

→ ONE POWER COMPANY

May 2024 Introduction to ONE

DISCLAIMER (1 of 2)

PLEASE TAKE THE TIME TO READ THESE IMPORTANT DISCLAIMERS, WARNINGS, AND CLARIFICATIONS

One Energy Enterprises Inc. ("One Energy" and referred to herein from time to time as "One Power") has prepared this presentation.

This Presentation contains information about a proposed business combination (the "Business Combination") between One Energy and TortoiseEcofin Acquisition Corp. III (referred to as "TRTL"). The information contained herein does not purport to be all-inclusive and the information contained herein is preliminary and subject to change and such changes may be material. No securities commission or securities regulatory authority in the United States or any other jurisdiction has in any way passed upon the merits of the Business Combination or the accuracy or adequacy of this presentation. Neither One Power nor TRTL provide any guarantees of any kind that the Business Combination or (ii) an offer to sell, a solicitation of a proxy, consent or authorization with respect to any securities or in respect of the Business Combination or (ii) an offer to sell, a solicitation of an offer to buy, or a recommendation to purchase, any securities of One Power, TRTL or any of their respective affiliates. No offering of securities shall be made except by means of a prospectus meeting the requirements of Section 10 of the Securities Act of 1933, as amended (the "Securities Act"), or an exemption therefrom, nor shall any sale of securities in any states or jurisdictions in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction be effected.

In connection with the proposed Business Combination, TRTL Holding Corp., a wholly owned subsidiary of TRTL, filed a registration statement on Form S-4 on May 13, 2024 (the "Registration Statement") with the Securities Exchange Commission (the "SEC") that includes a preliminary proxy statement to be distributed to shareholders of TRTL in connection with TRTL's solicitation of proxies for the vote by its shareholders with respect to the Business Combination. TRTL may also file other documents with the SEC regarding the Business Combination, and prospective investors, before making any investment or voting decision, shareholders and other interested persons are advised to read, when available, the Registration Statement and preliminary proxy statement/prospectus and any amendments thereto, and the definitive proxy statement/prospectus in connection with TRTL's solicitation of proxies for the special meeting to be held to approve the transactions contemplated by the Business Combination. shareholders will also be able to obtain a copy of the preliminary proxy statement/prospectus and the definitive proxy statement/prospectus once they are available, without charge, at the SEC's website at www.sec.gov, or by directing a request to: TortoiseEcofin Acquisition Corp III 195 US HWY 50 Suite 208 Zephyr Cove, NV 89448.

The information set forth in this presentation has been prepared for informational purposes and should be read in conjunction with the Registration Statement. In addition, the information contained in this presentation is as of the date hereof, and One Power and TRTL have no obligation to update such information, including in the event that such information becomes inaccurate. The delivery of this presentation and the information contained herein shall not create any liability or obligation whatsoever for TRTL or One Power. No representations or warranties are made by One Power or TRTL or any of their affiliates as to the accuracy or completeness of any statements contained in this presentation or any additional materials. This presentation should not be considered as a recommendation by One Power or TRTL or any of their respective agents to acquire any securities or to enter into any transaction.

This presentation includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, as amended, that reflect current views of One Power or TRTL with respect to, among other things, operations and financial performance. Forward-looking statements may be identified by the use of words such as "anticipate," "assume," "believe," "continue," "could," "estimate," "expect," "intend," "may," "plan," "potential," "protect," "future," "will," "seek," "foreseeable" and similar terms and phrases in this presentation. All statements about the future are forward looking statements unless unambiguously noted otherwise. Forward-looking statements contained in this presentation are based on One Power's current expectations and are subject to changes in circumstances and other risks and uncertainties. Given One Power's rapid growth and the significant impact of the proposed merger, the likelihood of discrepancies in these forward-looking statements is increased. One Power and TRTL cannot assure you that future developments affecting One Power or TRTL will be those that One Power or TRTL have anticipated. Actual results may differ materially from these expectations due to changes in global, regional or local economic, business, competitive, market, regulatory and other factors, many of which are beyond the control of TRTL or One Power. Any forward-looking statements and you should not place undue reliance on our forward-looking statements. Forward-looking statements disclosed in our forward-looking statements and you should not place undue reliance on our forward-looking statements. Forward-looking statements disclosed in our forward-looking statements. Forward-looking statements or the plans, intentions or expectation to publicly update or review any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by any applicable securities laws.

DISCLAIMER (2 of 2)

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There are numerous risks that could cause statements made in this presentation or in the Registration Statement that could affect One Power. Risk Factors that may cause actual results to differ materially from current expectations include, but are not limited to: (i) the risk that the Business Combination may not be completed in a timely manner or at all, which may adversely affect the price of TRTL's securities, (ii) the risk that the Business Combination may not be completed by TRTL's business combination deadline and the potential failure to obtain an extension of the business combination deadline if sought by TRTL, (iii) the failure to satisfy the conditions to the consummation of the Business Combination, including the requirements that the Merger Agreement and the transactions contemplated thereby be approved by the shareholders of TRTL and by the shareholders of One Energy, respectively, (iv) the failure to obtain regulatory approvals and any other third party consents, as applicable, as may be required to consummate the Business Combination, (v) the occurrence of any event, change or other circumstance that could give rise to the termination of the Merger Agreement, or that redemptions by TRTL public shareholders may exceed expectations. (vi) the effect of the announcement or pendency of the Business Combination on One Energy's business relationships, operating results, and business generally, (vii) risks that the Proposed Transaction disrupts current plans and operations of One Energy, (viii) the outcome of any legal proceedings that may be instituted against One Energy or against TRTL related to the Merger Agreement or the Business Combination, (ix) the ability to maintain the listing of TRTL's securities on NYSE, (x) changes in the competitive market in which One Energy operates, variations in performance across competitors, changes in laws and regulations affecting One Energy's business and changes in the capital structure of the Combined Company after the Closing, (xi) the ability to implement business plans, growth, marketplace, customer pipeline and other expectations after the completion of the Business Combination, and identify and realize additional opportunities, (xiii) the potential inability of One Energy to achieve its business and growth plans, (xiv) the ability of One Energy to enforce its current material contracts or to secure longterm or other committed contracts with new or existing customers on terms favorable to One Energy, (xv) the risk that One Energy, will need to raise additional capital to execute its business plans, which may not be available on acceptable terms or at all; (xvi) the risk that One Energy experiences difficulties in managing its growth and expanding operations; (xvii) the risk of our cyber security measures being unable to prevent hacking or disruption to our customers; and (xviii) the risk of economic downturn, increased competition, a changing of energy regulatory landscape and related impacts that could occur in the highly competitive energy market, including, among other things, that One Energy will not meet milestones for funding its ongoing and future project pipeline. The foregoing list of factors is not exhaustive. Recipients should carefully consider such factors and the other risks and uncertainties described and to be described in the "Risk Factors" sections of the Registration Statement, of TRTL's initial public offering prospectus filed with the SEC on July 21, 2021, TRTL's Annual Report on Form 10-K for the year ended December 31, 2023, as filed with the SEC on April 1, 2024, and subsequent periodic reports filed by TRTL with the SEC, and other documents filed or to be filed by TRTL from time to time with the SEC.

The presentation also includes industry and market data from third-party sources, which One Power believes to be reliable but which neither One Power, not TRTL, nor any other party has not independently verified. You are cautioned not to give undue weight to such industry and market data.

Trademarks, trade names, and service marks mentioned in the presentation are owned by One Energy, One Power, or another entity, and their use does not imply endorsement or sponsorship. Specific trademarks referenced here for clarity include Wind For Industry®, ManagedHV®, Megawatt Hubs™, and One Power Company™.

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Non-GAAP Financial Measures

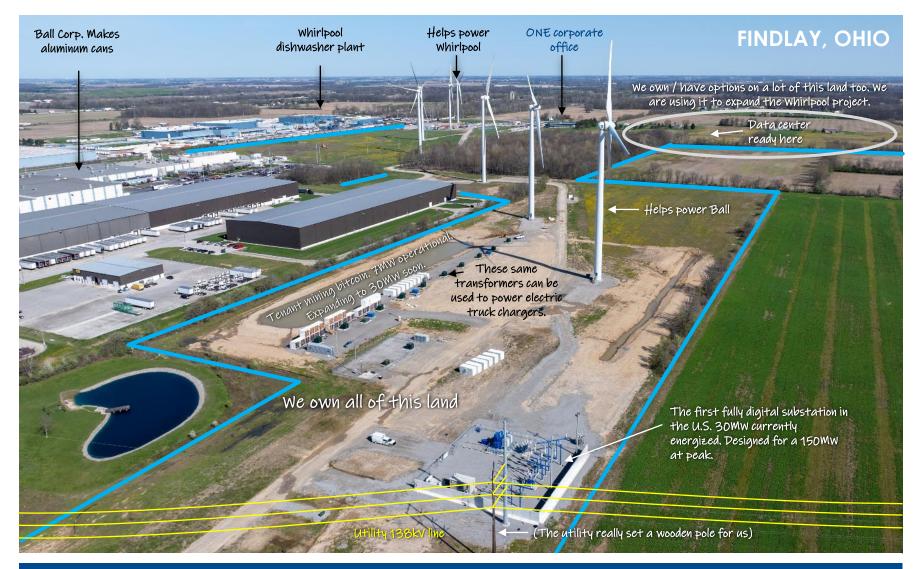
The KPIs shown in this presentation are non-GAAP metrics. These non-GAAP financial measures are not defined by GAAP and should not be considered in isolation or as an alternative financial statements prepared in accordance with GAAP.

Participants in the Solicitation

TRTL and One Energy and their respective directors and executive officers may be deemed participants in the solicitation of proxies of TRTL's shareholders in connection with the Business Combination. TRTL's shareholders and other interested persons may obtain more detailed information regarding the names, affiliations and interests of certain of TRTL executive officers and directors in the solicitation by reading, in addition to the information contained in the Registration Statement, TRTL's final prospectus filed with the SEC on July 21, 2021, in connection with TRTL's initial public offering, TRTL's Annual Report on Form 10-K for the year ended December 31, 2021, as filed with the SEC on March 24, 2022, TRTL's Annual Report on Form 10-K for the year ended December 31, 2022, as filed with the SEC on April 1, 2024, and TRTL's other filings with the SEC. A list of the names of such directors and executive officers and information regarding their interests in the Proposed Transaction, which may, in some cases, be different from those of shareholders generally, is set forth in the Registration Statement. These documents can be obtained free of charge from the source indicated above.

To better understand ONE, TRTL, and the Business Combination please read the most recent filed copy of the Registration Statement, which is now available at https://www.sec.gov/edgar/browse/?CIK=2011562 and clicking on the link for the most recent filed copy.

WE BUILD, OWN, & OPERATE BEHIND-THE-METER INDUSTRIAL POWER SOLUTIONS



Customer-first, industrial-focused, behind-the-meter power solutions are transforming the grid.



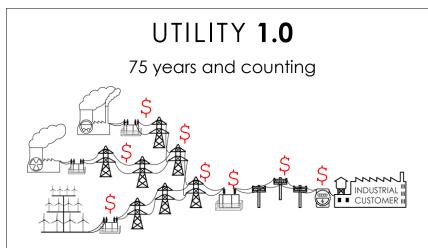
One Power develops, builds, owns, and operates **on-site power solutions** for large industrial power users.



Three of One Power's Wind for Industry projects - Findlay, OH.



We want to change how the power grid works for the 21st century.



Make the power hundreds of miles away at aging plants - then move it through a congested, inefficient, antiquated, transmission and distribution system



Make the power where you need it



America's archaic and failing centralized power grid is unlikely to survive the added stress of electrification



We believe the power grid is fundamentally, and permanently changing from a centralized utilitycontrolled grid to **a decentralized customercontrolled grid**



Industrial consumers are leading a power revolution.



Established Industrials Demand Solutions

- Significant energy rate risk and no good way to mitigate energy risk past 3-4 years
- No established method to control historically rising rates
- Have significant Risk To Business (RTB) with existing power equipment often built with the original factory
- Have ESG goals and price of carbon metrics
- · Have limited capital to allocate to the problem
- Don't want to bet their business on the grid's archaic infrastructure



Emerging Industrials are Starting a Goldrush to find power

- Need large amounts of power, as soon as possible
- Do not have large power / high voltage expertise
- Power contributes up to 85% of their operating costs
- Typically lack the experience and resources to work through utility bottlenecks
- Need sophisticated, rapidly deployed, highly adaptable power infrastructure

Bad infrastructure is a **risk-to-business** problem, and energy rates are a **risk-to-profit** problem.



One Power is consistently innovating and continually delivering new, value-added solutions to meet our industrial customer's power needs.

Net Zero Projects | 2024 One Power is building its first two Net Zero Projects right now.

Megawatt Hubs | 2023 One Power is building the framework that will power energy-intensive industries of the future.

Digital Substations | **2023** One Power designed, built, and commissioned the first fully digital, plug-and-play, substation in the U.S.

Analytics | 2021 One Power is providing experts as a service to support our customer's energy needs.

ManagedHV[®] | 2018 One Power is modernizing aging industrial power systems with state-of-the-art digital systems.

Wind for Industry[®] | 2011

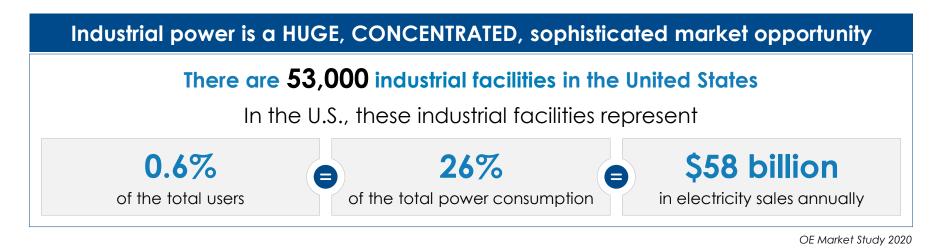
One Power is now the largest installer and operator of behind-the-meter wind energy in the U.S.

COMPANY

Building Utility 2.0 While others are just talking about it.



One Power's solutions are focused on industrials because that is where the power is

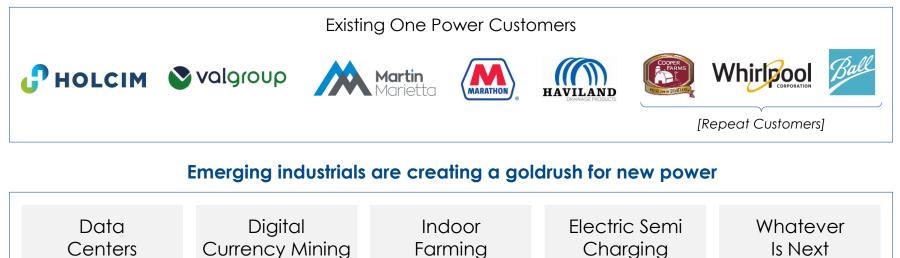


"Steel, concrete, chemicals, vehicles — <u>nearly all industry in the United States relies on fossil</u> <u>fuels</u>. And all that manufacturing is directly responsible for a quarter of U.S. greenhouse gas emissions, excluding emissions from the electricity purchased by industry. <u>We won't have a shot</u> <u>at solving climate change unless we transform how we produce nearly everything</u> in our economy. But switching industrial processes to run on clean electricity — electrification — could increase annual electricity demand by 6,000 to 10,000 terrawatt-hours. That's more than our total national demand (4,300 TWh) and more than switching all cars to electric vehicles (2,000 TWhs). <u>So how can we meet climate goals without breaking the grid</u>?"

- Utility Dive, May 31, 2023



Established industrials are taking back the power grid



How We Typically Sell Projects to Industrials:

- 1. We offer competitive 20-year fixed rates that are competitive with your current rate
- 2. Our solutions can provide clean, zero-carbon energy covering 15-100% of your energy needs
- 3. Simplify your process with just one contract to sign we take care of the rest
- 4. We cover all CAPEX and OPEX costs associated with the project
- 5. Your project sits on our balance sheet and will not be a lease on yours
- 6. Consider upgrading your high-voltage system simultaneously for enhanced efficiency
- 7. Our highly trained, safety-conscious, professional crews handle project construction
- 8.Yes, we can look at your other facilities as well

OUR POWER SOLUTIONS HAVE BEEN ADAPTED TO INDUSTRIALS' NEEDS

	Existing Industrials		Emerging Industrials
Wind For Industry	ManagedHV	Net Zero Projects	Megawatt Hubs
Behind-the-meter, megawatt scale, wind generation.	Modern, standardized, plug- and-play digital power infrastructure.	Full-solution behind-the-meter projects that include wind, solar, infrastructure upgrades, and anything else the customer's power system needs.	SPEC Power. Ready-to-move-in energized sites, a lot of land, and transmission-scale power. We know where the power is and are already securing access to it.
Long-term take-or-pay agreements (typically, 20 years)			30MW – 150MW capacity
Financed with non-recourse low-cost senior debt			Short-term contracts (1-5 years)
Typically, 60% debt, 30% tax credits, 10% equity			Constructed on balance sheet
Тур	2–4-year return of invested capital targets		
Targetir			
	We deliver in-the-money solut	ions to industrial energy users.	

Many of our projects qualify for 30% investment tax credits.



WE BUILT A HIGHLY EXPERIENCED BOARD AND LEADERSHIP TEAM

Founder



Jereme Kent One Power Founder, CEO, Chairman



Don Templin CFO, <u>VOYA Financial</u> President, CFO, <u>Marathon</u> <u>Petroleum (</u>Ret)



Thomas Spang CEO, <u>Advanced Power</u>



Jon Wellinghoff <u>FERC</u> Chairman (Past)



Tom Lause VP, Treasury and Tax, <u>Cooper Tire &</u> <u>Rubber Co. (</u>Ret)

The Executive Leadership Team that Helped Build One Power



Tom Russell, CPA, FPAC Chief Financial Officer Joined in 2024



An Experienced Existing Board In Place Since 2022

Katie Treadway, ESQ SVP, Head of Regulatory Affairs, General Counsel Joined in 2015



Jessica Grosso, MS SVP, Head of Project Planning & Technology Joined in 2011



Chelsea Bumb, PE SVP, Head of Construction Joined in 2011



Rich Bohon, MS VP, Head of Analytics Joined in 2021



Anne Bain, CPA VP, Head of Accounting Joined in 2018

A FULL-SERVICE PARTNER THAT PROVIDES COMPLETE LONG-TERM SOLUTIONS



We plan to continue being a market leader by providing complete solutions.

VERTICAL INTEGRATION HELPS US CREATE A LASTING COMPETITIVE ADVANTAGE

We strive to Design One and Build Many (D1BM).

We believe D1BM projects are better, faster, cheaper, safer, and more resilient.

Vertical Integration:

We can think, act, and optimize across projects, across project life cycles, and across our customers.

When **WE** make promises – **WE** keep them.







- Engineering
- Procurement
- Construction
- Operations
- Finance
- Analytics













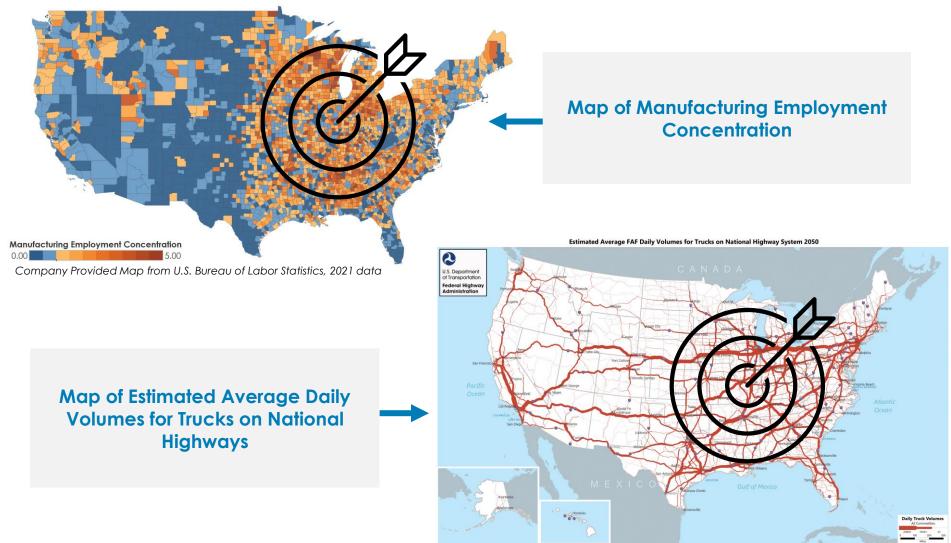




If our customers don't trust us at 2 AM, we can't replace their utility.



WE FOCUS ON THE HEARTLAND BECAUSE THAT'S WHERE INDUSTRY IS

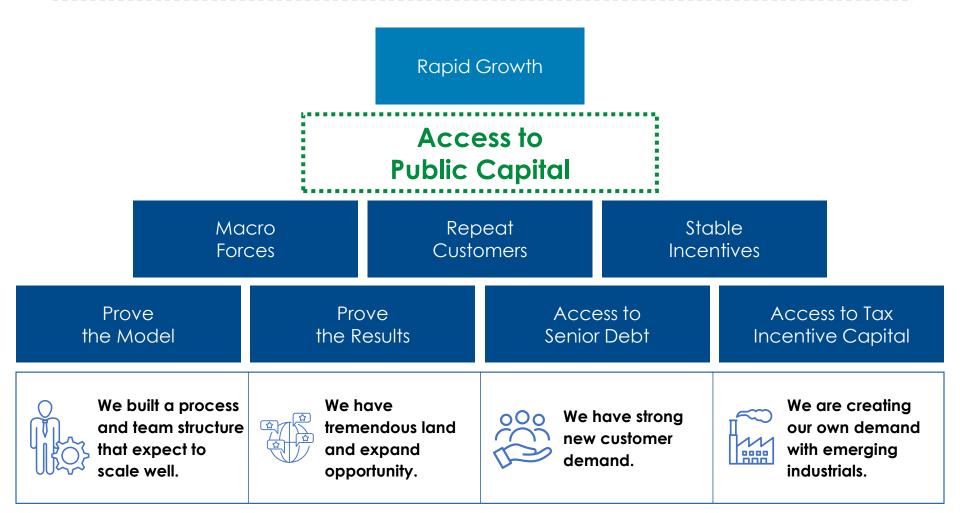


U.S. Department of Transportation

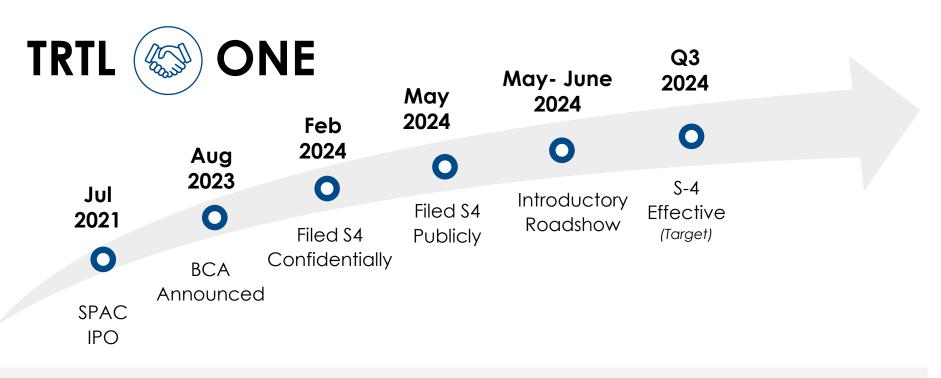
We believe that manufacturing concentration and truck volume are indicators of where existing load is and where new load through electrification will be.



It took us 14 years to build a segment-creating business model, prove it worked, build an efficient capital structure, earn a reputation with repeat customers, and build scalable processes and systems. Now, the incentives, the macro forces, and the micro forces have aligned. We believe that when we unlock public capital, we will be well-positioned for rapid growth for the foreseeable future.



WE ARE IN THE LATE STAGES OF THE BUSINESS COMBINATION PROCESS



ONE ENERGY



TortoiseEcofin Acquisition Corp. III NYSE: "TRTL"



POWER COMPANY NYSE: "ONE"





WE CREATED A SHAREHOLDER-CENTRIC DEAL STRUCTURE



Significant CSR contribution from One Power CEO

(5.5MM of the CEO's personal shares, in a 24-month, \$12.00 trigger CSR)

2 One Power CEO is taking a 3-year share lockup (With no early-release triggers)

3 Significant sponsor earnout (500,000 founder shares subject to earnout with 24-month, \$12.00 trigger)

- 4 One Power CEO will remain an "at will" employee (CEO fully intends to serve as CEO for the foreseeable future)
- 5 One Power Board is taking a 2-year share lockup
- **50MM company earnout to align management** (2.5MM shares at \$12.50 and 2.5MM shares at \$15.00)
- 7 Sponsor taking 2-year share lockup (With an early release trigger at \$15.00)
- 8 100% existing common equity rollover
- 9 Sponsor will forfeit 5,893,333 private placement warrants













20-Year Contracted Revenue

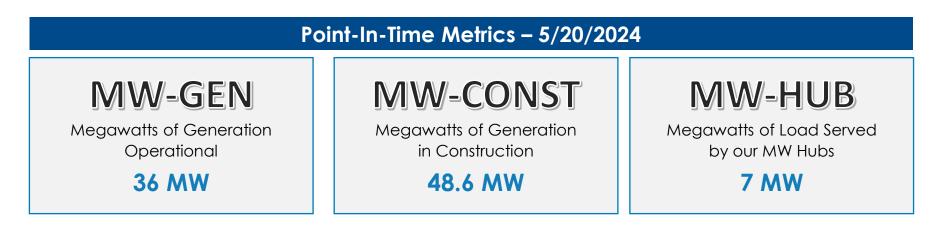
\$514MM

20-COP

20-Year Contracted Operating Profit

\$337MM

Represents the 20-year cumulative metrics.



We plan to share long-term metrics to enable transparency as we grow.

The long-term KPIs are forward-looking estimates based on the KPI Methodology disclosed in detail in the Registration Statement. **Please see the "Information About One Energy" section and the "Risk Factors" section of Registration Statement filed with the SEC.** Point-In-Time metrics reflect projects that recently began operating.

WE BELIEVE THAT <u>DOING BETTER NOW</u> IS MORE IMPORTANT THAN PROMISING TO BE PERFECT LATER

Decarbonizing our economy starts with **doing better**, not pretending to be perfect.

If every industrial just **did better**, instead of talking about being perfect, **the world would be cleaner**.

As of 2023, Our projects have produced: 726,322,095 kWH

In their respective first 20-years, we estimate they will produce: 2,391,144,000 kWH

> That equals approximately: 1,670,000 mtCO₂ equivalent

We are helping industrials reduce their scope 2 emissions, in some cases, by up to **100%** in a single project. There is nothing virtual about our projects – clean energy is made and used at the same site.

WE BUILT ONE POWER TO BE SUSTAINABLE - TO LAST FOR GENERATIONS





01

Established industrials are taking back the power grid; emerging industrials are creating a modern goldrush for new power; and One Power is uniquely positioned to help them both.



One Power's vertical integration, lifecycle-thinking, and "2 AM dependability" creates a significant value proposition and robust competitive moat.

03

One Power is already building these projects and they are already delivering value to established and emerging industrials today. Many are expected to deliver for 20+ years.



The TRTL-ONE merger structure is a "shareholder-first structure" with market leading alignment mechanisms from company leadership and SPAC partner.



TortoiseEcofin Acquisition Corp. III (NYSE: TRTL)

TortoiseEcofin Acquisition Corp. III

SPAC Su (Post 4/22/20	mmary 124 Extension)	TRTL has been focused on the broad energy transition industries that create a positive environmental impact		
Ticker	NYSE: TRTL	Deep Management Expertise		
Size	\$168MM 15.5MM shares	 Vincent T. Cubbage - CEO & Chairman Co-Founder of three SPACs including TRTL 27 years of CEO, Board, M&A & Investment Banking 	Hennessy Capital Growth Partners Hennessy Capital Growth Partners (HCGP).	
Warrants	~8.6MM public warrants ~1.0MM private warrants (~5.9MM private warrants canceled)	 Stephen Pang – President & CFO Co-Founder three SPACs including TRTL Current Portfolio Manager & Prior Investment Banking 	 HCGP has over 10 years of successful PE investing. HCGP sponsor shares are locked up for 2 years. 	
	,	 Deal Structured For Success Sponsor interest acquired by HCGP in July 2023 Align sponsor / shareholder interests in volatile market by ensuring TRTL management, directors, and sponsor will all take a 2-year lockup 		
Unit Structure (at IPO)	Each unit consists of: 1 share and ¼ of a warrant			
		Addition of Hennessy to the team adds a seasoned sponsor and SPAC market veterans to drive succe		
Sponsor	Hennessy Capital Growth Partners	Thomas Hennessy – Managing Partner & Joe Beck – Managing Partner	CAPITAL YEARS	
Target Industry	Energy Transition & Technology	 Invested in numerous privately-held companies at HCGP Proven SPAC Sponsor Invested in numerous sustainable industrial technology companies 		

SOME PICTURES Because what we do is awesome.

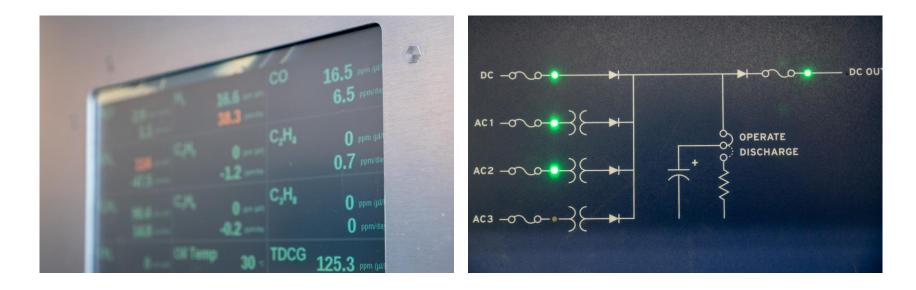




FIRST FULLY DIGITAL SUBSTATION – FINDLAY, OH COMMISSIONING











MARTIN MARIETTA'S MAGNESIA PLANT – WOODVILLE, OH ROTOR FLY



NO TOUCH CABLE INSTALLATION – FINDLAY, OH





THIS IS INDUSTRIAL DECARBONIZATION





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Introduction to ONE Presentation

One Power Enterprises Inc. www.onepower.com

SONE POWER COMPANY BUILDING UTILITY 2.0

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