

India's
Premier
Renewable
Energy
Company

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#### **Our Vision:**

"To Build the

Best Renewable

Energy Company
in the World"



Largest Pure-Play Renewable Company in India and One of the **Largest** in the World (1)

Note:

1. Source: IHS Markit



World Economic
Forum Award 2021:
Global Lighthouse
Network of
Companies



Reuters Award 2020: Clean Energy Transition Award



UN Global Compact
Network India Award
2020: Sumant Sinha
recognized as India's
SDG Pioneer



S&P Global Platts
2020 CSR Award:
Diversified Program of
the Year



S&P Platts Global
Energy Awards
2019:
Rising Star Company
of the Year



#### **About Presenters**



**Sumant Sinha**Founder,
Chairman and CEO

- 31 years of experience
- Former COO Suzlon; Founder & CEO Aditya Birla Retail
- Prior Experience: Group CFO Aditya Birla Group; Investment Banking in Citi (US) and ING Barings (UK)



**D Muthukumaran**Chief Financial
Officer

- 29 years of experience
- Head Group Corporate Finance at Aditya Birla Group and CEO at Aditya Birla PE
- Prior Experience: Investment Banking in Lazard and Corporate Finance in Deloitte



Kailash Vaswani President, Corporate Finance

- 19 years of experience in Corporate Finance and Investing
- Prior Experience: Saffron Asset Advisors and Aditya Birla Group
- Responsible for all debt and equity raising for ReNew



**Bob Mancini**RMG CEO and Director

- Chairman of the Board of Romeo Power, Inc.
- Former Chairman & CEO of Cogentrix Energy, a fully integrated IPP
- Prior Experience: Former Partner, Founder & Co-Head of Power Investment Business at Carlyle; Former Managing Director of Goldman Sachs; Co-Founder & Head of Power Investment Business, Founder & Head of Commodities Principal Investment Business



### India's Largest Renewable Energy Company

#### **Large Scale**

#### 5.6 **GW**

**Operating Capacity** 

#### **US\$699mn**

Revenue FY2021E

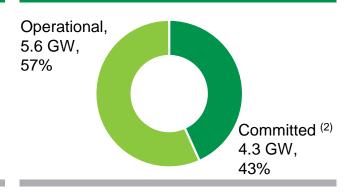
#### #1

Renewable Energy Company in India (1)

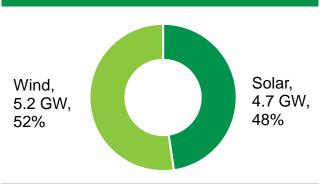
#### #10

Renewable Energy Company in World (1)

#### 9.9 GW Capacity (2)



#### **Balanced Asset Mix**



#### **Disciplined Growth**

#### ~2.8x

Capacity Growth vs Industry Growth of **1.5x** (FY2017-21)

 $\sim 3.3x$ 

Capacity Growth (FY2021-25)

#### 6.2%

Market Share of India's RE Installed Capacity (3)

12%

Market Share in Awarded Auctions (4)

#### **Profitable Growth**

**US\$578mn** 

EBITDA FY2021E

**US\$810mn** 

EBITDA FY2022E

US\$1,685mn

EBITDA FY2025E

83% / 85%

EBITDA Margin FY2021E / FY2022E

28%

EBITDA CAGR FY2022E-25E

#### **Access to Diverse Funding**

**US\$2.1bn** 

Pro forma Equity Funding (5)

US\$4.6bn

Debt Financing

US\$1.1bn Pro forma Cash Demonstrated track record of financing via marquee global equity investors, USD Green Bonds, domestic project financing and funding from overseas credit institutions

Notes: Fiscal Year End is March 31. Exchange rate (US\$/INR): 75

- 1. Based on operational and committed capacity
- 2. Committed capacity means projects for which a PPA has been signed for project development, or projects for which the bid has been won and a letter of award has been received
- 3. Includes 300 MW sold solar assets
- 4. For the period FY2018-9MFY2021
- 5. Fx rate as of when the money came in



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ReNew Power:

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Transaction Overview & Valuation Comparables







### Key Highlights of India's Attractive Renewable Energy Market

Third largest electricity market globally

One of the lowest per capita electricity consumption in the world, which will drive future demand

Electricity demand will double in 12 years, most of it being met from renewable energy

Renewable Energy tariffs are significantly below grid parity without subsidies

Therefore, renewable energy demand to grow 5X in 10 years to 450 GW





# Massive Renewable Energy Opportunity in One of the Fastest Growing Markets

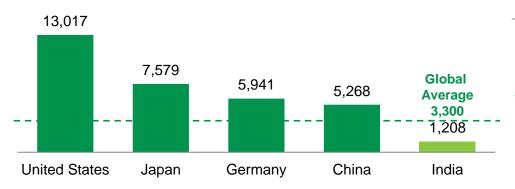
## India's Electricity Generation Expected to Double in Next Decade (1)

TWh



#### **Electrification Driving Long-Term Growth** (2)

Per Capita Electricity Consumption (kWh)



# India is One of the Largest and Fastest Growing Renewables Markets Globally (3)

Total Renewable Power Capacity (Excluding Large Hydropower) in GW, Dec-20



Share of solar and wind in aggregate electricity generation in India projected to grow ~3 times from 9.5% in 2020 to 28.3% in 2030 (3)

#### Notes:

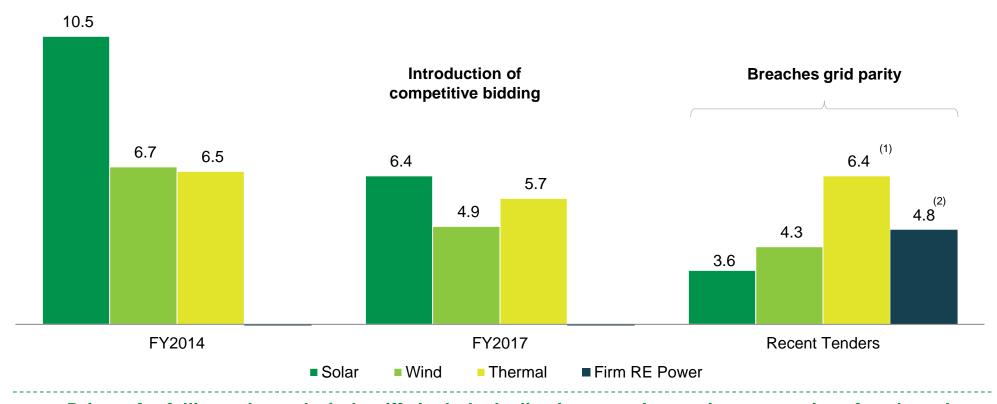
- 1. Source: CEA, IHS Markit
- 2. Source: IHS Markit
- 3. Source: Bloomberg NEF

- Commissioned Capacity as of 31 December 2020 based on Central Electricity Authority. Commissioned capacity also includes 15 GW of other Renewable technologies (small hydro and biomass)
- 5. Japan's Renewable Power Capacity from REN21, as of Dec-19



# Utility-Scale Renewable Tariffs are Below Grid Parity Without Subsidies

Tariffs (¢ / kWh)



Drivers for falling solar and wind tariffs include decline in capex, increasing economies of scale and improvement in technology leading to higher capacity utilization factors

Source: Deloitte: The Evolving Energy Landscape in India report for FY2014 tenders; Grid Parity occurs when levelized cost of electricity ("LCOE") for specified technology is less than or equal to price of power in the grid, IHS Markit for FY2017 and Recent Solar and Wind Tenders

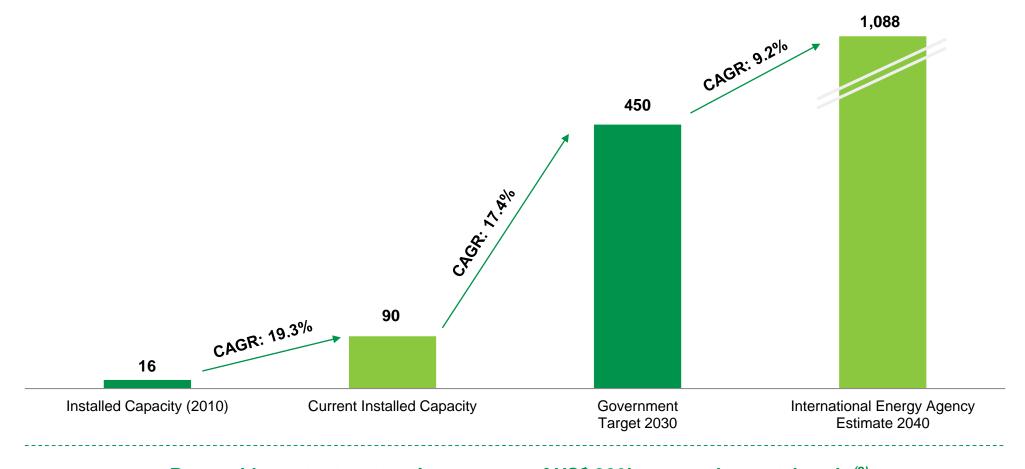
Notes:

- 1. Based on lowest bid rate for 1320 MW awarded by MP Power Management Company (MPMCL) in 2020
- 2. Based on levelized tariff of 400 MW of Round-the-Clock (RTC) (with storage) awarded by SECI in 2020. The project has 1,300 MW installed capacity



### Government Target to Add 360 GW by 2030

#### India's RE Targets (GW) (1)



Renewable sector to attract investments of US\$ 280bn+ over the next decade (2)

Notes: INR numbers converted to USD at 1 USD = 75 INR

<sup>1.</sup> Source: MNRE, CEA, International Energy Agency, IHS Markit, Department for Promotion of Industry and Internal Trade

<sup>2.</sup> Source: Bloomberg NEF





### **Key Highlights**

- One of the Largest Renewable Companies Globally, with Leadership Position in India
- Stable, Contracted and Diversified Portfolio of Assets
- Vertically Integrated IPP with Diverse Execution Capabilities
- Track Record of Disciplined Project Underwriting with Focus on Risk Adjusted Returns
- 5 Robust Sustainability and Governance Culture
- High Quality and Experienced Team with Consistent Track Record of Success





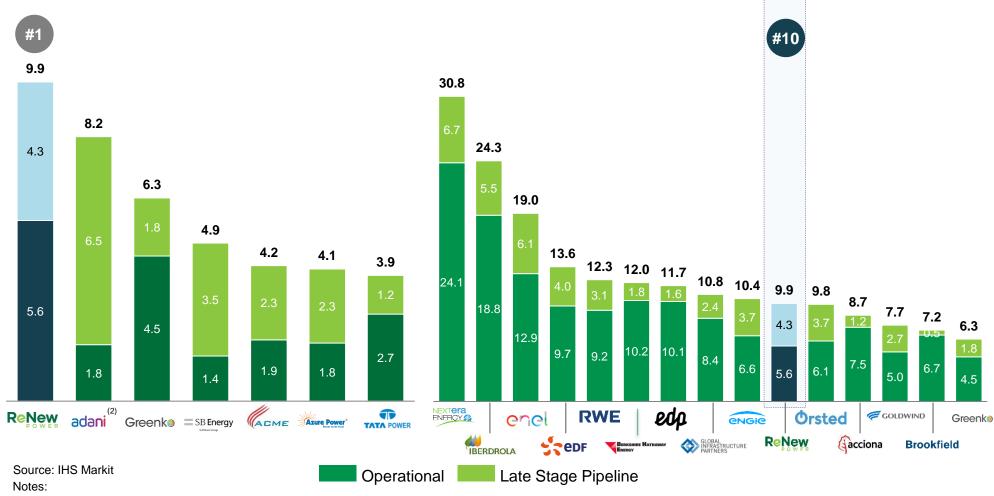
# #1 Utility-Scale, Pure-Play Renewable Power Generation Company in India and #10 Largest Globally

# Largest, Pure-Play Renewable Energy Provider in India

#### One of The Largest Renewable Energy Producers Globally

Net Capacity in MW (Operational + Late-Stage Pipeline) (1)

Net Capacity in MW (Operational + late-Stage Pipeline) (1)



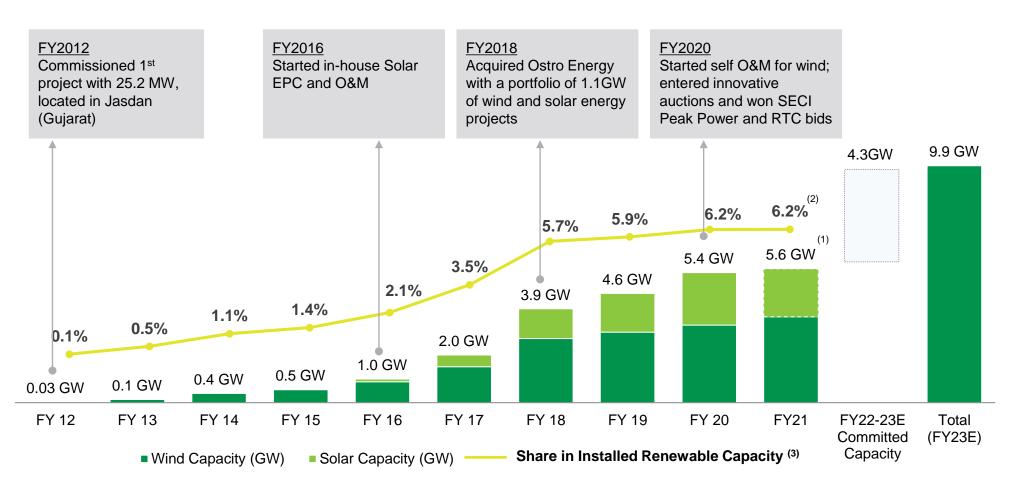
<sup>1.</sup> Late-stage pipeline includes projects scheduled to commission in next two years by end CY 2022. Data for operational and late stage pipeline reflects the net ownership of the assets. In case, the information about ownership percentage not available, a 100% stake has been assumed. Global players selected basis operational capacity and ranked basis operational + late stage pipeline

<sup>2.</sup> Adani operational capacity excludes 50% share of Total where applicable; late stage pipeline excludes 6 GW expected to be commissioned between 2023 and 2025; recently announced acquisition of Softbank Energy (yet to close)



# Consistent Track Record of Market Share Growth Over Long Term

ReNew has Successfully Grown its Capacity 2.8x Since FY2017 vs Industry Growth of 1.5x



Notes: Solar capacity includes distributed solar

- 1. Operational capacity as of March 31, 2021
- 2. Includes 300W sold operating capacity for ReNew
- 3. Total installed renewable capacity used to calculate market share includes bio-mass and small hydro capacity



### Scale Provides Competitive Edge in Fast Evolving Market



Ability to negotiate favourable terms from OEMs and other suppliers



Technical expertise, track record and scale to win complex bids



Access to diversified funding sources enhancing cost competitiveness



Pan-India presence to identify and execute on potential opportunities



Active role in policy development and advocacy



Access to data – 5.6 GW operating assets across 110+ sites, experience in hybrid, storage, peak power and RTC solutions



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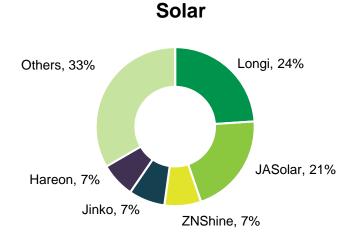


### **Highly Diversified Portfolio of Assets**

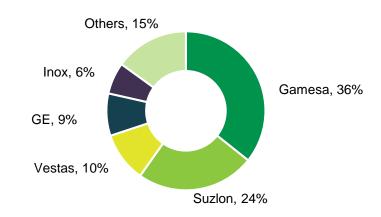
#### ReNew's Regionally Diversified Utility Portfolio (1)(2) Diversity Across Vendors Reduces Dependence

# <u>#</u> 100 MW 3,058 MW 1,346 MW 578 MW 736 MW 560 MW 777 MW Solar - 4.7 GW 100 MW ₩ind – 5.2 GW

# and Price Risk (3)







Notes: As of 31st March, 2021

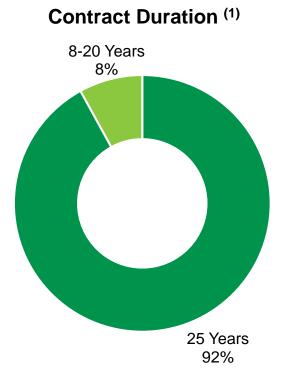
- 1. Excludes 300 MW operating solar capacity sold by the company
- 2. Map includes only operational and committed capacity (does not include distributed solar capacity)
- 3. Includes operational and under development capacity (ex-distributed solar) for which equipment purchase contracts have been entered into

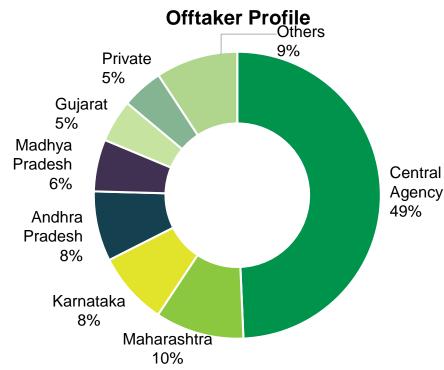


## Stable and Long-term Contracted Cash Flows with High Quality **Counterparties**

**Long Term PPAs Provide Stable Cash Flows** 







Central government agencies, such as SECI and NTPC, constitute almost 50% of ReNew's counterparties, with the remainder comprised of a diversified mix of state level distribution utilities

Notes: As of 31st March, 2021

<sup>1.</sup> Weighted by capacity

<sup>2.</sup> Karnataka includes BESCOM, MESCOM, HESCOM and GESCOM; Central Agency includes SECI, NTPC & PTC



# Government Reform Measures Likely to Reduce Counter-Party Risk in Future



SECI is sponsored by central government of India and has a high credit profile given sovereign support

Most of the future RE bids in India will be through SECI, which will minimize any direct counter-party risk from DISCOMs

Renew has also been focusing on central bids as is evidenced in increasing share of central projects through the years

Central counterparties form 86% of ReNew's total committed pipeline

Government is making continued efforts to improve DISCOM health by implementing short, medium and long- term policies

#### **Short Term**

In 2020, the government announced \$15 Bn liquidity package for distribution companies to clear all outstanding dues of generators

#### **Medium Term**

In this year's budget, the government announced to set aside \$45 Bn over the next 5 years to improve DISCOM performance by implementing smart meters, reducing operational and financial losses etc.

#### **Long Term**

Announced structural reforms such as DISCOM privatization and content & carriage separation which would provide more choice to consumers



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# Fully Integrated Platform with Comprehensive Project Execution Capabilities

# Site Selection and Development

Access to multiple data sources such as ReNew's own 116 met-masts (1) across 84 sites

- Performance data from 5.6 GW of wind and solar operating projects
- Visibility on 40,000 acres of land for future development

# Land Acquisition

- 22,000 acres of land acquired (2/3rd owned and 1/3rd leased) for existing projects
- 6 regional development offices and 86 site offices to support land development efforts

#### **Self EPC**

- Capability to execute 100% solar and wind EPC in-house; executed 1.8 GW solar in-house
- 440+ team in solar and wind EPC across Design & Engineering, procurement, and project execution

#### Self O&M and Asset Management

- ~2.4 GW of total operational assets are self-operated across solar and wind
- Over 340 employees manage 92% of the solar assets in-house; transitioning to in-house self O&M for all wind projects
- Digital capabilities to remotely monitor and undertake maintenance of assets
- ✓ Fully integrated platform provides significant cost reduction benefits and superior margins
- ✓ 50% higher organic execution than the next peer demonstrating its superior project execution capabilities

#### Note:

Present Across Value Chain

<sup>1.</sup> Met-masts are towers that collect meteorological data including wind speed



### Digital Analytics to Manage Projects and Drive Cost Efficiencies



- Acquired Climate Connect in June 2020 to give ReNew access to energy management services
- Climate Connect is a digital analytics, software development, Al and ML company specializing in Indian power market



- ReNew Power Diagnostics Centre (RPDC): State-of-the-art facility for improving the performance and reliability of wind and solar assets
- With 15 member team, ReD Analytics Lab helps in:
  - predicting asset failures
  - prioritization of O&M work
  - optimization of corrective actions
  - performing real time monitoring



## RECOGNITION BY WORLD ECONOMIC FORUM

- Addition to the World Economic Forum's Global Lighthouse network of companies leading in the area of technology-enabled, sustainable growth
- World's first renewable energy company to be recognized as a Lighthouse by World Economic Forum







### Pioneering Development of Intelligent Energy Solutions



- Round The Clock (RTC) and peak power projects to be mainstay of future auctions
- Won the first-ever auction for RTC project
- Committed capacity of 1.7 GW in RTC and Peak Power Projects – combination of wind, solar and storage



- Built the largest pipeline of utility scale battery energy storage systems in the country
- Partnered with Stanford
   University to enhance research into battery storage solutions

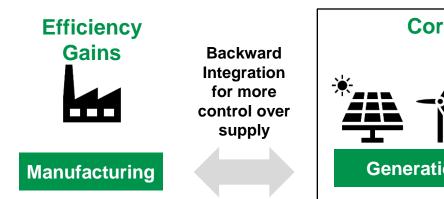


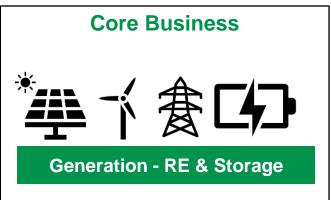
 Corporate PPA market is gaining traction and is growing; ReNew has ~450 MW of projects with >150 large corporate customers

ReNew is staying ahead of the curve in a fast evolving market by focusing on integration of storage into traditional solar and wind renewable sources



# ReNew Continues to Be Focused on Growing Through Investment Across "Green" Energy Value Chain









#### Three focus areas are:

- 1 Disciplined growth strategy for new bids and acquisitions
- 2 Backward integration into our supply chain; and
- 3 Evaluate entry into future growth areas



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# Strong Track Record of Disciplined Bidding Focused on Profitable Growth

Strict Project Underwriting Over the Years Resulting in Compelling Risk Adjusted Returns (1)

Capacity Bid by ReNew Maintaining high level of 54.9 GW Selective bidding highlights discipline in bidding through disciplined approach and multiple market cycles... strong internal underwriting thresholds ...has enabled ReNew to typically target attractive levered project equity IRRs of 16-20% Strong win rate when ReNew chooses to on an INR basis... participate 15.0 GW 12% ...and achieved ~40% (2) win **Market Share** rate when participating in 6.5 GW auctions Capacity Bid Out Capacity Bid by ReNew Capacity Won by ReNew

#### Notes:

- 1. Data from FY18-9MFY21. Excludes solar PV manufacturing linked capacity; RTC 400MW bid considered at installed capacity, which is 1,300MW
- 2. Calculated as capacity won by ReNew divided by capacity bid by ReNew



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# ReNew is Leading Energy Transition in India and is Committed to the Global Sustainable Development Goals

Partnerships with



THE CLIMATE GROUP





#### **Our ESG Initiatives**



- Mapping Scope 1, Scope 2 and Scope 3 emissions
- Achieving "Net Zero" by 2050

#### Signatory to

GRI Sustainability Imperatives









Plans to adopt





- Adopted Dupont Safety Guidelines
- Benefitting communities in India surrounding our projects
  - Encouraging rural women to become entrepreneurs (ReWIN)
  - Electrification of schools (Lighting Lives)
  - Scholarship program for under privileged students (ReSET)
  - Community-Based Water Management
- Drive policy advocacy through partnerships and programs under ReNew Foundation

#### Governance



- Strong governance, transparent and ethical operations
- Diverse and majority independent Board
- Board requirements exceed minimum requirements for FPIs



### **Impacting Communities with Sustainability Initiatives**

**ReNew Women India Initiative (ReWIN)** 



**Lighting Lives – Electrification of Schools** 



**Community-Based Water Management** 



**ReNew Scholarship for Exceptional Talent (ReSET)** 





## **Key Highlights**

- One of the Largest Renewable Companies Globally, with Leadership Position in India
- Stable, Contracted and Diversified Portfolio of Assets
- Vertically Integrated IPP with Diverse Execution Capabilities
- Track Record of Disciplined Project Underwriting with Focus on Risk Adjusted Returns
- 5 Robust Sustainability and Governance Culture
- High Quality and Experienced Team with Consistent Track Record of Success





# Led by a Visionary Founder and a Highly Experienced Management Team of ReNew India



Sumant Sinha Founder, Chairman and CEO

ADITYA BIRLA GROUP

10

SUZLON





**D Muthukumaran**Chief Financial
Officer

2





Balram Mehta
Chief Operating
Officer

10

26





Sanjay Varghese President. Solar

4

21





Mayank Bansal
Chief Commercial Officer

3

21

McKinsey & Company Hindustan Uniferent Limited





Kailash Vaswani President, Corporate Finance

10







Vaishali N. Sinha
Chief Sustainability Officer
& Chair, ReNew Foundation

10

24

J.P.Morgan







Ajay Bhardwaj President, New Business

3

36

**SUZLON**////Sterlite Power



Garima Garg
Interim CHRO

1







Col. Pushkar Prasad President, Regional Affairs Development

8













### **Updates Since Business Combination and PIPE Announcement**

#### Successfully Secured US\$855mn in PIPE Commitments in Feb-21

# Commissioning of 515 MW Capacity

- 300 MW Wind project: PPA with SECI
- 105 MW Solar Project: PPA with Gujarat DISCOM
- 110 MW Solar Project: PPA with SECI

# Import Tariffs Announced on Solar Modules

- Gol announced import tariffs of 40% on solar modules and Production Linked Incentive (PLI) scheme to promote domestic manufacturing
- ReNew is setting up 2GW module and cell manufacturing facility

#### Update on 9MFY21 (Dec-20) Financials and Bond Issuances

- Revenue: \$526mn; EBITDA: \$444mn; Margin: 84%<sup>(1)</sup>
- On track to achieve FY21 projections of \$699mn revenue and \$578mn EBITDA
- Issued US\$585 MM USD green bonds in Apr-21 at 4.5% coupon, 7 year tenor

#### **Focused on Employee Welfare**

- Organised two vaccination drives for all employees & their families
- ReNew will also reimburse the cost of vaccines for its employees and their immediate family

# Potential Impact of 2<sup>nd</sup> Wave of COVID-19 on Operations

- ReNew prudently revised their CoD dates of committed projects due to anticipated delays on account of COVID
- No material impact on the financial projections

#### Recognized as a Global Lighthouse by World Economic Forum

- First renewable energy company in the world to be recognised as a Lighthouse
- Recognized for adoption of 4 IR technologies to achieve growth that is not only profitable, but also sustainable

Note: FY represents fiscal year end March 31

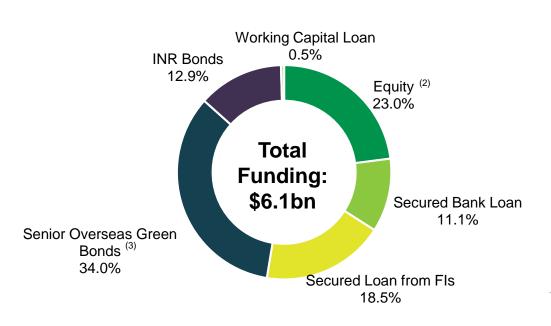
Excludes finance income





# Track Record of Efficient Capital Raise from Diverse Sources of Funding

#### Outstanding Funding (31-Dec-20) (1)



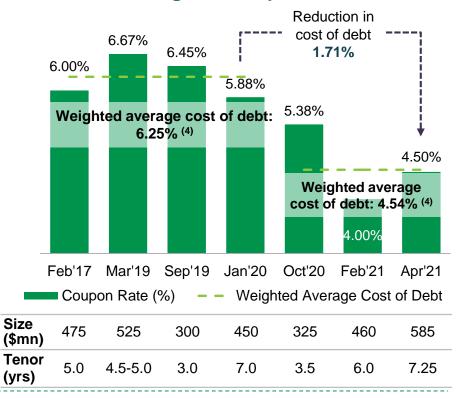
#### ✓ USD bonds are hedged

- ✓ USD bonds are rated BB- by S&P, BB-/ BB by Fitch and Ba3 by Moody's
- ✓ Corporate rating of Ba2 by Moody's
- ✓ Local rating (CARE) of A1+ for short term debt and A+ for long term

#### Notes:

- 1. Assumes 1 USD = 75 INR
- 2. Includes Compulsory Convertible Preference Shares. Based on actual USD amount raised

# Raised US\$3bn+ in Bond Offerings Through 7 USD Bond Offerings at Competitive Rates

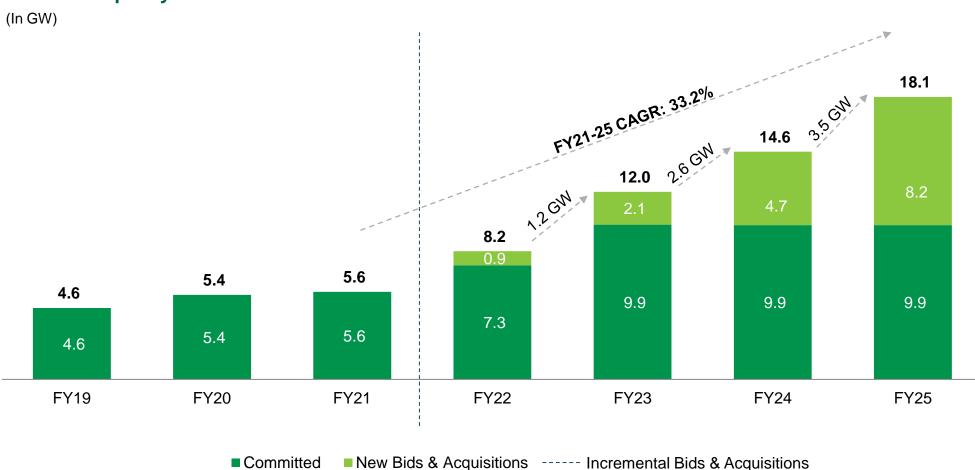


- ✓ Ability to refinance existing debt at lower interest cost, longer tenor, top-ups to release liquidity and less onerous restricted payment conditions
- ✓ Increases liquidity for financing capex of new projects
- 3. Senior USD Green Bonds stated based on the actual USD amount raised
- 4. Weighted by issue size



## 18 GW Capacity by FY25 Through Organic and Inorganic Growth

#### **Installed Capacity**



<sup>✓</sup> Installed capacity is existing operational projects + capacity of committed projects + ReNew's current estimates of its ability to win wind and solar projects in future auctions and acquisitions

Note: FY represents fiscal year end March 31

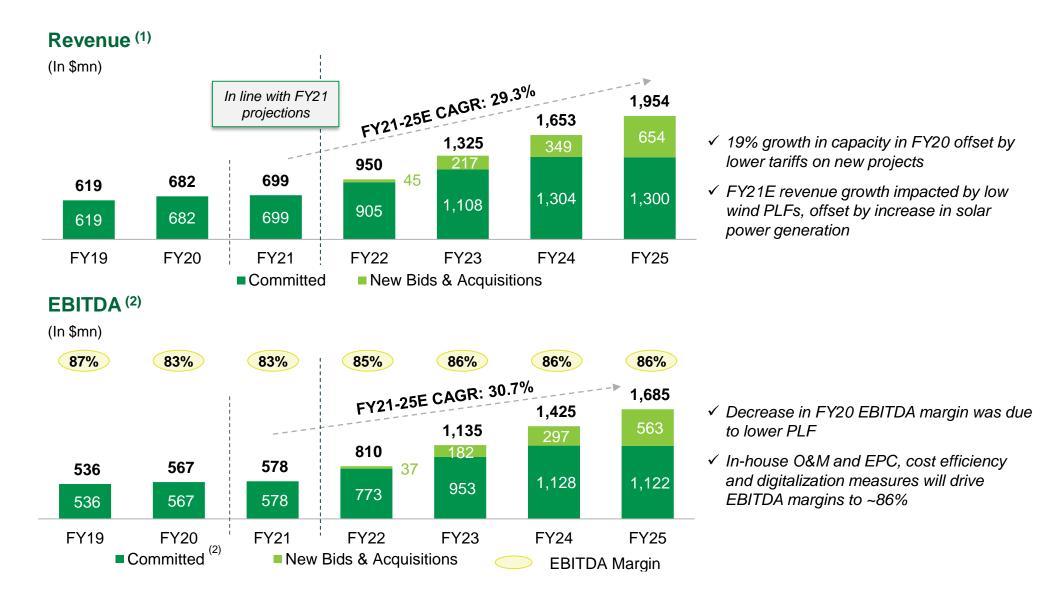
<sup>✓</sup> Long runway of capacity growth in India from 90 GW to 450 GW

<sup>✓</sup> Implied market share (1) of ~10% by FY25

<sup>1.</sup> Total installed renewable capacity for FY2025 calculated basis annual growth rate of 17.4% (CAGR to achieve 450GW by 2030 from 90 GW as of Nov-20)



## **Strong Revenue Growth and Stable Margins**



Notes: FY represents fiscal year end March 31; INR numbers converted to USD at 1 USD = 75 INR

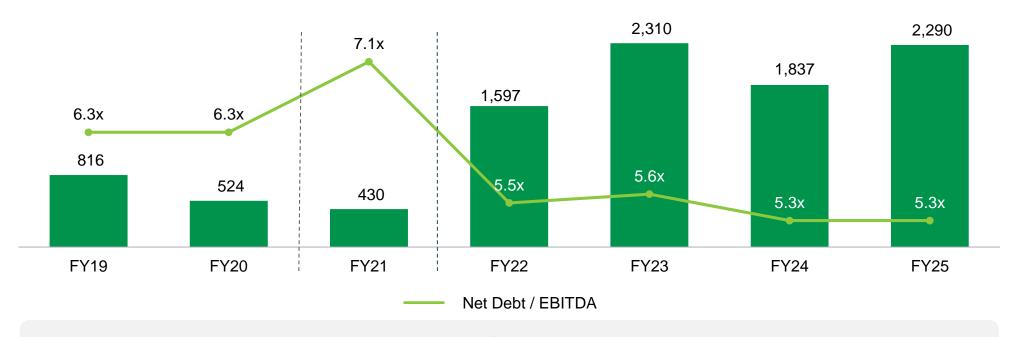
- 1. Revenue and EBITDA figures do not include interest income. EBITDA does not include non-cash expenses such as amortization of USD bond hedging costs
- 2. EBITDA from committed assets is net of corporate overhead



## Stable Net Leverage Expected to be Maintained at 5.3-5.6x

#### **Capital Expenditure and Leverage**

(In \$mn)



- 75 80% capex funded through debt
- ✓ Capex is based on the anticipated expenditure to be incurred to achieve the CoD, or the expected purchase price for acquired capacity
- ✓ USD green bonds have bullet repayments and are assumed to be refinanced prior to maturity, while other loans are expected to amortize in line with long tenor of PPAs
- ✓ Amortizing debt assumes back-end heavy amortization (typical in renewable project finance)

Note: FY represents fiscal year end March 31; INR numbers converted to USD at 1 USD = 75 INR



## RECAP: ReNew is the Leading Renewable Energy Player in a Rapidly Growing Market

- Renewables are the **mainstay of electricity growth** in India most economical and fastest growing
- ReNew with **9.9 GW committed capacity**, diversified, and high quality portfolio is the largest renewable energy company in the country and one of the largest globally
- End-to-end project value chain capabilities with site selection, land development, in-house EPC, O&M and asset management capabilities coupled with digitalization driving cost efficiencies and superior margins
- Strong capital base with ~US\$2.1bn equity raised to date (1) and US\$4.6bn financing across debt markets
- Well positioned to execute on integrated and intelligent energy solutions and services
- 6 Superior growth and strong margins
- At the forefront of environment, sustainability and governance
- High quality and experienced management and board with strong track record of delivering superior returns and performance for its stakeholders



#### Note:





### **Transaction Overview and Valuation**

#### **Overview**

- Transaction will be funded by \$345mn of RMG II cash held in trust and up to \$855mn in PIPE proceeds
- Post-closing company is anticipated to be listed on the NASDAQ and retain its ReNew Power name
- Primary proceeds will be used to fund attractive near-term growth and reduce leverage
- Transaction expected to complete by early Q3 2021

#### **Valuation**

- Transaction reflects a \$4,370mn post-money equity valuation for ReNew, representing a highly attractive opportunity to invest in a leader in renewable energy
  - ReNew to receive up to \$610mn cash at closing which, together with its expected cash balance of \$730mn <sup>(1)</sup>, will be used to fund attractive near-term growth opportunities and reduce leverage
- \$7,846mn Enterprise Value (1)

Compelling entry multiple of 9.7x EV / FY2022E EBITDA relative to median peer multiple of 18.8x (at transaction announcement)

Source: Peer company public filings, and FactSet

Note:

1. Pro forma as of March 31, 2021, assuming \$4,816mn of exiting debt, \$730mn of cash on balance sheet and up to \$610mn of primary proceeds



## Overview of RMG II Management Team

#### **Highly Experienced RMG II Management Team**



#### Jim Carpenter

#### Chairman

- · Founder and CEO of Riverside Management Group
- Former CEO of Horsehead Industries
- Co-Founder of Mohegan Energy
- Founding Investor & Board Member of Allied Resource Corp.



#### **Bob Mancini**

#### **CEO** and Director

- Former Partner, Founder & Co-Head of Power Investment Business at Carlyle (NASDAQ:CG)
- Former Managing Director of Goldman Sachs (NYSE:GS)
- Co-Founder & Head of Power Investment Business, Founder & Head of Commodities Principal Investment Business at Goldman Sachs (NYSE:GS)
- Chairman of the Board of Romeo Power, Inc. (NYSE: RMO)
- Former Chairman & CEO of Cogentrix Energy







#### **Phil Kassin**

#### President, COO and Director

- · Former Senior Managing Director of Evercore (NYSE:EVR)
- Former Head of M&A & Financing at Access Industries
- · Former Board Member and Chairman of the Finance & Investment Committee at LyondellBasell (NYSE:LYB)
- Senior investment banking roles at Morgan Stanley, Goldman Sachs, Merrill Lynch and AIG
- Board Member of Romeo Power, Inc. (NYSE: RMO)





lyondellbasell

Morgan Stanley



#### RMG Acquisition Corp. II Overview



- RMG Acquisition Corp. II ("RMG II") is NASDAQ listed SPAC which completed its \$345mn IPO on December 14, 2020
- RMG II management team has significant public company board experience (NYSE, NASDAQ, and TSX)
- The team consummated a business combination with Romeo Power (NYSE: RMO) in December 2020 through RMG Acquisition Corp (RMG I), a NYSE listed SPAC which completed its IPO in February 2019
- Supported by Riverside Management Group, a leading merchant bank with ~25 years of experience in M&A advisory and principal investing

#### RMG II's Due Diligence Conducted on ReNew

- General corporate, employment matters and benefits, legal, litigation and potential claims, intellectual property, environmental health and safety, contract review, real estate and joint venture capital structure due diligence performed by Skadden
- Technical due diligence performed by



Accounting and Tax due diligence performed by



Business and financial due diligence completed by

 MRACQUISITION CORE.



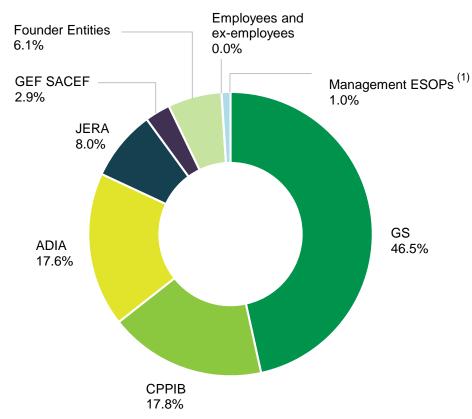




## ~70% of Post-Transaction Shareholding Held by Existing Shareholders

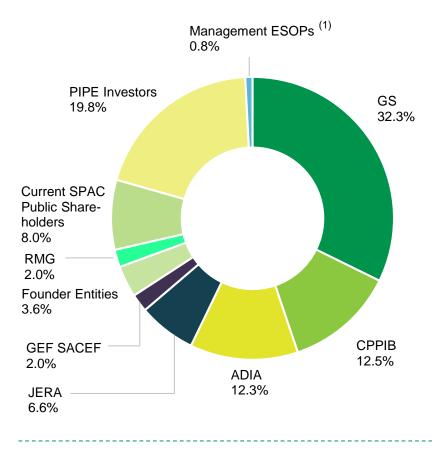
#### **Pre-Transaction Shareholding**

%



#### **Post-Transaction Economic Shareholding**

% at Closing (2)



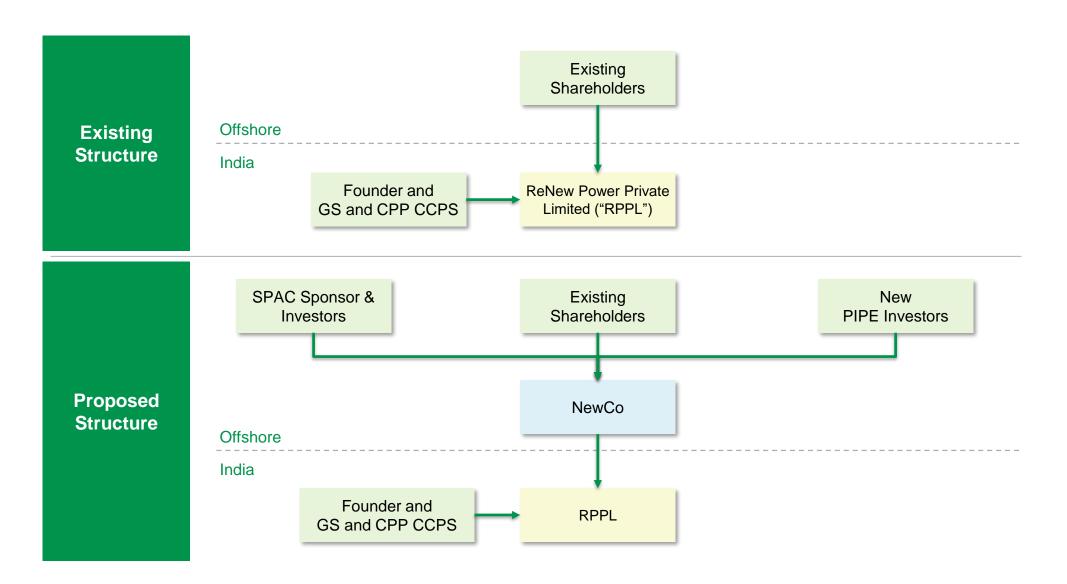
~28% free float upon listing

#### Notes:

- 1. Management and employee ESOPs includes ESOPs exercisable within 60 days of closing
- 2. Secondary share split among shareholders is: Sumant (\$62mn), GS (\$242mn), CPP (\$92mn), ADIA (\$90mn), and GEF (\$14mn). Assumes GS, ADIA and CPP Investments CCPS is exchanged into ReNew Global shares. Does not account for warrants dilution

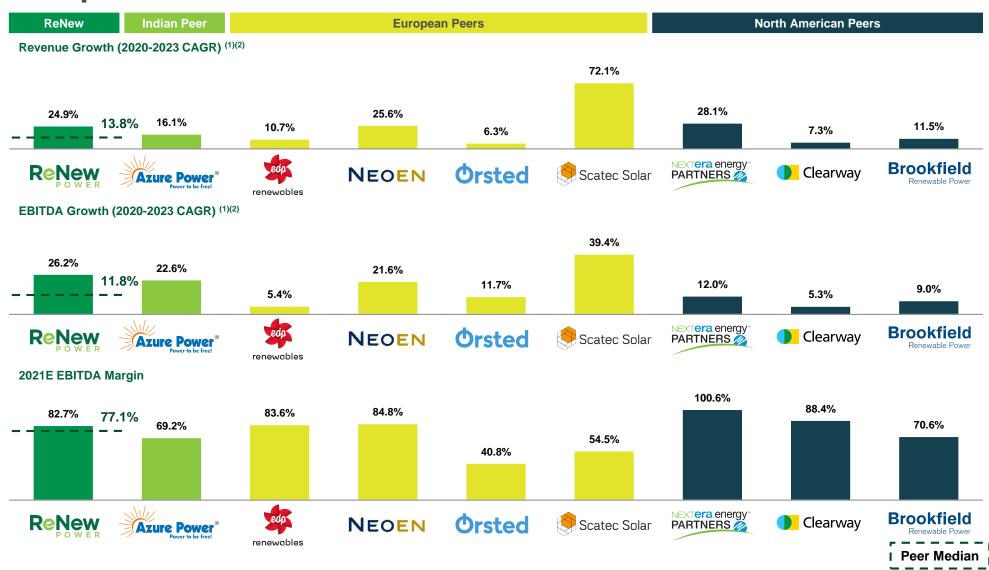


### **Structural Overview**





## ReNew's Financial Profile is Superior Compared to Public Comparables



Source: ReNew Company data, public company filings and FactSet as of May 14, 2021 Notes:

- 1. ReNew and Azure metrics based on fiscal year end March 31; metrics for other peers represent fiscal year end December 31
- 2. Renew & Azure metrics shown as FY2020-2023 (April 2019 March 2023)

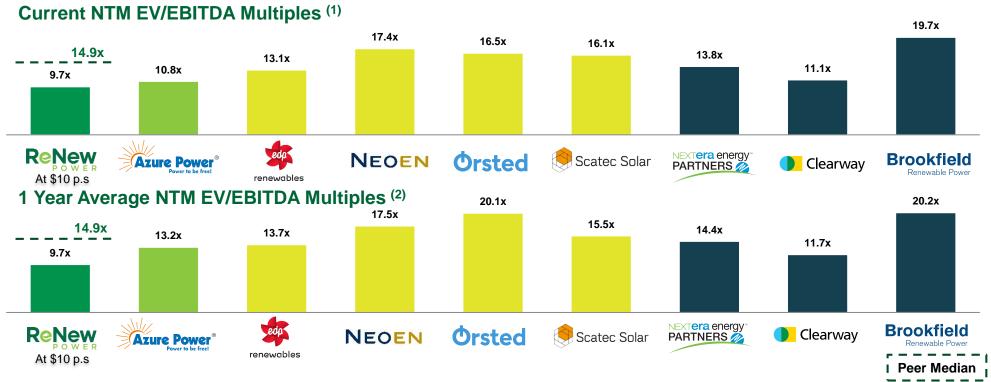


## Peer Valuation Benchmarking – Highly Attractive Valuation Compared to Peers

- Robust demand in public markets for renewable energy companies, particularly those with exposure to large addressable markets and enormous growth opportunities
- While multiples have traded down recently, longer term multiples will support significant upside potential in value
- Potential to trade at a premium to peer multiples given leadership position in the region supplemented by scarcity value of high-quality listed players from India

#### **Equity Value for Comparable Indian Platforms**

Company	Capacity (MW)	Equity Value (US\$ mm)
adani	7,019	22,367 (3)
Greenk <sub>®</sub>	6,048	5,750 (4)
ReNew	9,863	4,370



Source: Renew Company data, public company filings and FactSet as of May 14, 2021 Notes:

- 1. Based on EBITDA for NTM period starting May 14, 2021
- 2. Represents average daily NTM EV/EBITDA over one year period ending May 14, 2021

- 3. Adani Green's market capitalization as of May 14, 2021
- 4. Equity value for Greenko in the recently announced minority investment transaction with Orix Corp (source: Greenko Press Release)



# Thank you

### For Further Inquiries Please Contact

### **Investor Contact**

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