



An Overview of the Financing Environment for Mass Timber

March 28, 2023 – Oregon Convention Center



Eric Edwards Managing Partner IFG Asset Management, LLC Phone: 303.957.6683 Email: <u>eedwards@ifgcap.com</u>

<u>www.ifgcap.com</u>



Disclaimer



This Confidential Memorandum ("Memorandum") has been prepared based on information supplied by IFG Asset Management, LLC (the "Company"). This information is being furnished through IFG Asset Management, LLC ("IFG") and BA Securities, LLC ("BA") as the exclusive authorized agent of the Company solely for use by the recipient in consideration of an expressed potential interest in financing, merging with or acquiring all or part of the Company. No person has been authorized to make any representations with respect to the Company and no person has been authorized to present information with respect to the Company, other than the information contained herein. This Memorandum may not be reproduced or used for any other purpose.

This Memorandum includes highly confidential and proprietary information and is delivered on the express condition that such information will not be disclosed to anyone except persons in the recipient organization who have a need to know solely for purposes of considering whether to explore a transaction. No copies of this Memorandum shall be made or retained without the prior written consent of the Company, IFG and BA. The recipient also agrees to comply with the restrictions set forth in the confidentiality agreement pursuant to which the Company has agreed to provide this Memorandum to the recipient.

The sole purpose of this Memorandum is to assist the recipient in deciding whether to proceed with further investigation of the Company. It is not an offer to sell or a solicitation of an offer to buy securities or assets, but is solely for purposes of providing information regarding the Company.

All information regarding the Company is based upon information and other sources deemed to be reliable, however, while the information contained herein is believed to be accurate at the time this Memorandum was prepared, the Company, IFG, and BA expressly disclaim any and all liability for omissions or misstatements in this Memorandum or for any other written or oral communication or representation transmitted to any party in the course of its evaluation of and/or transaction with the Company, except for those contained in a definitive agreement executed by all necessary parties. Each inquirer is encouraged to make an independent determination of relevant facts.

The Company reserves the right to request the return of this Memorandum along with any extract or copy thereof at any time. The Company expressly reserves the right, without giving reasons therefore, at any time and in any respect, to amend or terminate the transaction process, to terminate discussions with any and all prospective partners, to reject any and all proposals, or to negotiate with parties simultaneously with respect to a transaction involving the Company.

Any distribution of this Memorandum to any person other than the recipient, in whole or in part, or the divulgence of any of its contents (other than to the recipient's tax and financial advisers, attorney and accountants, who will likewise be required to maintain the confidentiality of this Memorandum) is unauthorized. Any such disclosure of the tax treatment, tax structure and other tax-related materials shall not be made for the purpose of offering to such person an opportunity to participate in the transaction process or soliciting an offer to participate in such transaction process.

This document contains forward-looking statements that involve a number of risks and uncertainties such as statements of the Company's plans, objectives, expectations and intentions. Actual results may differ materially as a result of risks faced by the Company. These risks include, but are not limited to, general economic conditions, conditions affecting the hosting industry, management's actual ability to execute its plans and conditions affecting the general technology industry.

The financial projections presented in this Memorandum represent the subjective views of the management of the Company and management's current estimates of future performance based on various assumptions which management believes are reasonable, but which may or may not prove to be correct. There can be no assurance that management's views are accurate or that management's projections will be realized.

The Principals of IFG Asset Management, LLC are registered representative of BA Securities, LLC. Securities and Investment Banking Services are offered through BA Securities, LLC Member FINRA, SIPC. IFG and BA Securities, LLC are separate and unaffiliated entities.



Experienced Professionals. Trustworthy Solutions.

IFG stands at the nexus of entrepreneurial management teams, proprietary investment opportunities, and sophisticated private investors

Food, Agribusiness & Rural Opportunities

- Commodity producers
- Ingredient providers
- Food & beverage processors
- Co-packers
- Storage & distribution
- Rural business investment opportunities
- Timber & forest products

Specialized Sector Expertise



- Water infrastructure
- Blue economy & technology
- Energy transition projects
- Environmental infrastructure
- Power generation & transition
- Batter energy storage systems
- Data & communications

Bioeconomy & Decarbonization Themes

- Circular economy
- Biofuels & specialty chemicals
- Biomass feedstock providers Recycling & waste management
- Energy efficiency
- Clean technologies
- Sustainable building materials



Investment Banking

Creative investment banking advisory and business consulting solutions underpinned by deep experience and industry specialization.

Merchant Banking

Serving as both a trusted financial advisor and direct investor, resulting in stronger alignment of interests and longterm value-add.

Asset Management

Offering clients specialized direct private equity funds, co-investments, direct investments, and specialized multi-manager funds.

Strategic Advisory

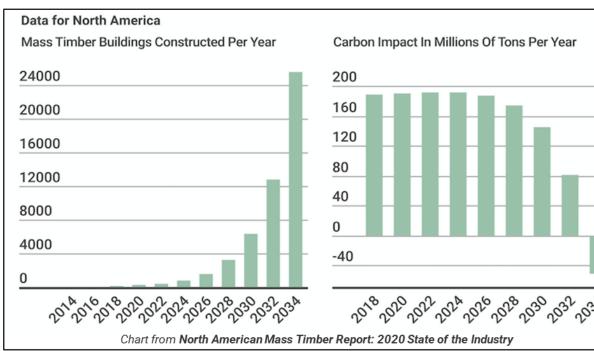
Helping business stakeholders navigate turnaround and restructuring processes to establish the best path to the most positive outcome.



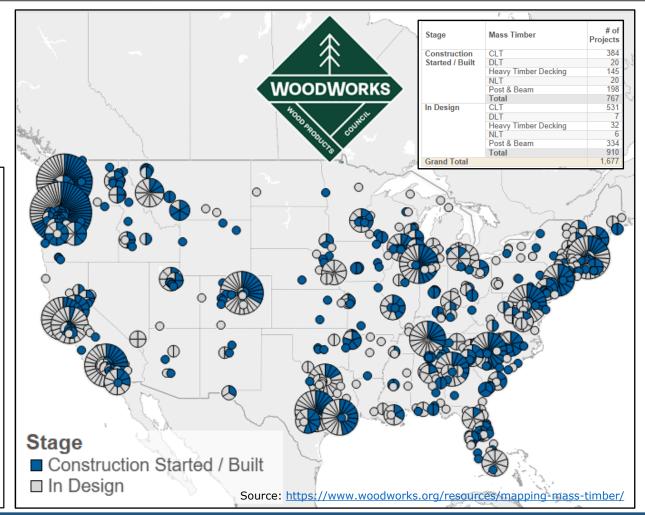


THE MASS TIMBER DEMAND STORY

As of December 2022, 1,677 mass timber projects had been constructed or were in design in all 50 states, in the multi-family, commercial, or institutional categories. The number of mass timber buildings is expected to double every two years through 2034, at which point the construction industry would be storing more carbon than it emits.



An Overview of the Financing Environment for Mass Timber







An Overview of the Financing Environment for Mass Timber

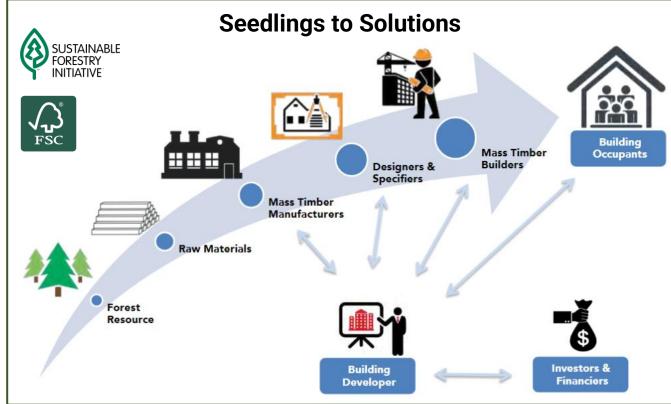
Drawing on IFG's track record of delivering successful project financing outcomes, we have found that the following key elements need to be addressed in order to deliver a successful Mass Timber Project Financing:

A RELIABLE FEEDSTOCK SUPPLY

- □ Maintaining a Reliable Supply Chain
- □ Ensuring Consistent Feedstock Quality
- □ Managing Feedstock Price Volatility
- □ Addressing the Sustainability Story
- Obtaining Third-party Certifications

PLANT OPERATIONS & PROJECT DELIVERY

- □ Reliable Manufacturing Equipment
- □ Harmony Between Plant Operations & Sales Activities
- Establishing Diverse Industry Partnerships







An Overview of the Financing Environment for Mass Timber

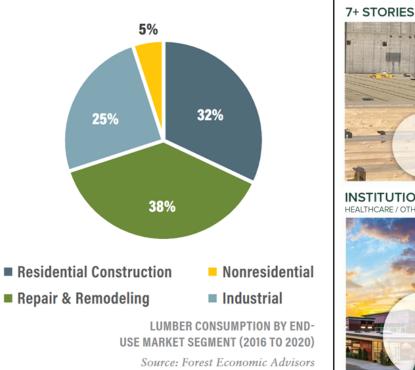
Drawing on IFG's track record of delivering successful project financing outcomes, we have found that the following key elements need to be addressed in order to deliver a successful Mass Timber Project Financing:

SOLVING FOR THE OFF-TAKE STORY

Working with Quality Project Developers
Tapping into Government & Institutional Demand
Developing a Diverse and Sustainable Sales Pipeline
Positioning for the Long-Term Demand Story

OTHER FACTORS & DEMAND DRIVERS

Ensuring Reliable Financial Reporting
Enhancing Construction Industry Education
Building Code Changes Opening New Markets
Expansion of Insurance Coverage (Fire / Seismic)



Wood Market Share by Construction Type

MULTI-FAMILY



INSTITUTIONAL EDUCATION / HEALTHCARE / OTHER INSTITUTIONAL STORES / OFFICES / HOTEL / MOT







An Overview of the Financing Environment for Mass Timber

By addressing IFG's list of key elements for a successful Mass Timber Project Financing, Mass Timber Project Participants will gain access to the following Financing Alternatives:

- Non-Dilutive Financing: Access to Non-dilutive capital through USDA Forest Service grants and other support at the state and local level
- ✓ Private Equity: Increasing interest on the part of Private Equity to participate in Mass Timber, particularly funds that have a sustainability mandate
- ✓ Government Loan Programs: Potential utilization of USDA and SBA Loan and Loan Guaranty programs
- ✓ Thematic Investors: Growing interest on the part of the Rural Business Investment Company (RBIC) universe in value-add wood products opportunities (e.g., Open Prairie/Go Labs)

- ✓ Strategic Investors: Established companies in the value chain such as lumber producers and real estate developers
- ✓ Off-Take Partnerships: Other strategic investor prospects may include large end users such as Google, Microsoft, and Amazon
- ✓ Feedstock Partnerships: Timber owners interested in expanding into downstream, value-add operations (e.g., Timberland Investment Resources/Mission Forest Products; New Forests/Timberlink Australia)
- Carbon Markets: The rapidly evolving carbon markets create additional opportunities and appeal for sustainable investor participation





An Overview of the Financing Environment for Mass Timber



Eric Edwards Managing Partner IFG Asset Management, LLC

Phone: 303.957.6683 Email: <u>eedwards@ifgcap.com</u>

www.ifgcap.com

Eric Edwards is Registered Representative of <u>BA Securities, LLC</u>. Member <u>FINRA SIPC</u>.





APPENDIX

SOURCES OF CAPITAL FOR MASS TIMBER PARTICIPANTS

- □ HoldCo Equity \rightarrow The highest capital cost in the capital stack. The HoldCo may own interests in a number of separate projects. HoldCo represents the entity that would be part of a liquidity event such as the sale of the company or an IPO.
- □ Structured Equity → Structured Equity is equity at the project level. It will normally be in the form of Preferred Stock that is subject to a waterfall based on realized distributions. Structured Equity can also take the form of Mezzanine Debt with all-in returns in the high teens depending on the risk profile of the project. Structured equity can be a substitute for HoldCo equity.
- □ Project Finance Debt → Debt that will be drawn based on construction milestones. Project Finance Debt is expected to be refinanced with Term Debt at project completion with a longer-term amortization.
- □ Term Debt → Term Debt is secured when a project is commissioned and is usually five to seven years in duration and may include first and second lien tranches. Term Debt capacity levels will be a function of the quality of the off-take agreements. Term Debt capacity also increases as projects are proven to be de-risked.

- ❑ Working Capital Debt → Working Capital Financing is debt secured by project level current assets such as feedstocks, ingredients, supplies, work-in-process, and finished goods inventory and is usually one to three years in duration and often includes interim financial reporting requirements.
- □ Tax Exempt Debt → Certain projects may qualify for tax-exempt debt by virtue of attributes such as waste disposal. Tax Exempt Bonds are generally placed privately with large institutional tax-exempt investors, contain relatively low interest rates and longer amortization periods; but have complex reserves and a more complicated issuance process.
- □ United States Department of Agriculture ("USDA") Loan Programs → For projects that qualify as agricultural or where the project is located in a rural area, the USDA provides several loan programs that offer tax advantages and attractive interest rate scenarios.
- \Box **Opportunity Zones** \rightarrow For projects located in designated Opportunity Zones, OZ equity financing may be available with powerful tax incentives. *The Manus Bio Augusta, GA manufacturing facility is a good case study.*
- ❑ Other Non-Dilutive Financing Support → Federal, State & local grants, Property & Sales Tax exemptions, Economic Development Loans, and DOE Loan Guarantees

