

LIME + CHICAGO Making Big Plans Together

Neutron Holdings, Inc. d/b/a Lime

CHICAGO SCOOTER SHARING PILOT PROGRAM - 2nd OPERATIONS WINDOW

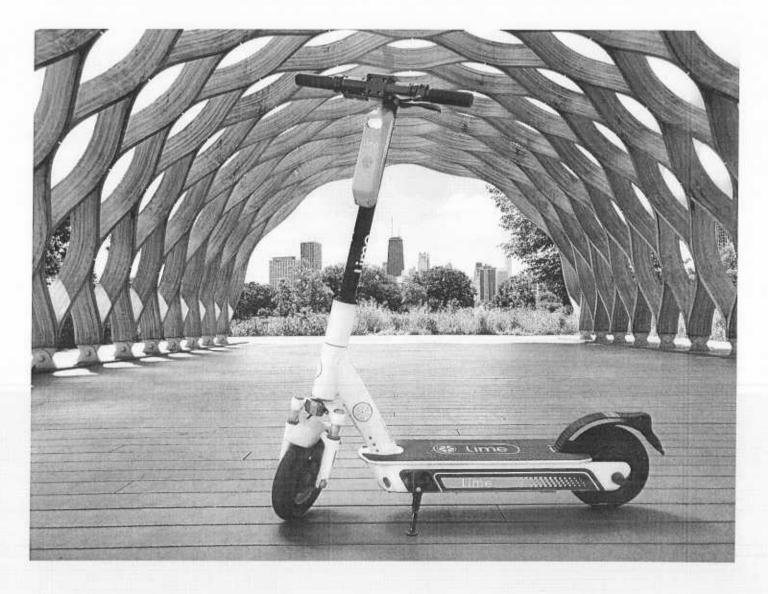


TABLE OF CONTENTS

TAB 01 COVER LETTER

TAB 02 ELIGIBILITY CRITERIA	1
Complete Application	1
Scooter Safety	1
Proof of Insurance	4
Operational Minimum Standards	4
Previous License Revocation or Suspension	4
TAB 03 APPLICANT RANKING CRITERIA	6
Community Safety and Consideration	6
Accessibility and Consideration for People with Disabilities	10
Equity	12
Education, Outreach, and Rider Safety	16
Operations	19
Technology and Innovation	23
Experience and Qualifications	24
APPENDICES:	25



2019 Lime event with My Block My Hood My City's Explorers Program

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TAB | 01 Cover Letter

June 25, 2020

Commissioner Gia Biagi Chicago Department of Transportation

Commissioner Biagi,

Chicago makes no small plans. Reversing a river, rebuilding after a fire, erecting buildings that scrape the sky. Each time it has faced a challenge, the City and its residents have reimagined what is possible and come back stronger.

Chicago is once again ready to rebuild. A global pandemic, a long-awaited reckoning on racial injustice, and an economic downturn have forced us all to rethink how we live, work, and get around. As one piece of its recovery, Chicago is reimagining the City's transportation network -- to create a single system that is more equitable in its service, diverse in its offerings, more sustainable, and supportive of the City's neighborhoods and businesses.

As the most globally-experienced, operationally-reliable, and financially secure micromobility operator, we renew our commitment to be the City's trusted partner. We plan to invest over \$8.5 million during the Program to realize the City's big plans for its transportation network.

During the 2019 Pilot, Chicagoans made Lime the most popular and frequently used scooter company.

- Over the past three years, Lime has become the largest and most trusted micromobility company in the world. We serve more than 120 cities in 24 countries, and our customers have taken more than 150 million rides.
- In just three months of 2019, Chicagoans took nearly 100,000 trips -- covering 170,000 miles, avoiding an estimated 30,000 car trips, and saving 20 metric tons of CO2.

Lime's self-sustaining business model and recent \$170 million investment gives us the financial strength to deploy up to 5,000 of our latest scooters to the City on day one and expand bike infrastructure in the Priority Areas.

- Our sole focus on micromobility and substantial investment capital have given us the time and resources to become operationally profitable in Chicago. We do not need additional investment or the goodwill of parent companies that may see micromobility as a side project to their mission of getting more people in cars.
- We are able to deploy up to 5,000 of our latest model Generation 3 (Gen 3) scooters with bluetooth-enabled locks on Day 1 of the Program, and invest in new technology like industry-leading geofencing and sidewalk riding detection.
- We will build at least 50 bike racks in the Priority Areas and engage our riders in support of City-led initiatives for safer streets.

Through our Big Shoulders initiative, Lime commits to investing \$1.5 million to provide all Chicagoans with affordable micromobility and to serve people of all abilities.



- We will give a 50% discount on all rides starting in any Priority Sub-Area, automatically applied without any enrollment required.
- Through our Lime Access program, we will give a 70% discount on all rides to Federal, state, or local low-income subsidy recipients, without the need for a bank account or smartphone.
- We will work with Chicago Neighborhood Initiatives Austin Coming Together, and My Block My Hood My City and many other organizations to directly enroll at least 1,000 people in Lime Access, removing the barrier of registering with Lime.
- Lime will deliver our seated adaptive scooter directly to the homes of those with physical disabilities and a public service announcement (PSA) to keep clear rights-of-way in partnership with Chicago disability community groups.
- In partnership with the Greater Roseland Chamber of Commerce, Chinatown Chamber of Commerce and other partners, we will install 50 bike racks in commercial corridors on the South and West Sides.
- We will give away at least 1,000 free helmets to residents in the Priority Areas at safety events with local aldermen, community groups and the Chicago Police Department (CPD).
- We will work with community partners with missions to increase biking and scooting in communities of color by hosting training events for CPD commanders and patrol officers in Priority Areas to educate officers on scooter use and safety in communities with limited micromobility infrastructure.
- Through our Lime Hero Program, we will continue to support Equity and Transformation's (Men & Women in Prison Ministries) economic security programs for historically-marginalized and formerly incarcerated persons.

Lime will provide more than 30 well-paying jobs with career advancement and offer additional opportunities to those who need it most.

- We have created more than 30 W-2 positions paying above living wage with benefits. More than
 a job, Lime provides opportunities for advancement. In 2019, three of our current staff members
 were promoted to Shift Lead positions. We will have more advancement opportunities with the
 expanded 2020 pilot.
- Lime looks forward to renewing our 2019 workforce development partnerships with Chicago CRED and Equity and Transformation Chicago to recruit Chicagoans with hard to hire backgrounds.
- We will use the City's Certified Firms directory as a starting point for selecting vendors for our Chicago operations. In addition, our new corporate Supplier Code of Conduct includes a diversity requirement for all of our suppliers and their supply chain.

Lime's experienced Operations Team ensures safe, well-maintained scooters positioned for optimum utilization and tidiness.

- Our exclusive Hotspot Optimizer technology automatically guides deployment and rebalancing to ensure that we meet or exceed our Priority Area fleet distribution requirements throughout the day. The Operations Team monitors our fleet in real time to reposition for tidiness and rebalance vehicles to address any improper parking or overcrowding. Only Lime trained and certified mechanics repair our vehicles, with an average repair time of 24 minutes in 2019. Our quick turnover ensures the maximum number of vehicles are available to riders and not in the shop.
- As a result of COVID-19, we enhanced our cleaning methods in accordance with CDC guidelines, disinfecting our vehicles at least once per day and every time an Operations Team member handles them. We have also reached out to our riders, prompting them with steps to protect themselves.

Lime combines rider and non-rider education with experienced on-the-ground operations and industry-leading technology to keep Chicago's streets safe and clutter free.

- We will work collaboratively with our community partners, CPD and SAFE Ambassadors to educate riders and non-riders about the scooter program, City requirements, and how to ride safely and responsibly. These partnerships are matched with a multimedia and outdoor advertising campaign on safe riding and proper parking, in multiple languages.
- Our exclusive, patent-pending sidewalk riding detection technology helps to deter sidewalk riding and provides valuable data to the City on which streets are most in need of investment.
- By activating our Comfort Ride feature, we give riders the ability to reduce their top speed for greater security and comfort.
- We will display all bike racks and bike paths in our app to help riders plan a safe route and park and lock their scooters properly.

Lime believes that micromobility is most beneficial when it enhances the whole transportation system, increasing use of Chicago's bike infrastructure, making CTA connections easier, and reducing environmental impact.

- Our proprietary deployment algorithm prioritizes transit routes for scooter deployment to encourage last-mile connectivity. Coupled with our exclusive Google Maps partnership, riders are able to plan multimodal trips with a variety of non-car options.
- We will offer CTA access to our data feed to integrate fleet information and facilitate trip planning. We will also promote scooter safety through outdoor advertising at CTA stations and in trains and buses.
- Our scooters now last 18+ months and we are committed to using zero-emissions electric vehicles for our operations in Chicago, transitioning our fleet vehicles fully during the pilot program.



81% of our Chicago riders used Lime to visit local businesses more often. (*Appendix 1*)

Through our Key Lime Small Business Initiative, Lime will use our scooters and platform of more than 50,000 unique Chicago users to support Chicago's small businesses at this critical time.

- We will partner with the South Shore Chamber of Commerce, Greater Chatham Initiative, Greater Auburn-Gresham Development Corporation and other partners to feature small businesses along a rider's route in our app.
- Through our Lime Hub program, we set priority deployment zones at small businesses, bringing customers to their door. We will work with local Chambers to enroll 250 Chicago small businesses in this program.
- We will provide guided scooter tours of small business corridors to promote shopping local and educate on safe riding practices.

If we are fortunate enough to be selected to continue our partnership with the City, we will work tirelessly to fulfill the City's goals for the Pilot. For your reference, Appendix 2 has a chart with the City's Pilot Objectives and our responsive programming. We look forward to discussing the proposal further at your earliest convenience.

Warmly,



Crew Cypher General Manager

People authorized to represent Lime:

Crew Cypher (Authorized to Execute Contracts) Regional General Manager 404.662.6318 crew.cypher@li.me

Prasanna Balasubramanian Sr. Operations Manager 262.506.8323 prasanna.b@li.me

LeAaron A. Foley Sr. Manager, Policy Midwest 708.256.2034 <u>lee.foley@li.me</u>

TAB 1 02 Eligibility Criteria

SECTION 1. COMPLETE APPLICATION *i. The applicant's information*

. me applicants intornation

Business Name: Neutron Holdings, Inc. dba Lime Business Phone: 1-888-546-3345 Contact Person/Single Point of Contact: Lee Foley Contact Person Phone:

Contact Person Email: lee.foley@li.me

Business Mailing Address: Corporate: 85 2nd St. San Francisco, First Floor San Francisco, CA 94105; Local 1745 W. Carroll Avenue, Chicago, Illinois 60612

ii. The applicant's controlling persons' information (if not already provided or if there was a change to the applicant's controlling persons' information)

Weiyao Sun (Co-Founder, Lime)



ili. The applicant's private property use permission as provided in Paragraph VII(1) of this terms and conditions document.

Lime's Chicago Operations Team operates out of our 7,000 sq.ft. warehouse. It is located at 1745 W. Carroll Avenue, Chicago, Illinois 60612 in an Enterprise and Opportunity Zone. A copy of our lease is attached as **Appendix 3**.

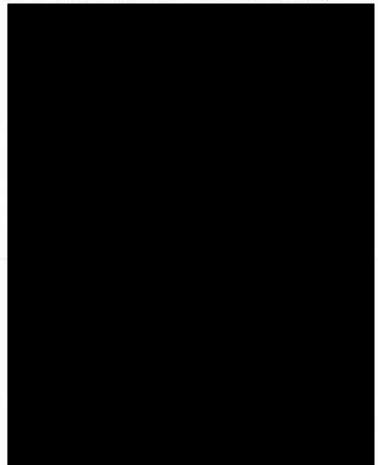
SECTION 2. SCOOTER SAFETY

i. Images, specifications and descriptions of each type of scooter that it plans to deploy

Lime is the industry leader in building custom, commercial-grade vehicles. Our scooters are designed in-house to be sustainable, durable, and safe. While the vast majority of operators obtain marginally-modified standard vehicles from manufacturers like Okai, Segway, or Xiaomi, Lime has chosen to design our vehicles in San Francisco with seasoned designers led by Michael Hillman, a veteran executive product designer with over 25 years of experience at Boosted and Apple.



Lime Gen 3.0 Scooter: CONFIDENTIAL PROPRIETARY, AND TRADE SECRET INFORMATION





CHICAGO | SHARED MOBILITY PROGRAM

We have focused on security, comfort, and sustainability in developing our newest scooter, the Gen 3. It is more stable and rugged to handle uneven roads and potholes. Our Bluetooth-enabled lock securely tethers the vehicle to street furniture. Our LED screen displays speed, battery level, and notice when riders enter geofenced zones. The lifespan of the Gen 3 scooter now exceeds 18 months, and we reuse more than 80% of the vehicle's parts. We can achieve 100% landfill diversion by recycling 96%+ of the vehicle and using the small remaining components in waste to energy projects.

Lime's Adaptive Seated Scooter: Lime was the first company to introduce an adaptive, seated scooter program in the U.S. and we are proud to bring it to Chicago. The scooter is designed for riders who are not comfortable or unable to stand for a long time, have limited capacity for walking, and/or trouble balancing.

In Chicago, we will continue to work with Access Living, AARP Chicago, and the National Federation of the Blind Chicago Chapter to assess mobility needs, identify additional vehicle types that may be desirable, and incorporate their feedback in our program. Examples of the types of adaptive fleet currently under development can be found in Appendix 4.



Adaptive Scooter Features:

- Daily rental with on-demand delivery to the user's location and pick up after use
- 10-inch, pneumatic two wheel scooter with installed seat
- Footboard space and handlebars are wider than standard scooter models for better balance
- Disc brakes, padded seat, and spring suspension for a safe, comfortable ride

ii. Provide documentation that applicant's scooters that it plans to deploy meet the City's low-speed electric mobility device requirements, as defined in Section 9-4-010 of the Code

Below is documentation of our vehicles' compliance with Section 9-4-010 of the Code. See **Appendix 6** for our detailed scooter specifications

CONFIDENTIAL, PROPRIETARY, AND TRADE SECRET INFORMATION.

Hardware compliance with Section 9-4-010				
	Gen 3.0	Adaptive		
No operable pedals				
No more than 26" wide				
Weighs less than 100lbs				
Powered by an electric motor at max speed of 15mph on a paved level surface				
Warning bell				
Front white light, rear red light visible from at least 500 feet, stays illuminated for 90 seconds after full stop				
Hand and foot brakes				
Unique identifier				
@				



iii. Measures to ensure that deployed scooters are safe for operation and to address scooter safety issues discovered during the pilot

Manufacturing & Testing: Ensuring safe scooters starts long before our vehicles ever arrive in our markets. Our in-house designers and engineers at our China Center of Excellence directly oversee manufacturer testing to ensure the highest quality standards. Our scooters are independently tested to confirm compliance with safety and performance standards. See **Appendix 5** for our certifications. We also perform both simulated and field testing of both our hardware and software before deploying at scale. Finally, we test all scooters upon arrival to each market before deployment.

Inspection: Once deployed, our scooters are self-diagnosing, running health checks over 1,000 times per second and automatically notifying us upon certain events that can signal faulty, damaged, or vandalized vehicles. Our Operations Specialists perform in-field safety inspections and sanitize each vehicle they touch. We bring the scooters back to the warehouse for a 65-point inspection by a Lime trained and certified mechanic **at least every seven days** and upon the following triggers:

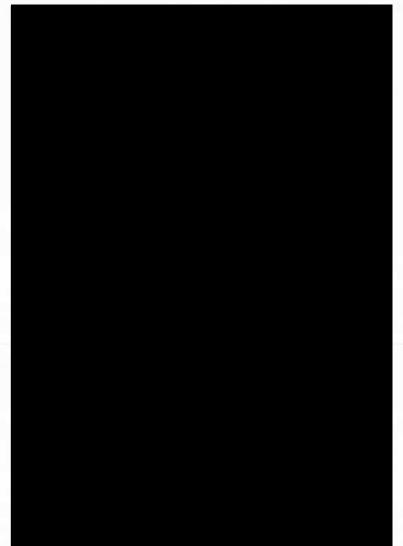


Our in-warehouse Inspection includes a full 65-point evaluation: screws, brakes, handlebars, grips, battery damage or wear, lights, cleanliness, a test ride, and more. See **Appendix 10** for Lime's inspection Standard Operating Procedures (SOP).

Importantly, any vehicle flagged for inspection or repair is immediately placed in "Maintenance Mode," alerting the local Operations Team and preventing the vehicle from being rented until it has been inspected.

Repairs: If an issue is identified, the vehicle is brought back to the warehouse for further analysis and repair by Lime's highly trained and specialized mechanics. Before being redeployed, every vehicle must pass through five individual quality control checkpoints by a Mechanic Lead who has received additional in-house training to identify quality issues. See **Appendix 10** for our maintenance, quality controls, inspection, and repair processes.

Customer Service: Should a rider or non-rider identify any issue, Lime's multilingual customer service is available 24/7, with regular and supervisory staff on hand. Our Chicago Operations Team is likewise available 24/7 to address issues from customer service, directly from the City, or to our staff. In addition to phone, text, and email, Lime provides help through our in-app menu, Twitter at @_LimeAid, and online at www.safety.li.me. We can also integrate our customer service with Chicago 311 so that residents have a familiar way to report any issues. We have a dedicated portal for law enforcement to submit documentation needed to obtain confidential rider information. See **Appendix 9** for more about our approach to customer service.





iv. Provide a plan for maintaining rider safety during COVID-19 outbreak, including device cleaning protocols and outreach and education plan adapted for outbreak

As a result of the COVID-19 outbreak, we have enhanced our cleaning methods in accordance with CDC guidelines. We disinfect our vehicles daily and every time an Operations Team member handles them, including before deployment, rebalancing, and whenever they return to the warehouse. We provide personal protective equipment to our staff. In addition to enhancing our cleaning protocols, we have also reached out to our riders, prompting them with steps to protect themselves, including wearing gloves as a precaution and washing their hands before and after riding. Finally, Lime is also using our scooters to support our cities and essential workers by providing free, 30-minute rides for health care workers, first responders, and other frontline workers. See Appendix 10.1 for a full description of our COVID-19 response.

Lime Aid program provides free, 30-minute rides for health care workers, first responders, and other frontline workers.

SECTION 3. INSURANCE

See Appendix 11 for Lime's Proof Of Insurance.

SECTION 4. OPERATIONS MINIMUM STANDARDS i. Own Internet-enabled application

i. Own internet-enubled upplica

Confirmed.

ii. Procuring, preparing and readying 2,500 operational scooters on the first day of the pilot

Scooter Procurement: We are able to deploy up to 5,000 scooters with integrated locks on the first day of the pilot. Lime deploys more than 150,000 vehicles every day around the world. To do so, our Strategy & Planning and Procurement Teams project manufacturing needs and set logistics timelines to ensure timely launch.

Lime is able deploy up to a full fleet of 5,000 lock-to scooters on launch day.

We have reserved 5,000 Gen 3 vehicles with locks at our Houston Hub to deploy in Chicago if selected.

Infrastructure: Because Lime is committed to continuing to serve Chicago, we have maintained our 7,000 sq. ft. warehouse in West Town since the 2019 Pilot. The facility has the capacity to charge and repair a 5,000 scooter fleet and store vans for scooter transportation. We will add tools and supplies for expanded operations to the Chicago warehouse prior to launch.

Preparation: Work is already underway to incorporate the 2020 pilot map, Priority Sub-Areas and regulations into Lime's internal operations systems. These systems ensure optimal deployment and compliance with Priority Sub-area requirements. Once selected, we will begin transfer of our scooters to the Chicago warehouse, perform a 65-point quality control check, charge, and disinfect all vehicles before deployment.

Team Building: We will begin recruiting additional Operations Team members in July. For our hiring strategy, see Section 4(iv).

Launch Day: We will begin deploying scooters at 12AM on August 3rd near strategic transit hubs to maximize scooters that are ready for Launch Day morning commute. Eight zone-based teams will manage deployment across all areas, which, along with our robust Juicer team, will ensure all Priority Area distribution requirements are met and all vehicles are ready for public use throughout Launch Day. We will also hold a socially-distanced First Ride event with community and city partners to train new riders on the rules of the road.

ili. Procuring, preparing, and readying 5,000 operational scooters on Day 29

As stated above, we are able to deploy up to 5,000 scooters on launch day.



iv. Ensuring sufficient staff and being fully responsive to concerns 24/7

In every city we serve, Lime has a local Operations Team that runs the daily operations of the fleet and responds within two hours to any issues that arise. For 2020, Lime will have a Chicago-based team of over 30 people, 18 full-time Mechanics and 14 Operations Specialists.

We plan to bring back much of our team from last year, including Matt Donelan who managed Lime's program in 2019. Our Chicago team will be led by:



Prasanna Balasubramanian, Senior Operations Manager: Prasanna has a background in the manufacturing sector, specializing in supply chain and logistics. He has previously managed Lime operations in the Midwest, and will be the main POC for the City.



Crew Cypher, General Manager, Operations: Crew leads Lime's 15-market, 60 person Midwest Operations Team. He is experienced in building and implementing transportation solutions within a fast-paced operational environment, previously managing Uber's global operations.



Lee Foley, Senior Manager, Policy: Lee leads Lime's government and community relations in the Midwest and is a lifelong Chicagoan. He is an experienced community organizer, having led the grassroots effort to establish Chicago's first national park—Pullman National Monument. He currently lives in Woodlawn.



Matthias Donelan, Operations Manager: Matt is a former tank officer in the Marine Corps who has lived in Streeterville since 2016. He has launched and managed Lime operations around the globe, including the 2019 Chicago pilot.

Lime's management team will oversee our Operations Specialists and Mechanics and support our community outreach and engagement efforts. Two of our five executive team members are Chicago natives and currently live in the city -- our Chief Financial Officer lives on the city's West Side, and our Chief Policy and Communications Officer is a Roger's Park native who lives in the Northcenter neighborhood. At Lime's highest levels, Chicago is home and our success here is personal.

Operations Specialists (OS) are responsible for managing our scooters throughout the City and are available to address fleet issues within two hours. Their primary responsibilities include:daily disinfecting of vehicles, patrolling vehicle parking, rebalancing vehicles, responding to any customer service requests, and retrieving vehicles that require maintenance. The Chicago Operations Team will run day and night shifts, 7 days a week. A Lime employee with decision making authority will also be on-call 24/7.

Mechanics are responsible for all maintenance and repairs on Lime scooters. Our team of in-house mechanics ensure that all vehicles are in good working order and safe for our riders. All mechanics receive extensive hands-on training, including a Mechanic Proficiency Test, and are provided with all the equipment and tools needed to keep our scooters in top shape.



Juicers: In addition to our full-time locally-hired staff, our operations are also supported by Lime "Juicers." As independent contractors, Juicers are members of the community who are able to make additional income by retrieving, charging, and redeploying low-battery scooters. In 2020, Lime plans to triple our 2019 Juicer base to more than 750, with anticipated earnings of more than \$500,000 over the course of the pilot.

Local Hiring Partners: We plan to bring back much of our team from last year, supplemented by new team members for the expanded program. Our team will be at least 75% from Chicago.



To recruit our team, we work with TalentBurst, our certified Minority Business Enterprise (MBE) staffing partner, and we will expand our workforce development partnerships with Chicago CRED and Equity And Transformation Chicago to recruit candidates that have been historically disadvantaged from participating in the local economy. We will recruit 30% of our new team members from Chicago CRED and Equity and Transformation. The hiring process will begin in early July and the team will be fully trained and ready by the beginning of the Pilot.

Local Contracting Partners: Lime is committed to nondiscrimination, treating all workers with dignity and respect, ensuring safe working conditions, and conducting environmentally responsible, ethical operations. We will seek out MBE/WBE/VBE/BEPD/DBE and LGBTQ+ Chicago companies to contract with for our local operations, using the City's Certified Firms Directory as a starting point. In addition, our new corporate Code of Conduct requires that our suppliers and their supply chain comply with our diversity, nondiscrimination, healthy and safe working conditions, and environmental stewardship requirements as conditions to working with Lime.

Living Wages, Benefits and Career Development: Our Operations Team are W-2 employees of Lime or TalentBurst, our certified Minority Business Enterprise (MBE) staffing partner. Our Chicago Operations Team members earn \$16 - \$20 per hour -- well above the established Chicago Wage Ordinance -- with performance-based raises, overtime, and cost-of-living increases. In addition, all workers have access to health insurance, 401K, and other benefits.

We have also built a development path for our Operations Team members who excel at meeting the objectives of the Chicago program. Three of our current Chicago Shift Leads began as entry-level Operations Team members and were promoted to higher level positions.

SECTION 5. PREVIOUS LICENSE REVOCATION OR SUSPENSION

Lime has not had a scooter sharing license revoked or suspended in any United States jurisdiction.

TAB | 03 APPLICANT RANKING CRITERIA

SECTION 4. COMMUNITY SAFETY AND CONSIDERATION

i. Specific plans to ensure non-rider safety and comfort

We are excited to deploy our newest tools to ensure Lime serves all Chicagoans well -- riders and non-riders alike. In our 2019 Pilot, Lime had only <u>one</u> verified claim, which was for property damage.

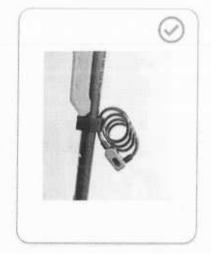
Lime's easy to use "lock-to" technology, engaging rider education (see Section 4 (ii)), precise operations (see Section 8), and effective enforcement tools have resulted in a **98% effectiveness rate in preventing improper parking** in markets like San Francisco and Paris. Our patented, industry-leading geofencing and sidewalk riding prevention technologies help protect pedestrians, people with disabilities, and sensitive locations. Finally, we are committing to at least 50 bike racks in the Priority Areas, so our lock-to solution is effective in areas which have historically lacked sufficient biking infrastructure (see Section 6(ii)).

Lime introduced lock-to scooters in San Francisco in October 2019 and is being granted permission to double its fleet to 2,000 scooters - twice as large as the next provider's fleet.



Technology

Bluetooth locks: Lime is **one of only three U.S. vendors with experience deploying lock-to scooters** in San Francisco -- the only city worldwide with lock-to requirements. Lime's integrated Bluetooth locks enable scooters to "lock to" street infrastructure like bike racks and signposts, similar to traditional pedal bikes, preventing misparking and blocked rights-of-way. When the rider unlocks the scooter, the tether also unlocks. See **Appendix 12** for a full description of our lock-to technology.



Industry-Leading Geofencing: Misparking and speed in pedestrian zones are the primary concerns of non-riders. Using GPS-enabled geofencing, Lime creates virtual "zones" that limit riding and parking in sensitive areas and restrict scooters from leaving the Pilot Area. As a result of investments in our hardware and software earlier this year, Lime now offers the industry's most accurate and responsive capabilities, allowing vehicles to implement geofence zone commands up to 90% faster and 30% more accurately than in 2019. See Appendix 13 for a full description of our geofencing technology.

We display geofenced zones prominently in our app to enhance rider awareness and compliance and we are the only scooter company to display geofenced zone information directly on the screens of our scooters. As a result, riders have real-time notice of riding and parking restrictions in real time without having to look at their phones.

As in 2019, Lime will create a geofenced zone around the Pilot Area, so that scooters stop within ¼ mile of the



boundary. Other geofencing applications that protect non-riders include slow-speed or no-ride zones in dense pedestrian areas like the Central Business District, restricting operations in pedestrian-focused areas like the Bloomingdale Trail and Lakefront path, and establishing no parking zones in high-traffic areas like Clark Street in Wrigleyville. We can also create temporary geofenced zones, like our no-parking zones for events such as Pitchfork Music Festival and Riot Fest in 2019.

Tip-over sensors: Each Lime scooter is equipped with a gyroscope and sensors to alert our Operations Team if a scooter has fallen over. Our data from Chicago shows that 98% of our scooters were upright while deployed during the 2019 pilot. If a scooter falls over, it alerts our Operations Team to rectify the situation.

Al-Enhanced End of Trip Photos & Auditing: Before riders are able to end a trip, they are prompted to take a photo of the parked vehicle. This "nudges" users to park properly and documents the outcome. Our new, artificial intelligence photo feature can recognize both misparking and poor deployment in real time. Riders are shown a visual prompt on how to align their vehicles properly in the picture frame. To align with the prompt, the vehicle must be centered in the photo and upright. The rider can then be notified if their vehicle is parked improperly. Our Operations Team audits the photos on a weekly basis, triggering incentives for good parking, educational reminders, fines, or deactivation for repeated incidents.



Operations

Detailed Deployment Instructions: When Operations Specialists and Juicers deploy and rebalance our scooters, they are guided by our proprietary operations software and apps, like our AI photo tool similar to riders. The staff and Juicer apps show the exact deployment location ("hotspot"), including address, photo, placement, number of scooters to deploy, and other instructions. We also set "zone minimums" which automatically schedule the right number of scooters for Priority Area deployment and mid-day rebalancing. By providing clear, automated instructions, we ensure that Lime meets or exceeds equity requirements, prevents overcrowding, and avoids deployment that blocks the right-of-way, ADA ramps, CTA stops, etc.

Operations Specialists and Juicers must take a photo of the scooters deployed. If a Team Member or a Juicer does not comply with the deployment instructions, they are provided with additional training or, in the event of a repeat offense, more stringent measures like termination or withdrawal of charging privileges.

Active Field Attention: Throughout the day, our Operations Team monitors our fleet in real time. Vehicles are proactively repositioned for tidiness and rebalancing to address any improperly parked vehicles and comply with the City's Priority Area distribution and rebalancing requirements. In the evening, scooters are retrieved by our Operations Team and Juicers for charging and repair/maintenance if needed, preventing low-battery or broken vehicles from cluttering the streets.

Scooter valets: At special events and in high traffic locations like transit stops, Lime provides "scooter valets" that assist in parking and rebalancing scooters to prevent overcrowding and poor parking when space is limited.

Bonus Vehicles: To redistribute vehicles that are improperly parked, overcrowded, or are placed in off-limits areas, we developed the "Bonus Vehicle" program. Non-compliant vehicles have their scooter or bike icon replaced in the app with a dollar sign. Riders who take those vehicles and ride them to an area with a low density of vehicles will be awarded with ride credits. See **Fig. 1, Image Appendix** for an image of this feature.

Education & Accountability

Rider & Non-Rider Education: We use digital and traditional media, out-of-home advertising, in-person events, and community partnerships to educate riders and non-riders (see Section 4 (i)). In addition, we will work with Chicago disability advocacy organizations, like the Chicago Chapter of the National Federation for the Blind (see **Appendix 15** for a letter of recommendation) to develop a public service announcement (PSA) <u>video</u> about the impact of misparking on people with disabilities and the importance of clear rights-of-way, similar to one we created with Portland Bureau of Transportation, Rooted in Rights, and Disability Rights Oregon.



Incentives: We offer cash and/or Lime credit incentives to encourage proper parking and riding. **Fig 2, Image Appendix** is an example of our parking incentive pilot in Santa Monica, California, where riders who park in preferred parking zones were entered into a weekly draw to win up to \$150 in Lime credit. This initiative saw a 35% increase in parking compliance. Our technology is very flexible, allowing us to use incentives to encourage other desirable rider behavior, like starting/ending rides in certain zones or parking vehicles in less congested areas.

Fines & Deactivation: Riders can be assessed fines for poor parking or failing to adhere to the City's rules and regulations and violations of our terms of service, up to the full cost of any municipal fine. We have a "three strikes" policy for most offenses--education, then warning/fine, and finally deactivation. We have a no-tolerance policy for underage riding. Verified underage riding results in immediate deactivation.



Hangtags and Signage: Along with our technical advancements, low-tech solutions like signage and secure hangtags on the vehicles are also effective in reminding riders to park properly and ride respectfully. See Fig 3, Image Appendix for examples of educational hang tags.

ii. Plans to ensure that devices are locked to appropriate objects

Lock-to Education: As in our successful roll out in San Francisco, we educate our riders on proper parking and locking practices through in-app messaging, email, in-person events, and other communications, as outlined in Section 7(i). We provide specific education on using our lock-to technology and the appropriate fixtures and placement for parking the scooters.



End-of-Ride Parking Affirmation & Photo: At the end of each ride, users are shown specifically asked to affirm that they have locked the scooter properly (See above) Riders are then prompted to take a photo of their parking, assisted by our AI-enabled parking technology, and we audit the photos on a weekly basis (see Appendix 14).

In-app Parking Locations: We will mark all of Chicago's bike racks in our app with a "P" so that riders know where the closest permitted parking spot is located.

Bike Rack Investments: We will invest in bike rack infrastructure in Priority Area high-density commercial corridors where bike rack infrastructure is more limited, like 26th Street in Little Village, 63rd Street in Englewood, 79th Street in South Shore, Michigan Avenue in Roseland, Madison Street in Austin, and Archer Avenue/Pulaski Road in Archer Heights.

Supporting Signage: Along with our technical advancements, solutions like signage and secure hangtags on the vehicles are also effective.

iii. Plans to reduce illegal sidewalk riding

Lime is the only vendor to deploy proven, scalable sidewalk detection technology, which we will deploy in Chicago if selected. Our "Comfort Mode" enables novice riders to control their speed while riding in the street, and our exclusive integration with Google Maps helps riders plan their routes via bike paths, reducing the need for sidewalk riding. Should sidewalk riding occur, our Operations Team and Brand Ambassadors are in the field daily, educating riders about where to ride, and violators can be fined or removed from the platform.

Sidewalk Detection: Based on conversations with city partners, our engineering team was inspired to develop automatic sidewalk riding detection technology to deter this practice. Our innovative approach involves collecting accelerometer and speed data from local surfaces. From this data, the vibration of the underlying riding surface (e.g. a road or a sidewalk) can be detected using a sophisticated statistical model that Lime developed.

With this functionality, Lime is able to discern with up to 95% accuracy when a rider is riding on a sidewalk instead of the street, remind riders of local rules governing sidewalk riding, and sanction as needed (see **Appendix 14**). We will also share aggregated data with the City to help identify areas for infrastructure improvements.

Comfort Mode: A rider's lack of skill may lead them to ride on the sidewalk as they learn to use a scooter. Our "Comfort Mode" speed control toggle allows riders can set the scooter's maximum speed lower than the area's maximum speed or to the rider's desired level of comfort. When riders are more comfortable, skilled and confident, they are less likely to ride on the sidewalk. See **Fig. 5**, **Image Appendix** for the image sequence.

First piloted in San José, CA, Lime is the first and only micromobility operator to develop and deploy scalable, Al-powered sidewalk detection capabilities.



Google Maps Integration: Through our exclusive partnership with Google Maps, users can see a recommended route that includes bike paths. This integration helps riders feel more confident that they have a safe route, reducing the need to use sidewalks for protection. It will also raise awareness and use of the City's significant investment in bike infrastructure (see **Fig. 6, Image Appendix**).

SECTION 5. ACCESSIBILITY

i. Preventing devices from impeding use of the public way by people with disabilities

Micromobility has the potential to dramatically improve urban living, but only if it works for the benefit of everyone. Lime has a strong record in Chicago and globally of working to advance accessibility guided by two major principles:

- Working collaboratively with disability rights organizations to help make our products and services more accessible, and
- Using our engineering and operational expertise to address the challenges that result from introducing a new mode of transportation in the right of way

In 2020, Lime is advancing both of those principles by bringing our seated, adaptive scooters to Chicago (see Section 2(i)) and by reducing interference with the right of way. We accomplish this through industry leading technology like sidewalk-riding prevention (see Section 4 (iii), tip over sensors (see Section 4(i)), and geofencing (see Section 4(i)).

Guidance to riders: In addition to technology, we regularly communicate with our riders, emphasizing the impact that misparking has on people with disabilities. See Section 4(i) for our plan to create a public service announcement (PSA) <u>video</u> and distribute it through community partners, social media, and rider communication channels. We have multiple 24/7 disability-friendly customer service channels to report problems, and our experienced Operations Team addresses all fleet issues within two hours.

Training Juicers and Staff: In the Operations and Juicer apps, we provide detailed information on where and how to deploy our vehicles to avoid blocking the rights of way. See Section 4(iv). We also train Juicers and

Operations Staff on avoiding pedestrian walkways, service ramps, bus and transit stops, doorways and pedestrian signals and respecting the needs of vulnerable communities.

Continuing leadership on blind, low-vision and hearing impaired activities: During last year's program, Lime and Access Living worked together to place Braille on scooters, making Chicago our first market globally to do so. This year, in addition to continuing Braille information placed on scooters, we will partner with Access Living to host community roundtables to better understand new ways to support the blind and low-vision communities. See **Appendix 15** for a support letter from the Chicago Chapter of the National Federation for the Blind.

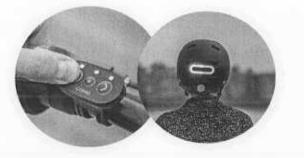
"Lime is the only company that has actively reached out to the blindness community for feedback."

David Meyer, President, National Federation of the Blind of Illinois Chicago Chapter

ii. Plans to employ auditory and visual signals

Lime provides scooter features and discounted safety gear designed to ensure non-rider awareness, regardless of ability, and to keep riders safe. Our Gen 3 scooters have a **manual**, **non-electric bell**. A manual bell allows a higher sound signal which allows users to more effectively alert others in the event of an accident risk. **Lime's Gen 3 is designed to be highly visible**. They are painted white rather than a dark color or black, and have front and rear reflectors and lights that are visible at 500 feet. This makes our scooters highly visible to those with limited eyesight, at dusk, or at night.

Lime is incorporating new features into our Gen 4 scooters to enhance awareness including exploring turn signals, illuminating riders by lights on the scooter for higher visibility, and retroreflective coatings for higher visibility of the scooters themselves. We will seek ideas feedback from the Mayor's Office for People with Disabilities and our disability organization partners on our designs. Finally, through our Lime Safety Portal, we have an online store which sells discounted helmets from Cosmo Connected that provide visual signalling on the helmet itself. The helmet indicates the deceleration and indicates when scooter riders turn right or left.



iii. Plans to offer adaptive devices for people with disabilities

We are eager to announce that we will deploy our seated scooter and other on-demand adaptive vehicles in Chicago suited to meet residents with a variety of mobility needs, delivered directly to users. See Section 2(i) for the specifications of our seated scooter and Appendix 4 for additional vehicles under consideration.

We use an on-demand delivery model for our adaptive scooters. For users that have unique mobility needs, accessing vehicles in the public right-of-way may be challenging and the vehicles may be far from their location. Instead, for a set daily rental fee, we deliver the equipment to the user's location and pick up the equipment after use.

Lime is the first company to introduce an adaptive scooter program in the U.S., in partnership with the City of Oakland and disability advocates.

We have the largest adaptive fleet and number of requests of all operators in San Francisco and Oakland.

We will partner with disability rights organizations and advocates, such as AARP Illinois, Access Living and the Mayor's Office for People with Disabilities to promote our adaptive vehicle program, work on projects to increase rider awareness of the needs of people with disabilities, and solicit feedback on our program and vehicle models.

iv. Accessible app, website & phone support

Lime's website, app, and phone support are all accessible.

In 2019, Lime was the only operator to add Braille stickers on our scooters with the contact information for Lime's customer service. In 2020, we will add both Braille and raised lettering to our scooters as specified in Section 5(i). We complemented the Braille information with enhanced training for our customer service team to ensure timely responses to accessibilityrelated feedback, which we will reinforce this year.



People with auditory or speech impairments can use the 711 Relay Service to directly communicate with our customer service team. Additionally, for people who prefer providing written feedback, we provide SMS, email, web-based form, and social media channels.

Lime redesigned our website in 2019, with the goal of making the site accessible to all users. We worked with an industry-leading design firm to ensure that the site met the Web Content Accessibility Guidelines (WCAG) 2.0 Level AA Standards, an international set of guidelines for making web content more accessible to people with disabilities. In addition to internal resources to monitor and test the site, we are engaging a third-party accessibility and monitoring provider to routinely test the site to ensure that it stays in compliance with the WCAG as new content is added.

Lime also evaluated our app for accessibility. We found, for example, that our app does not disrupt or disable any accessibility features of any operating system for a user, displays text on the screen along with our animations, and does not include any flashing or blinking elements. It also allows users, when TalkBack or VoiceOver is enabled, to access the information in forms such as the credit card form or the user info form.

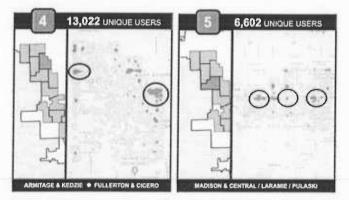


SECTION 6. EQUITY *i.* Plan to meet distribution requirements and ensure devices are accessible

We will have eight "neighborhood teams" dedicated to deploying, retrieving, and rebalancing scooters in the Priority Areas each day. Half of our teams will be dedicated to rebalancing the fleet from 5AM to 7AM and 12PM to 2PM. We are able to monitor fleet levels in each Priority Sub-Area using our proprietary Hotspot Optimizer (Section 8(i)). We will set a "zone minimum" for each Priority Sub-Area, which will direct staff and Juicers to deploy the right number of scooters to meet or exceed Priority Area deployment requirements.

Placing vehicles where they are needed most: In addition to fulfilling the City's Priority Area requirements, Lime will use its data and community partnerships to locate scooters where they can add the most value as a new transportation resource.

Satisfying unmet demand: To ensure that people in the Priority Area can rely on getting scooters when and where they need them, we identified thousands of times in 2019 where a person in each Equity Sub-Area opened Lime's app in search of a nearby vehicle, but was unable to find one. We will use this data to target our deployment locations to serve this unmet demand. See **Appendix 19** for a full analysis.



Demand-based heatmaps for Equity Priority Sub-Areas 4 and 5, highlighting the most dense locations for deployment.

Supporting local businesses: We are working with Priority Area business groups in Auburn-Gresham, Austin, Chatham, Little Village and Roseland to deploy scooters along commercial corridors to encourage customer traffic and aid in economic recovery. See Section 6(i) for our Key Lime small business program and **Appendix 17** for a full list of our partners. Areas identified by community partners: We will survey our community partners and Aldermen representing Priority Areas for recommendations of locations that would benefit from reliable supplies of scooters. In 2019, we worked with Ald. Emma Mitts, Ald. Carlos Ramirez-Rosa, Ald. Walter Burnett, Jr., Ald. Chris Taliaferro, Ald. Michael Scott, Jr., Ald. Felix Cardona, Jr., Ald. Michael Rodriguez and Ald. Gil Villegas to identify locations in each of their Wards where our deployments would be most helpful.

Connections with public transit: Residents of low-income neighborhoods are often transit dependent, especially for commuting to jobs outside their neighborhoods. Trips via transit to job centers like the Loop, I-90 corridor, and I-94 corridor from the South and West Sides exceed one to two hours, and can require three or four transfers. To facilitate connections with transit and reduce trip time, we will place vehicles in Priority Area residential zones in the morning and adjacent to CTA stops in the afternoons (with care not to impede transit stop access).

ii. Specific education, engagement and outreach plan for residents in Priority Areas

Based on Lime's experience in Chicago and worldwide, as well as transportation research more broadly, programs designed to increase underrepresented and low-income participation in micromobility need to look at the entire system that shapes low-income participation in shared mobility in order to address multiple intervention points.

Lime Big Shoulders Pledge:



Lime's Big Shoulders initiative is aimed at encouraging greater diversity in scooting and biking overall, regardless of whether people use shared mobility or are Lime riders.



Lime Big Shoulders Program

Investing more than \$1.5m to:

- Provide 50% off of all rides starting in Priority Areas
- Build 50 bike racks in Priority Areas
- Enroll 5,000 people in Lime Access discount program



We will invest more than \$1.5 million to: (1) provide vehicles and at least 50 bike racks in Priority Areas (see Section 6(i)), (2) discount <u>all</u> rides starting in Priority Areas by 50% and provide 70%+ off any ride for recipients of public assistance (see Section 6(v)), and (3) work with trusted community partners to increase the awareness of riders and non-riders about shared scooters and safe riding, enroll at least 5,000 people in our Lime Access discount program, and provide a safe scooting environment. Our Priority Area engagement and outreach plan includes:

New Account Registration & Quarterly Reminders: For all previous and newly registered Lime riders, we will provide in-app and email information about Lime Big Shoulders and how to enroll in Lime Access, provide quarterly reminders, and display a permanent in-app banner about the program for its long-term success. We will also work with community partners to directly enroll their members and clients in Lime Access, eliminating the requirement to submit registration information to Lime.

Multimedia Outreach: We will deliver culturally relevant and multilingual messages on Lime Big Shoulders and Lime Access through a webpage, email, social and print media, including CTA bus and train advertisements, as well as La Raza, News India Times, The Chicago Chinese News, and Telemundo Chicago.

We will also distribute printed and digital educational materials in multiple languages through community partners and local chambers of commerce. (see Section 6(vi)).

Virtual and In-Person Community Events: We will partner with community groups such as Team Englewood, the Garfield Park Community Council and the Lincoln Park Chamber of Commerce to combine Lime Big Shoulders promotion with education on how to ride safely and park and lock scooters responsibly. We held 46 of Lime's signature "First Ride" safety training events in 2019, and in 2020 we will plan to hold over 60 total events - averaging 15 per month. First Ride events are focused on training new riders, who can be most susceptible to injuries, and helmet giveaways to people who complete the training. These events can also be held virtually (see Section 6(ii)). Additionally, we will host Spanish-language rider safety events in partnership with Casa Central and La Casa Norte.

Installing bike infrastructure in underserved areas; While Chicago has seen enormous growth in bike infrastructure. many South and West Side neighborhoods still have limited access to bike lanes and bike racks. As a result, residents report being more reticent to use bikes and scooters for fear of having them stolen or being on unsafe streets. In addition, lack of infrastructure makes a lock-to system less effective in managing parking. To help address this problem, and benefit all personal and shared bike and scooter users alike, Lime will install at least 50 bike racks in Priority Areas. Like vehicle placement, we will use data and community relationships, as well as consultation with the City, to identify priority locations.

Helmets for All: Among many barriers to adoption of micromobility by low-income and people of color is an increased concern for physical safety while travelling. To help overcome this barrier, Lime will partner with our community partners to distribute 1,000 helmets to community members, regardless of whether the recipient uses a personal or a shared scooter or bike. See Section 6(ii) for our Helmets for All plan.

CPD education/outreach: Lime intends to expand our relationship with CPD by hosting at least two monthly safety training events with Commanders, patrol officers and community groups on the South and West sides to address issues which impede participation of communities of color in biking and scooting. These events will help educate patrol officers on scooter riding safety and bring police officers and community members together to learn about the new presence of scooters in Chicago's numerous diverse neighborhoods.



Neighborhood Tours: Increasing exposure to scooters in everyday life is an important way to increase comfort and familiarity with new technology. Lime will renew our partnership with My Block, My Hood, My City by providing scooters for their youth-led Neighborhood Tours program in North Lawndale and South Shore. The program increases awareness of the diversity and rich history of Chicago's neighborhoods while raising funds for summer jobs and providing youth leaders with training for future employment opportunities. See **Appendix 7** for a letter of support from My Block.

We will also team up with the National Park Service and National Parks Conservation Association for scooter tours through Pullman National Monument and surrounding neighborhoods to further the education of visitors and residents on the important transportation and African-American history of Chicago's first national park, as well as how to scoot safely and respectfully.

Lime is partnering with My Block, My Hood, My City to promote its Currency Change Campaign to assist the un- and underbanked

iii. Improving access for the un/underbanked

As in 2019, Lime will partner with PayNearMe (locations in Chicago include: CVS, 7-Eleven, Ace Cash Express, and Family Dollar), enabling unbanked individuals or those without credit cards to pre-pay for rides in cash. For 2020, we have also added payment through PayPal, which has <u>specific features</u> designed for unbanked people. We are also working with public transit agencies to enable payment through standard fare payment systems (See Section 8(x)).

In 2020, Lime is also working with a host of community partners, like e.a.t., to directly enroll their members and clients in Lime Access. See **Appendix 8** for a letter of support from e.a.t.

By working directly through our community partners as discussed in Section 6(v), we increase awareness of our Lime Access program and cash payment options, as well as eliminate the need to submit information to Lime.

Finally, Lime is working to address the underlying issue of unbanked and underbanked people. We are partnering with My Block, My Hood, My City to promote its Currency Change Campaign, a financial education program which incentivizes participants to open bank accounts with Seaway Credit Union.

Lime will automatically enroll Currency Change participants in Lime Access. We will also promote the Currency Change Campaign through Lime Action, our rider advocacy platform (see Section 7 (iii)), and through our social media channels citywide.

iv. Improving access for people without smartphones

We have a dedicated phone number that users can text to start a trip, end a trip, find out account information, safety tips, and how to reach our Customer Service department. As discussed in Section 6(v), we are working to increase awareness of Lime Access, including the text-to-unlock feature, and enabling our community partners to directly enroll their members and clients, eliminating the need to submit information to Lime.

v. Improving access for low-income residents

We are: (1) automatically discounting all rides starting in Priority Areas by 50% with no need to enroll or prove need, (2) enabling community partners to enroll their members and clients directly, without submitting paperwork to Lime, (3) increasing Lime Access community sign-ups to 5,000 residents, and (4) supporting programming for unbanked/underbanked individuals to address underlying financial barriers. Please see section 6(ii) for more information around Lime's plan to serve the unbanked/underbanked.

Financial Access: Lime believes that affordability should not be a barrier to using our service. We were the first dockless micromobility company to implement a program for low-income riders, Lime Access, which provides a 70%+ discount on our standard pricing without the need for a bank account or smartphone. In Chicago in 2020, we will further improve access by increasing the benefit and decreasing the barriers to accessing discounted pricing, especially in the Priority Area.



Priority Area Zone-Pricing: We will discount <u>all trips</u> that start in Priority Sub-Areas by 50%. Zone pricing enables Lime to provide meaningful discounts to riders who reside or work in historically disadvantaged communities without providing documentation to demonstrate need, significantly reducing barriers to participation.

To promote our accessible reduced zone-pricing program to residents, we will attend meetings and co-host informational events with local community groups such as the Greater Roseland Chamber of Commerce, the Woodlawn Chamber of Commerce, the Little Village Environmental Justice Organization, the Garfield Park Community Council, Austin Coming Together and citywide organizations like Chicago Neighborhood Initiatives, Neighborhood Housing Services, Preservation of Affordable Housing and Mercy Living. We will also leverage digital outreach through social media, text messaging, email and online and outdoor advertising to promote the program.

Lime Access Program & Community Partnerships to Expedite Enrollment: Our Lime Access discount program is available to recipients of Federal, state, or local subsidy programs, including those receiving unemployment benefits and participants in the Illinois Link program. Lime Access participants receive a 70%+ discount on our standard fares on all rides taken. The Lime Access rate in Chicago is \$.50 to unlock and \$.07/minute. To enroll, the rider fills out a simple online application form and uploads proof of participation in an assistance program.

The most successful way to expedite enrollment in Lime Access is to work closely with local community organizations to auto-enroll, thereby reducing barriers for low-income residents. For example, by successfully partnering with local organizations, Lime was the only San Francisco permittee to substantially exceed the city's goal for low-income program enrollment.

We will replicate this in Chicago by partnering with LISC Chicago, Neighborhood Housing Services, Metropolitan Family Services and Mercy Living to automatically enroll members and residents into Lime Access and distribute free helmets in coordination with virtual or in-person safety events.

Finally, we will work to reduce barriers by partnering with the other permitted vendors to create **a single portal for users to sign up for all of the low income programs,** similar to our work with Open Oakland--a Code for America partner, and share the link with the City, CPD, SAFE Ambassadors, and other community partners.

vi. Improving access for those whose primary language is not English

Provide 24/7 customer service in Spanish, Polish, Korean, Arabic, Hindi, and Mandarin, as well as German, Tagalog, French, Italian, Portuguese, Hungarian, Hebrew, Romanian, Czech, Swedish, Finish, Danish, and Greek.

Translate our marketing and education materials to the language that is most comfortable for the communities we serve and illustrate our messages with simple graphics to reach all Chicagoans (Fig. 8, Image Appendix). We will distribute these materials through community partners and chambers of commerce, including La Casa Norte, Casa Central, Little Village, and the Environmental Justice Organization.

Trip Scenario	Cost of Lime Ride (+transit where noted)	Cost of Rideshare	Cost of Using Personal Vehicle*
2-mile trip from Englewood (Priority Area) to Whole Foods at 63rd & Halsted	\$2.60	\$11.95	\$28.18
Lime Access scooter ride from work in Roseland to CTA #95 bus stop at 95th & Cottage Grove	\$2.05	\$10.74	\$28.18
Rogers Park resident commuting to Fulton Market for work via transit (Red Line: Loyola Station to North/Clybourn Station + 10min, 1.8 mile scooter trip south on Halsted Street)	\$6.70	\$13.50	\$28.18

*Average daily cost of car ownership in U.S. urban markets



SECTION 7: EDUCATION, OUTREACH, AND RIDER SAFETY

i. Citywide community engagement and outreach

In 2019, Lime's Chicago team:

- Held 46 First Ride Safety Events with community partners like Austin Light Community, Englewood Line Plaza, Chicago Park District (Garfield Park), and Think Outside Da Block (Roll In Peace).
- Engaged in **2,330 direct conversations** with Chicagoans on safe riding practices and distributing CDOT and Lime scooter etiquette information.
- Held **98** partnership meetings and events with Aldermen, stakeholders, and community organizations in the pilot area
- Distributed over **300 helmets** to pilot area residents

To ensure that sooters are a valued part of the City's transportation system, Lime will engage both riders and non-riders through our 2020 citywide outreach campaign. For 2020, our goal is to reach at least five times as many Chicagoans with our outreach efforts.

Lime uses online and offline marketing and community engagement tools, host in-person events, and partner with community stakeholders to reach the broadest possible audience. We proactively connect with people traditionally underrepresented in micromobility (See Section 6 (ii) for our Priority Area engagement plan) and those that have expressed concerns about the Program.

Our planned initiatives include:

Multimedia communications campaign in Chicago focused on rider and pedestrian safety, with topics including safe and socially distanced riding, proper parking and locking, sharing the bike lane, riding with traffic, maintaining clear rights of way, helmet use, riding in parks, what to do in the event of a crash, and Vision Zero. This campaign will include at least 3x/week posts on social media, earned media, in-app and online messaging, and CTA and outdoor advertising, as well as distribution through Chicago's many ethnic media outlets, SAFE Ambassadors, and the Vision Zero Team. **Hosting safety events:** We will participate in events throughout the Service Area with our community partners, SAFE Ambassadors, CPD, the Park District, and local Park Advisory Councils and host our signature First Ride events. First Ride events are recurring, interactive safety sessions hosted by our local Operations Team to educate riders on best practices to safely ride our scooters and bikes. In a recent study on scooter safety, it was noted that first time riders may have a greater risk of injury due to a lack of experience with scooters. First Ride helps to ensure they have the safest possible experience. The training includes a 60-minute interactive and hands-on electric safety course and we provide free helmets to attendees who have completed the training.

Ideally, these events will be in-person, socially distanced, with masks for both staff and participants. If needed, we can create virtual sessions with live video feeds and digital training materials. A sample event calendar for our first month is included as **Appendix 21**.

- Our first events will take place within Vision Zero High Crash Areas on the South and West Sides and will partner with CPD and SAFE Ambassadors in the Austin, Englewood, Grand Central and Near West police districts to educate riders on helmet safety and the dos and don'ts of scooter riding in Chicago.
- National Night Out will be Lime's kickoff event partnering with CPD, working with Team Englewood to support a community event in the Englewood community where we will provide free rides, host First Ride trainings, helmet giveaways, and hand out printed materials on safe riding.
- Lime will attend at least one Aldermanic Ward Night in each ward to provide scooter education, gather neighborhood feedback, and distribute helmets.
- In partnership with the Chicago Park District, Lime will work closely with local Park Advisory Councils to host scooter safety events in Humboldt Park, Douglas Park, and Washington Park to educate residents on safe riding in Chicago's parks and to respect non-riders' enjoyment of the parks.



Integrating scooter safety content into SAFE Ambassador programming: We will contribute safe scootering information from our First Ride event curriculum and Lime personnel to the City's SAFE Ambassador programming, including the Learn to Ride a Bike classes.

Hosting non-rider scooter familiarity events with groups such as AARP Chicago, Streeterville Organization of Active Residents, and the Greater South Loop Association to educate non-riders about safety precautions and the overall scooter program, and receive feedback from those who are outside the pilot area, dislike scooters, or are unlikely to use scooters.

Beyond the Program: Lime's community engagement goes beyond education and outreach about the Program to support strong communities and safe streets in the cities we serve.



Through Key Lime, our small business initiative, we are using our vehicles and platform to support local small businesses return and thrive. According to Lime survey data, 81% of our Chicago riders used Lime to visit local businesses more often. We will work with the South Shore Chamber of Commerce, Greater Chatham Initiative, Greater Auburn-Gresham Development Corporation, and the Bickerdike Redevelopment Corporation to feature Chicago small businesses in our app. We will also host scooter tours of small business corridors and use our communications platform to share special event messages with our riders.

Finally, we will work with the Chambers to identify small businesses interested in serving as regular scooter deployment locations, known as Lime Hubs, to help bring customers directly to their door. Please see **Appendix 16** for more information on Lime Hub.

ii. In-App education, engagement and outreach plan for riders

Lime's education and outreach plans in Section 6 (ii) feature many in-app communications components, we plan to promote the five key safety messages in T&C Section 13(b) through our in-app communications, and our in-app mapping and quiz features enable dynamic communications as well. Our plan includes:

In-app training: All riders must review a tutorial before their first ride which includes safety messaging and instructions on proper riding. We recently revamped this content to make it more engaging and include the City's specific rules and regulations. **See Fig. 9, Image Appendix.**

Braze messages: Braze, an in-app communications platform, permits us to send messages based on many different triggers like rider action (end of ride lock-to instructions), geographic area (notice of entering or leaving a geofenced zone), day or time, special events (First Ride events, National Night Out), etc.

Banners: We can post information across the top of the home screen for a period of time or permanently. We will post a banner with Chicago's scooter rules permanently on our home screen.

Quiz: Lime will feature in-app quiz, written in conjunction with CDOT and local transportation advocacy partners like the Metropolitan Planning Council and Active Transportation Alliance. In Paris, we created a similar quiz in partnership with leading insurer Allianz and Ornikar, the first 100% online French driving school. Screenshots of the quiz can be found in **Fig. 9, Image Appendix** We will ensure riders answer 80% of questions correctly, and receive incentives for 90-100% accuracy.

Maps: We will feature in-app map-based information like bike racks, geofenced zones, route closures, etc.

Rating and Reporting: Riders and non-riders can notify us of issues through our in-app rapid reporting function which appears on our app home page, no trip required. After each trip, riders are also invited to rate the ride and report any issues. Most of our issue reporting comes from this in-app trip review feature.



iii. Involving community stakeholders

Community Organizations: Lime is continuing its partnerships from 2019 with groups such as Equity And Transformation Chicago, My Block, My Hood, My City, Chicago CRED, Garfield Park Community Council, Austin Coming Together and Logan Square Chamber of Commerce. We are also looking forward to partnering with more than two dozen additional organizations in 2020. **Appendix 17** has a list of our community partners.

Elected Officials: Lime will attend at least one Aldermanic Ward Night in each ward to provide scooter education, gather neighborhood feedback, and distribute helmets.

City agencies: Access to affordable transportation is fundamental to the services many city agencies provide. Lime plans to partner with the Mayor's Office for People with Disabilities, the Departments of Transportation, Planning, Housing, and Cultural Affairs & Special Events, and the Chicago Housing Authority to coordinate our services with existing programming and provide data that is useful to delivering services to Chicagoans.

Non-rider engagement: We commit to hosting monthly educational events with non-riders and community groups who are not in the pilot areas but have voiced serious concern about scooters such as AARP Chicago, Streeterville Organization of Active Residents, and the Greater South Loop Association. We will listen to the concerns raised and work to address the issues to increase safety for non-riders.

CTA: We will work closely with CTA to share data and encourage multimodal trips. We will also place advertisements with CTA promoting reduced fare and safety information to reach wider, diverse audiences.

Chicago Police Department: Lime team members will participate in CAPS meetings in the Grand Crossing, Calumet, Gresham, Englewood, Ogden, Harrison, Near West, Austin, Morgan Park, and Grand Central police districts to answer questions, share resources on safe riding and upcoming training events in each community. Please see **Appendix 24** for a summary of our community outreach programs.

1. Agyeman, J., <u>Poor and black 'invisible cyclists' need to be part of</u> <u>post-pandemic transport planning too.</u> Chicago Reporter (May 29, 2020) Lime Action platform: Our interest in partnering with community stakeholders spans beyond micromobility. We are interested in building reciprocal partnerships where we are able to help cities and organizations as much as they help us. We will use Lime Action to help Chicago meet and exceed its Vision Zero outreach goals by mobilizing 5,000 of our riders and community partners to sign the Vision Zero pledge for safer streets for all Chicagoans by 2030. See **Appendix 18** for additional details on Lime Action.

iv. Meeting the outreach and educational requirements

Our community engagement programming described above incorporates the requirements in Paragraph VII(13). Please see **Appendix 23** for is a cross-reference table:

v. Making helmets accessible to riders

Lime encourages our riders to wear helmets and we promote their use on our vehicles, through in-app messaging, through on and off line media, and at events throughout the year. In Chicago, in addition to our riders, we are focusing on connecting with and distributing helmets to "invisible cyclists"--black and brown scooter and bicycle riders--who have been historically neglected by transportation planners and the cycling community. 1

Lime's Helmets for All campaign includes:

- Providing free helmets to all people who successfully complete our First Ride training (See Section 6 (ii)), through our community partners, CPD, SAFE Ambassadors, and at our events.
- Offering design-forward helmet manufacturers like Bern and Closca at <u>40-50%</u> discount on our online Safety Portal.
- Working with community partners to provide free helmets to cyclists and scooter-users in Priority Areas regardless of whether they use shared vehicles to help overcome safety concerns that impede greater participation in micromobility by underrepresented groups.
- Establishing reduced-price helmet partnerships with local Chicago bike shops such as Small Shop Cycles, BFF Bikes and Irv's Bike Shop and promoting the partnerships to our riders in-app. A similar program in Hoboken, NJ was successful in driving traffic to local small businesses.



vi. Incentivizing helmet use among riders

In order to encourage our users to wear helmets during their travels, we have **developed a technology that allows us to verify whether or not the rider is wearing a helmet.** At the start of each trip the user will receive a notification to take a "helmet selfie". If the rider is wearing a helmet, they will be rewarded with Lime credits for their next ride. See **Fig. 10, Image Appendix.**

vii. Adapting outreach and education in light of ongoing public health emergencies

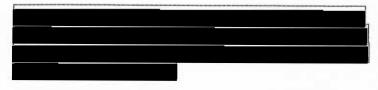
To provide for the safety of riders and non-riders during the current public health emergency and potential future concerns, Lime is implementing a number of improvements to our programming:

- Pre-event online registration: We will provide pre-event signups to ensure we limit the number of in-person attendees.
- Social distancing: We will adhere to social distancing protocols like 6ft spacing and provide all staff and attendees with masks.
- Virtual events: For those unable to attend in-person, we will make the First Ride curriculum available online
- In-app and social engagement: In the wake of COVID-19, Lime has increased our in-app messages to riders on safe and respectful riding, as well as specific guidance on social distancing and hygiene. See Appendix 10.1 for our COVID-19 rider communications.

SECTION 8: OPERATIONS

i. Plan for deploying and redistributing devices CONFIDENTIAL, PROPRIETARY, AND TRADE SECRET INFORMATION





ii. Plan to prevent negative impacts of vehicles

We ensure that our Operations Team members and Juicers comply with the City's traffic laws. Our staff receives training provided by our Operations Manager, reminding them of the rules of the road, as well as Lime's rules for performing in-field operations, with monthly follow-up. Telematic and GPS equipment is installed in all of Lime's vehicles to track routes and driving behavior. In the event of a fine for violation from the City or customer complaint about staff of Juicers, we provide re-education or other appropriate disciplinary measures, up to and including termination.

As demonstration of our good conduct, in 2019, we know of only one traffic violation by a Lime Operations Team member and no accidents.



Van ID and Report Line: Starting for the 2020 pilot program, in addition to our general customer service channels, all Lime vans will have a sticker with a toll-free number and vehicle identification, allowing anyone to report driving or parking issues. Lime will take immediate action on all feedback received and will utilize this channel as a metric in personnel performance reviews.

iii. Plan to reduce environmental impact CONFIDENTIAL, PROPRIETARY, AND TRADE SECRET INFORMATION

We are committed to using our global operational expertise to reduce the environmental impact of Lime's Chicago's service. As the first micromobility provider in the world to commit to charging 100% of our vehicles on renewable energy, Lime will build on our Lime is joining Chicago's Renewable Energy Challenge as part of our commitment to sustainability.

longstanding commitment to sustainable practices in the City by committing to Chicago's Renewable Energy Challenge, transitioning our Lime-operated vehicles to a fully electric fleet, utilizing industry-leading technologies that enhance efficiencies in operations, and implementing our robust repair and reuse program to extend the life of our products and mitigate waste.

Zero-Emissions Fleet Vehicles & Charging: This initiative aligns with our global commitment to transition our Lime-operated fleet to zero emissions electric vehicles and charge them with renewable energy.

We are the only micromobility operator to have signed The Global Climate Group's EV100 commitment and will provide the organization a roadmap and annual reporting as part of their accountability measures. In addition, we will use a fleet of e-assist cargo trikes (see **Fig. 11**, **Image Appendix**) to collect, rebalance, and redeploy Limes in the more dense areas of the City to reduce congestion, reduce emissions from vehicles, including idling, and allow us to rebalance more quickly, especially during rush-hour. As we make this transition to a zero carbon operations fleet, we will neutralize any emissions produced by Lime's traditional fleet vehicles by purchasing high quality, verified carbon offsets through our partnership with NativeEnergy, a practice we have undertaken since 2018.

Commitment to Renewable Energy: Since 2018, all of our scooters are charged with 100% renewable energy through local energy contracts as well as the purchase of certified Renewable Energy Certificates (RECs), including RECs from a newly built midwestern community solar project in Iowa. For Chicago, we have elected to join Chicago's Renewable Energy Challenge, a commitment aligned with our energy mission. Further, we are currently in discussions with community solar providers and commit to utilizing the regulatory choice provisions in Chicago to purchase local renewable energy to power our operations in Chicago with renewables.



Technology to Ensure Efficient Operations:

CONFIDENTIAL PROPRIETARY, AND TRADE SECRET INFORMATION



iv. Plan for preventing an over-crowding of unused devices in high-demand areas

On top of our efforts by our field staff patrolling popular locations to manage rebalancing needs, Lime is harnessing the power of technology by offering rewards for riders who rebalance vehicles to less crowded areas.

We will also continue our practice of staff at all major sporting events and other special events to ensure there are adequate vehicles to serve demand and to manage parking to avoid overcrowding. In the 2019 Pilot, Lime deployed technology and staff to support requests from the City of Chicago to ensure clear traffic flows around events such as the Pitchfork Music Festival and Riot Fest. Our staff maintained patrols throughout the areas to ensure our scooters were deployed appropriately and not misparked.



v. Plan and capabilities to manage the operations of covering [the 210 sq. mi.] pilot area

Lime has experience serving large areas, including Los Angeles (503 sq.mi.), Berlin (344.3 sq.mi.), Dallas (386 sq.mi), Austin (272 sq.mi.) Paris (40 sq.mi.) and many others. See Section 4(ii) and 8(i) for details on our operations approach to serving Chicago's large Pilot Area well, and **Appendix 24** for a list of the cities we serve.

vi. Plan for collecting, responding to and documenting all complaints and sharing complaints with the City

All customer complaints are documented in a database; information such as type of report, vehicle plate number, first reply time, resolution time etc. are all recorded. The customer complaint data is then aggregated and reviewed through a dashboard.

Lime will generate a report with all the customer complaints and associated information in a .csv format and send it to the city officials on a monthly basis at a set date.

vii. Approach to maintenance, cleaning and repair of devices as well as safety check protocols

See Section 2(iii) for more information about our maintenance protocols and customer service offering.

viii. Plan to quickly retrieve devices that are outside the pilot area, including beyond city limits, within geofenced no-zones and in bodies of water

Any vehicle that leaves the pilot area is triggered into "Maintenance Mode." This prevents others from being able to use the vehicle, and flags in our internal app to staff and Juicers for immediate retrieval.

To prevent scooters from winding up in waterways, we do not deploy sooters near bodies of water, use our geofencing technology to create a no-park zone around the shoreline, and regularly patrolling shorelines.

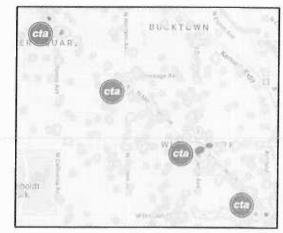
When a scooter is reported, we send our staff to recover the scooter using techniques developed and refined in cities like Paris, Lyon, Copenhagen, Tel Aviv, San Francisco, and LA. If necessary, we work with local diving contractors to recover the scooter. When the scooter is recovered, it is immediately withdrawn from circulation and brought to the warehouse. The spare parts are dried and reused as far as possible, or recycled in accordance with our sustainability protocols.

Ix. Staffing plan, including hired staff and contractors, for operations and maintenance

Lime will have a 30+ person local Operations Team of Operations Specialists and mechanics to manage and maintain our fleet. Our operations are supported by Juicers who charge and rebalance vehicles. We are partnering with Chicago CRED and Equity and Transformation Chicago for workforce development and certified MBE Talentburst for staffing. We are committed non-discrimination and contracting to with minority-owned businesses for our local operations. See Section 4(iv) for details on staffing, our workforce development partners, local hiring, wages, benefits, and contracting partners.

x. Plan for how its service will complement and augment existing transit service

Lime aims to be an integral part of the Chicago transportation ecosystem. In our most recent survey, **38% of Lime's Chicago riders reported that they used our vehicles to connect to public transit.** From the 2019 pilot data (both internal and from the City pilot evaluation summary) there were strong indications that scooter trips acted as first- and last-mile trips for mass transit.



When assessing our own extensive trip data and Lime app open activity, there is also a clear aggregation of user activity along transit stops, such as the following Blue Line stops: California, Western, Damen, and Ashland.



Lime will partner with the CTA to create vehicle deployment zones at key transit points for trains and buses, such as Roosevelt-South (Red/Green/Orange), Garfield (Red), 95th Street (Red), Howard (Red), Pulaski (Orange) and Medical Center (Blue). Clear attention will be given to space constraints at each location with deployment minimums and maximums implemented to ensure presence without overcrowding. This is similar to our work with Denver's RTD system, where we placed scooter parking hubs at nodes like Union Station.

Along with rail stops, our deployment strategy will be developed around **CTA's Bus Priority Zone Program** to help reduce congestion along the busiest bus routes in the City.

Scooters provide valuable first mile-last-mile connections with to public transit. To further encourage daily mode shift away from cars, Lime is one of the only operators to offer discounted **frequent ride passes.** For example:

- Day Pass One-time purchase makes riding affordable with a flat fee for unlimited 30-minute rides for 24 hours
- Month Pass Monthly subscription for a flat rate for a set number of rides up to 30 minutes
- Unlock Pass Riders can skip the unlock fee on every ride with a one-time purchase



See Appendix 25 for more on Lime Pass.

To make these connections even easier, public transit agencies and private organizations use Lime's API to integrate our vehicle information into their trip planning applications and fare payment platforms. We would like to explore similar integration with CTA. For example, in Columbus, Ohio, the city's Smart Columbus project is integrating trip planning and payment for all public and private transportation modes - bike, scooter, and ride and car share - with the city's existing COTA bus network. Of the six micromobility operators in Columbus, Lime is the first--and so far the only--operator available for rent via deep linking in Smart Columbus' Pivot app. (See **Fig. 2, Image Appendix**) and **Appendix 26** for more on our transit partnerships.

Chicagoans can already plan multimodal trips with CTA through our exclusive partnership with Google Maps.

SECTION 9: TECHNOLOGY & INNOVATION *i. Visual and auditory alerts on the device*



ii. Plan for data sharing confidential, proprietary, and trade secret information



As we did in 2019, we will collaborate with the City on surveys to collect demographic and other data about riders and how our scooters are being used. For 2020, we can help the City better understand the performance of the Pilot and the purposes of scooter trips by providing maps of app opens to show areas of unmet demand, popular routes without bike lanes, and high utilization transit stations. We can provide this information on a monthly basis if desired.

SECTION 10. EXPERIENCE AND QUALIFICATIONS i. Operating experience in comparable cities

Lime serves over 120 cities in 30 countries, including 26 cities with fleets of 1,000+ vehicles. Please see the table below for the requested information for our top five cities by vehicle count. See **Appendix 24** for the remaining list of our 1,000+ vehicle cities.

ii. Financial capacity to remain in service confidential, proprietary, and trade secret information

Yes. Lime has the institutional resources to be a reliable and trusted partner to the City throughout the Program, and recent events have made Lime the most financially sustainable micromobility provider in the U.S.

Even though the COVID-19 crisis has altered the economic landscape, Lime remains on track to be the first micromobility operator that is cash flow positive by the end of 2020 and profitable in early-2021. In addition, we recently received more than \$200 million in funding to provide a runway to hit these financial milestones. Our solid business fundamentals -- coupled with this new investment -- mean that we do not need

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"Cities would be better off betting on a big player with a resilient business model that's found ways to weather tough times. If this acquisition helps Lime weather the crisis, it could be a watershed moment for the entire industry." - <u>Streetsblog, 5/11/20</u>

to raise additional capital or rely on a parent company for our financial future. We have the wherewithal to fulfill the commitments we make to Chicago and continue to invest in new technology going forward. In **Appendix 27** you will find Lime's global 2019 financial statement. We also recently enhanced our 2020 funding position through:



In **Appendix 28** please find a letter from our bank affirming our cash on hand.

SELF GRADING ASSESSMENT

Please see **Appendix 29** for Lime's self-graded assessment.

City	Pop.	# Months Operating	Post- COVID Relaunch Fleet (within 30 days)	Initial Iaunch	1st Month Peak Fleet	1st Month Trips	Max Fleet
Paris	2.15m	24	4,707	July 2018	778	88,004	13,209
Berlin	3.77m	13	2,888	June 2019	3,182	328,006	8,114
Tel Aviv	0.436m	17	2,169	Feb 2019	1,615	183,653	3,754
Seoul	9.76m	9	2,015	Sept 2019	1,553	122,961	2,173
Los Angeles	3.99m	24	1,827	June 2018	3,212	210,770	8,346



APPENDICES TABLE OF CONTENTS _____

IMAGE APPENDIX

APPENDIX 1: MAY 2020 RIDER SURVEY APPENDIX 2: PILOT OBJECTIVES APPENDIX 3: LEASE AGREEMENT APPENDIX 4: ADAPTIVE SCOOTERS

APPENDIX 5: VEHICLE SPECIFICATIONS APPENDIX 6: ADAPTIVE SCOOTER CERTIFICATIONS (FCC, UL 2771, UL 2772) APPENDIX 7: MY BLOCK, MY HOOD, MY CITY - LETTER OF RECOMMENDATION APPENDIX 8: EAT - LETTER OF RECOMMENDATION APPENDIX 9: CUSTOMER SERVICE APPENDIX 10: OPERATIONS APPENDIX 11: CERTIFICATE OF INSURANCE APPENDIX 12: LOCK-TO

APPENDIX 13: GEOFENCING

APPENDIX 14: SIDEWALK DETECTION & AI PARKING COMPLIANCE APPENDIX 15: NATIONAL FEDERATION OF THE BLIND - LETTER OF RECOMMENDATION APPENDIX 16: LIME HUB PROGRAM APPENDIX 17: LIST OF PARTNER ORGANIZATIONS APPENDIX 18: LIME ACTION APPENDIX 19: FLEET DEPLOYMENT STRATEGY APPENDIX 20: 2019 COMMUNITY OUTREACH EVENTS APPENDIX 21: COMMUNITY CALENDAR

APPENDIX 22: MULTIMEDIA COMMUNICATIONS CAMPAIGN APPENDIX 23: COMMUNITY ENGAGEMENT PROGRAMMING

APPENDIX 24: CITIES WE SERVE APPENDIX 25: LIME PASS APPENDIX 26: TRANSIT PARTNERSHIPS APPENDIX 27: FINANCIAL STATEMENTS APPENDIX 28: LETTER FROM BANK APPENDIX 29: SELF GRADED ASSESSMENT

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IMAGE APPENDIX

Figures 1 - 16



Figure 1: Bonus Scooter in-app interface



Figure 3: Supporting Signage – custom educational hang tags



Figure 2: Screenshot of our parking incentives pilot in Santa Monica, CA



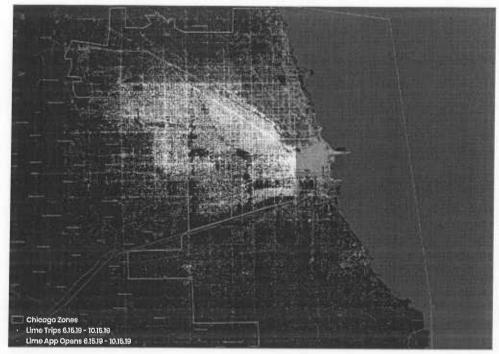
Figure 4: End-of-Ride Parking Confirmation Photo



Figure 5: In-app user interface, comfort mode flow



Figure 6: Lime is the only scooter company found in Google Maps for multimodal trip planning



Name	App Opens	Trips	F	Latio
Equity Priority Area 2	55,015		11,869	463.52%
Equity Priority Area 1	134,790		23,154	582.15%
No-Go Zone	131,149		296	44307.09%
Pilot Area	405,411		85.409	474.67%
Name	App Opens	Тпра		
Equity Priority Area 2	7.57%		9.83%	
Equity Phonity Area 1	18.56%		19.18%	
No-Go Zone	18.06%		0.25%	
Pilot Area	55.81%		70.74%	
Name	App Opens	Trips		
Equity Priority Area 2	9.24%		9.86%	
Equity Priority Area 1	22.65%		19.23%	
Pilot Area	68.11%		70.92%	

Figure 7: 2019 App-opens

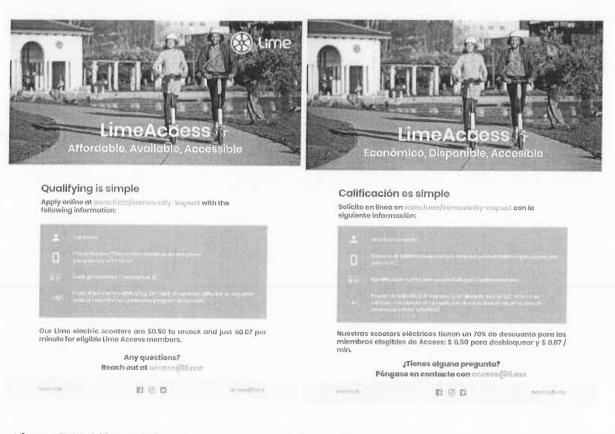


Figure 8: Multilingual Lime Access program information

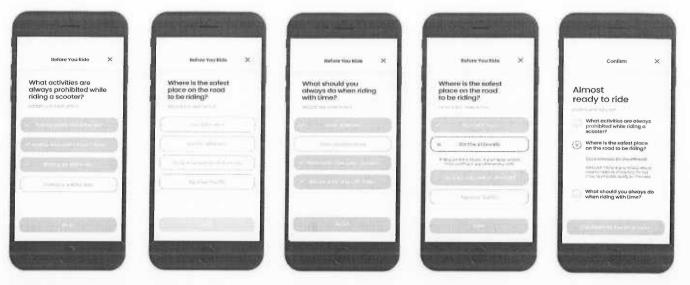


Figure 9: In-app Rider Quiz

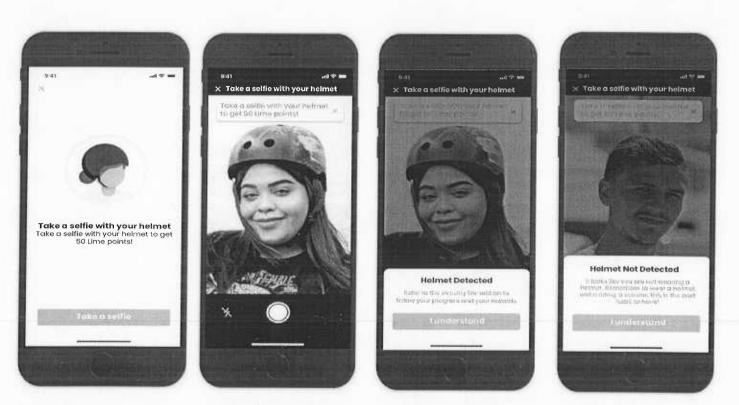


Figure 10: In-app helmet recognition flow



Figure 11: E-Assist Cargo Trike

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Columbus	9. <u>60</u> 0
Gab.	A Street
14	a contradia
Bus Stops Rout	es Rentais
Lime	323.1 mi
Line	523.3 mi

Figure 12: Smart Columbus transit integration



Figure 13: Lime Van with Driving and Parking Feedback decal



Figure 14: Chicago Operations Team with our operations vehicle



Figure 15: In-app sidewalk riding ride summary



Figure 16: Lime First Ride Safety Academy at Dr. Arthur Lockhart's Back to School Rally and Parade on July 27th

Monthly 2020 Rider Survey

Chicago Differentiation Survey Analysis

In May 2020, we surveyed riders in Chicago about their overall experience riding shared scooters as well as their thoughts and concerns about COVID-19 and its implications for how they get around.

We collected a total of 189 responses.

96% of respondents would like to see shared scooters return to Chicago. (Table 1)

Helping Reduce Car Use and Ownership

• 87% of riders say that Lime allows them to use motor vehicles less often, and 54% of riders say that Lime allows them to own fewer motor vehicles (Tables 2 & 3).

Local Economic Impact

81% of riders used Lime to visit local businesses more often (Table 4).

Availability and Areas for Improvement

- 59% of riders stated that they highly valued the ability to easily find an available scooter (Table 5).
- When asked what would help them reduce their use or ownership of motor vehicles (Table 6), 75% of riders mentioned improved availability of scooters and 51% of riders cited the option of a monthly or annual ride pass to Lime.
- 77% of riders stated that they would like the 2020 scooter pilot program expand to cover the entire city (Table 7).

Impacts of COVID-19 on travel

Lime riders indicated that they intended to change their travel patterns as Chicago resumed normal travel patterns (Table 8):

- 42% of riders intended to use shared scooters about as often as before and 45% plan to use shared scooters more frequently.
- 62% of riders planned to use than taxi or ridehailing less often, and 58% intended to use public transit less frequently.
- 32% of riders will use a personal bicycle more often, and 45% planned to walk more often in the future.

Appendix		
Table 1. Would you like to see shared scoote	rs return to Chicago?	
Answer Choices	Responses	Percent
No	7	3.7
Yes	181	96.3
Table 2. Did Lime and other dockless scoote less often?	rs allow you to use cars, ta	xis, and ridehailing
Answer Choices	Responses	Percent
No	25	13.3
Yes	163	86.7
Table 3. Did Lime and other dockless scooter large motor vehicles?	rs allow you to own or lease	e fewer cars or other
Answer Choices	Responses	Percent
No	87	46.3
Yes	101	53.7
Table 4. With Lime, did you visit more local b local attractions?	usinesses and/or explore	more of Chicago's
Answer Choices	Dessences	Percent
No	Responses 36	19
Yes	153	81
that apply) Answer Choices		Percent
		Percent
Easy-to-use smartphone application		76.7
Comfortable, confident ride experience		58.7
Easy to find an available scooter		58.7
Reliable for daily use		55.6
Environmentally-friendly		54.0
Safe scooters		39.7
Better-maintained scooters		35.4
Steady handling over bumps and up and down hills		32.3
Neatly parked scooters		32.3
Easy to plan my travel through Google Maps		27.5
Programs to provide access to low-income riders		24.3
Lime feels like a part of the community		20.1
Table 6. What more could Lime do to help you	a reduce your use or owner	rship of cars?
Answer Choices		Percent
Improved reliability - greater availability of scooters		74.6
Ride passes - monthly or annual		51.3

Ride passes - monthly or annual subscription to Lime

Higher scooter speeds - allow me to get more quickly to my destination

Table 7. What changes would you make in the 2020 Chicago scooter pilot program? (please select all that apply)

Answer Choices	Percent
Expand to a citywide service area	76.7
Allow scooter riding and parking on The Loop	51.9
Allow access to parks and trails (e.g., Lakefront Trail, the 606)	46.6
Enforce scooter deployment in underserved neighborhoods	39.2
Require sidewalk riding technology to detect when you ride on sidewalks	37.0

Table 8. When Chicago re-opens in the wake of COVID-19, how do you think you will change your typical frequency of use of...

mode	I normally used this travel option very rarely, and I will rarely use it in the future	Much less often	Less often	About the same	More often	Much more often
Shared	5.9	1.6	5.9	41.6	25.4	19.5
scooters						
Taxi or ridehail	7.0	29.2	33.0	24.3	4.3	2.2
Personal car	15.0	11.2	13.4	39.0	13.4	8.0
Public transit	14.4	23.0	34.8	20.3	4.8	2.7
Bike	25.8	5.4	10.8	26.3	22.6	9.1
Walk	1.6	3.7	10.7	38.5	28.3	17.1
Bikeshare	31.7	7.5	14.0	31.7	10.2	4.8

45.0

Pilot Objectives

Purpose	Lime Initiatives
Whether e-scooters can effectively	
mprove mobility and accessibility	
or residents who face elevated	
economic, health, mobility and/or accessibility barriers.	

Purpose	Lime Initiatives	
Whether potential dangers to both e-scooter users and non-users, especially people with disabilities, as well as inconveniences caused to other street users by e-scooter operations, can be substantially limited.		

Purpose	Lime Initiatives
Whether potential dangers to both e-scooter users and non-users, especially people with disabilities, as well as inconveniences caused to other street users by e-scooter operations, can be substantially limited. (<i>Continued</i>)	
Whether e-scooters can meaningfully reduce single-occupancy vehicle rrips.	

Purpose	Lime Initiatives
Whether e-scooters can meaningfully reduce single-occupancy vehicle trips. (<i>Continued</i>)	
What practices, structures and policies would be needed to best administer a permanent program.	

Lease Agreement

COMMERCIAL LEASE AGREEMENT

THIS COMMERCIAL LEASE AGREEMENT (this "Lease") is made and entered into as of this 7th day of June, 2019 (the "Effective Date"), by and between AMW Properties, LLC, an Illinois limited liability company ("Landlord") and Neutron Holdings, Inc., a Delaware corporation d/b/a Lime ("Tenant"), for a portion of certain commercial property located 1745 W. Carroll Avenue, Chicago, Illinois 60612. Landlord and Tenant are referred to herein as the "Parties".

In consideration of the rents, covenants and conditions hereafter set forth, the Landlord and Tenant hereby agree as follows:

1. BASIC LEASE PROVISIONS. In addition to the other terms which are elsewhere defined in this Lease, the following words and phrases, whenever used in this Lease, shall have the meanings set forth in this Section 1.

(a) Landlord: AMW Properties, LLC

Attn: Andrew Wielgus 1745 W. Carroll Avenue Chicago, Illinois 60612 Phone: 312-733-0900 Email: awielgus@aztecplastic.com

(b) Tenant: Neutron Holdings, Inc.

Attn: Legal Department 85 Second Street San Francisco, California 94105 Email: legal@li.me

(c) Premises: Approximately 7,000 square feet of rentable space located on the first (1st) floor of the building located at 1745 W. Carroll Avenue, Chicago, Illinois 60612 (the "Premises").

(d) Initial Term: Three (3) years

(e) Renewal Options: Three (3) consecutive options to renew the Lease for an additional one (1) year each, in accordance with Section 6 below, subject to Landlord's Termination Right as provided for in Section 6 below. (f) Right of First Offer: See Section 31.

(g) Rent: month, subject to annual

increases per Section 7 below.

(h) Security Deposit: due upon full execution of Lease.

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2. PREMISES. Landlord does hereby lease and rent to Tenant, and Tenant does hereby lease, take and rent from Landlord the commercial space with improvements, known as the Premises, located at 1745 W. Carroll Avenue, Chicago, Illinois 60612 (the "Building"), as provided in Exhibit A, and incorporated by reference. Landlord shall deliver the Premises in accordance with this Lease on or prior to July 1, 2019 (the "Commencement Date"); provided, however, that Tenant shall be provided beneficial occupancy of the Premises on the Effective Date for installation of fixtures equipment, inventory, and furnishings, and no rent of any kind shall be charged to Tenant during such early occupancy.

3. SHARED SPACE. Tenant shall have access to shared space in the building, equaling approximately 4,000 square feet ("Shared Space"), as provided in Exhibit B, and incorporated herein by reference.

4. PERMITTED USE. The sole permitted use that Tenant shall use the Premises shall be warehousing, storage, retail, distribution, office, wholesale and any other lawful use, including specifically, without limitation, with respect to bicycles, electric bicycles and electric scooters (the "Permitted Use"). Tenant shall not use the Premises for any other purpose except the Permitted Use without the prior written approval of Landlord. Tenant shall be responsible for obtaining all necessary approvals, permits, and certificates to operate its business and will further comply with all regulations related to Tenant's use of the Premises throughout the term of this Lease and any renewals.

5. TERM. The initial term of this Lease (the "Initial Term") shall be for a period of three (3) years, commencing on the Effective Date and ending on June 30, 2022 (the "Initial Expiration Date").

6. OPTION TO RENEW. Subject to Landlord's Termination Right as described below in this Section, Tenant will have the option to renew this Lease for three (3) consecutive additional terms of one (1) year each (the first such option period being the "First Renewal Term" with the second such option period being the "Second Renewal Term" and with the third such option period being the "Third Renewal Term", collectively the "Renewal Terms", with each of these renewal terms having a corresponding expiration date that falls on the last day of the twelfth month of the applicable renewal term), as long as: (i) Tenant is not in Default under this Lease, and (ii) Tenant notifies Landlord in writing of its intention to exercise the applicable option at least 120 days before the Initial Expiration Date or any subsequent Renewal Term will be as set forth in Section 7 below. Notwithstanding anything to the contrary contained within this Lease, the Landlord shall have the right to terminate this Lease ("Landlord's Termination Right") upon written notice delivered to Tenant no less than 180 days after Landlord delivers such notice to Tenant.

7. RENT. Beginning on the Commencement Date, Tenant shall pay to Landlord the "Rent" in monthly installments on or before the first day of each calendar month during

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the Initial Term and any Renewal Terms (collectively, "Term"), according to the following schedule: Initial Term monthly Rent;

First Lease Year: Second Lease Year: Third Lease Year:

Renewal Term monthly Rent:

First Renewal Term: Second Renewal Term: Third Renewal Term:

The Rent for any partial month at the beginning or end of the Term will be prorated based on the number of days of such month that fall within the Term.

Tenant agrees to timely pay all Rent that becomes due and payable under the Lease to the Landlord, at the address provided herewith, or at such other address as Landlord may specify in writing to Tenant, on or before the first day of each calendar month. Time is of the essence in this Lease. If Tenant fails to pay all or any part of the Rent within five (5) days of when Rent is due, Tenant shall pay Landlord a late charge equal to five percent (5%) of the unpaid Rent. If Tenant fails to pay any amount due for more than five (5) days, Tenant shall pay Landlord interest on the delinquent amount at the rate of 1% per month from the due date until paid. No delay or failure by Landlord to exercise this or any other right or remedy under this Lease shall be deemed a waiver of that right or any other term of the Lease. All Rent and all other amounts due hereunder shall be paid to Landlord without deduction or offset, in lawful money of the United States of America, to Landlord, at the address indicated hereinafter, or to such other person or at such other place as Landlord may from time to time designate in writing.

8. CAM AND TAXES. Landlord and Tenant agree that this Lease is intended to be a "gross" lease and that the Rent payable hereunder is inclusive of all utilities (except as provided in Section 10 hereof), insurance (except as provided in Section 11 hereof), CAM and Taxes (each as defined below) and all other fees, charges and taxes of any nature except as otherwise explicitly set forth as an obligation of Tenant pursuant to this Lease, and Tenant shall have no obligation or liability whatsoever with respect to such utilities, CAM and Taxes.

(a) As used in this Lease, the term "CAM" means the total of all common area natural gas, common area electric, water, landscaping, snow

removal, except for costs of snow removal related to the Shared Space, administrative fees, sidewalks, storm water, sewage, window washing,

stairwell maintenance, janitorial, repairs, replacements and general building maintenance, trash removal, elevator maintenance, window cleaning, building security, building management fees, and any and all other ordinary and normal

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expenses incurred by Landlord in operating and maintaining the Building other than those expressly excepted herein. The common area in CAM shall NOT include the Shared Space. CAM includes Landlord's property insurance for the Building's replacement value (excluding property required to be insured by Tenant). CAM shall also include, without limitation: (a) costs of alterations in the Building, except for costs of alterations in the Building requested or required by Tenant in furtherance of Tenant's business; (b) costs of capital improvements; (c) financing and ground lease costs, including interest and principal payments on mortgage loans; (d) advertising expenses and leasing commissions; (e) the cost of any kind of service furnished to any other tenant in the Building; (f) legal expenses of negotiating leases or addressing disputes with former, existing, or prospective tenants, lenders, sellers, or buyers of the Building; (g) amounts paid to Landlord or to subsidiaries or affiliates of Landlord for goods or services for the Building to the extent the same exceed the costs of such goods or services sold or rendered by non-affiliates on a competitive basis; (h) salaries and fringe benefits of employees of Landlord above the grade of building manager; (i) fines, penalties, interest, surcharges or any other similar costs incurred due to late payments by Landlord or a violation of law by Landlord relating to the Building; (j) costs incurred for the sale or other change in ownership of the Building; (k) Landlord's charitable and political contributions; and (l) costs to buy and maintain sculptures, paintings and other works of art for the Building.

Adaptive Scooter Options

Here are examples of the types of adaptive fleet currently under development. Each scooter would be available for daily rental with on-demand delivery to the user's location and pick-up after use.



Vehicle Specifications

Table 1. Vehicle Specifications

	GEN 3 Scooter
DRIVETRAIN	Motor directly embedded within rear wheel.
LENGTH	45.8 inches
MOTOR	300 Watts
HEIGHT	47.5 inches
WEIGHT	48.5 lbs
BACKLIGHT	Turns on when scooter is unlocked. Gets brighter when brakes are applied.
BRAKES	 Step brake on rear wheel. Electrical regenerative brake on rear wheel. Mechanical drum brake on front wheel.
FRONTLIGHT	Always on at full strength when scooter is on a trip.
WHEELS / TIRES	10 inch solid (not inflated) tires with vulcanized rubber
DELL	Mounted on the handlebar next to the brake.
BELLS, WARNING MECHANISM	Scooter beeps and turns on electrical brake if moved while locked.
POWER	15.9 Ah @ 42 V Battery
FRAME	Aluminum
FENDERS	Fixed fender on front wheel. Step brake fender on rear wheel.
LOAD RATING	220 lbs
CHARGING REQUIREMENT	6 hours
MAXIMUM SPEED	17 mph with ability to limit to lower speeds

Certifications: Our Lime-S Gen 3 scooters are compliant with:

- <u>UL 2272</u> Standard for Electrical Systems for Personal E-Mobility Devices
- <u>EN 15194</u> Electrically power assisted cycles
- <u>EN 14619</u> Kick scooters- Safety requirements and test methods
- <u>EN 60529</u> Tests how well the device can protect from dust and water intrusion. Our 3.0 is IPX5 protected from water jets
- IEC 60335 Safety of household and similar electrical appliances

Our chargers are compliant with:

- <u>UL 60950</u> Information Technology Equipment Safety
- <u>UL 1310</u> Standard for Class 2 Power Units
- EN 61558 Safety of power transformers, power supplies, reactors and similar products

The Lime Gen 3 is also UN 38.3 and FCC compliant.

APPENDIX E

Adaptive Scooter Certifications

FCC RADIO TEST REPORT

FCC ID:2AUMKL1PLUS

Product: Two Wheels Folding Electric Scipiter Trade Name: TOMOLOO Model Name: 11 Serial Model: 1.1 PLUS Report No.: UNIA 19091110FR-01

Prepared for

Shenzhen Tomoloo Technology Industrial Co. Ltd. Floor 2.3.4. building No.7, factory of second stage. Fuan Industrial Park, Dayang development area, Fuhai street, Bacan district, Shenzhan 518103 China

Prepared by

Shenzhen United Testing Technology Co., Ltd.

2F, Annex Bidg, Jiahuangyuan Tech Park. #365 Baoban 1 Rd, Tiegang Commanity, Xislang Str. Basian District, Shenzhen, China

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Page 2 of 24Report No. UNIA19091110FR-81

TEST RESULTCERTIFICATION

Applicant's name	Shenzhen Tomoloo Technology Industrial Co.,Ltd
	Floor 2.3.4, building No 7, factory of second stage, Fuan
a drama	: Industrial Park. Oayang development area, Fuhai atreet,
	Baoan district, Shenzhen 518103 China
Manufacture's Name	Shenzhen Tomoloo Technology Industrial Co.,Ltd
	Floor 2.3.4, building No.7, factory of second stage. Fuan
Address.	Industrial Park, Dayang development area, Fuhai atreet,
	Banan district, Shenzhen 518103 China
Product description	
hodust name	Two Wheels Folding Electric Scooter
radie Mark	TOMOLOO
Audel and/or type reference	LI. LI PLUS

FCC Polies and Regulations Part 15 Subpart C Section 15 249, abist Cristian 2010 Standards ANSI C63 10: 2013

This device described above has been tested by Sheruhen United Testing Technology Co., Ltd., and the test results show that the equipment under test (EUT) is in compliance with the FCC requirements. And it is applicable only to the tested sample identified in the BOOM

This report shall not be reproduced except in full, without the written approval of UNI, this document may be allered or revised by Sherzhen United Testing Technology Co., Ltd., personnet only, and shall be noted in the revision of the document.

Date of Test

Date (s) of performance of tests Date of Issue Yest Result

Sep 26 2019 Friens.

Prepared by

Reviewer

Approved & Authorized Signer

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UL 2771

NOTICE OF COMPLETION AND AUTHORIZATION TO APPLY THE UL MARK



Changqian Luo SHENZHEN ELITE ELECTRONIC CO LTD 2F, A8B, 2 Building, Huiye Technology park Guanguang Road, Tangjia Community Gongming Street. Guangming New District Shenzhen, Guangdong, 518132, CN

Our Reference: File MH61527, Vol 1

Order: 12889193 Project 4789039176

Your Reference: Lity Hu: 2019-5-29 Project Scope: USR Investigation

USR Investigation (ANSI/UL 2271) LEV Battery Pack, Models. HY-ELITOP-S1003U-29E, HY-ELITOP-S1003US-29E, HY-TMZ-S1003US-29E, HY-RAZ-S1003L8U-HY, HY-ELITOP-S1003U-HY, HY-ELITOP-S1003US-HY, HY-TMZ-S1003US-HY, HY-RAZ-S1003L8U-JD, HY-ELITOP-S1003U-JD, HY-ELITOP-S1003US-JD, HY-TMZ-S1003US-JD, Report Reference: MH61527, Vol 1, Soc 1.

Dear Changqian Luo:

Congratulations! UL's investigation of your product(s) has been completed under the above Reference Number and the product was determined to comply with the applicable requirements. This letter temporarily supplements the UL Follow-Up Services Procedure and serves as authorization to apply the UL Mark at authorized factories under UL's Follow-Up Services Program. To provide your manufacturer(s) with the intended authorization to use the UL Mark, you must send a copy of this notice to each manufacturing location currently authorized under File MH61527, Vol 1.

Records in the Follow-Up Services Procedure covering the product are now being prepared and will be sent in the near future. Until then, this letter authorizes application of the UL Mark for 90 days from the date indicated above.

Additional requirements related to your responsibilities as the Applicant can be found in the document "Applicant responsibilities related to Early Authorizations" that can be found at the following web-site: <u>http://www.ul.com/EAResponsibilities</u>

Any information and documentation provided to you involving UL Mark services are provided on behalf of UL LLC (UL) or any authorized ficensee of UL.

We are excited you are now able to apply the UL Mark to your products and appreciate your business. Feel free to contact me or any of our Customer Service representatives if you have any questions.

Very truly yours, Alvin Peng Lead Project Engineer Alvin Peng@ut com

'Reviewed by: Bruce A. Mahrenholz

CPO Director Bruce A.Matvenhoiz@ul.com

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Page 1 of 1

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DESCRIPTION

USL- Electrical System for Personal E-Mobility Devices: Foldable electric eccoter

Model(s): L1 PLUS.

GENERAL:

These products are personal e-mobility devices including one motorized wheel connected to a Chassia. The rider controls the speed by Throttle and brake, and direction of travel by swisting the handles, which use lithium ion batteries as these power sources.

ILECTRICAL AND OTHER RATINGS AND SPECIFICATION OF L-MONILITY DEVICE:

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NOTICE OF COMPLETION AND AUTHORIZATION TO APPLY THE UL MARK



Zhifeng Cao Shenzhen Tomoloo Technology Industrial Co Ltd Building No.7 Fuan Industrial Park Dayang Development Area Fuyong Street Baoan District Shenzhen, Guangdong, 518103, CN

Our Reference:	File E484995, Vol 1	Order:
		Project:
Your Reference:	Mingli Hu, Dec. 26, 2019	
Project Scope:	UL2272 alternate seat for model L1	PLUS

Dear Zhifeng Cao:

Congratulations! UL's investigation of your product(s) has been completed under the above Reference Number and the product was determined to comply with the applicable requirements. This letter temporarily supplements the UL Follow-Up Services Procedure and serves as authorization to apply the UL Mark at authorized factories under UL's Follow-Up Service Program. To provide your manufacturer(s) with the intended authorization to use the UL Mark, you must send a copy of this notice to each manufacturing location currently authorized under File E484995, Vol 1.

Records in the Follow-Up Services Procedure covering the product are now being prepared and will be sent in the near future. Until then, this letter authorizes application of the UL Mark for 90 days from the date indicated above.

Additional requirements related to your responsibilities as the Applicant can be found in the document "Applicant responsibilities related to Early Authorizations" that can be found at the following web-site: http://www.ul.com/EAResponsibilities

Any information and documentation provided to you involving UL Mark services are provided on behalf of UL LLC (UL) or any authorized licensee of UL.

We are excited you are now able to apply the UL Mark to your products and appreciate your business. Feel free to contact me or any of our Customer Service representatives if you have any questions.

Very truly yours,

Jack Jia Senior Project Engineer Jack Jia@ul.com Reviewed by:

Bruce A. Mahrenholz CPO Director Bruce A.Mahrenholz@ul.com

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This is an electronically generated letter. Signatures are not required for this document to be valid.

Page 1 of 1

My Block, My Hood, My City

MY BLOCK * MY HOOD * MY CITY

To Whom This May Concern,

My Block My Hood My City would like to express its support for the LIME scooter company. LIME was an effective ally for our organization throughout multiple programs geared towards community building and youth support. Our Youth Led Summer Tours program was made both more exciting and accessible thanks to LIME scooter donations. Guests were able to safely engage in the North Lawndale community, while exploring the rich historical context of the neighborhood from the perspective of real youth who live there. Scooters add a significant layer of acceptability to our youth led tours, as well as enjoyment for all involved. The LIME company has been superb partner to My Block My Hood My City, and shown its dedication to west-side grass roots initiatives through donated time, energy, and support. We are thankful for LIME's collaboration and are dedicated to its continued growth and success.

In Solidarity

Nathaniel Viets-VanLEar Program Manager, MY Block MY Hood My City

EAT



Lee Foley lee.foley@li.me

6/23/20

Richard Wallace Founder & ED Equity and Transformation (EAT) 10 W. 35th St Chicago IL 60616

r.wallace@eatchicago.org www.eatchicago.org

Lime Hero Letter of recommendation - Equity and Transformation (Chicago, IL)

Lime provides on-demand transportation solutions that are affordable, convenient and environmentally-friendly. We partner with local organizations to achieve our goals while also supporting the missions of those groups.

Equity and Transformation (EAT) is dedicated to uplifting the faces, voices, and power of the vast disenfranchised and excluded Black workforce in Chicago.

We support Lime's mission and we have successfully to built a partnership that has had an immediate impact on the work we are doing in Chicago, while also opening up a path for broader and deeper engagement between Lime and EAT.

- EAT was featured on Lime Hero landing Page
- As of August 2019 EAT was featured on lime App, making it possible for voluntary contributions from riders
- Lime guaranteed payment of \$5,000 to support EAT's work at the culmination of the program. Those resources were distributed on time.
- Lime Partnered with EAT for a community event titled <u>Malcom Day</u> September 16th 2019, where lime provided scooter tutorials and handed safety equipment to approximately 40 westside residents

EAT views this as an initial step toward a long-term partnership with Lime, to dismantle transpiration gaps in our great city. We are excited about the potential that this partnership holds for both of us.

Customer Service

Our Approach to Customer Service

Lime has customer service available 24 hours a day, seven days a week with regular and supervisory staff, and our Chicago Operations Team is likewise available 24/7 to address issues routed through Customer Service, directly from the City, or to our Chicago staff. We have decentralized customer service representatives all over the world.

After we receive a report through any of our customer service channels, our Customer Service Team receives a "ticket" in Zendesk. Zendesk is a best-in-class customer support software suite. If the ticket requires an intervention (e.g. vehicle needs to be moved) our Customer Service Team marks the vehicle to be retrieved and rebalanced. Our internal task management system generates a task which is automatically sent to our local Operations Team to address. If the issue is a billing or general question, the Customer Service team works on solving the entirety of the issue directly and communicates the resolution with the rider. For more complex issues, we escalate to our Trust and Safety team for close tracking, response and resolution. This team works closely with senior members of our local and central operations teams.

Lime partners with two vendors for our customer service staffing. Each vendor trains and selects their agents with rigor. Every agent goes through a training curriculum designed by Lime and executed by our vendors. Each agent must pass a final exam to begin working with Lime.

Every agent receives a five-day training program, followed by a week nesting period where they are closely monitored by team leads. Agents then start solving tickets based on complexity.

All agents need to achieve 80% of the quality assurance at all times. If they fail to reach 80% (2 or 3 times) they are removed from the program.

Lime uses a support ticketing system and customer service software by Zendesk. Lime has a dedicated Zendesk team in house and dedicated Zendesk Account Managers who work in tandem daily. The information from ZenDesk is also tagged and stored in our database so we can analyze trends and proactively address issues.

Communication Channels

Customers and noncustomers can use any of our customer service channels to report safety, maintenance issues, improperly parked vehicles or other concerns. In addition, riders can report an issue when they open the app when inspecting the scooter, and, at the end of their ride, riders can rate the quality of the ride and report any issues.

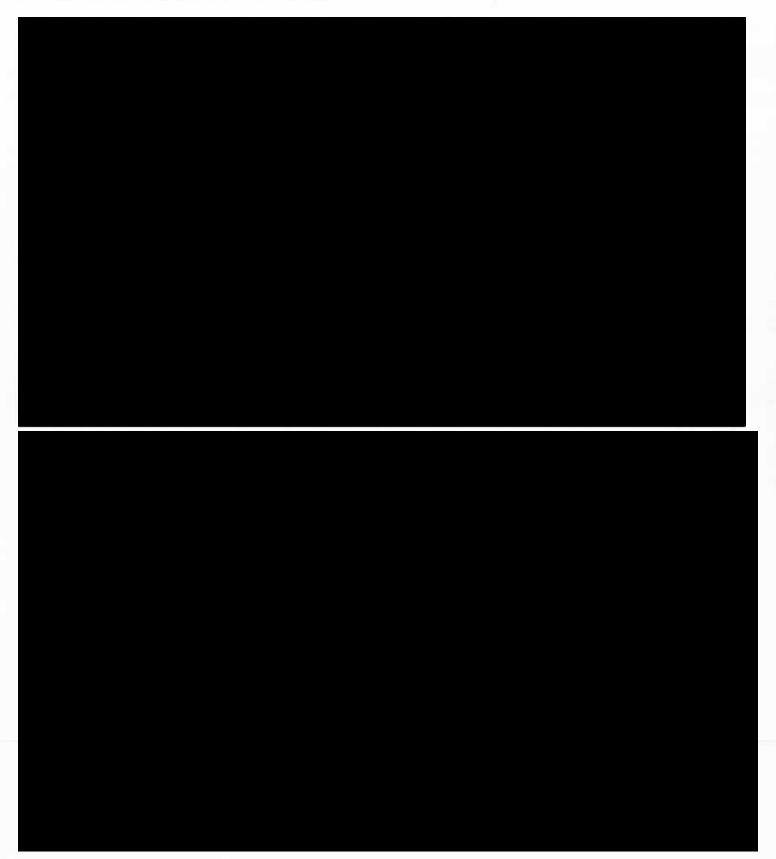
Customer service is accessible to riders and non-riders alike through phone, text, email, the app, or by messaging @_LimeAid on Twitter. Customers and non-customers can reach us through the communication channels listed below:

- Call center: Anyone can call our 24/7 customer service center at 1-888-LIME-345, as visibly displayed on all scooters.
- Through the app: Riders can contact customer service within the app.
- Via email, text, or social media: Customer service can be contacted by email at support@li.me, by text at 1 (888)-546-3345, and on Twitter at @_LimeAi
- Through the website: Self-help FAQs and a portal for customer service submissions are available at https://help.li.me/hc/en-us.
- Chicago County 311: We can also integrate with 311, so that residents have a familiar way to report any issues.
- Law Enforcement Portal: For law enforcement, we provide a portal to submit documentation needed to obtain confidential rider information (https://lime.mailroom.sago.ai/intake-form)

Operations

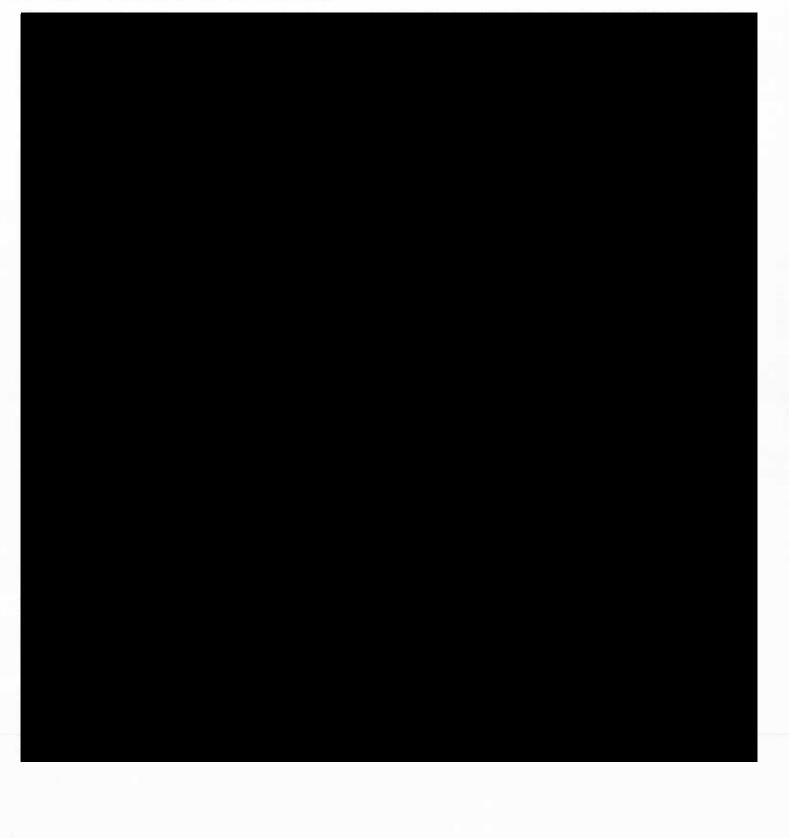
APPENDIX 10.1 65 POINT INSPECTION

CONFIDENTIAL, PROPRIETARY, AND TRADE SECRET INFORMATION SOP: Preventative Maintenance Inspections

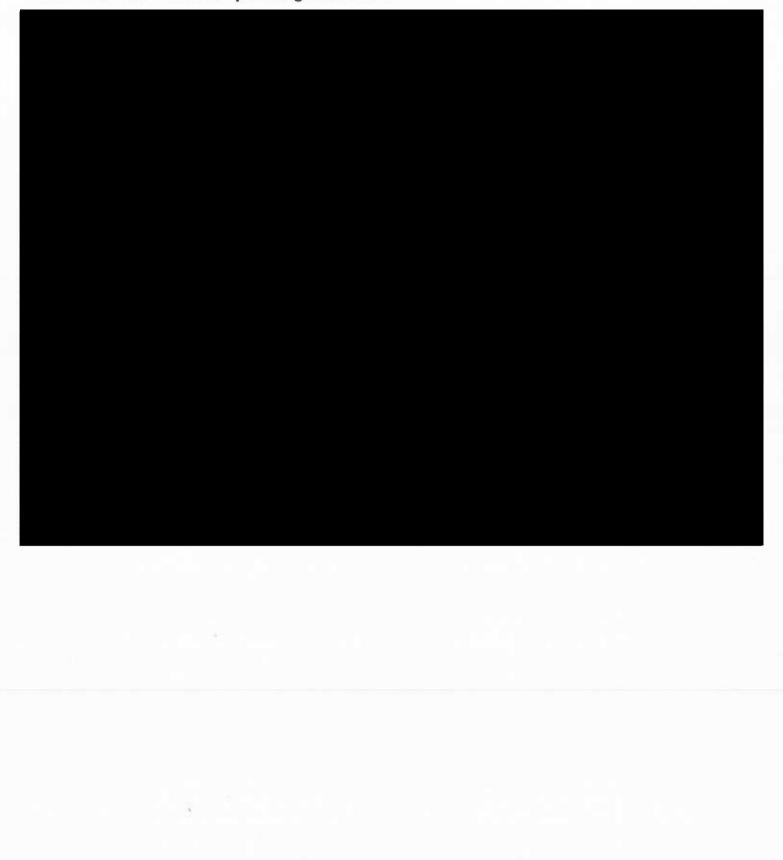








APPENDIX 10.2 COVID-19 Operating Procedure



E-Scooters: Lime COVID Safety Response

Overview

As COVID-19 spreads, cities continue to face extraordinary challenges in ensuring the safety and health of residents while enabling them to meet critical needs, such as picking up prescriptions or getting public health staff to work.

As coronavirus spreads through close personal contact in shared spaces, single person micromobility vehicles present a safe alternative to enclosed transportation, like rideshare vehicles and public transit.

We have implemented the following safety measures as we maintain service or reopen some cities under our LimeAid program - our essential service program for health professionals, frontline workers and residents safely and reliably get to where they need to go. Our main priorities revolve around preventing on-surface transmission, employee safety training, and educating our riders on safety protocols.

How We Clean and Disinfect Our Scooters

At Lime, we are committed to helping reduce the spread of coronavirus and enabling communities to better respond to and recover from coronavirus impacts.

Our LimeAID program has morning and afternoon operations that are dedicated to finding, diagnosing, and disinfecting our fleet. Every interaction with a Lime vehicle follows the CDC recommendations for cleaning and disinfecting, including:

- Disinfect all surfaces using approved cleaners (more below). Wipe so that the surface remains visibly wet for five minutes, and let dry.
- Focus on frequently touched areas on our vehicles: Handlebars, Brake, Throttle, etc.
- Focus on high traffic areas in our daily operations: Vans, doorknobs, bathrooms, mechanic stations, etc.

Lime is committed to only using **Tier 1 Products** recommended by the ACC, CBC, and EPA. We are doing daily inventory checks and working with our suppliers to ensure our facilities are properly stocked with these supplies.



A Message To Our Riders

As always, we ask riders to stay safe and take the necessary steps to help protect themselves and our communities as advised by public health officials. We focus our rider communication on the below health and safety tips when riding with Lime, delivering education through in app messaging, emails, social media, local media and our blog:

the wheels, brakes, throttle, lights, and frame are all in good working condition. For a tutorial please see: https://safety.li.me/

wash your hands or use hand sanitizer which is at least 70% alcohol-based when you arrive at your final destination. Wear gloves when you can.

hite solo - for safety and social distancing; maintain a distance of at least 6 feet from others.

uneven riding surfaces.

Vigilance - ride in well lit designated areas while also remaining alert of your surroundings and potential safety hazards.

- rides are for essential travel, such as the grocery store, pharmacy or for healthcare purposes. Please avoid joyriding, and please follow your city's shelter-in-place orders.



Our Commitment to Employee Training

Before reopening any market all employees <u>must</u> complete several training courses including:

- Hazard Communication
- Preventing the Spread of Transmissible Illness
- Cold and Flu Prevention

Additionally, we have rolled out extensive measures to keep our local teams well informed of any new safety protocols we need to administer to ensure the safety of our team and riders. This includes:

- All employees fully outfitted with CDC approved Personal
 Protective Equipment (PPE) including but not limited to:
 - N95 Respirator Mask
 - Disposable Nitrile Gloves
- Comprehensive PPE training, such as:
 Respirator Mask training
 - Glove training, donning, and doffing
- Establishing COVID task force to communicate COVID global news in addition to any new safety protocols announced by health organizations
- stopCOVID.co training course
- Social distancing protocols training
- Preventing on-surface transmission training





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APPENDIX 10.3 Maintenance, Quality Controls, Inspection & Repairs

We do both proactive and reactive maintenance on our vehicles. Our process starts with a full inspection at the warehouse by a Lime trained and certified mechanic. The following are all inspection triggers:

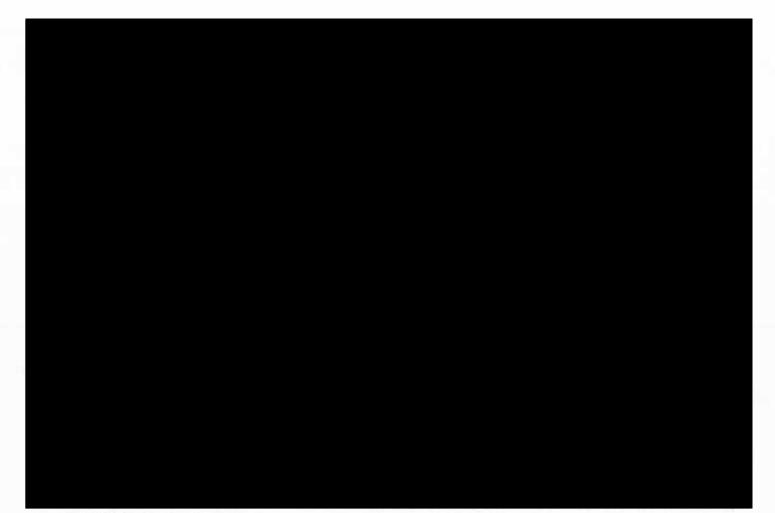


Figure 1: Warehouse Workflow

Figure 2: Initial diagnostic evaluation flow



Figure 3: Quality control diagnostic flow

Figure 4: Shift lead QA inspection checklist

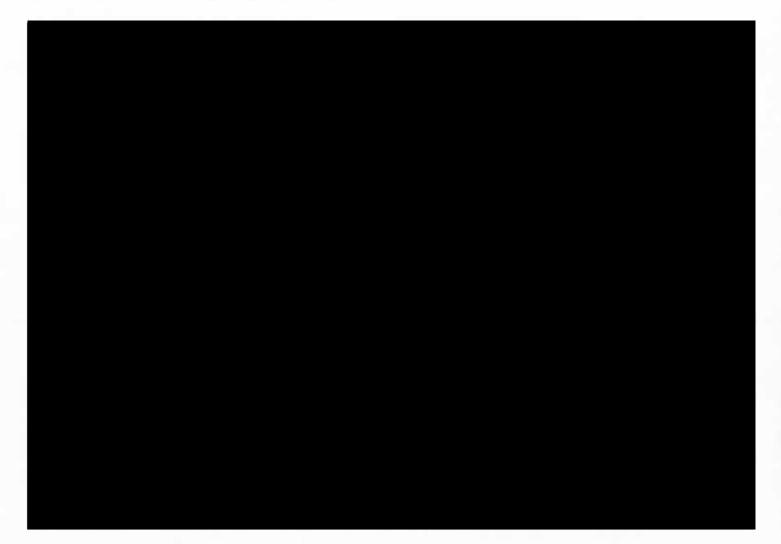


Figure 5: Final QA check & deployment flow

Certificate of Insurance

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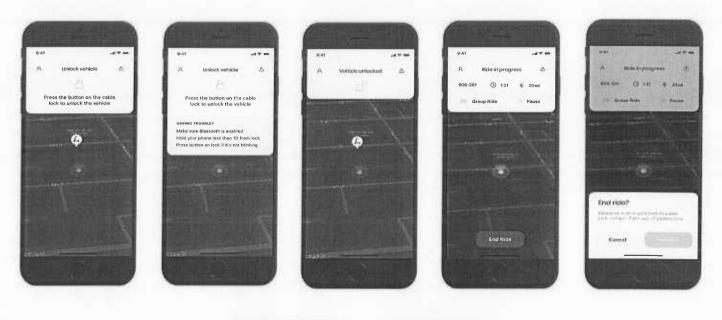
Lime's scooters are each equipped with a bluetooth enabled locking mechanism that is powered by the vehicle's battery power supply. The rider is able to access the lock through the Lime app to either lock or unlock the vehicle.

The rider first scans the QR code on the bike or the scooter with their mobile phone's camera or utilizes the "text-to-unlock" feature. The phone is then able to send a signal via bluetooth to unlock the vehicle.

If someone tries to move a locked scooter, the vehicle emits a beep and turns on its electrical brake to prevent it from being moved. A locked scooter will beep if moved while locked, and the hub lock remains engaged whenever the scooter is not on a trip.

Lime is always innovating and bringing new features to our hardware, like vehicles equipped with a physical lock, enabling a rider to "lock to" street infrastructure like bike racks and signposts, scooters with swappable batteries, and vehicles coated with reflective paints.

Figures 1-7 below show our update in-app lock-to rider flow.





Geofencing

Geofence Capabilities

Lime creates custom geofenced areas ("zones") that can be used to influence rider behavior while they are operating scooters. Using these zones, we can establish permitted parking zones, no-park zones, no-ride zones, and slow-speed zones.

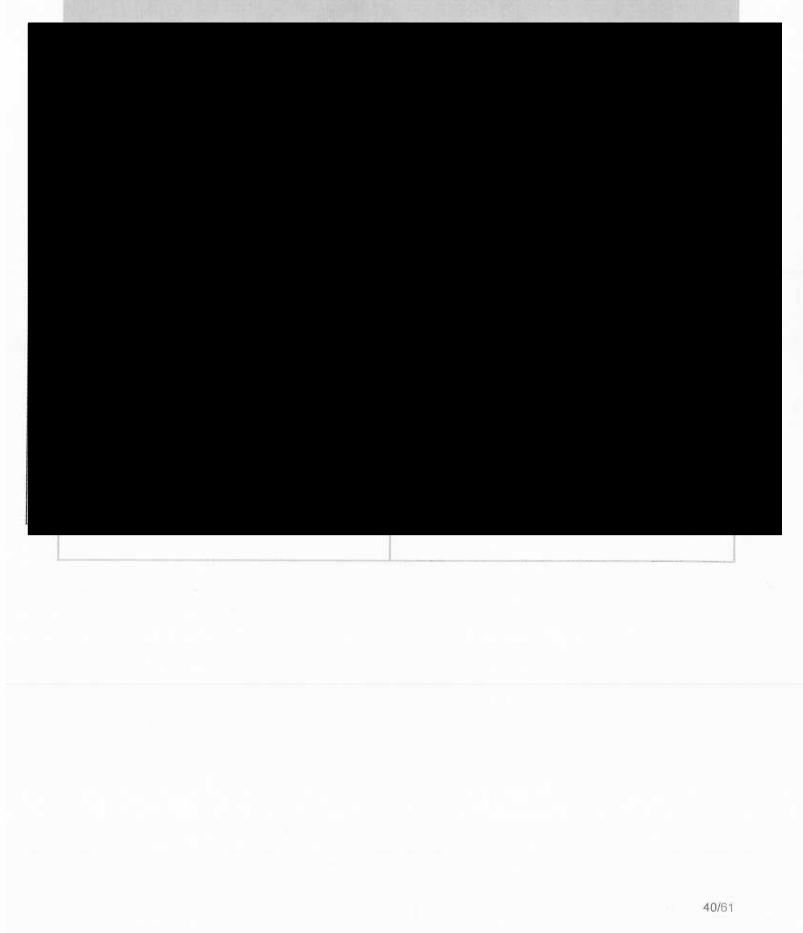
Lime will implement strict no parking zones and preferred parking locations in Chicago. Lime will use geofencing to prohibit rider access time the Loop, neighboring communities, the Lakefront and the 606 Trail. In 2020, Lime will leverage our improvements in geofence technology to provide more effective geofenced zones to protect people and property.

NEW: Rapid Zone Detection (patent pending) PROPRIETARY, AND TRADE SECRET INFORMATION

CONFIDENTIAL,

GEOFENCE DETECTION, 2019

IMPROVED GEOFENCE DETECTION, 2020



Sidewalk Riding Detection ද Al Parking Compliance

Patented Sidewalk Riding Detection: A number of city and community partners have expressed concerns about sidewalk riding, which can be disruptive and even dangerous to other sidewalk users. Our engineering team was inspired to develop automatic sidewalk riding detection technology to deter this practice. First piloted in San Jose, CA, **Lime is the first and only micromobility operator to develop and deploy Al-powered sidewalk detection capabilities**.

"It's great to see Lime answering our call to action," San Jose Mayor Sam Liccardo said. The [sidewalk riding detection] initiative "pushes the entire industry to make it safer for scooters and pedestrians to equitably share our streets."

Al Parking Recognition Software: Lime's engineers built a feature to detect, in real time, if a user parks their scooter properly. This functionality, developed for the specific needs of Denver, will be ready to be deployed at the end of 2020.







https://www.cnet.com/news/lime-rolls-out-sidewalk-detection-tech-to-warn -people-not-following-rules-with-scooters/

National Federation of the Blind



June 22, 2020

To Whom it may Concern:

I write as the President of the National Federation of the Blind Chicago Chapter in support of Lime's application to participate in the next phase of the Chicago area scooter project. Lime is the only company that has actively reached out to the blindness community for feedback. They have sought to hear our safety concerns. This is why we whole-heartedly support their application.

Please feel free to reach out to me personally at..

Best Regards,

David Meyer President, National Federation of the Blind of Illinois Chicago Chapter

Lime Hub Program

The **Lime Hub program** was born out of the commitment to advance local initiatives that both support small businesses and increase ridership over time. Lime Hubs ensure that their customers have easy and reliable access to scooters and provide the business with added income as well as increased foot traffic.

The business or nonprofit owner enrolls in Lime Hub and we create hotspots at their location. Our Operations Team prioritizes these locations to ensure they receive consistent vehicle deployments. In addition, businesses and nonprofits can earn money by charging the scooters at their locations.

Benefits of Lime Hubs



Increased Foot Traffic Lime will drive our riders to your business and you'll be featured as a designated location within our app.



Availability Your customers will be able to reliably find and use Lime vehicles at your

property.



Dedicated Lime Support Our local team will work with you to ensure that vehicles are placed properly and that we're mosting your expectations.



Lime Credit

Receive free ride credits and exclusive promotional offers for your employees and customers.

Finally, Lime Hubs serve as distribution sites for helmets. When a rider patronizes the business, they receive a free helmet.



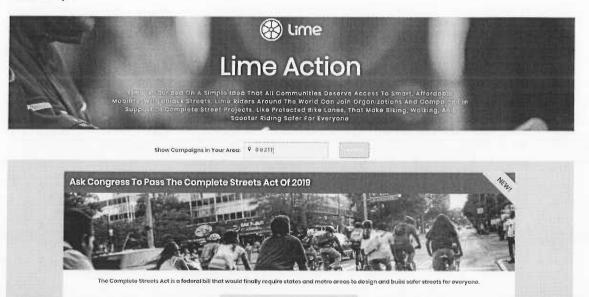
A Lime Hub in Hoboken, New Jersey

Partner Organizations

18th Street Development Corp.	Team Englewood
AARP Chicago	West Central Association
Access Living	West Humboldt Park Development Council
Austin American African Business Network Assoc.	West Humboldt Park Family & Community Development Counci
Austin Chamber of Commerce	West Loop Community Organization
Austin Chamber of Commerce	West Town Bikes
Austin Coming Together	West Town Chicago Chamber of Commerce
Austin Coming Together	Wicker Park-Bucktown Chamber of Commerce
Belmont-Central Chamber of Commerce	
Bethel New Life, Inc.	
Chicago Neighborhood Initiatives	
Chinatown Chamber of Commerce	
Communities United	
Community Renewal Society	
East Humboldt Park Association	
Enlace Chicago	
Equity And Transformation Chicago	
Garfield Park Community Council	
Garfield Park Community Council	
Greater Auburn-Gresham Development Corporation	
Greater Chatham Initiative	
Greater Roseland Chamber of Commerce	
lyde Park-Kenwood Community Conference	
ittle Village Chamber of Commerce	
ittle Village Environmental Justice Organization	
ogan Square Chamber of Commerce	
IAACP West Side Branch	
lational Association of the Blind - Chicago Chapter	
lational Parks Conservation Association	
lorth Branch Works (LEED)	
lorthwest Connection Chamber of Commerce	
lorthwest Housing Center	
lorthwest Side Housing Center	
uerto Rican Cultural Center	
ix Corners Association	
outh Shore Chamber of Commerce	

Lime Action

Lime Action is our web portal through which riders can support Denver's safe streets, Vision Zero, and bike infrastructure initiatives. Multimodal advocacy is important to our riders and their continued safety as micromobility users in the City. Through this platform, Lime riders around the world can join organizations and campaigns in support of complete street projects, like protected bike lanes, that make biking, walking and scooter riding safer for everyone. Through our Lime Action portal, in partnership with Denver Streets Partnership, Lime sent an email to over 50K riders in Denver requesting they thank Mayor Hancock for his commitment to building 125 miles of bike lanes in the City.





Send a thank you message to Mayor Hancock for committing to building 125 miles of new bike lanes by 2023!



More Bike Lanes!

Mayor Hancock has just announced his commitment to building 125 miles of new bike lanes that will make biking, scooting, and rolling easier in Denver.

Please take a moment to send Mayor Hancock a message thanking him for his leadership. It's easy to send him an email or a tweet.

SEND MESSAGE

SHARE

Fleet Deployment Strategy

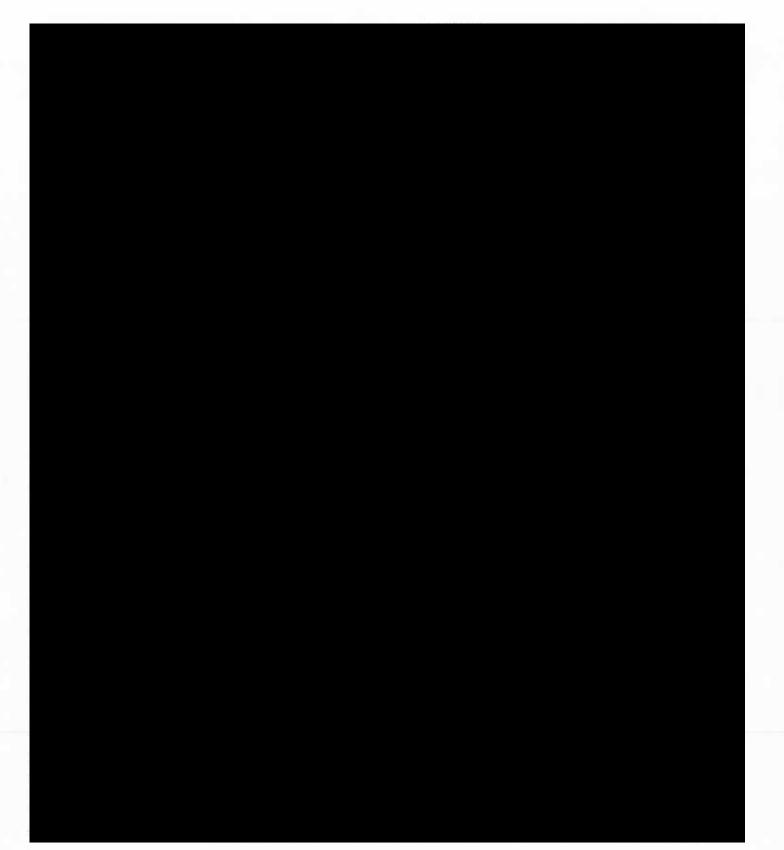


Figure 1: Service Zone area map

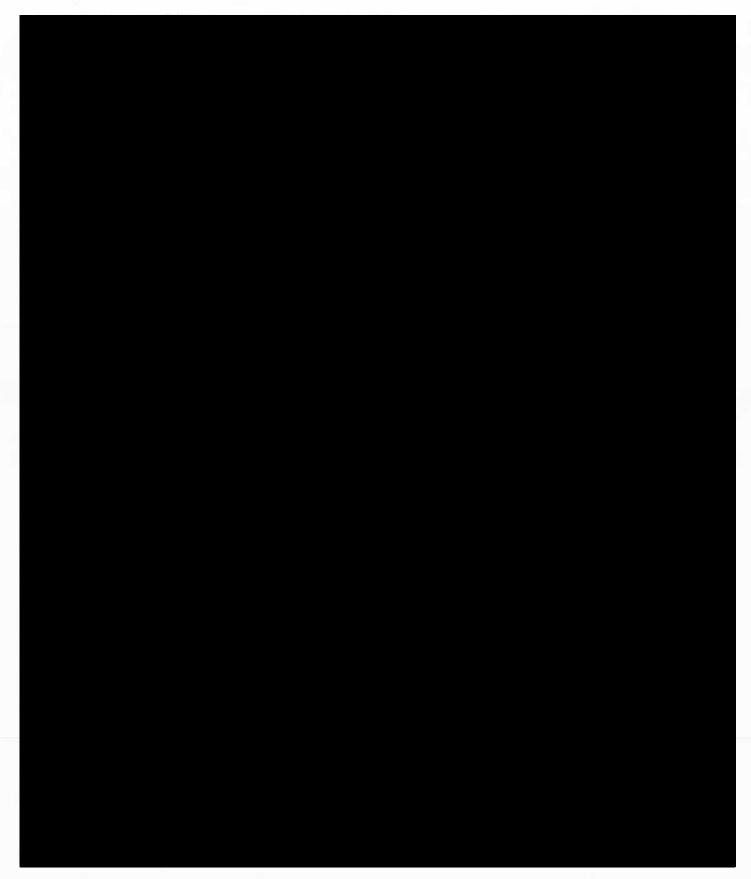
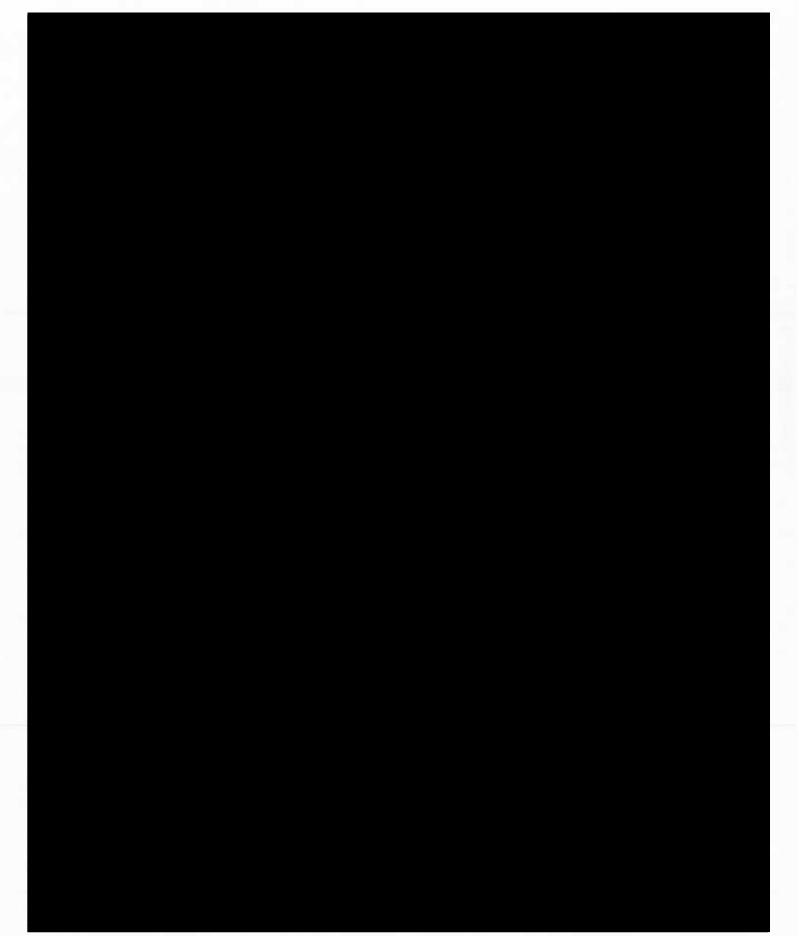


Figure 2: Fleet Deployment Map, 2 and 3 Operators

CONFIDENTIAL, PROPRIETARY, AND TRADE SECRET INFORMATION





2019 Community Outreach Events

Lime Chicago 2019 | List of Community Outreach and Events

- Garfield Park Community Council
- Austin Chamber of Commerce
- Austin American African Business Network Association
- North Branch Works
- Northwestside Housing Center
- Logan Square Neighborhood Association
- Logan Square Chamber of Commerce
- West Central Association
- Six Corners Association
- 35th Ward Community Safety Event
- 24th Ward Community Safety Event
- My Block My City My Hood North Lawndale Tours
- Austin Light in the Night
- Ward 36th Summer Week Grill
- Office of Community Policing, Chicago Police Department
- Equity and Transformation Chicago
- Austin Coming Together
- Northwest Austin Council
- Chicago Parks District (Garfield Park)
- Think Outside Da Block (Roll in Peace)
- Taste of the Homeless
- 24th Ward Night
- 36th Ward Night Summer Grill
- My Block My Hood My City
- Austin Light Community
- 30th Ward Community Night
- Colombian Festival
- NorthWest Austin Council
- 25th Chicago Police District
- Englewood Line Plaza
- XD Tech Student Industry
- AME Church Community Picnic
- 22nd Ward Alderman Job Fair
- 16th Ward Community Picnic
- Transportation Fair UIC
- Alderman Cardona Community Event
- Celebration of Health and Life Virgil

Community Events Calendar

		MONT	H1 AUGU	ST 2020		
SUN	MON	TUE	WED	THU	FRI	SAT
2	3 Day One! Launch Celebration (Roseland, Pilsen, Wicker Park)	4 Lime, CPD District 007 National Night Out Event w/Team Englewood	5 North Lawndale First Ride Academy & Neighbor- hood Tour w/M3	6 Lime Roundtable w/Disability Community Partners	7 Woodlawn First Ride Academy w/CPD District 003	8 Little Village First Ride Academy w/LVEJO
9	10	11	12 M3/CPD South Shore Neighbor- hood Scooter Tour	13	14 Key Lime, Shop Garfield Park Scooter Tour	15 Austin First Ride Academy w/CPD District 015
16	17	18	19	20	21 Galewood First Ride Academy w/CPD District 025	22 Roseland First Ride Academy w/CPD District 005
23	24	25	26	27	28 Morgan Park First Ride Academy w/CPD District 022	29 Near West First Ride Academy w/CPD District 012
30	31 Key Lime, Shop Chinatown Scooter Tour					

Multimedia Communications Campaign

Our **multimedia campaign** in Chicago focused on rider and pedestrian safety, with topics including safe and socially distanced riding, proper parking and locking, sharing the bike lane, riding with traffic and maintaining clear rights of way, among many others.



Lime 🕘 @limebike - Jun 23

We will be holding socially-distanced First Ride events with community and city partners to train new riders on the rules of the road. Come Join us!

The training session is open to anyone who wishes to learn how to ride one of our scooters in a safe environment! At our First Ride events, Chicagoans will have the opportunity to learn about proper riding, proper parking, how to share a bike lane, how to ride with the flow of traffic, and what to do in the event of a crash.



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Community Engagement Programming

Requirements	Section	Initiatives	
8 events with CPD	7 (i)	Partner with CPD on at least 6 First Ride events & Neighborhood Tours; host at least 2 educational trainings with CPD Community Policing teams.	
National Night Out participation	7(i)	NNO Event w/Team Englewood and CPD District 007.	
8 events on West and South Sides	6(ii)	First Ride & Small Business Neighborhood Tours in Auburn-Gresham, Austin, Little Village, Galewood, South Shore, Archer Heights, Chatham, Morgan Park and Roseland.	
3x weekly social media safety postings	7 (i)	Post on Lime corporate Twitter, LinkedIn, Instagram and Facebook accounts; work with community partners to amplify.	
CTA Advertisement	7 (i)	Place messages on trains, buses and at stations in Priority Area to highlight safe riding, accessibility and reduced rates in Priority Area.	
ln-app quiz	7(i)	In-app quiz	

Cities we Serve

Cities where we operate 1, 000+ scooters:

			Market Entry Date
Paris, France	2.1M	8,500	June, 2018
Los Angeles, California	4M	5,500	March, 2018
San Diego, California	1.4M	4,500	February, 2018
Lyon, France	513K	3,300	September, 2018
Dusseldorf, Germany	612K	3,000	August, 2019
Dallas, Texas	1.3M	2,500	July, 2018
St. Louis, Missouri	318K	2,500	July, 2018
San Jose, California	1M	2,300	February, 2018
Austin, Texas	964K	2,000	April, 2018
Dresden, Germany	543K	2,000	July, 2019
Washington, DC	705K	1,725	March, 2018
Norfolk, Virginia	242K	1,650	June, 2019
Oakland, California	429K	1,500	February, 2018
Vienna, Austria	1.9M	1,500	September, 2018
Baltimore, Maryland	619K	1,250	September, 2018
Portland, Oregon	653K	1,182	July, 2018
Munich, Germany	1.4M	1,100	June, 2019
Indianapolis, Indiana	876K	1,000	June, 2018
Christchurch, New Zealand	381K	1,000	October, 2018
Hamburg, Germany	1.8M	1,000	June, 2019
Rome, Italy	2.8M	1,000	June, 2019
Calgary, Alberta	1.3M	1,000	July, 2019
San Francisco	883K	1,000	October, 2019

Lime Pass

Lime Pass

We offer Lime Pass for transportation-dependent users and to encourage daily modal shift from polluting car trips for short to medium distance journeys. LimePass is a weekly subscription service that for a set price waives the unlock fee. For example, in Denver, for \$4.99/week, the \$1 unlock fee is waived on each trip.



Figure 1: In-app Lime pass interface

Transit Partnerships

Partnering with mass transit agencies to address service disruptions

In Portland, Oregon, Lime worked with local transit agency TriMet to help minimize disruptions related to a train closure. Similarly, we worked with RATP in Paris during the 2019 French transit strike to help fill gaps in local transportation needs while service was suspended.

When TriMet <u>had to suspend service</u> on a one mile section of track in a busy business district, we engaged public agencies to see how we could help. Our local operations team worked with the City of Portland to add up to 500 additional scooters to provide transit service to compensate for the disruption of light rail service (see article <u>here</u>).

Our team staged more scooters in the areas impacted by the disruption, offered a discount to riders in the affected areas, sent messaging about the additional service, and worked with Portland to identify additional parking zones. We stationed Operations Team members at the higher-utilized stations to provide information on our operational response. To minimize our environmental impact, we used cargo-trikes to rebalance scooters to these areas.





Scooters aligned at MAX Station

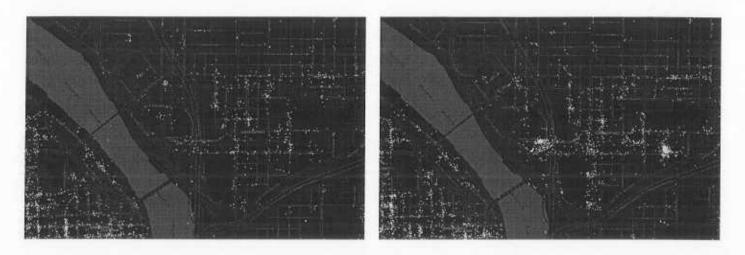


Lime outreach booth (Lime Access signups) and trike for scooter movement

Our intervention was successful in providing supplementary transportation to those affected by the shutdown. We saw a 350% increase in trips and a 333% increase in ridership in the Lloyd District, and the peak periods were from 8-9 am and 4-6 pm, corresponding almost exactly with commuter travel patterns. The clear clustering of Lime trips around closed transit stations can be seen when comparing trip starts the week prior to shutdown to trip starts during the shutdown.

TRIP STARTS PRIOR TO MAX CLOSURE

TRIP STARTS DURING MAX CLOSURE



Following a similar course of action, Lime assisted RATP in France, as mentioned above during the French transit Strike. During the December 2019 and January 2020 strike, Lime conducted a survey of riders in Paris to understand how Lime's service helped fill local transportation needs. With responses to our survey collected prior to the strike, and many more collected during the strike, we were able to draw comparisons between strike travel patterns and typical travel patterns throughout the City.

The survey indicated that among our users during the strike, there was a 19% increase in "locals" who used our mobility service, a 15% increase in those who are considered frequent transit riders, and a 14% increase in users who use our services infrequently. From this information we can conclude that our service provision during the strike helped to fill a gap in service and a transportation option for city residents and visitors.

Financial Statements

Our leading investors include:



Neutron Holdings, Inc. DBA Lime Consolidated Balance Sheet Unaudited

Financial Row	
Assets	_
Current assets	
Cash and cash equivalents	S
Accounts receivable, net	\$
Intercompany receivable	\$
ST Tariff and Duty Receivable	S
Prepaid expenses and other current assets	\$
Total current assets	\$
Property and equipment, net	\$
LT Tariff and Duty Receivable	\$
Other long-term assets	\$\$ \$\$ \$\$ \$\$ \$\$ \$\$ \$\$ \$\$ \$\$ \$\$ \$\$
Total assets	\$
Liabilities & equity	
Current liabilities	
Accounts payable	S
Intercompany payable	\$
Accrued liabilities	ର ଜ ଜ ଜ ଜ ଜ ଜ ଜ
Accrued compensation	\$
Accrued taxes	\$
Deferred revenue	S
Total current liabilities	\$
Long-term debt	\$
Other long-term liabilities	S
Total liabilities	\$
Stockholders' equity	-
Common stock	\$
Preferred stock	\$
Additional paid-in capital	9 6
Accumulated other comprehensive income/(loss)	96
Accumulated deficit	*
Total stockholders' equity	\$ \$ \$ \$ \$ \$
	s
Total liabilities & equity	4

Dec'19

Letter from Bank

CONFIDENTIAL, PROPRIETARY, AND TRADE SECRET INFORMATION

Citi Commercial Bank

To: Natalia Ciciarello and Jonathan Couppé, Ville de Paris, Direction de la Voirie et des Déplacements, Agence de la Mobilité

From: Damian Bayona, Citi Commercial Bank

Date: June 18, 2020

Re: Lime Letter of Reference

To whom it may concern,

I hereby confirm that Neutron Holdings Inc. (doing business as Lime) is a current customer of Citi in good

standing. I further confirm that Lime has been a customer of Citi since March 12, 2019 with multiple deposit and

operating accounts and global balances currently in excess of

Damian Bayona

Damian Bayona Vice President, Citi Commercial Bank One Sansome St, FL 22, San Francisco, CA damian.bayona@citi.com +1-415-658-4427

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Self Graded Assessment

Average Operational Peak Fleet: 2019 Pilot

June	July	August	Sept	Oct
Our Data: aver	age of hourly ope	erational peak fleet	counts during op	erational hours
234	233	231	230	215