

MARKET STATISTICS

Exchange / Symbol	Nasdaq: AMTX
Price:	\$6.76
Market Cap (mm):	\$236.9
Enterprise Value (mm):	\$578.4
Shares Outstanding (mm):	35.0
Float (%):	85%
Volume (3-month avg.):	641,840
52-week Range:	\$4.45-\$23.33
Industry:	Renewable Energy

CONDENSED BALANCE SHEET

(USD \$mm, except per share data)

Balance Sheet Date:	09/30/2022
Cash:	\$0.3
Cash/Share:	\$0.01
Debt:	\$341.7
Equity (Book Value):	\$(184.9)
Equity/Share:	\$(5.28)

CONDENSED INCOME STATEMENTS

(USD \$mm, except per share data)

FY - 12/31	Revenue	Net Income	EBITDA	EPS
FY19	\$202.0	\$(35.7)	\$0.4	\$(1.75)
FY20	\$165.6	\$(36.7)	\$(0.2)	\$(1.74)
FY21	\$211.9	\$(47.1)	\$(6.4)	\$(1.54)
FY22E	\$261.8	\$(102.1)	\$(18.6)	\$(2.94)

LARGEST SHAREHOLDERS

Black Rock, Inc	3,610,488
Eric McAfee	2,837,136
Alliance Bernstein LP	2,216,085
Grantham Mayo Van Otterloo	2,045,743
Encompass Capital Adv	1,790,307
The Vanguard Group	1,402,203
Millennium Mgmt	879,534
State Street Global Adv	602,355
Geode Capital Mgmt	554,097
Wellington Mgmt	468,542



COMPANY DESCRIPTION

Aemetis, Inc. is a rapidly expanding renewable natural gas company and operates ethanol and biodiesel refineries. Aemetis is currently building a dairy biogas system that will capture methane from nearby dairy farms in California and then transport the methane by pipeline to its Keyes facility. At the Keyes facility the methane can be compressed and cleaned to produce Renewable Natural Gas. Aemetis expects to build 5 new biogas dairies each two quarters for the next five years for a total of 66 dairies. Importantly, each dairy has 35-year contracts, should produce \$2.5M average revenue per dairy per year. Aemetis ethanol plant in Keyes, CA produces 65M gallons of ethanol per year in addition to animal feed. It also operates a biodiesel plant on the East Coast of India that can produce 50M gallons per year of distilled biodiesel and refined glycerin. The Company was founded in 2006 by biofuels veteran, Eric McAfee, and is headquartered in Cupertino, CA.

COMPANY SUMMARY

- 5-year plan show lots of growth** – Aemetis outlined a 5-year plan to reach \$1.5B in revenue and \$461M in adjusted EBITDA by 2026 vs F21 revenue and adjusted EBITDA of \$211.9M and \$(6.4)M, respectively. This plan is expected to be updated in 1Q23.
- Dairy biogas pipeline project expected to generate substantial cash flows** – Aemetis expects to build new dairies biogas over the next five years for a total of 66 dairies. Assuming proper execution, the economics for these projects are compelling. For each dairy, the feedstock is low cost, has 25-year contracts, should produce \$2.5M average revenue per dairy per year. In F26, Aemetis is expecting revenue of \$216.8M and adjusted EBITDA of \$147.2M.
- Jet/diesel plant is source of upside** – Aemetis announced in January 2021 that it is planning to build a 90M gallon renewable jet and diesel plant using below zero carbon intensity cellulosic hydrogen produced from waste almond orchard wood. The plant is expected to supply the aviation and truck markets with ultra-low carbon renewable fuels to reduce greenhouse gas emissions. Aemetis' expects revenue of \$623.1M and adjusted EBITDA of \$147.2M by FY26.
- Aviation fuel offtake agreements signed** – In September 2021, Aemetis hit a major milestone by announcing a 250M gallon sustainable aviation fuel offtake agreement with Delta Airlines. The agreement for 250M gallons of blended fuel containing sustainable aviation fuel is to be delivered over a 10-year term. Since then, Aemetis has signed additional offtake agreements with America Airlines, Quantas, and Japan Airlines for an aggregate estimated value of more than \$2.5B.
- Ethanol plants are strategic to RNG business** – AMTX currently operates a 65M gallon ethanol plant in Keyes, California that is strategic to the Aemetis dairy biogas project because Aemetis supplies animal feed to 80 dairies that are potential biogas suppliers. Furthermore, Aemetis can use the RNG in its plants immediately without having to wait for a utility connection to generate revenue.
- India plant is debt free and adds additional upside** – AMTX operates a 50M gallon biodiesel plant in India. Through recent upgrades, AMTX expects to generate \$160M in revenue at this facility once it is at full capacity. Importantly, the India government oil marketing compares a primary purchaser of AMTX's biodiesel. Recently, deliveries have started under a tender agreement.
- Valuation** – We are using a SOTP analysis. We are applying various EV/EBITDA multiples to Aemetis' F25 projections and use a discount range of 20% to 30% to discount the value to today. As a result, we arrive at a valuation range of \$24.38 to \$36.38 with a midpoint of \$29.66; see pages 7 and 8 for further details.

BUSINESS OVERVIEW

Aemetis, Inc. is a renewable fuel and biochemicals company focused on producing low carbon products that replace traditional petroleum-based products. The Company's innovative technologies replace petroleum-based products primarily through the conversion of first-generation ethanol and biodiesel plants into advanced biorefineries. The Company is seeking to leverage its technology and experience to increase production of existing products as well as expand its portfolio of higher value products.

Aemetis was incorporated in Nevada in 2006 by industry veteran Eric McAfee and went public in 2007. The Company operates in two reportable segments: North America and India. The North American segment consists of a dairy renewable natural gas project to build 66 dairies in the next five years; a 65M gallon ethanol plant in Keyes, CA that produces ethanol, high grade alcohol, as well as wet distillers 'grain (WDG), distillers 'corn oil (DCO), and condensed distillers solubles (CDS), which are used as animal feed. A two million metric tonne per year CO₂ sequestration project was announced in early 2022.

Exhibit 1: Dairy Biogas System



Source: Company Reports

Exhibit 2: Keyes, California Ethanol Plant



Source: Company Reports

The Indian operation division consists of a biodiesel production facility in Kakinada, India with capacity of approximately 50M gallons per year. The Kakinada Plant processes vegetable oil and animal waste oil into biodiesel. The Kakinada Plant also produces a byproduct called crude glycerin that is further refined into refined glycerin that is sold to several large end markets.

Exhibit 3: India Biodiesel Project



Source: Company Reports

Growth Drivers

The Company's founder and CEO, Eric McAfee, has a strong history of creating and growing public companies. Eric was previously the co-founder of Pacific Ethanol (Nasdaq: ALTO) which had revenues of \$1.4B (Dec'19) in addition to being the founding shareholder of Evolution Petroleum (NYSE: EPM), an oil production company. Over the years, Eric has founded eight public companies and funded 25 private companies as principal investor. Aemetis will look to leverage McAfee's key relationships and knowledge to scale current operations.

Aemetis has several projects underway that are anticipated to add incremental revenue to the Company over the next few years.

Dairy Biogas

Aemetis is constructing a dairy biogas system that will capture methane from nearby dairy farms in California and then transport the methane by pipeline to the Keyes facility where it can be compressed and cleaned to produce Renewable Natural Gas (RNG). In Q320, the company completed the first phase of its dairy digester cluster project, including a four-mile Aemetis owned pipeline and two dairy digesters that are producing below zero carbon intensity biogas (-426 carbon intensity). The project is expected to generate \$216.8M in revenue and \$185.3M in adjusted EBITDA by FY26.

"Carbon Zero" Renewable Jet/Diesel Fuel

Aemetis announced in January 2021 that it is planning to build a 90M gallon renewable jet and diesel plant using below zero carbon intensity cellulosic hydrogen from waste almond orchard wood located in central CA. The plant is expected to supply the aviation and truck markets with ultra-low carbon renewable fuels to reduce greenhouse gas emissions. Aemetis 'expects revenue of \$623.1M and adjusted EBITDA of \$147.2M by FY26.

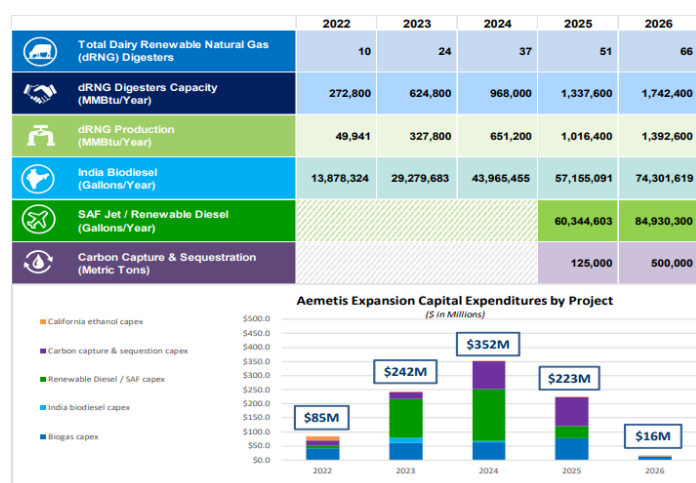
Importantly, in September 2021, Aemetis hit a major milestone by announcing an offtake agreement with Delta Airlines (NYSE: DAL). The offtake agreement calls for 250M gallons of blended fuel containing sustainable aviation fuel to be delivered over the 10-year term of the agreement. Since then, Aemetis has signed

additional offtake agreements with America Airlines, Quantas, and Japan Airlines, among others, for an aggregate estimated value of more than \$2.5B.

Carbon Capture

In April 2021, Aemetis announced the creation of its carbon capture business unit. The segment will initially capture, dehydrate, compress, and sequester CO₂ from Aemetis 'diary biogas project and other biofuels plants. Aemetis 'strategy is to sequester a combined 2M metric tonnes of CO₂ per year at two of its biofuel plants, including CO₂ supplied by other renewable diesel plants and refineries. Aemetis expects to generate \$102.5M in revenue and \$81.9M in adjusted EBITDA by FY26.

Exhibit 4: Aemetis Expansion Plans



Source: Company Reports

Exhibit 5: Revenue and Adjusted EBITDA Growth Plan

Revenues (millions)	2022	2023	2024	2025	2026
California Ethanol & Animal Feed	\$231.2	\$241.8	\$246.6	\$250.9	\$255.6
India Biodiesel & Glycerin	51.5	104.5	164.3	223.8	304.8
Dairy Renewable Natural Gas	9.5	61.9	106.2	161.9	216.8
Renewable Diesel/Sustainable Aviation Fuel	2.2	2.4	2.4	443.4	623.1
Carbon Capture & Sequestration	0.0	0.0	0.0	25.6	102.5
Total Revenues	\$294.3	\$410.6	\$519.6	\$1,105.6	\$1,502.9
Adjusted EBITDA (millions)	2022	2023	2024	2025	2026
California Ethanol & Animal Feed	\$31.9	\$30.8	\$33.1	\$31.8	\$33.2
India Biodiesel & Glycerin	3.1	8.1	14.2	20.1	30.3
Dairy Renewable Natural Gas	1.6	46.1	84.1	134.8	185.3
Renewable Diesel/Sustainable Aviation Fuel	(0.3)	(0.3)	(0.3)	99.8	147.2
Carbon Capture & Sequestration	(0.0)	(0.1)	(0.1)	20.3	81.9
Corporate	(11.0)	(13.1)	(15.2)	(17.0)	(17.0)
Adjusted EBITDA	\$25.2	\$71.6	\$115.9	\$289.8	\$461.0

Source: Company Reports

DAIRY BIOGAS SYSTEM

In 2018, Aemetis formed Aemetis Biogas, LLC with the goal of constructing biomethane digesters at various dairies around the Keyes facility to produce ultra-low carbon renewable natural gas for use as a transportation fuel. Aemetis Biogas currently has 24 signed participation agreements with local dairies to capture methane from manure lagoons.

The project is expected to capture the methane biogas from dairy wastewater lagoons and pipeline the gas to the Keyes plant for processing. Once the biomethane is produced, it can be used as transportation fuels to replace diesel in trucks; used in the Keyes plant to replace petroleum natural gas; or used in the on-site fueling station being built at the Keyes plant.

Exhibit 6: Dairy Biogas System



Source: Company Reports, Stonegate Capital

In Q320, Aemetis announced the completion of phase one of its dairy digester cluster project. This included the commissioning of a four-mile Aemetis owned pipeline and two dairy digesters that produce zero carbon intensity biogas.

The biogas team is now working to build out the remaining dairy biogas system that should encompass 66 sites in California that are near its existing Keyes ethanol plant. Assuming proper execution, the economics for Aemetis 'dairy biogas system are compelling. Below is a summary:

- 25-year contracts
- Virtually free feedstock \$2.5M average revenue per dairy per year

Aemetis expansion plan includes:

- Phase 1: Completed 2020 – 2 dairy digesters, 4-mile pipeline, biogas boiler.
- Phase 2: Targeted 2022YE - 12 digesters, 30-mile pipeline, gas cleanup, utility gas pipeline connection, RNG station.
- Phase 3: Targeted 2026YE - 66 digesters, pipeline, gas cleanup, utility pipeline injection.

Funding for the project includes the following sources:

- \$30M auto-redeemed preferred equity (funded in 2019 financing)
- \$23M California grants
- Grant for RNG dispensing station at Keyes plant
- USDA \$50M low interest rate, long-term debt under Renewable Energy for America Program (REAP) – in process
- USDA \$150M debt under REAP – 2023 target

“CARBON ZERO” DIESEL/JET FUEL PLANT

Aemetis announced in January 2021 that it is planning to build a renewable jet and diesel plant using below zero carbon intensity cellulosic hydrogen and zero carbon intensity electricity. The plant will have a capacity of 90M gallons per year.

The plant is expected to supply the aviation and truck markets with ultra-low carbon renewable fuels to reduce greenhouse gas emissions. The plant will be located on a 125-acre industrial and commercial land complex that is a former Army ammunition production facility in Riverbank, CA.

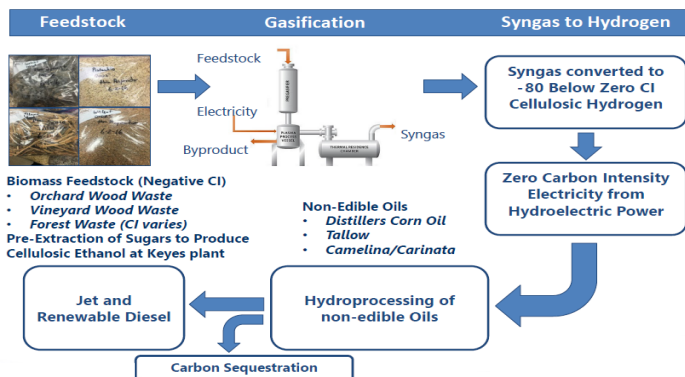
The production plant is designed to convert below zero carbon feedstocks (waste wood or agriculture wastes) and renewable energy (solar, renewable natural gas, biogas) into energy dense liquid renewable fuels. Aemetis named this project “Carbon Zero 1” to reflect its mission to reduce greenhouse gases.

Importantly, we note that the Aemetis plant location is well positioned within an area that has millions of tons of below zero carbon intensity feedstock. There are more than 1.5M acres of almonds/walnuts in California. Of this, 2M+ tons per year of waste is burned and almond growers pay for orchard removal.

Aemetis signed a 20+ year supply agreement with the world's largest almond and walnut wood processor. The 20-year agreement has an initial 10-year term and renewal for an additional 10 years.

After an initial production demo stage, the plant is expected to ramp up capacity to produce 10% of the sugar feedstock used in Aemetis existing 65M gallon per year biofuel plant, with additional expansion in future phases to higher percentages.

Exhibit 7: Carbon Zero Diesel/Jet Fuel Plant using Cellulosic Hydrogen



Source: Company Reports, Stonegate Capital

CARBON CAPTURE

In April 2021, the Company established Aemetis Carbon Capture, Inc. to build Carbon Capture Sequestration projects to generate LCFS and IRS 45Q credits by injecting CO₂ into wells, which are monitored for emissions to ensure the long-term sequestration of carbon underground. California's Central Valley has been identified as a highly favorable region for large-scale CO₂ injection projects because of the subsurface geological formation that retains gases.

Exhibit 8: Aemetis CCS Projects



Source: Company Reports

Aemetis plans to sequester a combined 2M metric tonnes of CO₂ per year at two sites located nearby its biofuels plants. The Company expects 400,000 MT per year from its biogas and biofuels plant operations, coupled with 1.6 MT per year of carbon sequestration using CO₂ supplied by other fuel producers in California. According to the company, transportation fuels production related to CO₂ sequestered underground is estimated to generate about \$200 per metric tonne under the CA Low Carbon Fuel Standard (LCFS), and ~\$50/tonne in IRS 45Q tax credit value. Aemetis estimates this 2M MT/CO₂ per year opportunity could represent \$500M in annual revenues.

KEYES ETHANOL PLANT

Aemetis owns and operates a 65M gallon per year ethanol facility in Keyes, CA. The plant produces denatured fuel ethanol, high grade alcohol, wet distillers 'grain (WDG), distillers 'corn oil (DCO), and condensed distillers 'solubles (CDS). The Keyes plant has operated at or near capacity since 2011 and contributed revenue of \$154.2M, \$149.3M and \$211.3M in FY19, FY20 and FY21, respectively.

Exhibit 9: Keyes Ethanol Plant



Source: Company Reports

Historically, the Aemetis North American revenue strategy relied on supplying renewable ethanol into the Northern CA transportation fuel market and supplying feed products to dairy and other animal feed operations in Northern CA. Importantly, the company is actively pursuing higher value markets to improve its overall margins and increase cash flows. Examples include its dairy renewable natural gas, renewable jet/diesel and carbon sequestration projects.

Aemetis also is implementing several carbon reduction upgrades to the Keyes ethanol plant which Aemetis believes will significantly reduce operating costs by purchasing \$10 million less petroleum natural gas each year while increasing revenues by reducing the carbon intensity of its fuel ethanol.

Ethanol, WDG, DCO and CDS

Aemetis sells 100% of its ethanol to Murex, LLC. Ethanol pricing is determined pursuant to an existing marketing agreement between Aemetis and Murex. The purchase and sale agreement with Murex was effective in October 2021 and extends to October 2023, with automatic one-year renewals thereafter.

WDG, DCO and CDS are sold as animal feed. WDG and DCO are primarily sold to A.L. Gilbert under a purchasing agreement and its CDS is sold to various local customers. WDG prices are determined monthly via a marketing agreement with A.L. Gilbert and is based on the local price of dry distillers' grains and other protein feedstuffs.

Facility Improvements

Aemetis is investing in various upgrades to its Keyes facility to increase the value of its high-grade alcohol and fuel ethanol, while also reducing the cost of operations. In Exhibit 10, we outline the projects.

Exhibit 10: Keyes Facility Upgrade Projects

Ethanol Plant Upgrades		To Reduce Carbon Intensity
Solar Array with Battery Storage (2021)	Zero carbon electricity	ZEBREX™ Mitsubishi ceramic membrane dehydration system reduces petro natural gas use by 20% (2021) and replaces with electricity
Mechanical Vapor Recompression to reduce Natural Gas by 60% (2022)	Natgas -> Electric	High efficiency heat exchangers reduce natgas use (2021)

Source: Company Reports

These projects are targeted at significantly reducing natural gas usage and electricity costs, thereby increasing the number of low carbon fuel standard credits generated per year.

Aemetis expects the potential combined improvements from these projects to approximate \$23M in increased EBITDA per year at the Keyes Plant.

KAKINADA PLANT

Aemetis also operates a biodiesel production facility in Kakinada, India. With a capacity of about 50M gallons per year, Aemetis believes its Kakinada facility is one of the largest biodiesel facilities in India on a capacity basis. The Kakinada plant produces two products:

- Biodiesel
- Refined Glycerin

At full capacity, the Company believes the facility should produce ~\$160M revenues annually with ~\$11M in EBITDA.

Importantly, the India Government recently announced a purchase tender for \$900M of biodiesel that is expected to help the Government implement its National Biofuels Policy goal of 1.25B gallons per year.

Biodiesel

Biodiesel is produced from vegetable or animal fat waste feedstocks and is then sold as a transportation fuel and a chemical in the textile market. This plant's biodiesel meets the international product standards so it can be sold in the domestic Indian market as well as internationally.

Exhibit 11: Kakinada, India Plant



Source: Company Reports

Glycerin and Edible Oils

The Kakinada plant also produces crude glycerin which is a byproduct created through the production of biodiesel. Aemetis takes this crude glycerin and further refines it into refined glycerin, which is sold into pharmaceutical, personal care, adhesive, and other industries.

RISKS

History of losses - The Company is not currently profitable and has incurred significant losses, historically. Until the Company can become profitable, it will rely upon debt and equity financing to fund the Company's operations. If the Company is unsuccessful in securing additional financing, operations and revenues could decrease or be eliminated.

Debt level and interest expense could limit cash flows - The Company currently owes approximately \$55M to Third Eye Capital with a maturity in April 2023. Notably, Aemetis has repaid \$80M worth of debt since the beginning of 2021. The current interest rate will continue to hamper cash flow, cash position, and stock price. Aemetis may not be able to repay the principal at that time. If the Company is unable to refinance, it will have to sell assets to pay off the balance of the loan.

Dependent on suppliers and customers - Aemetis currently purchases all of its corn supplies for the Keyes plant from a singular supplier, J.D. Heiskell. The Company also sells all of its Ethanol to Murex LLC and its WDG and DCO to A.L. Gilbert. If these entities were unable to supply the necessary inputs or unable to purchase all products, the Company's results from operations would be severely impacted.

Changes in government policies - The ethanol industry is reliant upon government policies for increased demand. Currently the Government requires a percentage of ethanol to be blended into traditional transportation fuels. Changes to government regulations could have adverse effects on the Company's business.

Foreign exchange risks - A substantial portion of revenues for Aemetis is denoted in rupees while the Company reports financial results in U.S. dollars. The results of operations may be adversely affected if the rupee fluctuates against the dollar. Aemetis does not currently engage in any hedging of foreign currency exposure.

Operations subject to foreign laws, policies, regulations, and markets - A substantial portion of the Company's assets are in India. The Company is subject to regulatory, economic, and political uncertainties in India, of which, any adverse policy changes may inhibit the Company's ability to continue operations.

VALUATION

We are using a multiple analysis on a sum-of-the-parts. Below is AMTX's 5-year projected growth plan, which we use for our valuation range. The Company is expected to provide an updated projected growth plan in 1Q23.

Exhibit 12: Aemetis' 5-year Projection

Projected Consolidated Revenues and Adjusted EBITDA ¹					
Revenues (millions)	2022	2023	2024	2025	2026
California Ethanol & Animal Feed	\$231.2	\$241.8	\$246.6	\$250.9	\$255.6
India Biodiesel & Glycerin	51.5	104.5	164.3	223.8	304.8
Dairy Renewable Natural Gas	9.5	61.9	106.2	161.9	216.8
Renewable Diesel/Sustainable Aviation Fuel	2.2	2.4	2.4	443.4	623.1
Carbon Capture & Sequestration	0.0	0.0	0.0	25.6	102.5
Total Revenues	\$294.3	\$410.6	\$519.6	\$1,105.6	\$1,502.9
Adjusted EBITDA (millions)	2022	2023	2024	2025	2026
California Ethanol & Animal Feed	\$31.9	\$30.8	\$33.1	\$31.8	\$33.2
India Biodiesel & Glycerin	3.1	8.1	14.2	20.1	30.3
Dairy Renewable Natural Gas	1.6	46.1	84.1	134.8	185.3
Renewable Diesel/Sustainable Aviation Fuel	(0.3)	(0.3)	(0.3)	99.8	147.2
Carbon Capture & Sequestration	(0.0)	(0.1)	(0.1)	20.3	81.9
Corporate	(11.0)	(13.1)	(15.2)	(17.0)	(17.0)
Adjusted EBITDA	\$25.2	\$71.6	\$115.9	\$289.8	\$461.0

Source: Stonegate Capital Partners

We then apply "normalized" EV/EBITDA multiples to each segment's F26 adjusted EBITDA projection. We apply a 5.0x EV/EBITDA multiple to the California Ethanol and India Biodiesel segments. Next, we believe 8.0x EV/EBITDA for the Dairy RNG, Jet/Diesel, and Carbon Capture segments seem appropriate. We also apply a 7.0x EV/EBITDA multiple to corporate expenses. Our multiples are based on historical industry multiples and current comps.

Exhibit 13: Comparison Companies

Comparative Analysis
 (all figures in \$USD M, except per share information)

Company Name	Symbol	Price (1)	Mrkt Cap	EV	EV/S (2)				EV/EBITDA (2)			
					2021	2022E	2023E	2024E	2021	2022E	2023E	2024E
Ethanol												
Green Plains Inc.	GPPE	\$ 32.88	\$ 1,949.6	\$ 2,424.9	0.9x	0.7x	0.8x	0.8x	23.3x	133.8x	10.2x	6.8x
REX American Resources Corporation	REX	\$ 30.81	\$ 543.5	\$ 371.8	0.5x	0.5x	0.5x	0.5x	4.0x	8.0x	4.4x	4.2x
Alto Ingredients, Inc.	ALTO	\$ 4.15	\$ 306.9	\$ 337.2	0.2x	0.2x	0.2x	0.0x	4.5x	11.4x	5.4x	3.9x
Red Trail Energy, LLC	REGX	\$ 3.01	\$ 120.8	\$ 121.6	1.0x	0.0x	0.0x	0.0x	7.0x	0.0x	0.0x	0.0x
Average					0.7x	0.3x	0.4x	0.3x	9.7x	38.3x	5.0x	3.7x
Median					0.7x	0.3x	0.4x	0.3x	5.7x	9.7x	4.9x	4.1x
Biofuels												
Clean Energy Fuels Corp.	CLNE	\$ 6.82	\$ 1,515.6	\$ 1,414.0	6.1x	3.6x	2.9x	2.5x	NM	27.2x	15.5x	6.7x
Gevo, Inc.	GEVO	\$ 2.29	\$ 523.5	\$ 144.9	289.3x	31.5x	12.9x	7.7x	NM	NM	NM	NM
Montauk Renewables, Inc.	MNTK	\$ 14.23	\$ 1,996.9	\$ 2,000.1	11.1x	7.6x	6.2x	5.5x	58.7x	20.5x	17.1x	13.0x
Average					102.2x	14.2x	7.4x	5.2x	58.7x	23.9x	16.3x	9.8x
Median					11.1x	7.6x	6.2x	5.5x	58.7x	23.9x	16.3x	9.8x

(1) Previous day's closing price

(2) Estimates are from Capital IQ

Source: Company reports, CapitalIQ, Stonegate Capital Partners

Source: Capital IQ, Stonegate Capital Partners

Our last step is to discount the results to today. Given the 5-year horizon, coupled with potential execution risks, we use a range of discount rates from 20% to 30%, which we believe is appropriate. As a result, we arrive at a valuation range of \$24.38 to \$36.38 with a midpoint of \$29.66.

Exhibit 14: SOTP Valuation Analysis Range

	2026E	EV/EBITDA	EV
CA Ethanol	33.2	5.0x	166.0
India Ethanol	30.3	5.0x	151.5
dRNG	185.3	8.0x	1,482.4
Jet/Diesel	147.2	8.0x	1,177.6
Carbon Capture	81.9	8.0x	655.2
Corp	(17.0)	7.0x	(119.0)
Enterprise Value=			3,513.7
Debt			341.7
Cash			0.3
MC			3,172.2
S/O			35.0
FV Stock Price = \$			90.52
Discount rate			
15.0%			\$45.01
20.0%			\$36.38
25.0%			\$29.66
30.0%			\$24.38
35.0%			\$20.19

Source: Stonegate Capital Partners

BALANCE SHEET
Aemetis, Inc.
Consolidated Balance Sheets (USD\$ Ms)
Fiscal Year: December

			Q1	Q2	Q3
ASSETS	FY2020	FY2021	Mar-22	Jun-22	Sep-22
Assets					
Cash	0.6	7.8	5.5	3.6	0.3
Accounts Receivable	1.8	1.6	0.7	1.3	9.1
Notes Receivable				-	-
Inventories	4.0	5.1	4.9	4.9	10.4
Prepaid Expenses	0.8	5.6	4.9	4.8	4.2
Other Current Assets	1.6	0.6	0.3	0.6	-
Total Current Assets	8.7	20.7	16.2	15.0	24.1
Property, plant and equipment	109.9	135.1	145.2	156.8	169.5
Intangible Assets	-	-		-	-
Operating Lease right-of-use assets	2.9	2.5	2.4	2.3	2.2
Other assets	3.7	2.6	2.8	4.3	3.1
Total Assets	125.1	160.8	166.5	178.5	198.9
LIABILITIES AND SHAREHOLDERS' EQUITY					
Current Liabilities					
Accounts Payable	20.7	16.4	18.8	19.1	32.9
Current Portion of LT Debt	45.0	8.2	8.3	9.0	10.2
Short Term Borrowings	14.5	14.6	14.8	15.9	18.8
Mandatorily redeemable Series B Cnvtbl Prfd Stk	3.3	3.8	3.9	3.9	4.0
Accrued Property Taxes	5.7	6.8	1.0	1.0	1.0
Accrued Litigation Fees	6.2	6.2	6.2	-	-
Current Portion of Lease Liability	0.3	0.3	0.2	0.3	0.3
Series A Preferred Units	2.0	3.2	3.7	4.6	109.4
Other Current Liabilities	4.5	5.9	5.7	6.6	6.4
Total Current Liabilities	102.2	65.3	62.7	60.4	183.1
Long Term Liabilities					
Senior Secured Notes	125.6	121.5	135.7	140.1	151.1
EB-5 Notes	32.5	32.5	32.5	32.0	31.0
LT Subordinated Debt	12.0	12.0	11.9	11.7	11.9
Series A Preferred	32.0	45.0	47.7	50.3	-
Operating lease liability	2.6	2.3	2.3	2.2	2.1
Other LT Liabilities	2.9	2.5	2.3	4.6	4.6
Total Long Term Liabilities	207.6	215.7	232.3	240.8	200.7
Shareholders' Equity					
Series B Convertible Preferred Stock	0.0	0.0	0.0	0.0	0.0
Common Stock	0.0	0.0	0.0	0.0	0.0
Additional Paid in Capital	93.4	205.3	215.4	221.9	226.9
Accumulated Deficit	(274.1)	(321.2)	(339.5)	(339.7)	(406.6)
Accumulated other Comprehensive income (loss)	(4.1)	(4.4)	(4.5)	(4.9)	(5.2)
Total Stockholders Deficit	(184.7)	(120.2)	(128.6)	(122.7)	(184.9)
Total Liabilities and Shareholders' Equity	125.1	160.9	166.5	178.5	198.9

Source: Company Reports, Stonegate Capital Partners

INCOME STATEMENT

Aemetis, Inc.

Consolidated Statements of Income (in M\$, except per share amounts)

Fiscal Year: December

	FY 2019	FY 2020	FY 2021	FY 2022E
Total revenues	\$ 202.0	\$ 165.6	\$ 211.9	\$ 261.0
COGS	189.3	154.5	204.0	261.8
Gross profit	12.7	11.0	7.9	(0.8)
Operating expenses				
R&D	0.2	0.2	0.1	0.2
SG&A	17.4	16.9	23.7	29.2
Total Operating Expenses	17.6	17.1	23.8	29.3
Operating Income (Loss)	(4.9)	(6.1)	(15.8)	(30.2)
Interest expense	21.1	22.9	20.1	23.7
Debt related fees & amortization Exp	4.7	3.4	3.9	7.2
Accretion of series A preferred	2.3	4.7	7.7	7.4
Other income (expense)	5.4	0.5	(0.3)	33.7
Income (Loss) before income tax	(38.3)	(37.6)	(47.3)	(102.2)
Income tax expense	1.1	(1.0)	(0.1)	(0.0)
Net income (loss)	(39.5)	(36.7)	(47.1)	(102.1)
Net loss attributable to non-controlling	(3.8)	-	-	-
Net loss attributable to Aemetis, Inc	\$ (35.7)	\$ (36.7)	\$ (47.1)	\$ (102.1)
Basic EPS (loss)	\$ (1.75)	\$ (1.74)	\$ (1.54)	\$ (2.94)
Diluted EPS (loss)	\$ (1.75)	\$ (1.74)	\$ (1.54)	\$ (2.94)
Basic shares outstanding	20.5	21.0	30.7	34.7
Diluted shares outstanding	20.5	21.0	30.7	34.7
Adjusted EBITDA	\$ 0.4	\$ (0.2)	\$ (6.4)	\$ (18.6)

Source: Company Reports, Stonegate Capital Partners estimates

IN THE NEWS

November 16, 2022 – Aemetis Begins Construction of Keyes Plant Solar Microgrid

November 3, 2022 – Aemetis Reports Third Quarter 2022 Financial Results

October 28, 2022 – Aemetis to Review Third Quarter 2022 Financial Results on November 3, 2022

October 6, 2022 – Aemetis Biogas Closes \$25 million USDA Guaranteed Project Financing with Greater Commercial Lending for Dairy Farm Biogas Digesters and Pipeline to Produce Renewable Natural Gas

September 28, 2022 – Aemetis Biogas and APG Demonstrate Low-Cost Conversion of Diesel Trucks to Utilize up to 65% Renewable Natural Gas

September 19, 2022 – Aemetis Signs Agreement with Cathay Pacific to Supply 38 Million Gallons of Sustainable Aviation Fuel

September 12, 2022 – Aemetis On Schedule with Engineering for Sustainable Aviation Fuel and Renewable Diesel Plant by Global Construction Firm CTCI

September 7, 2022 – Aemetis Finalizes \$7 billion of Supply Contracts for 100% of Riverbank Plant Production of Sustainable Aviation Fuel and Renewable Diesel for up to 10 years

August 31, 2022 – Aemetis Commissions \$10 million Mitsubishi ZEBREX™ System at Keyes Plant, Reducing Petroleum Natural Gas Use by 20% and Lowering Ethanol Carbon Intensity

August 29, 2022 – Aemetis India Plant Selected to Supply \$41 Million of Biodiesel in Two Month Period to OMC's and Other India Oil Refiners

August 22, 2022 – Aemetis to supply Aer Lingus and British Airways with Sustainable Aviation Fuel (SAF) for flights from San Francisco International Airport

August 4, 2022 – Aemetis Reports Second Quarter 2022 Financial Results Revenue Increased 20% over Q2 2021

August 1, 2022 – Aemetis to Review Second Quarter 2022 Financial Results on August 4, 2022

July 8, 2022 – Aemetis Acquires 24 Acre Site in Riverbank, California for Carbon Capture and Sequestration Injection Well

CORPORATE GOVERNANCE

Eric McAfee – Co-Founder, Chairman and Chief Executive Officer - Mr. McAfee founded Aemetis, Inc. in 2006 and has been Chief Executive Officer since February 28, 2007. Since 1995, Mr. McAfee has been the Chairman of McAfee Capital and since 1998 has been a principal of Berg McAfee Companies. Since 2000, Mr. McAfee has been a principal of Cagan McAfee Capital Partners. He co-founded Pacific Ethanol in 2003 (Nasdaq: ALTO). In 2003, Mr. McAfee founded Evolution Petroleum (NYSE: EPM). He is an entrepreneur, venture capitalist and merchant banker, founding 11 companies in renewable energy, oil & gas, networking, and software. Mr. McAfee received a B.S. in Management from Fresno State University in 1986 and served as Entrepreneur in Residence of The Wharton Business School MBA Program in 2007. Mr. McAfee is a graduate of the Harvard Business School Private Equity and Venture Capital Program and is a 1993 graduate of the Stanford Graduate School of Business Executive Program.

Todd Waltz – EVP and Chief Financial Officer - Mr. Todd A. Waltz has been the Chief Financial Officer of Aemetis, Inc., since March 12, 2010, and has been its Executive Vice President and Secretary since March 2010. From 2007 to March 12, 2010, Mr. Waltz served as the Corporate Controller of Aemetis, Inc. He spent 12 years at Apple Inc., (NASDAQ: AAPL) and managed all financial aspects for the Mac and Online Services businesses. Prior to Apple, Mr. Waltz worked with Ernst & Young and Litton Industries. He is a Certified Public Accountant in the state of California. Mr. Waltz received Bachelor of Arts degree from Mount Union College in 1983, an MBA from Santa Clara University in 1997 and his Master of Science in Taxation from San Jose State University in 2008.

Andrew Foster – EVP & President, Aemetis Advanced Fuels - Since joining Aemetis in 2006, Andy Foster has held senior leadership positions including Senior Vice President, Chief Operating Officer, and his current role as President of the renewable fuels business of the company. Previously, he served as an executive at Marimba, Cadence Design Systems, and eSilicon Corporation. From 1989 to 1992, he served in the George H.W. Bush White House, and was Deputy Chief of Staff for Illinois Governor Edgar.

Sanjeex Gupta – President, Aemetis International - Joined Aemetis in 2007 as head of Biofuels Marketing and became Executive Vice President of Universal Biofuels subsidiary in India in 2009. Experienced global marketer of specialized chemicals and oils. Previously head of petrochemical trading company with about \$250 million of annual revenues and offices on several continents. Previously General Manager of International Marketing for Britannia Industries, a subsidiary of Nabisco Brands, in India.

Board of Directors:

Eric McAfee – Chairman

Francis Barton – Director

Lydia Beebe – Director

John Block – Director

Naomi Boness – Director

Timothy Simon - Director

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