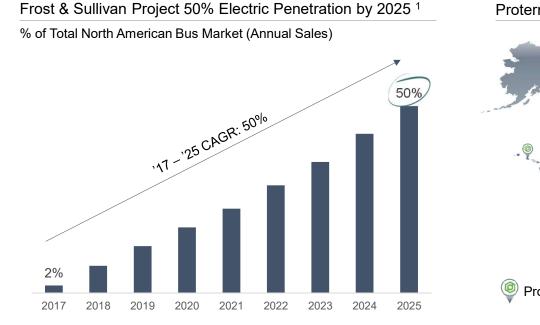
TRANSIT



39

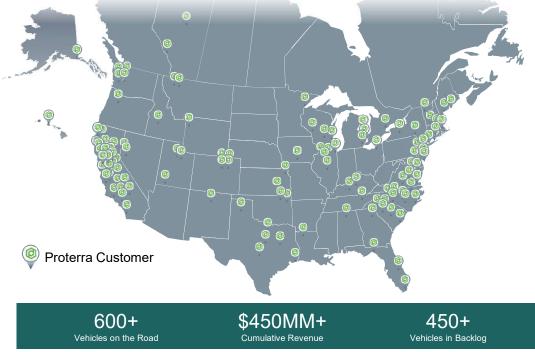
### Proterra Transit: North American Bus Market Is Rapidly Electrifying

### 130+ Communities in 43 States and Provinces Choose Proterra



25K+ North American Buses Must be 100% Zero Emission by 2040<sup>2</sup> Zero Emission Buses Now 26% of Active Bid Universe <sup>3</sup>

Proterra's Customers Operate Over 30% of the N.A. Transit Bus Fleet<sup>4</sup>



April 8, 2021

66 for additional information

Reflects seven North American city and state mandates (California, NYC, Toronto, Chicago, Seattle, Minneapolis and Miami); refer to Index on page 66 for additional information NFI Group's active North American transit bus bid universe; refer to Index on page 66 for additional information

4. Refer to Index on page 66 for additional information

ENERGY TRANSIT



### Proterra Transit: North America's #1 Electric Transit Bus OEM

Battery/Drivetrain Technology Has Driven Leadership in Flagship Validation Market with 50%+ Market Share 1



### Purpose-Built Electric Transit Bus Technology Platform

# Customer Case Studies in Fully Integrated Proterra Solutions

### **ETS** Edmonton Transit System

Electric Bus, Charging Infrastructure and Charge Management Software



#### Deployment

- Proterra Transit: 40 electric transit buses
- Proterra Powered: 660 kWh batteries and DuoPower drivetrains
- Proterra Energy: 4.3 MW of charging hardware



Batteries, Drivetrains, Vehicle Controls, and V2G Services



#### Deployment

- Proterra Powered: End-to-end electric powertrains for 50 Thomas-built school buses
- Proterra Powered: 220 kWh batteries, drivetrains and vehicle controls
- Proterra Energy: Charging infrastructure and V2G services



### Customer Highlights

- ✓ Fully integrated charging solutions
- First-of-its-kind depot layout and software control systems
- Optimizes scheduling while lowering demand charges



### Customer Highlights

- Dominion Energy is seeking state approval for additional 1,000+ electric school buses over next 5 years
- ✓ Bus batteries utilized as grid resource
- Provides backup power, stabilization and load shifting





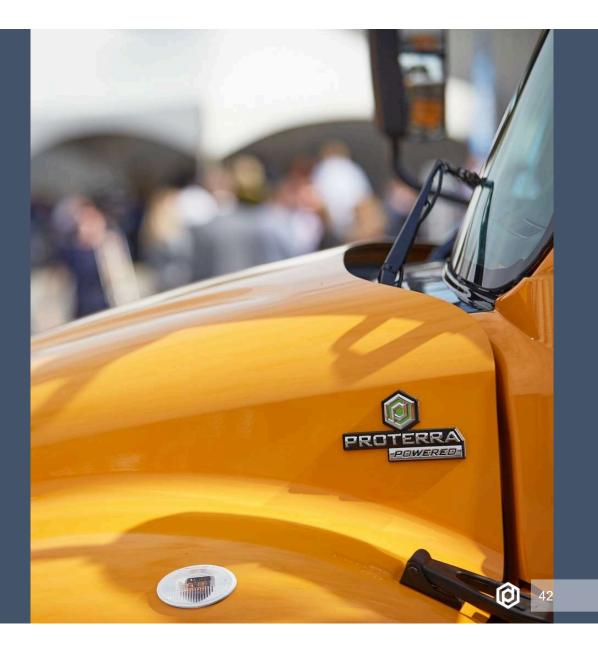
PROTERRA





# Proterra Technology

Why We Win





# Proterra's Innovation DNA



#### Deep and Diversified Engineering Expertise

- Core engineering team has deep automotive battery engineering experience and dedication to first-principles engineering
- Expertise across multiple engineering disciplines: mechanical, electrical, chemical, software

Strong Professional Backgrounds with Industry Leaders



#### Premier and Innovative Product Development DNA



#### 81 Patents Across Our Integrated Technology Ecosystem<sup>1</sup>

April 8, 2021

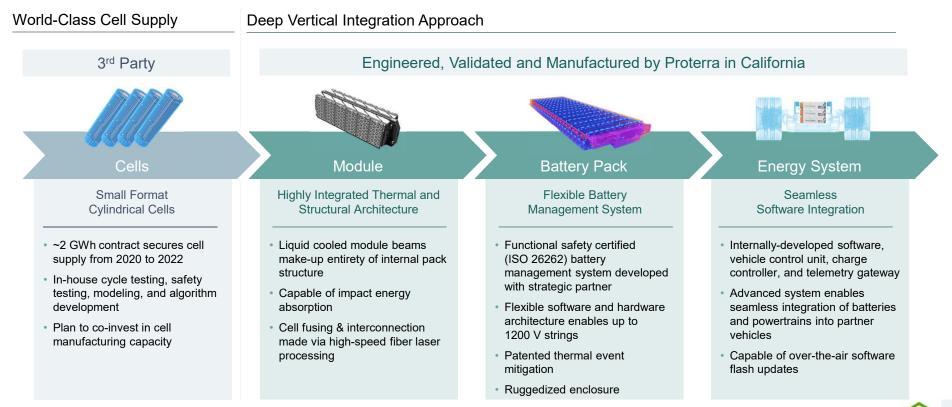
1. As of December 2020; key patent families are Battery Configuration and Energy Management, Powertrain and Vehicle Controls, Charging Interface and Methods, Composite Body and Vehicle Design, and Vehicle Controls





# Battery System: Vertically Integrated Development and Manufacturing

### **Enhances Performance and Lowers Cost**





## Battery System: Modular and Scalable for Many Commercial Vehicle Segments



Versatile Design Elements Can Enable Applications Across Commercial Vehicle Market





# Battery System: State-of-the-Art Technology

Designed to Excel in Medium and Heavy-Duty Vehicle Applications

Proterra Battery Core Attributes	Real-World Customer Benefit
Intelligent Battery Management System	$\checkmark$ Hundreds of sensors delivering continuous monitoring and diagnostics
Gravimetric Energy Density	$\checkmark$ Extended range, higher cargo / occupant capacity, and increased vehicle efficiency
Volumetric Energy Density	$\checkmark$ Minimizes battery space requirements with packaging designed for safety
Ruggedized, Commercial Grade Enclosure	$\checkmark$ Ballistic-grade materials designed to withstand the toughest conditions over vehicle lifecycle
Functional Safety Certified	$\checkmark$ Redundant sensing and processing designed to ensure safe and reliable operation
Resiliency to Cell Defects and Failures	✓ Long life span, intrinsically resistant to cell propagation
Multi-Layered Passive and Active Safety Systems	✓ State-of-the-art testing, certification & compliance programs

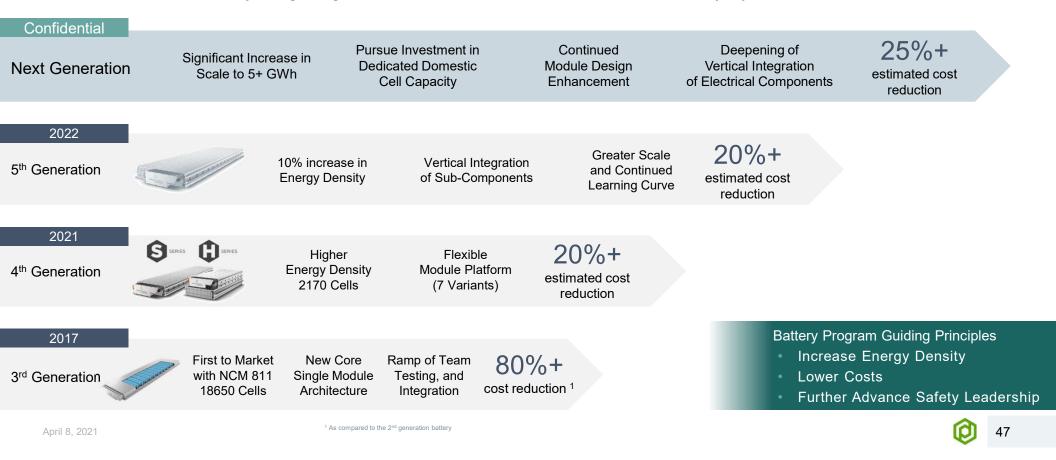


PROTERRA



## Battery System: Continuous Research and Development Excellence

Next Generation Battery Targeting Commercial Vehicle Powertrain Cost Parity by Mid-Decade





# Best-in-Class Integrated Drivetrains: Proven, Advanced Performance

### Purpose-Built to Optimize Torque and Efficiency

#### Industry-Leading Drivetrain Capabilities

- Longest range with 5x the efficiency and 2x the acceleration of a diesel bus
- ✓ Designed to outperform direct-drive systems in all conditions
- Dedicated team performs system integration, software & controls, testing & validation
- Vext generation drivetrain unlocks new commercial vehicles

#### Portfolio Serves Multiple Commercial Vehicle Applications

Technology		Transmission	Wheel Torque	Continuous Power
Proterra DuoPower eAxle		Dual 2-Speed	22,000 Nm	370 kW
Next Generation (In Development)	Confidential	4-Speed	25,400 Nm	200 kW
Proterra ProDrive		2-Speed	19,700 Nm	180 kW

### Proterra is Well-Positioned with a Strong Portfolio of Multi-Speed Drivetrain Solutions





# Energy Solutions: Integrated Charging Applications for Fleets of All Sizes

Universal Using Industry- Connections	Standard		Intelligent Smart-Chargir	ng Capable	Remote PCS Can Be Up to 500 Feet from Dispenser	Scalable & Adaptable Wall, Ceiling or Pedestal Installations
Open Source Communicatio	ons Protocol		V2G Bi-directiona	Power Flow	Microgrid Ready	
	PROTERRA I	C VICE VICE VICE VICE VICE VICE VICE VIC	PROTERRA I			
	Overnigh	t Charger	Automatic	Charger	Fleet Charger	Fleet Battery
Unit Size	75 kW	150 kW	250 kW	500 kW	1.5 MW	1.5 MW
Configuration	Up to 4	vehicles	Up to 2 v	vehicles	Scalable up to 40 vehicles	1 <sup>st</sup> life or 2 <sup>nd</sup> life
Status				In Produc	tion	In Development

### Fleet Charger Minimizes Footprint and Lowers Cost to the Customer





# Proterra Financials

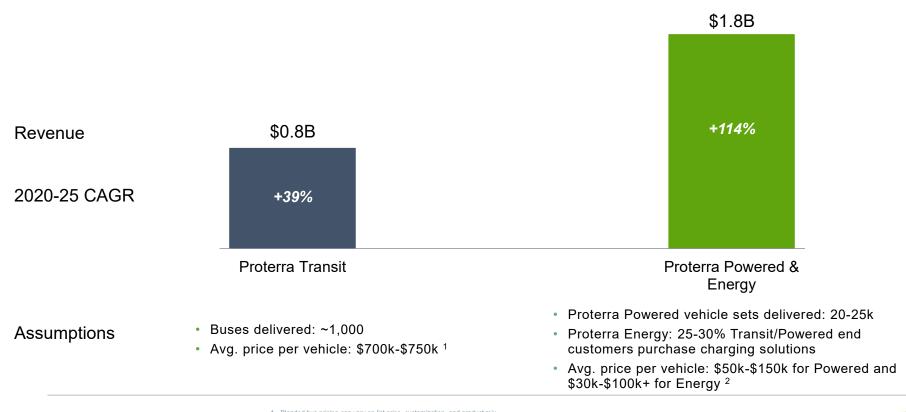
How We Grow





51

# Setting the Stage for Our 2025 Revenue Target of ~\$2.5 Billion



April 8, 2021

Blended bus pricing can vary on list price, customization, and product mix
 Blended Proterra Powered pricing can vary on battery price, battery size, and attach rate of drivetrain and other components; blended charging solutions pricing can vary on product mix as well as additional infrastructure services that may be provided



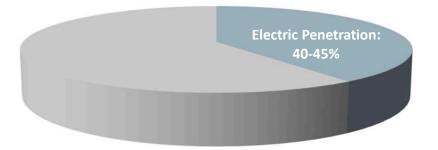
52

## Proterra Transit Forecasts Assume Higher Penetration and Moderation in Share

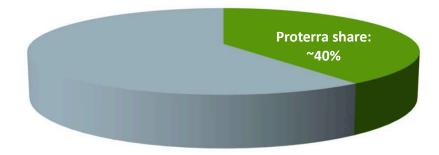
Battery-Electric Penetration Assumptions in 2025

Proterra's Market Share Assumptions in 2025

<u>Total North American Transit Bus Market:</u> <u>5,500 – 6,000 Units</u>

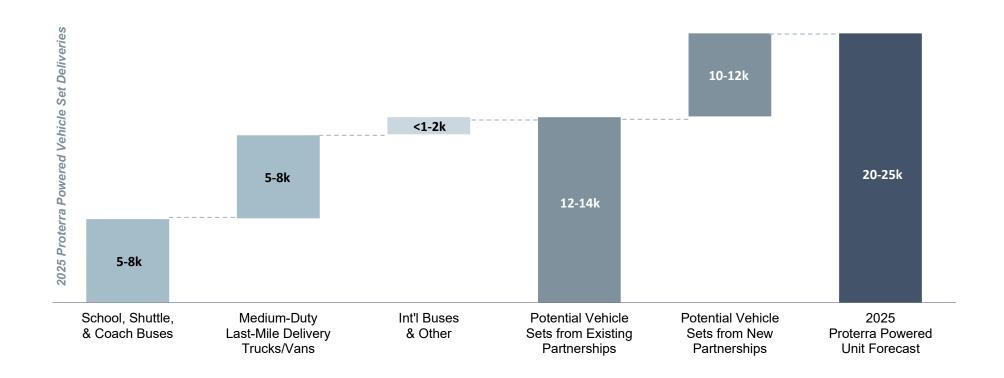


North American Electric Transit Bus Sales: 2,200 – 2,700 Units





# Proterra Powered Forecasts Are Built Bottom-Up by Partnership







### Positive Gross Margin Today Paves the Path for Our 25% Target by 2025

~26% Gross Margin Expansion in Under Three Years <sup>1</sup>...

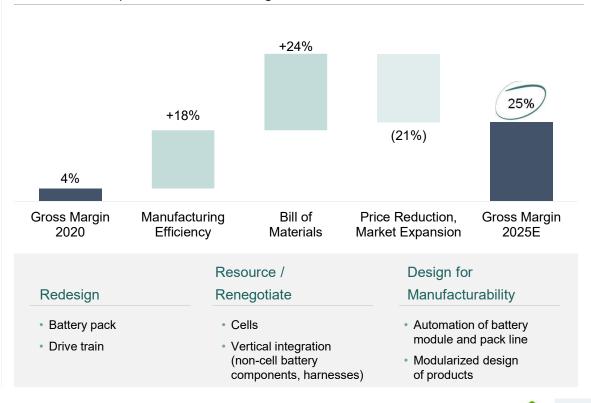
...with Roadmap to ~25% Gross Margins at Scale

86% reduction in battery cost / kWh

54% reduction in labor and overhead <sup>2</sup>

48% reduction in freight cost per bus

Proven Ability to Reduce Costs



April 8, 2021

Proterra cost reductions since 2017
 Unit costs

54



# Revenue and Cost Targets Point to ~\$500 Million in EBITDA in 2025

2025 Assumptions :

- Revenue of ~\$2.5B and Gross Margin of ~25%
- Operating Expenses decline from ~50% of revenue today to <8%</li>
- D&A rises from \$15M+ today to ~\$40M
- EBITDA Margins of ~20%







### Macro Uncertainties Add New Dimension of Variability to Our 2021-22 Outlook

Supply Chain and Transit Budget Delays in 2021 Likely to Have a Spillover Effect in 2022



- <u>Capex</u> for cell supply and earlier ramp in battery/bus capacit
- <u>R&D</u> in battery, drivetrain, and software development
- <u>SG&A</u> to build out Proterra Powered team and infrastructure



# Use of Transaction Proceeds Expands Proterra's Moat and Accelerates Growth

Investments in Next-Generation Battery Program Target Powertrain Parity

Strategic Priorities	Projected Use of Proceeds	
Research & Development	\$200MM – \$300MM	<ul> <li>Continue to optimize battery performance and costs</li> <li>Further develop drivetrain platform</li> <li>Fortify software and energy-as-a-service offerings</li> </ul>
Capital Investments Growth Capex	\$150MM – \$225MM	<ul> <li>Expand battery capacity to 5+ GWh</li> <li>Broaden vertical integration</li> <li>Co-locate factories at customers' sites</li> </ul>
Domestic Cell Capacity Investment	\$100MM – \$120MM	<ul> <li>Guarantee cell supply</li> <li>Lower cell prices</li> <li>Access to next-generation cell technology</li> </ul>

April 8, 2021

57



58

# Transaction Positions Us to Fully Fund Growth Targets

Positive EBITDA Estimated during 2023 and Positive Free Cash Flow in 2024

2021-2024 Assumptions :

- **Cash Balance** of **\$800M+** pro forma for the closing of the ArcLight transaction
- Capital Expenditure program from 2021 to 2024 of <\$250M
- **EBITDA Losses** of **<\$200M** before turning positive in 2023
- Working Capital Usage of ~\$225M between 2021 and 2024



### Paving the Path Forward on the Road to Commercial Vehicle Electrification



- Transit bus: electric commercial vehicle trailblazer
- Proterra pioneers its purpose-built technology
- Short-haul: expanding electrification's use cases
- Proterra broadens into other commercial vehicle segments
- Long-haul: enabled by improving technology/costs and expansion in charging infrastructure
- Proterra's next-gen battery is designed to meet the rigorous requirements of this segment





# Clean, Quiet Transportation for All



# Transaction Summary

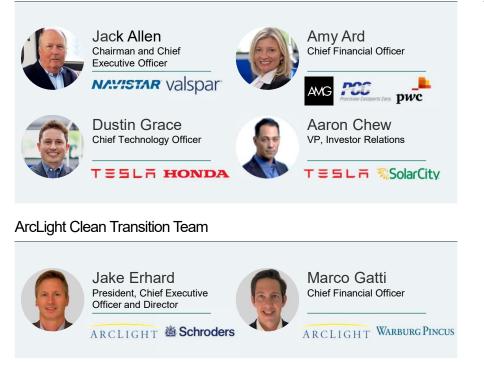


#### INTRODUCTION



## Proterra and ArcLight Combination to Create Publicly Listed, Commercial Electric Vehicle Technology Leader

#### Proterra Team



#### **Transaction Overview**

- Proterra to combine with ArcLight Clean Transition Corp. ("ArcLight"), a publicly listed special purpose acquisition company with ~\$278MM cash currently held in trust and a focus on leading companies enabling the transition to a sustainable future
- Jake Erhard from ArcLight to join Proterra Board, adding substantial experience in transportation logistics, power and fueling infrastructure, and a focus on accelerating Proterra Energy business unit
- Transaction reflects a \$1.6Bn enterprise value for Proterra
  - Proterra to receive ~\$648MM cash at closing based on the \$415MM committed PIPE and current cash in trust levels
  - Proceeds will be used to continue to fund R&D and capex investments in next-generation battery program to unlock commercial vehicle powertrain parity
  - Existing Proterra shareholders to roll 100% of their stakes, expected to own ~69% of the pro forma company at closing
- Pro forma company well-positioned and well-capitalized
  - \$2.4Bn pro forma equity value <sup>1</sup>
  - \$1.6Bn pro forma enterprise value
    - 3.7x 2022E revenue of \$439MM
    - 0.6x 2025E revenue of \$2,566MM
- Strong balance sheet with ~\$828MM of cash at close <sup>2</sup>

April 8, 2021

 Amounts presented on this slide assume (1) there are no redemptions from the trust account and (2) the holders of Proterra's 2020 Convertible Notes receive 30.3MM shares for the conversion in full of \$200MM principal amount of their notes (interest calculations and conversion of same not included). If not voluntarily converted at the time of the Closing of the business combination, the 2020 Convertible Notes will convert if Proterra's common stock price exceeds ~\$3.8B per share for 20 consecutive trading days after at least six months following the closing of the business combination. Amounts also exclude (1) outstanding out-of-the-money equity awards and outstanding unvested equity awards rolling over in the transaction and (2) the impact of any equity awards issued at or after the closing of the business combination

the closing of the business combination 2. Assumes Proterra receives \$648MM of cash at closing

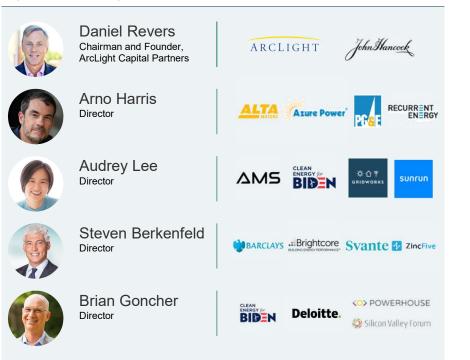
### 62



# ArcLight Clean Transition Corp. Overview

### Positioned to Help Proterra Accelerate Commercial Vehicle Electrification

### **Top-Tier Leadership**



### ArcLight Clean Transition Corp. Overview

- ArcLight Clean Transition Corp. is a SPAC listed on the Nasdaq Capital Market that priced its IPO on September 22, 2020
- ArcLight management team and board of directors bring significant experience in:
  - Transportation logistics
  - ✓ Renewable infrastructure
  - Power networks
  - ✓ Batteries
  - ✓ Electric vehicles
- Sponsored by an affiliate of ArcLight Capital Partners, a leading private equity firm focused on power and energy infrastructure, and partnered with CAMS, a leading provider of operational and asset management services for infrastructure assets

### ArcLight's Due Diligence on Proterra

- ArcLight Clean Transition Corp. due diligence on Proterra includes:
  - ✓ In-depth strategy reviews of the company's strategy across each business unit
  - ✓ Discussions with key customers
  - $\checkmark\,$  Multiple site visits to the Burlingame and Los Angeles factories
  - Independent review of Proterra's battery technology by The Battery Lab



### **Detailed Transaction Overview**

#### Key Transaction Terms

- Proterra and ArcLight entered into a business combination agreement on January 11, 2021
- ArcLight currently has \$278MM in cash held in trust account
- \$1.6Bn pro forma enterprise value with strong balance sheet
  - 3.7x 2022E Revenue of \$439MM
- Earn-out of 2% of total shares outstanding at close issued to existing Proterra shareholders at • illustrative pro forma share prices of \$15.00 and an additional 2.5% at \$20.00, \$25.00 and \$30.00 (or upon a change of control transaction at that valuation)
- 10% of ArcLight founder shares withheld at close subject to earn-out at \$15.00 per share

#### Pro Forma Ownership @ \$10.00 / Share

	Shares (MM)	%	\$MM
ArcLight Public Shareholders	27.8	11.5%	\$278
ArcLight Founder Shares	6.3	2.6%	63
PIPE Investor Shares	41.5	17.3%	415
Existing Proterra Shareholders <sup>1</sup>	164.9	68.6%	1,649
Total	240.4	100.0%	\$2,404

#### April 8, 2021

#### Illustrative Pro Forma Valuation

Share Price at Closing	\$10.00
Pro Forma Shares Outstanding (MM)	240.4
Equity Value	\$2,404
Debt & Other Liabilities (Q4'20A) <sup>1</sup>	41
Existing Cash (Q4'20A)	(180)
Plus: Cash to Balance Sheet	(648)
Enterprise Value	\$1,617
2022E Revenue	439
EV / 2022E Revenue	3.7x

#### Illustrative Sources and Uses

Sources	\$MM
ArcLight Cash in Trust	\$278
Committed PIPE	415
Stock Consideration to Existing Shareholders	1,649
ArcLight Founder Shares	63
Total Sources	\$2,404
Uses	\$MM
Cash to Balance Sheet	\$648
Stock Consideration to Existing Shareholders	1,649
Illustrative Fees & Expenses	45
ArcLight Founder Shares	63
Total Uses	\$2.404

1. Amounts presented on this slide assume (1) there are no redemptions from the trust account and (2) the holders of Proterra's 2020 Convertible Notes receive 30.3MM shares for the conversion in full of \$200MM principal amount of their notes (interest calculations and conversion of same not included). If not voluntarily converted at the time of the Closing of the business combination, the 2020 Convertible Notes will convert if Proters's common stock price exceeds -\$9.89 per share for 20 consecutive trading days after at least six months following the closing of the business combination. Amounts also exclude (1) outstanding out-of-the-money equity awards and outstanding unvested equity awards rolling over in the transaction and (2) the impact of any equity awards issued at or after the closing of the business combination



PROTERRA

# Index



### Index of Source

#### Page 11

- 2. Based on \$225Bn Global Commercial Vehicle Market and \$37Bn Global Commercial Vehicle Charging Investment (see page 16 notes)
- 3. Source: BloombergNEF "Battery Pack Prices Fall As Market Ramps Up With Market Average At \$156/kWh In 2019" (December 2019); The percentage decline discussed in this footnote is expressed in real dollars
- 4. Source: Goldman Sachs "Outlook for Alternative Powertrain Technologies in Global Truck Markets" (October 2020)
- 5. Source: California Air Resources Board "15 states and the District of Columbia join forces to accelerate bus and truck electrification" (July 2020 Press Release)

#### Page 12

- 1. Source: Goldman Sachs "Outlook for Alternative Powertrain Technologies in Global Truck Markets" (October 2020)
- 2. Source: BloombergNEF "Battery Pack Prices Fall As Market Ramps Up With Market Average At \$156/kWh In 2019" (December 2019); The percentage decline discussed in this footnote is expressed in real dollars
- Source: California Air Resources Board "15 states and the District of Columbia join forces to accelerate bus and truck electrification" (July 2020 Press Release)

#### Page 16

- Total Addressable Market is based on management estimates of the assumed price of an electric powertrain, and the number of vehicles per the following sources: LMC, "Global Commercial Vehicle Forecast World Query – MHCV", Q3 2020; Freedonia, "Global Buses Industry Study 6th Edition", June 2019; Frost & Sullivan, "Global Electric Bus Market Opportunity Analysis, 2017– 2025", December 2018; Frost & Sullivan, "Global Earth Moving, Construction and Mining Equipment Market, Forecast to 2026", December 2017. Bloomberg NEF, "Charging Infrastructure Forecast Model (CIFM)", August 27, 2020. Estimates in 2023 are based on battery and drivetrain for all segments except North American transit, which includes assumed vehicle price
- 2. Source: BloombergNEF "Electric Vehicle Outlook 2020" Charging Infrastructure Forecast Model (August 2020)

#### Page 21

- 2. Source: Propane Education & Resource Council's Chief Business Development Officer Tucker Perkins quoted in LPGas Magazine "Industry Partners in place for propane to penetrate step-van market" (October 2014)
- 3. Source: American School Bus Council (December 2020)

#### Page 26

1. Source: Transit (U.S. Department of Energy's Energy Efficiency & Renewable Energy: Alternative Fuels Data Center), school bus (U.S. Department of Energy's Energy Efficiency & Renewable Energy: Alternative Fuels Data Center and the Environmental Defense Fund), coach bus (United Motor Coach Association), European bus (NEA Transport Research and Training), European medium-duty trucks (Roland Berger's "Trends in the Truck & Trailer Market (August 2018)), Straight Class 8 trucks (U.S. Department of Energy's Energy Efficiency & Renewable Energy: Alternative Fuels Data Center, U.S. Census Bureau, and Arizona State University's "Compressed Natural Gas as a Fuel for Concrete Mixer Trucks: The Business Case"), cutaway chassis (U.S. Department of Energy's Energy Efficiency & Renewable Energy: Alternative Fuels Data Center, and North American medium-duty trucks (U.S. Department of Energy's Energy Efficiency & Renewable Energy: Alternative Fuels Data Center and NREL's "Thirty-Six Month Evaluation of UPS Diesel Hybrid-Electric Delivery Vans").

#### Page 32

- 1. Source: BloombergNEF "Electric Vehicle Outlook 2020" Charging Infrastructure Forecast Model (August 2020)
- 2. Source: FleetOwner "FleetOwner 500 Top Private Fleets" (April 15, 2019)
- 3. Source: US. Department of Transportation Federal Highway Administration, Office of Freight Management and Operations "Jason's Law Truck Parking Survey Results and Comparative Analysis" (April 2015)
- 4. Source: Wonder "US Warehouses and Distribution Hubs" (March 14, 2020)

#### Page 39

- 1. Source: Frost & Sullivan "Global Electric Bus Market Opportunity Analysis, 2017-2025" (December 2018)
- Source: California Air Resources Board "California transitioning to all-electric public bus fleet by 2040" (December 14, 2018), the City of Chicago Resolution R2019-157, King County, "Metro is transitioning to a zero-emissions bus fleet" (August 2019), Miami-Dade County Board of County Commissioners Resolution R-1034-18, Minnesota Metropolitan Council Transportation Committee "Bus Fleet Strategy" (December 10, 2018). Coalition for Clean Transportation, MTA 2020-2024 MTA Capital Program (September 2019), Toronto Transit Commission "TTC Green Initiatives" (December 2020), and Yale Environment 360, Yale School of the Environment (December 14, 2018)
- 3. Source: NFI Group Company Materials (3Q 2020); represents NFI Group's North America transit bus active bid universe
- 4. Source: Total North American Bus Fleet size reached through the addition of the United States total bus fleet size of 66,116 (American Public Transportation Association "2019 Public Transportation Fact Book," (2019)) to the Canadian total bus fleet size of 18,604 (Motor Carrier Passenger Council of Canada, "Labor Market Report 2019: Business and Financial" (2019)

#### Page 40

1. Source: Federal Transit Administration's 2019 Annual Database Revenue Vehicle Inventory; share of electric buses ≥35-ft \_\_\_\_\_





PROTERRA

