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Term Sheet - DRAFT

Issuer:	[Name] (the "Corporation")
Nature of the Offering:	[Brokered or non-brokered] [private placement] (the "Offering") of [Common Shares]
Type of Security:	[Common Shares]
Offering Size:	[Up to \$50 million]
Issue Price:	[\$10.00] per [Share] (the "Issue Price")
Commission:	[6.0%]
Capitalization:	Approximately \$[60,000,000]. Set forth as "Schedule A[F]."
Dividends:	[Describe the dividend policy.]
Preferential Liquidation Rights:	[Describe any liquidation preferences.]
Definition of Liquidation Event:	[Include definition from legal counsel.]
Conversion Rights:	[Describe, if applicable.]
Anti-Dilution:	[For example: The Shares shall have certain customary anti-dilution protection for any share issuances at prices less than the Issue Price based on a weighted average formula, and subject to standard exceptions.]
Voting Rights:	[Describe the voting rights.]
Use of Proceeds:	[The proceeds from the Offering shall be primarily used for general corporate and working capital purposes.]
Closing Conditions:	[Closing of the Offering shall be conditional upon the completion of satisfactory due diligence, the execution of requisite definitive agreements for completion of the Offering, receipt of all requisite corporate approvals and third-party consents for the Offering, Etc.]
Agent:	[Generic Capital Corp.]
Closing Date:	[Date]

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The purpose of this Draft Transport Agency Investment Proposal (the TAIP) is to set out the 10-year programme of activities that the Transport Agency proposes for inclusion in the 2018-23 National Land Transport Programme (the NLTP), to give effect to the 2008-23 Government Policy Statement on Land Transport (the GPS). The activities in the TAIP will support the locally-led activities that councils also put forward for inclusion in the NLTP. The NLTP is prepared every three years by the Transport Agency, and outlines a 10-year programme of activities that will be funded through the National Land Transport Fund – often through co-investment with councils. The strategic direction, forecast revenue, and funding allocations (activity classes) for the NLTP are set out in the GPS. The draft GPS 2018-23 was released for consultation on 2 April 2018 and is due to be finalised by 30 June 2018.

Activities in this TAIP are presented for consideration by Regional Transport Committees as part of their process of re-assessing their Regional Land Transport Plans (RLTPs) to align with the GPS. RLTPs are due to be submitted to the Transport Agency by 30 June 2018, but can be varied at any time.

In previous years, this document has been presented as the "State Highway Investment Proposal" or SHIP. This year, the Transport Agency is taking a wider, whole-of-system and multi-modal approach to its investment submissions. It is driven in part by the creation of two new activity classes within the draft GPS, relating to **rapid transit** and **transitional rail**. The draft GPS indicates that, as with state highway improvements, these new activity classes will be 100% funded from the NLTF. This recognises the national importance of these activities in giving effect to the new strategic direction and outcomes that the Government wants to achieve through the GPS.

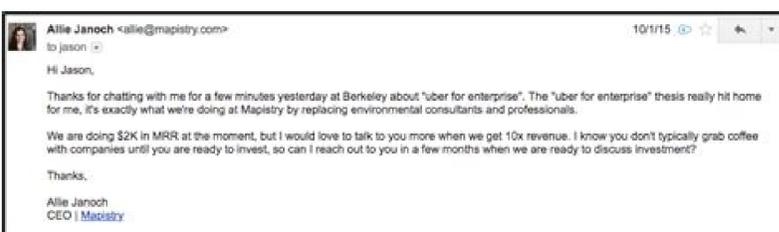
Our new approach will provide much greater visibility of the range of activities the Transport Agency intends to invest in at both regional and national levels. The approach offers partners and stakeholders more certainty for planning purposes and provides the Transport Agency with the opportunity to demonstrate the broad range of activities it undertakes alongside partners to deliver for customers and for New Zealand.

This inaugural TAIP is structured to set out the Transport Agency's proposed activities for:

- **State highways**
- **Rapid transit**
- **Transitional rail**
- **Nationally-delivered programmes**
- **Road pricing**

The details of the proposed investment across all the activities above are set out in the document that follows.

The appendices to this document include regional summaries setting out the proposed investment in state highways within a region, alongside information about the opportunities for investment in other activity classes, and a comprehensive list of all proposed state highway improvement projects nationally.



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