

INTELLIGENTLY ELECTRIFYING THE PLANET | 2022 Q3 UPDATE

N U V V E . C O M



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COMPANY OVERVIEW

NUVVE SITS AT THE INTERSECTION OF TRANSPORT & ENERGY

We are introducing a new model for electrification through our intelligent energy platform by increasing the utilization of electric vehicles (EVs) and turning them into valuable earning assets, thereby reducing their total cost of ownership (TCO). This helps the grid become more resilient while accelerating the world's transition to clean energy.



OUR PURPOSE

To intelligently electrify the planet, beginning with transportation.

OUR VISION

Intelligently connecting the world's batteries so everyone has an opportunity to share in the benefits of an electrified world.

WHAT WE DO

Combining the world's most advanced vehicle-to-grid (V2G) technology and our ecosystem of partners, we dynamically manage power among EV batteries and the grid.



Drivers always have enough energy to drive

Customers enjoy cost savings and revenue generation opportunities

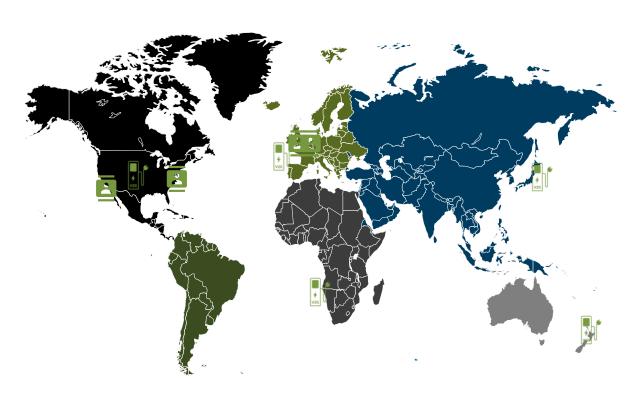
We work within OEM battery warranty limits





OUR GLOBAL FOOTPRINT

- Headquarters in San Diego, CA
- Offices in Newark (Delaware), London, UK, and Copenhagen, Denmark
- 60+ employees and growing
- 25+ years of V2G R&D
- 16+ MW under management across the world
- 5+ years of continuous V2G commercial operations in Denmark







LEADERSHIP TEAM



Gregory Poilasne
Co-Founder,
Chairman & CEO





Ted SmithChief Operating Officer





David RobsonChief Financial Officer

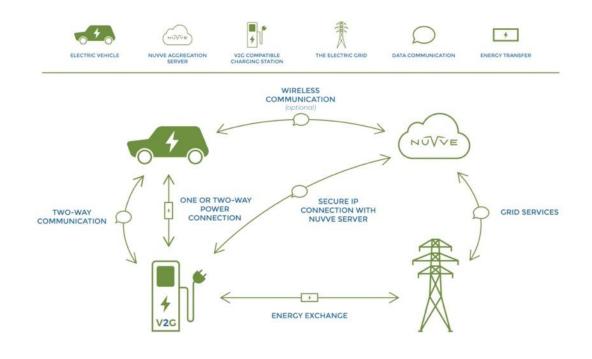




V2G MARKET LANDSCAPE

WHAT IS VEHICLE-TO-GRID (V2G)?

- Allows EVs to serve as distributed energy resources (DERs) by enabling EVs to charge and discharge energy from their batteries
- Stored energy from EV batteries is then used to add capacity to the grid and/or perform services that help stabilize the grid and prevent blackouts





EV & POWER DEMAND FORECAST

Explosive growth:

- By 2040, an estimated 550 million EVs will be on the road
- Globally, EVs will represent more than two-thirds of passenger vehicle sales by 2040

Increased power demand:

 By 2040, EVs are projected to make up 10% of total electricity demand in the U.S. and Europe

Figure 3: Electric vehicle fleet forecast by vehicle type, base-case

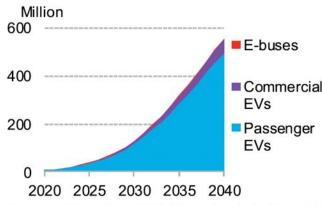
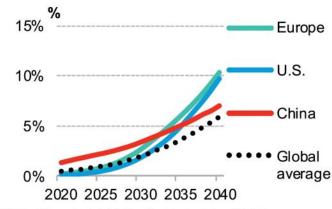


Figure 4: Electric vehicle electricity demand as a percentage of total electricity demand



Source: BloombergNEF Note: Analysis from BNEF's Electric Vehicle Outlook. The EV fleet represents 29% of all vehicles on the road in 2040. Commercial EVs includes vans and trucks.

V2G helps solve the grid issues EV growth creates



NUVVE'S V2G SOLVES HIGH-LEVEL ISSUES & CREATES VALUE ACROSS THE ECOSYSTEM







REDUCES RELIANCE ON FOSSIL-FUELED POWER

INCREASES GRID STABILITY

ACCELERATES THE ADOPTION OF EVS

PAVES THE PATH
TO A
SUSTAINABLE
FUTURE

CONNECTS THE ENERGY ECOSYSTEM

LOWERS THE TOTAL COST OF OWNERSHIP

KEY INVESTMENT CONSIDERATIONS

FIRST MOVER ADVANTAGE



IP: key patents and 25+ years R&D



TSO Qualification: Qualified by multiple TSOs around the world, making it easier to expand



Data: Years of data accumulation allows Nuvve to move rapidly and accurately for future developments



V2G Experience: 10+ years of energy market participation; experience with multiple auto OEMs, charging station manufacturers, and utilities



Financing: Custom, turnkey electrification solution with 100% financing options through joint venture, Levo, with \$750M in committed capital



SCHOOL BUSES ARE THE IDEAL USE CASE FOR V2G

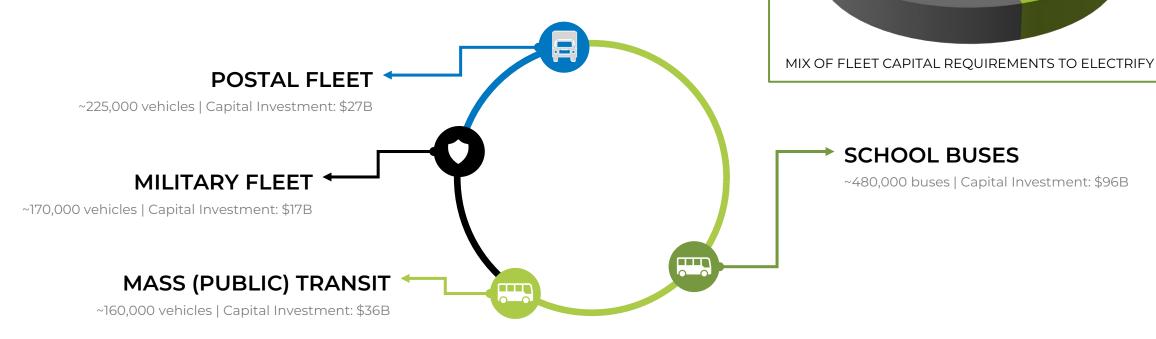
- Largest fleet in the U.S.
- Consistent route-based transport with known energy needs
- Parked and unused most of the time
- 95%+ are diesel today bad for student, driver, and community health
- Reduction of ~88mm tons of carbon emissions with the electrification of the entire U.S. school bus fleet – equivalent to planting ~108 million acres of trees



U.S. FLEET ELECTRIFICATION CAPITAL NEEDS

Fleet Electrification Capital Requirements: ~\$176B+

 Passenger Vehicle Electrification Capital Requirements: ~\$6.4T





Postal

Mass

Transit

20%

School

Buses

55%

Military

10%

MARKET OPPORTUNITY: U.S. SCHOOL BUSES

Yellow School Buses in the US⁽¹⁾

480,000





Assuming 100% electrified by 2035 with 60kW V2G chargers





Electric School Bus Power Capacity

~29 GW



Less than 1% are electric today

100% electrification of school buses could increase U.S. electric power generation capacity by nearly 3%⁽²⁾

Assuming all electric buses are powered by Nuvve's proprietary V2G

V2G
POWERED BY

29 GW Assumed Monthly Value of Energy Storage⁽³⁾

\$120 / kW-year

\$240 / kW-year

Storage Annual Revenue

\$3.5B

\$6.9B

Nuvve's experience and intellectual property make us uniquely qualified to capture this massive market opportunity



MARKET OPPORTUNITY: PASSENGER VEHICLES

Global Electric Vehicles⁽¹⁾



500M by 2040



Assuming 100% electrified by 2040 with 7kW V2G chargers





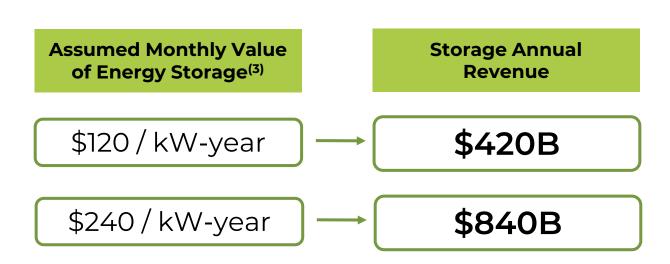
Global Electric Vehicle Power Capacity

~3500 GW

100% electrification of school buses could increase U.S. electric power generation capacity by nearly 3%⁽²⁾

Assuming all electric buses are powered by Nuvve's proprietary V2G







ESG: THE MULTIPLIER EFFECT

Environmental, Social, Governance

- Developing solutions for a scalable and sustainable green society
- Enables increased penetration of renewables
- Increases grid resiliency and reduces need for costly grid upgrades to integrate EVs
- Creates "energy equity" increasing capacity for grid benefits for everyone
- Committed to increasing diversity and inclusion of team
- Working with schools in disadvantaged communities

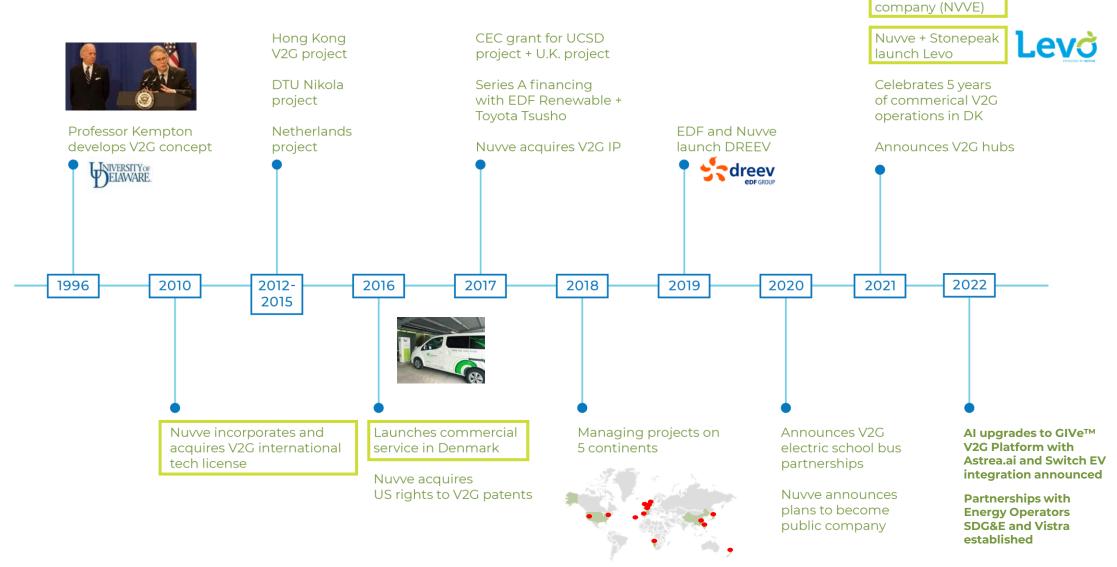


ESG leaders have enhanced access to funds and margins



BUSINESS OVERVIEW

EVOLUTION OF NUVVE



Becomes a public

THE POWER OF NUVVE'S INTELLIGENT ENERGY PLATFORM







TRANSFORMS EVS
INTO VALUABLE
EARNING ASSETS



CONTRIBUTES
TO A MORE
RESILIENT GRID



INTEGRATES
RENEWABLE ENERGY IN
A MORE RELIABLE WAY

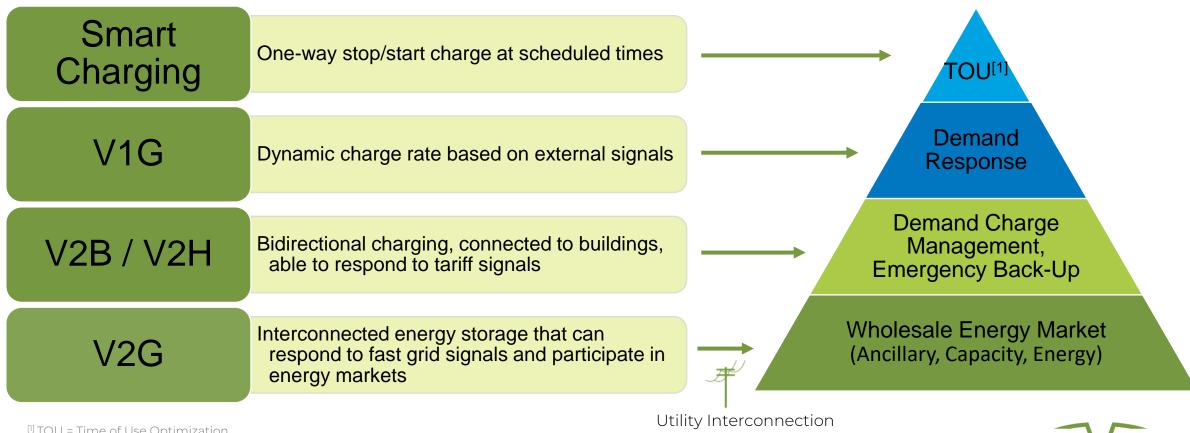






SAVING & REVENUE OPPORTUNITIES

Nuvve is capable of providing all levels of Vehicle Grid Integration, including V2G, providing revenues from grid services and utility bill savings behind the meter.



[1] TOU = Time of Use Optimization

COMPANY GROWTH TREND



Megawatts under management grew 1.2% in 2022 Q3 compared to 2022 Q2 and 240% from the end of 2020 through Q3 2022



^{*}Megawatts under management refers to the potential available charging capacity Nuvve is currently managing around the world

COMPETITIVE LANDSCAPE

	1	10/VE	-chargepoin+:	THE MOBILITY HOUSE	enel x		energy	FERMATA ENERGY	RANSPORTATION
Transportation	Fleet Charge	V	✓	✓	✓	✓		✓	✓
Behind-The-Meter	TOU	~	✓	√	√	✓	✓	✓	
	Demand Charge	~	✓	✓	✓	✓	✓	✓	✓
	V2H	~							
Grid Services	Demand Response	V	√	✓	√	✓		✓	
	Voltage Control	~							
	Reactive Power	~							
	Energy Arbitrage	V		✓					
	Frequency Regulation	~							
	Bidirectional	~	✓	✓			✓	✓	✓

REVENUE STREAMS



Charging Station Hardware

·White labeled from EVSE partners integrated with Nuvve software



Grid Services Revenue

· Agreements with customers and/or directly with utilities for % share of revenue earned through grid services



Fleet-as-a-Service

·All-in-one electrification solution for a flat monthly fee



EXPANDING OUR PARTNERSHIPS

















- OEM integration; all Blue Bird electric buses come standard with Nuvve V2G
- Building 1st large-scale "V2G hub" at Fort Valley production facility
- OEM partner for Levo to offer as leasing option to school districts



OEM integration underway to be used across vehicle types – transit buses and coaches, yard tractors, drayage and refuse trucks, last mile delivery vehicles, and school buses.



Formed joint venture, "Astrea AI" to integrate AI to Nuvve's platform to broaden and optimize services offered today



Combine battery storage, solar, and smart EV charging into a comprehensive home energy system for residential and commercial markets.

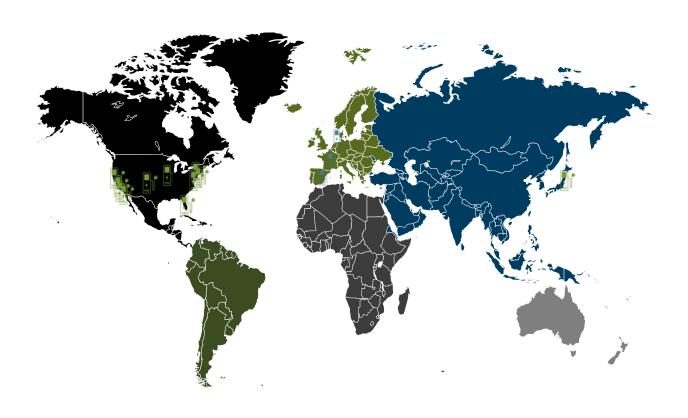


Adds Nuvve's patented V2G platform to Switch's standardized software solution for EVSE management, operations and maintenance, improving interoperability among charging stations, EVs and the grid

UTILITY & ENERGY PARTNERS AROUND THE WORLD

United States:

- PGE
- PG&E
- SCE
- SDG&E
- La Plata Energy Association
- Ameren
- New Hampshire Electric Co-Op
- Con Edison
- FPL
- Vistra



Europe:

- GALP
- EDF

Asia:

 Chubu Electric Power



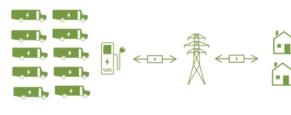
V2G HUBS: TURNING EVS INTO POWER PLANTS

 Nuvve's platform aggregates energy and power capacity from multiple EV batteries to form a virtual power plant (VPP)

 The VPP can provide services to the grid that add capacity, help stabilize it, and prevents blackouts

The Power of V2G Hubs:

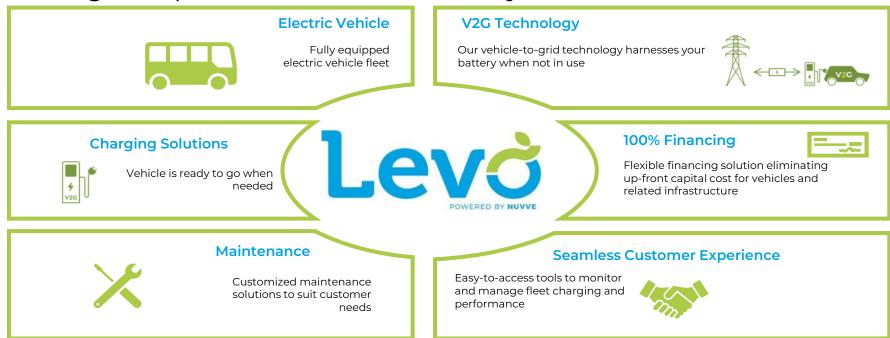
- If you have 200 buses connected at 125kW = 25MW of capacity
- 25MW would be capable of reducing peak consumption of 10,000 homes by 50%





FLEET-AS-A-SERVICE FROM LEVO

- Levo combines Nuvve's V2G technology and energy management expertise with Stonepeak's capital (up to \$750M committed to Levo) and sustainable infrastructure experience
- Offers an all-in-one solution including the EVs, associated charging infrastructure plus site upgrades, and intelligent energy management
- 100% financing, no upfront costs, fixed monthly fee





2022 Q3 FINANICALS & UPDATES

CONDENSED CONSOLIDATED BALANCE SHEETS (unaudited)

	Se	ptember 30, 2022	December 31, 2021	
Assets				
Current assets				
Cash	\$	21,635,356	\$	32,360,520
Restricted cash		480,000		380,000
Accounts receivable, net		1,063,903		1,886,708
Inventories		11,767,996		11,118,188
Prepaid expenses and other current assets		2,947,014		1,036,645
Total Current Assets		37,894,269		46,782,061
Property and equipment, net		591,257		356,194
Intangible assets, net		1,376,499		1,481,077
Investments		1,670,951		670,951
Right-of-use operating lease assets		5,418,912		3,483,042
Deferred financing costs		_		43,562,847
Financing receivables		238,624		138,161
Security deposit, long-term		8,682		3,057
Total Assets	\$	47,199,194	\$	96,477,390
Liabilities, Mezzanine Equity and Stockholders' Equity				
Current Liabilities				
Accounts payable	\$	1,664,685	\$	5,738,873
Accrued expenses		3,436,815		2,874,018
Deferred revenue		1,014,152		719,771
Operating lease liabilities - current		708,441		41,513
Other liabilities		107,198		110,574
Total Current Liabilities		6,931,291		9,484,749
Operating lease liabilities - noncurrent		5,225,555		3,441,642
Warrants liability		12,000		866,000
Derivative liability - non-controlling redeemable preferred shares		531,257		511,948
Other long-term liabilities		13,013		18,860
Total Liabilities		12,713,116		14,323,199
Commitments and Contingencies				
Mezzanine equity				
Redeemable non-controlling interests, preferred shares, zero par value, 1,000,000 shares authorized, 3,138 shares issued and outstanding at September 30, 2022 and December 31, 2021; aggregate liquidation preference of \$3,396,672 and \$3,200,760 at September 30, 2022 and December 31, 2021, respectively		3.369.827		2.885.427
Class D Incentive units, zero par value, 1,000,000 units authorized, 250,000 units issued and outstanding at				2,000,427
September 30, 2022		293,165		_
Stockholders' Equity				
Preferred stock, \$0.0001 par value, 1,000,000 shares authorized; zero shares issued and outstanding at September 30, 2022 and December 31, 2021, respectively		_		
Common stock, \$0.0001 par value, 100,000,000 shares authorized; 22,897,935 and 18,861,130 shares issued and outstanding at September 30, 2022 and December 31, 2021, respectively		2,292		1,888
Additional paid-in capital		150,247,403		127,138,504
Accumulated other comprehensive income		12,149		113,446
Accumulated deficit		(115,805,023)		(47,412,470)
Nuvve Stockholders' Equity		34,456,821		79,841,368
Non-controlling interests		(3,633,735)		(572,604)
Total Stockholders' Equity		30,823,086		79,268,764
Total Liabilities, Mezzanine equity and Stockholders' Equity	\$	47,199,194	\$	96,477,390



CONDENSED CONSOLIDATED STATEMENT OF OPERATIONS

(unaudited)

	Three Months E		nd	nded September 30,		ine Months Ende	ed Se	September 30,	
		2022		2021		2022		2021	
Revenue									
Products and services	\$	487,818	S	682,900	\$	3,809,631	\$	1,761,319	
Grants		65,869		480,104		416,816		1,182,047	
Total revenue		553,687		1,163,004		4,226,447		2,943,366	
Operating expenses									
Cost of product and service revenue		276,485		387,582		3,453,393		877,468	
Selling, general, and administrative		7,163,673		6,599,490		22,925,745		16,352,021	
Research and development		1,715,821		1,622,608		6,021,535		4,574,803	
Total operating expenses		9,155,979		8,609,680		32,400,673		21,804,292	
Operating loss		(8.602.292)		(7.446.676)		(28,174,226)		(18.860.926	
Other income (expense)			_	()	_		_		
Interest income (expense)		39,150		3,220		47,553		(592,345	
Write-off of deferred financing costs		_		_		(43,562,847)		_	
Change in fair value of warrants liability		170,000		557,000		854,000		627,228	
Change in fair value of derivative liability		(40,245)		(12,179)		(19,309)		(12,179	
Other, net		89,222		(69,647)		81,455		321,914	
Total other income (expense), net		258,127		478,394		(42,599,148)	_	344,618	
Loss before taxes		(8,344,165)		(6,968,282)		(70,773,374)		(18,516,308	
Income tax expense		_		_		_		1,000	
Net loss	S	(8,344,165)	S	(6,968,282)	S	(70,773,374)	S	(18,517,308	
Less: Net loss attributable to non-controlling interests		(168,985)		(130,837)		(2,380,821)		(130,837	
Net loss attributable to Nuvve Holding Corp.	S	(8,175,180)	S	(6,837,445)	S	(68,392,553)	S	(18,386,471	
Less: Preferred dividends on redeemable non-controlling interests		66,601		39,096		195,912		39,096	
Less: Accretion on redeemable non-controlling interests preferred shares		161,466		100,039		484,398		100,039	
Net loss attributable to Nuvve common stockholders	S	(8,403,247)	5	(6,976,580)	\$	(69,072,863)	\$	(18,525,606	
Net loss per share attributable to Nuvve common stockholders, basic and diluted	S	(0.38)	\$	(0.37)	\$	(3.46)	\$	(1.16	
Weighted-average shares used in computing net loss per share attributable to Nuvve common stockholders, basic and diluted		21,952,882	_	18,627,978		19,972,016		15,931,466	



CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

(unaudited)

	Nine Months End	Nine Months Ended September 30,		
	2022	2021		
Operating activities				
Net loss	\$ (70,773,374)	\$ (18,517,308)		
Adjustments to reconcile to net loss to net cash used in operating activities				
Depreciation and amortization	211,220	122,352		
Stock-based compensation	4,487,003	2,690,081		
Write-off of deferred financing costs	43,562,847	_		
Beneficial conversion feature on convertible debenture	_	427,796		
Accretion of discount on convertible debenture	_	116,147		
Change in fair value of warrants liability	(854,000)	(627,228)		
Change in fair value of derivative liability	19,309	_		
Loss on disposal of asset	_	1,349		
Gain on extinguishment of PPP Loan	_	(492,100)		
Noncash lease expense	336,903	2,141		
Change in operating assets and liabilities				
Accounts receivable	818,758	(99,963)		
Inventory	(649,809)	(5,126,698)		
Prepaid expenses and other assets	(2,040,485)	(4,062,202)		
Accounts payable	(4,070,611)	(240,200)		
Accrued expenses	443,491	2,260,833		
Deferred revenue	324,660	66,493		
Net cash used in operating activities	(28,184,088)	(23,478,507)		
Investing activities				
Proceeds from sale of property and equipment	_	7,784		
Purchase of property and equipment	(349,182)			
Investments	(1,000,000)	_		
Net cash (used) provided in investing activities	(1,349,182)	7,784		
Financing activities				
Deposit with Newborn	_	_		
Proceeds from Newborn Escrow Account	_	58,184,461		
Redemption of Newborn shares	_	(18,629)		
Issuance costs related to reverse recapitalization and PIPE offering	_	(3,970,657)		
Proceeds from PIPE offering	_	14,250,000		
Repayment of Newborn sponsor loans	_	(487,500)		
Repurchase of common stock from EDF	_	(6,000,000)		
Newborn cash acquired	_	50,206		
Purchase of stock from investor	_	(2,000,000)		
Payment of financing costs	_	(1,000,000)		
Proceeds from forward option put exercise	1.994.073	(-,,,		
Proceeds from exercise of pre-funded warrants related to Direct Offering	58	_		
Proceeds from Direct Offering of common stock, net of offering costs	13,069,815	_		
Proceeds from common stock offering, net of offering costs	3,763,494	_		
Payment of finance lease obligations	(7,396)	(4,613)		
Proceeds from exercise of stock options	209.280	18.325		
Issuance of Preferred Stock	209,280	3,138,000		
Net cash provided in financing activities	19.029.324	62,159,593		
Effect of exchange rate on cash	(121,218)	150,547		
	(121,218)	38,839,417		
Net (decrease) increase in cash and restricted cash	2 131 13 13			
Cash and restricted cash at beginning of year	32,740,520	2,275,895		
Cash and restricted cash at end of period	\$ 22,115,356	\$ 41,115,312		



2022 Q3 + RECENT HIGHLIGHTS

Nuvve Partners With SDG&E on Emergency Load Reduction Program (ELRP)

Nuvve's V2G aggregation software enables school district customers in two San Diego districts to get paid by participating in the ELRP

Nuvve Partners with Vistra to Help School Districts Electrify Bus Fleets

Partnership will help school districts access available grant funding from both federal and state agencies

Nuvve Enters into MOU with Maine Maritime Academy

Parties agree to establish a Center for Maritime V2G to advance programs and capabilities such as interoperability qualification, data science, cybersecurity and Al

Nuvve and V2G Featured as Newsom Signs Aggressive, World-Leading Climate Action Legislation

California Governor, Gavin Newsom, calls V2G technology a "game changer" and showcases Nuvve's V2G electric vehicle charges as press event

Nuvve Helps 10 School Districts Receive 61 EPA Clean School Bus Rebates Totaling \$24.2M

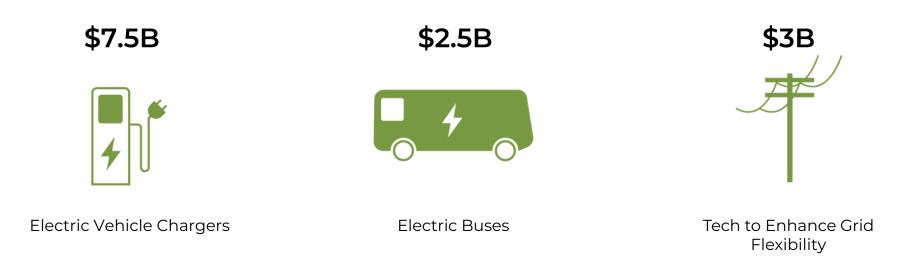
Nuvve and its school district customers will now begin activating their site design and development plans, procurement of Nuvve V2G-capable DC fast chargers and partner electric school buses (ESBs)



APPENDIX

\$1.2T BIPARTISAN INFRASTRUCTURE BILL

Nuvve Opportunities



Specific V2G Mentions in Bill

- Sec. 11109: adds the installation of electric vehicle and vehicle-to-grid (V2G) infrastructure as eligible grant funding categories.
- Sec. 40107: "smart grid functions" that qualify include those that facilitates the integration of V2G technologies, renewables, and EV charging infrastructure

\$965M - EPA Clean School Bus Rebates

EPA announcement that Biden-Harris Administration will double clean school bus rebates Awards from \$500M to nearly \$1B

Nuvve Opportunities

- Nuvve Helps 10 School Districts Receive 61 EPA Clean School Bus Rebates Totaling \$24.2M
- The total amount of clean school bus rebates equate to:
 - \$1.2M for EVSE
- School District States:
 - California 6
 - Texas 2
 - Arizona 2



Inflation Reduction Act (IRA) – August

The Inflation Reduction Act is the most significant legislation in U.S. history to tackle the climate crisis and strengthen American energy security. \$369 billion investment in clean energy over 10 years.

Nuvve Opportunities

- Commercial EV credits
- Charging infrastructure tax credits
- Clarifies that bidirectional chargers are eligible for the alternative refueling tax credit
- Funding for transportation electrification programs through federal agencies



LEVO CONTRACT WITH TROY 30-C

Preliminary Project Timeline

Phase 1 - 2022 Fall

- Installed 10 staff chargers
- BTM upgrades and line extension

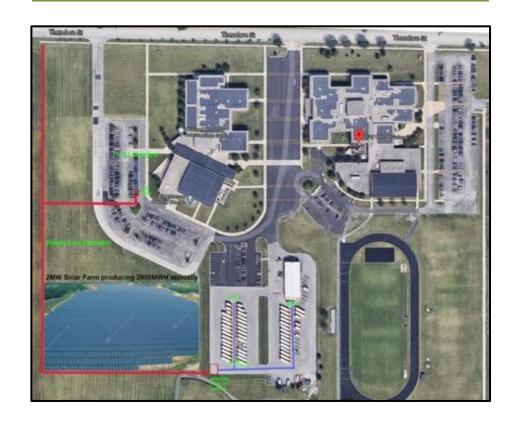
Phase 2a - 2023+

- Install up to 64 additional chargers
- Chargers can be deployed any time over next 10 years at school's election

Phase 2b - 2023+

- ROFR on any EV bus deployments at the district for the next 10 years
- Fleet consists of 43 Type C + 21 Type A

Represents up to \$16M of qualified pipeline*



*"Qualified pipeline" includes potential customers where we have a memorandum of understanding in place, or we are working toward a definitive agreement; there are no guarantees of conversion to a final agreement and ultimate conversion to revenues for Nuvve, and ultimately products and services could be either sold outright to our customers or through a multi-year agreement which would affect timing of revenue recognition

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VEHICLE ELECTRIFICATION

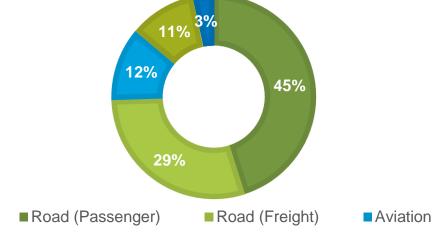
AND

POSITIVE IMPACT

NEGATIVE IMPACT



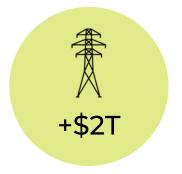
ICE vehicles account for ~45% of global CO₂ emissions





EVs are projected to create a 40% increase in power demand^[1] requiring a \$2T investment in grid upgrades^[2]



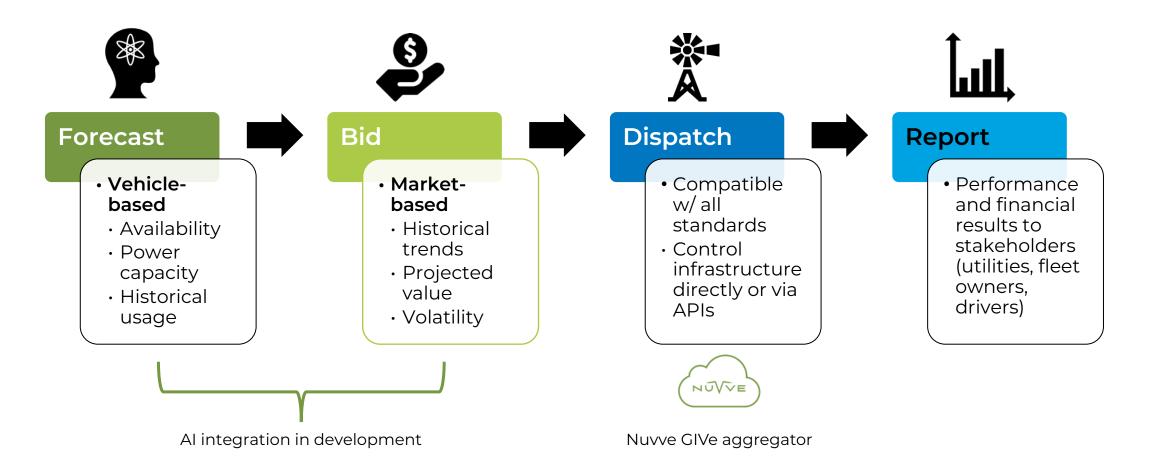


Transport accounts for 24% of CO₂ emissions from energy





NUVVE PLATFORM: HOW IT WORKS



Nuvve's platform simultaneously meets the needs of drivers, batteries, and the grid on a second-by-second basis



BATTERY HEALTH PAPER

- Learn about the factors that affect EV battery health and how intelligent energy management can help improve it
- Download the paper at nuvve.com/battery-health



Battery Health and V2G

PREPARED BY



V2G & BATTERY HEALTH

V2G has minimal impact on the battery

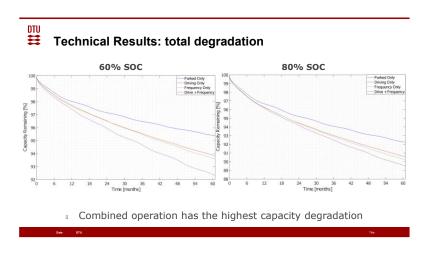
- Main factors that impact capacity are driving and age (calendar life)
- Studies show small percentage impact from V2G

2% impact over 8 years



"Deployment of Vehicle-to-Grid Technology and Related Issues" 2016 SAE Research Paper: Satoru Shinzaki, Hakaru Sadano, and Yutaka Maruyama, Honda R&D Co., Ltd

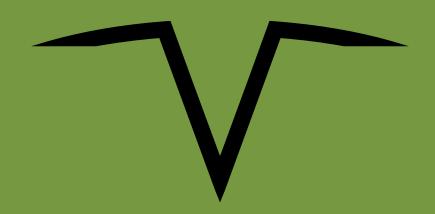
1-2% impact over 5 years



"Techno-economic characterization of EV battery considering degradation" 2019 Lisa Calearo, PhD Student, Center for Electric Power and Energy DTU Risø Campus



THANK YOU



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