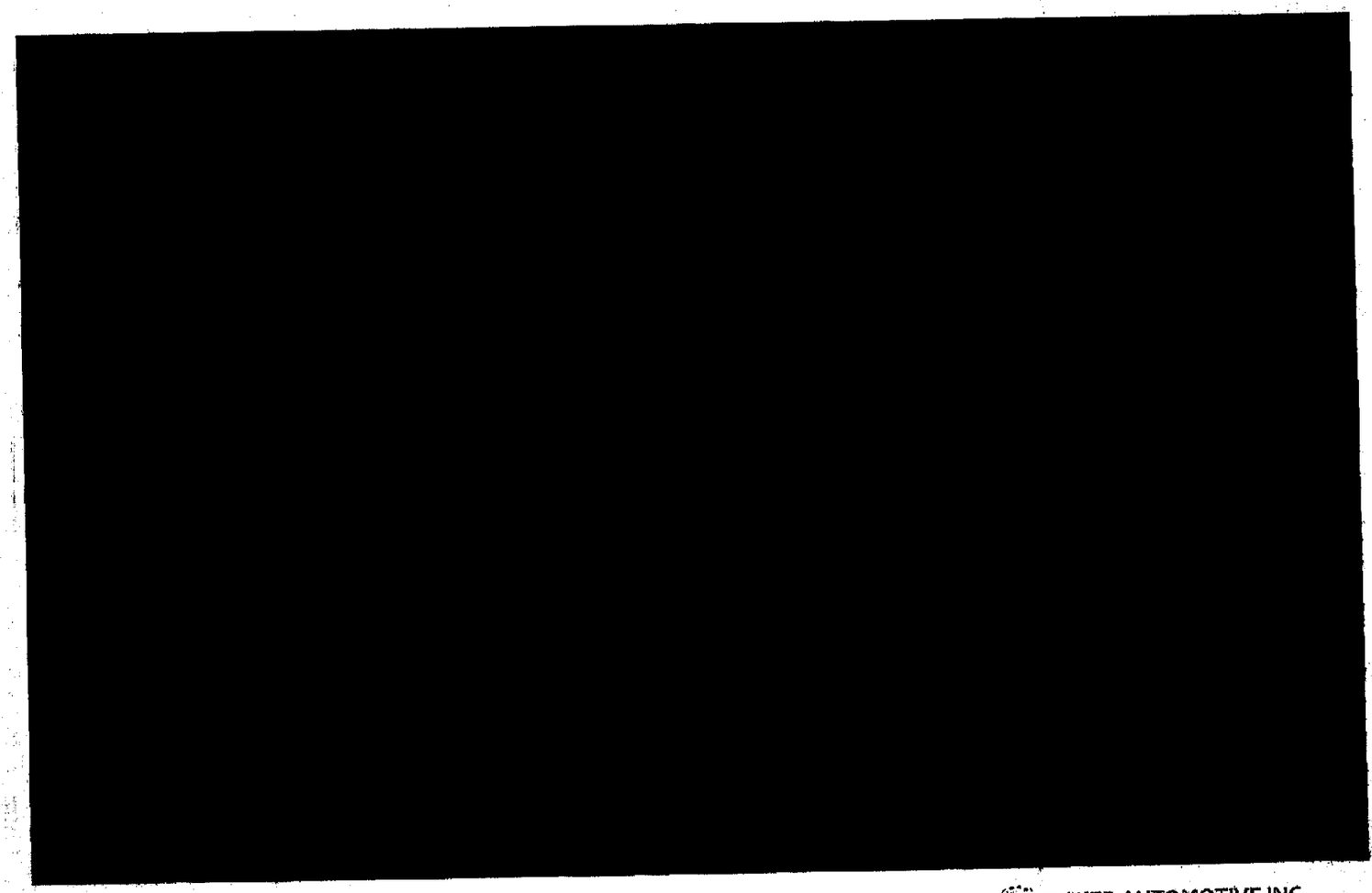
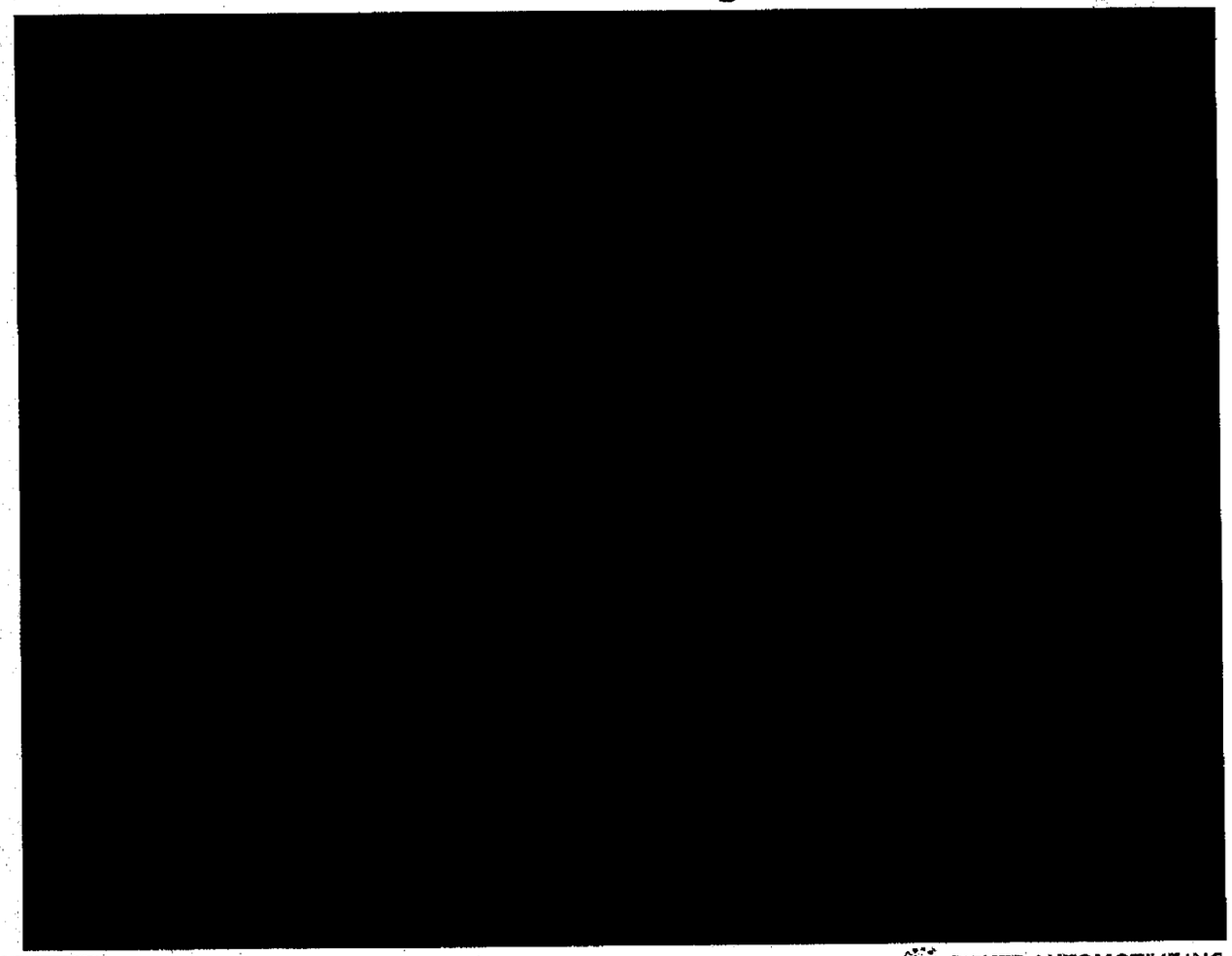
Retailer Network: Distribution Model



Retailer Network: Signed LOI's



Retailer Initiatives

Facilities

[redacted]

CONFIDENTIAL

Dealership Experience

Philosophy, Features, Look and Feel

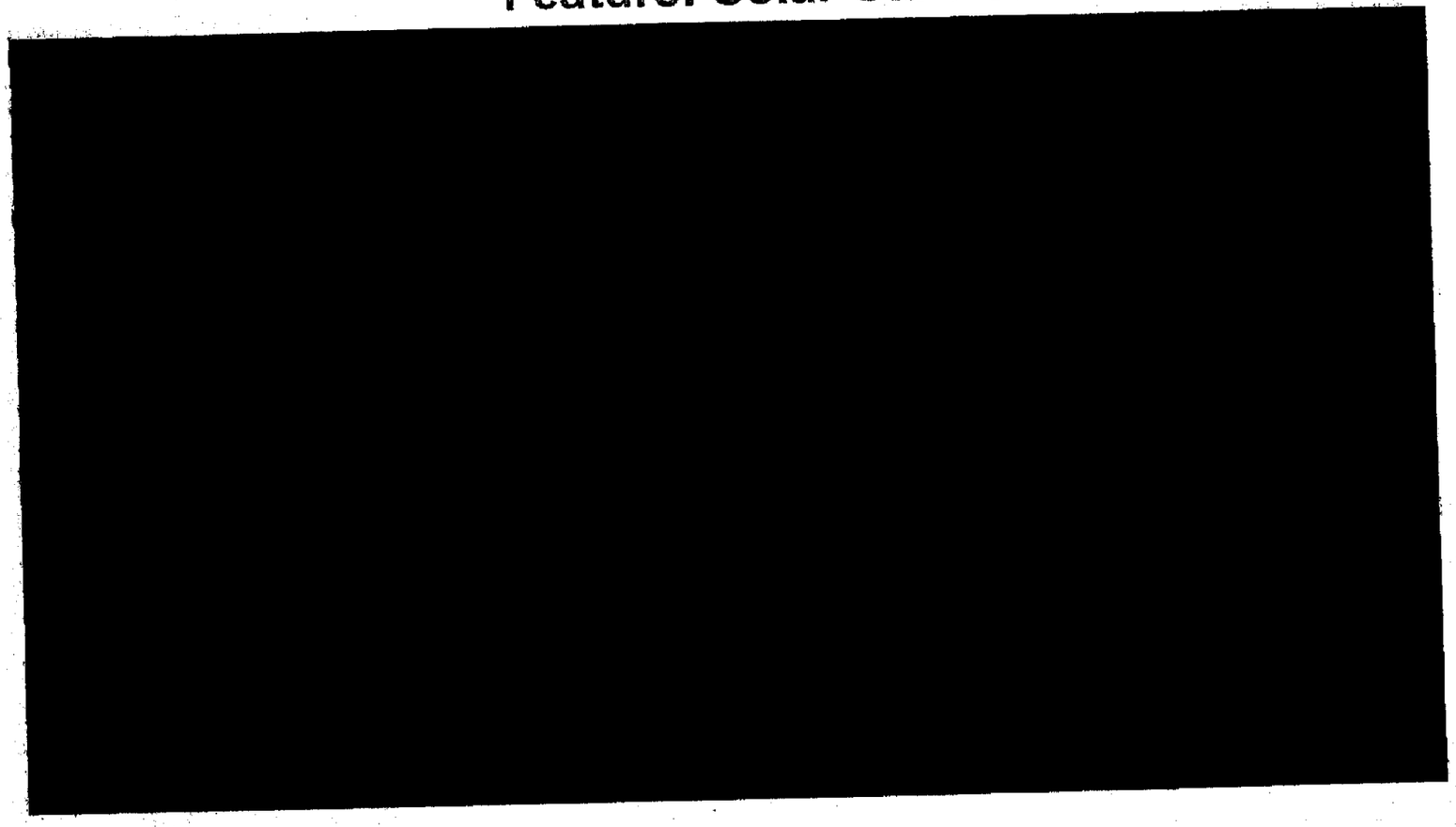
Philosophy

[redacted]

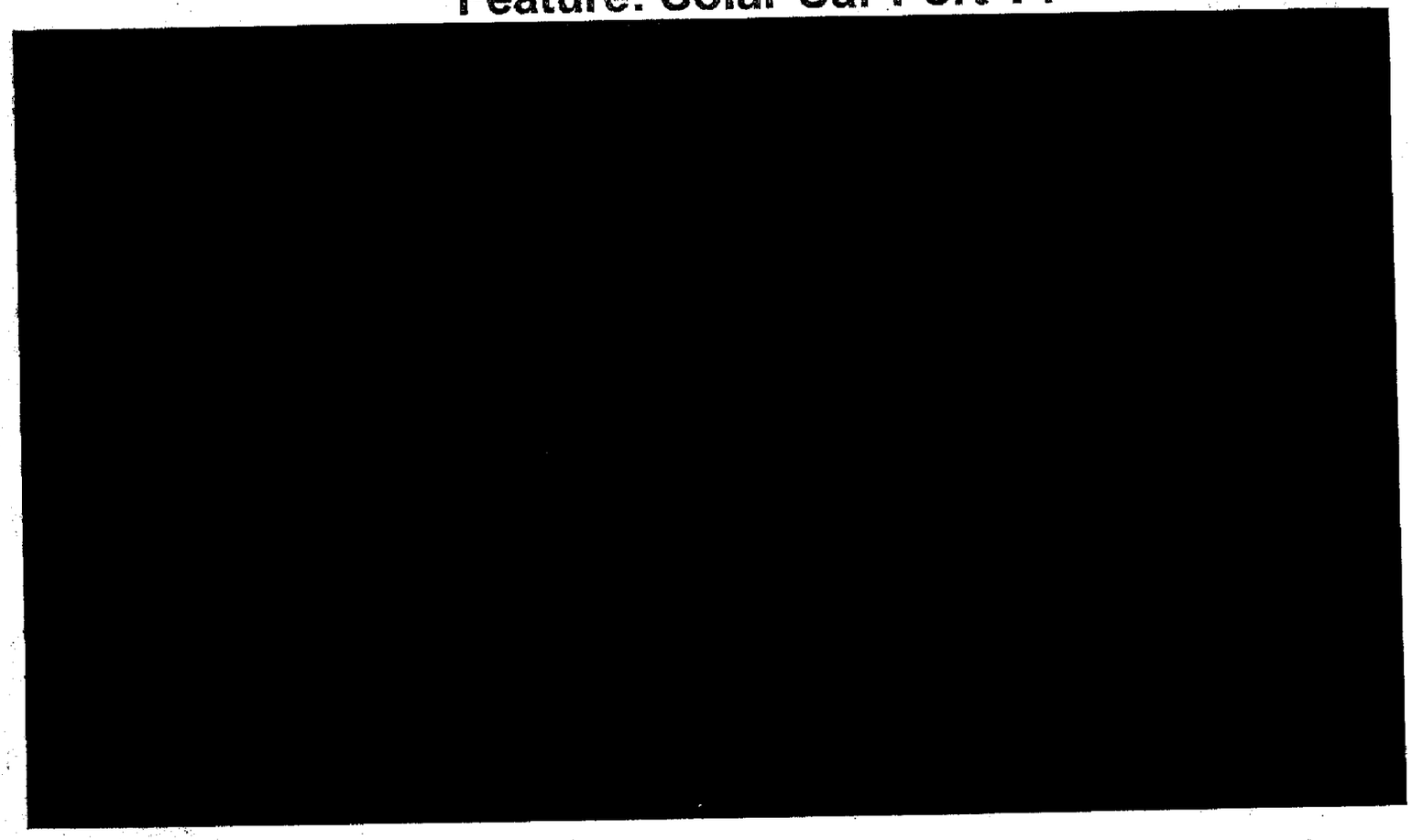
ECO-CHIC
ECO-NOMIC
ECO-FRIENDLY
SOURCE LOCALLY
REUSE MATERIAL
RECYCLED MATERIALS

CONFIDENTIAL

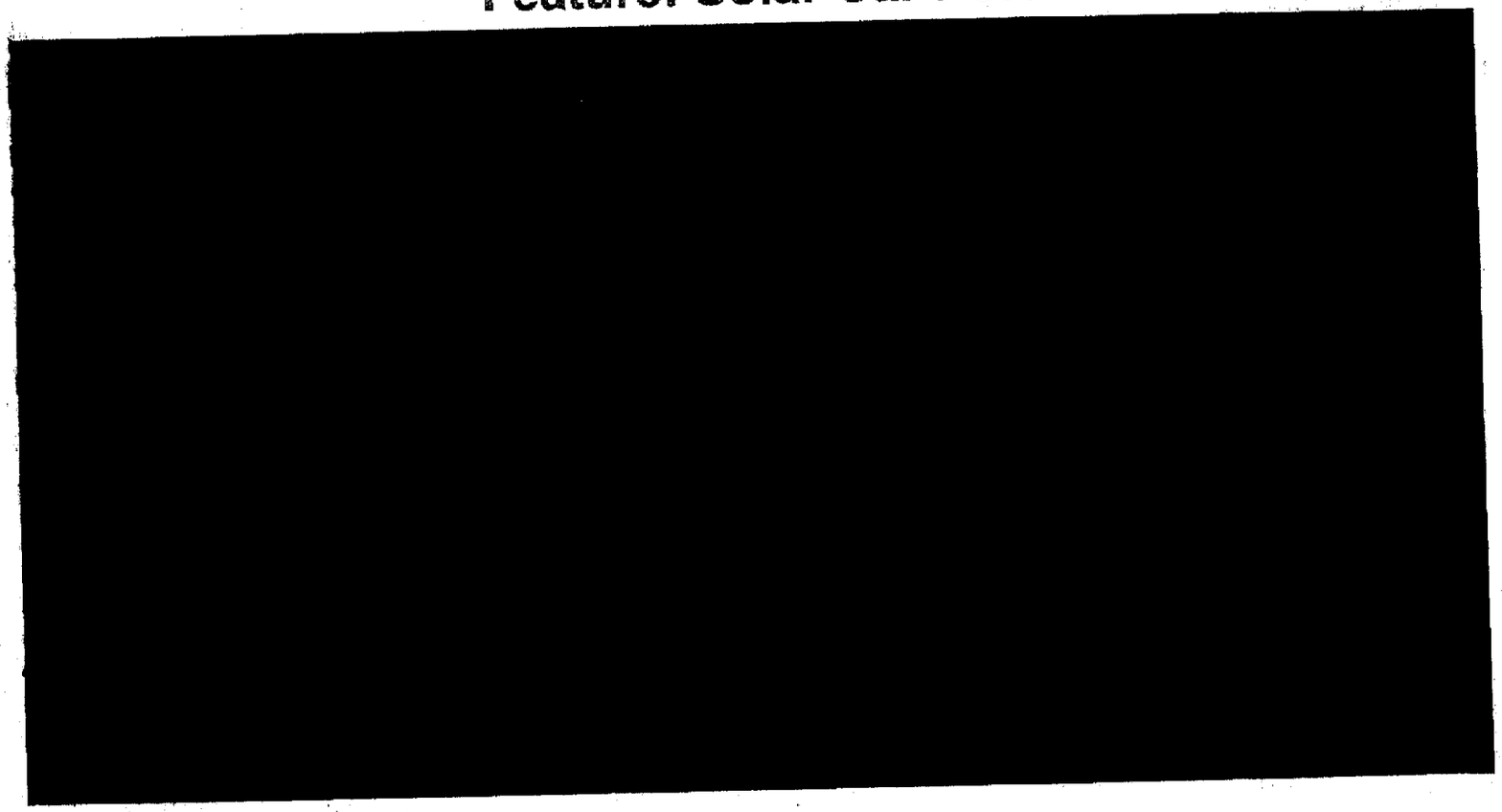
Feature: Solar Car Port



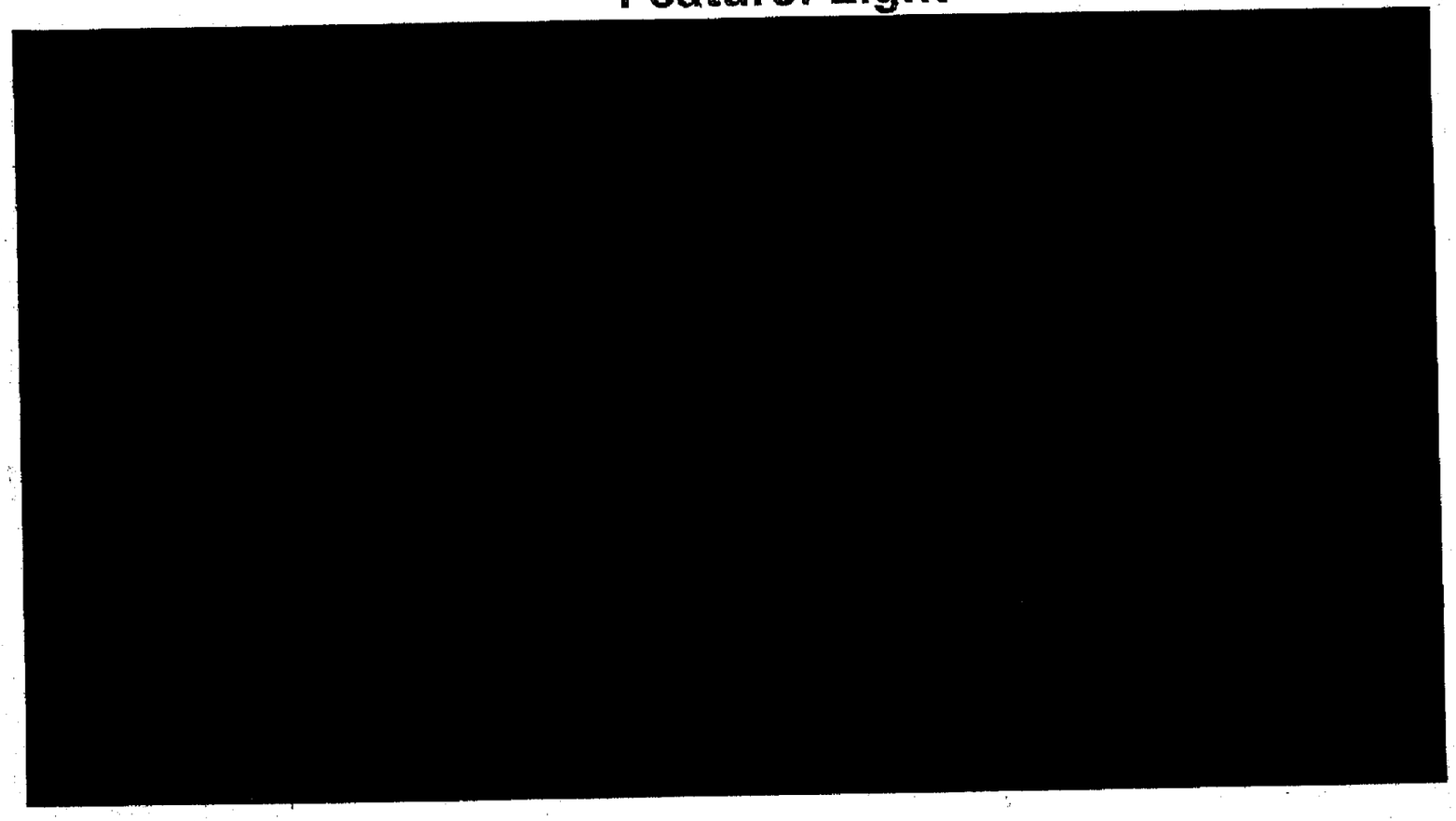
Feature: Solar Car Port V1

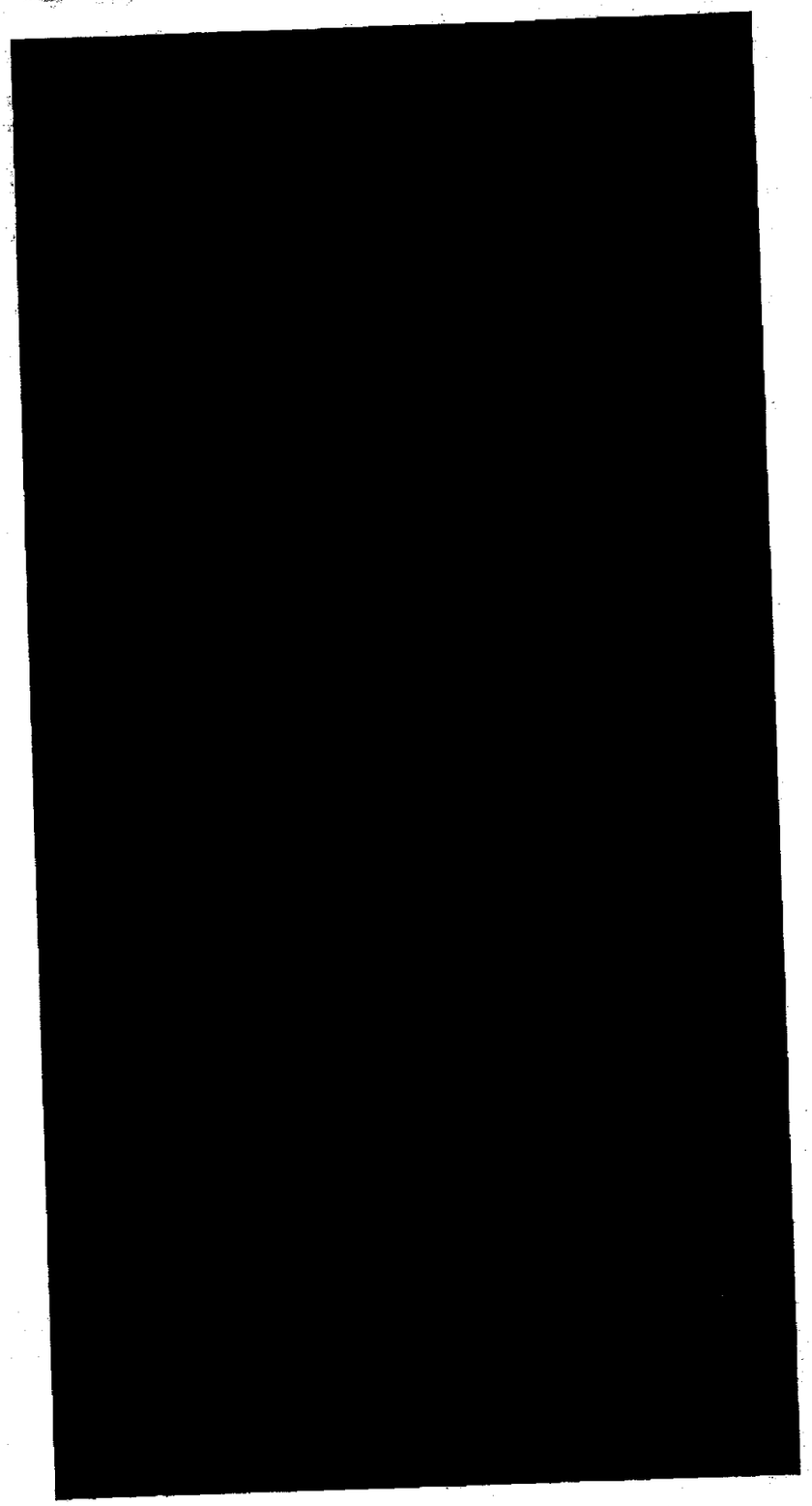


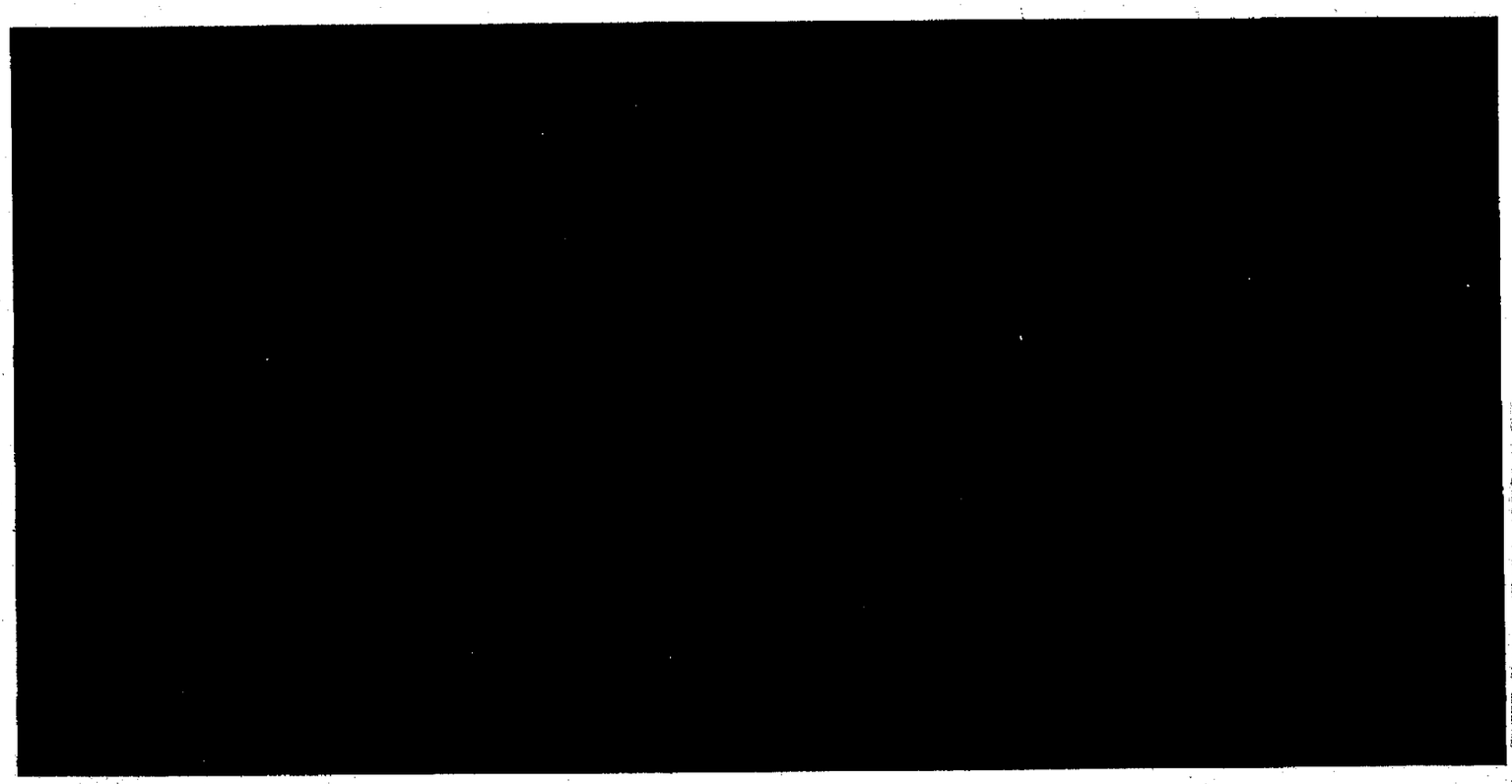
Feature: Solar Car Port V2

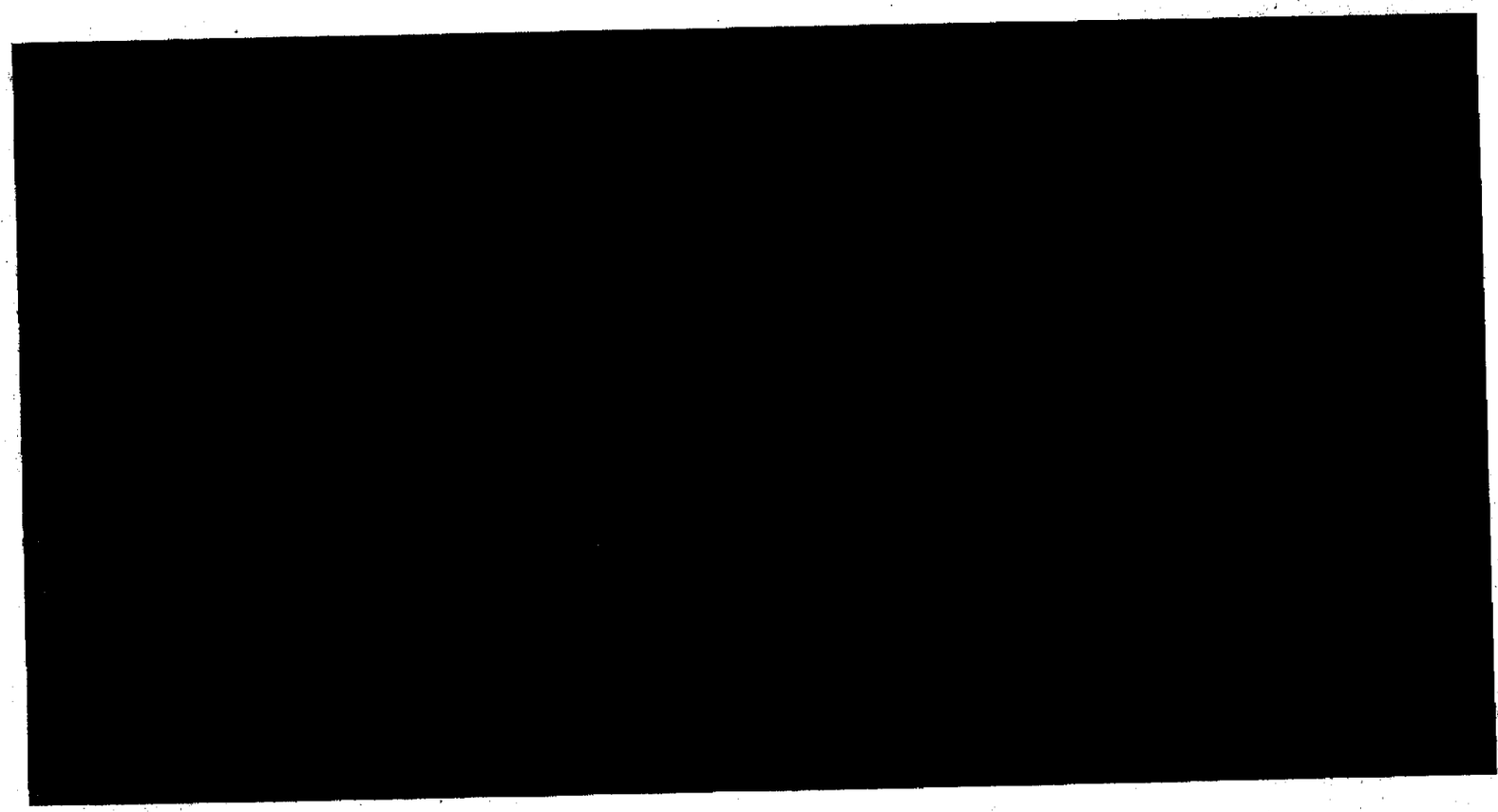


Feature: Light

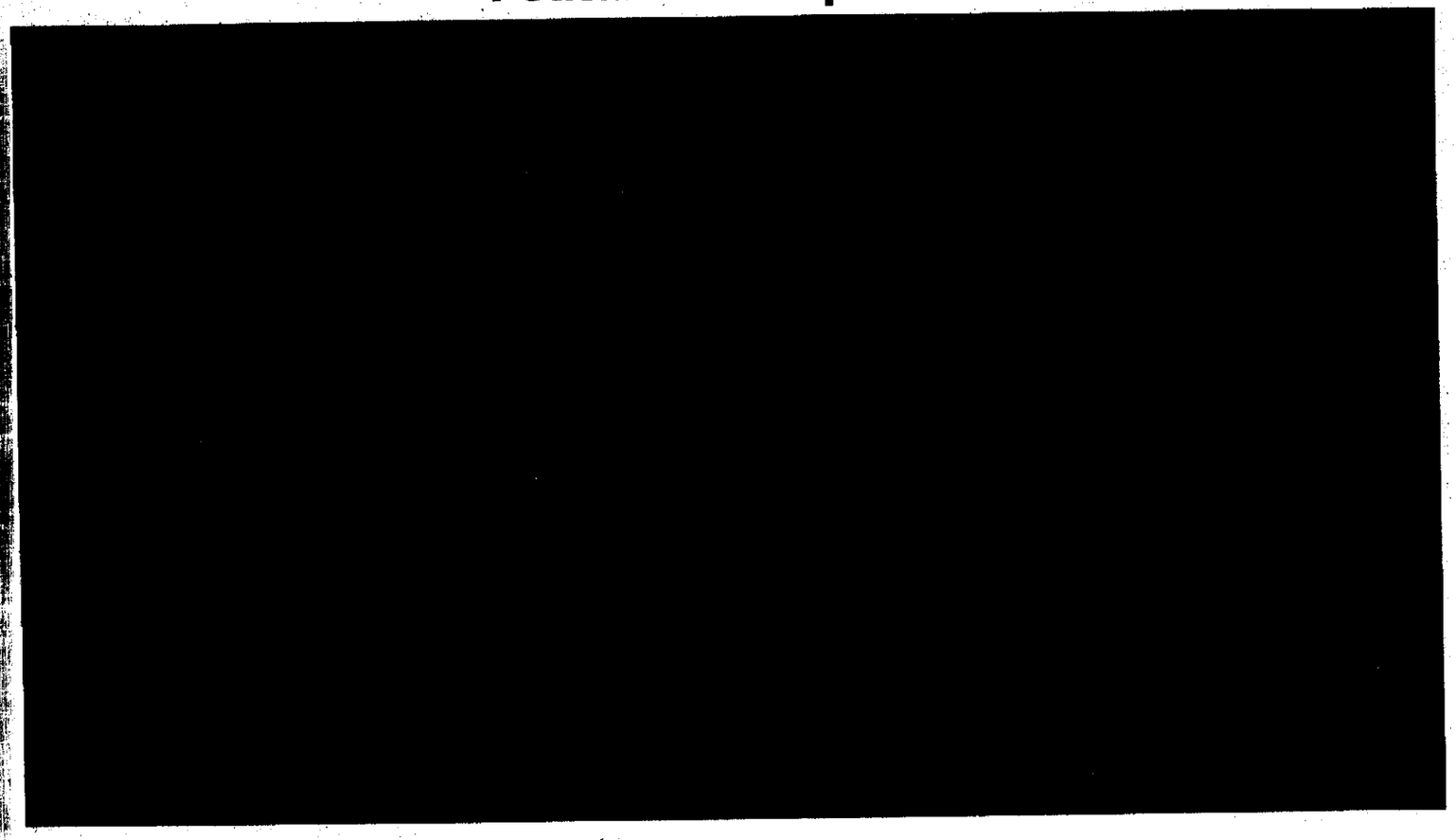




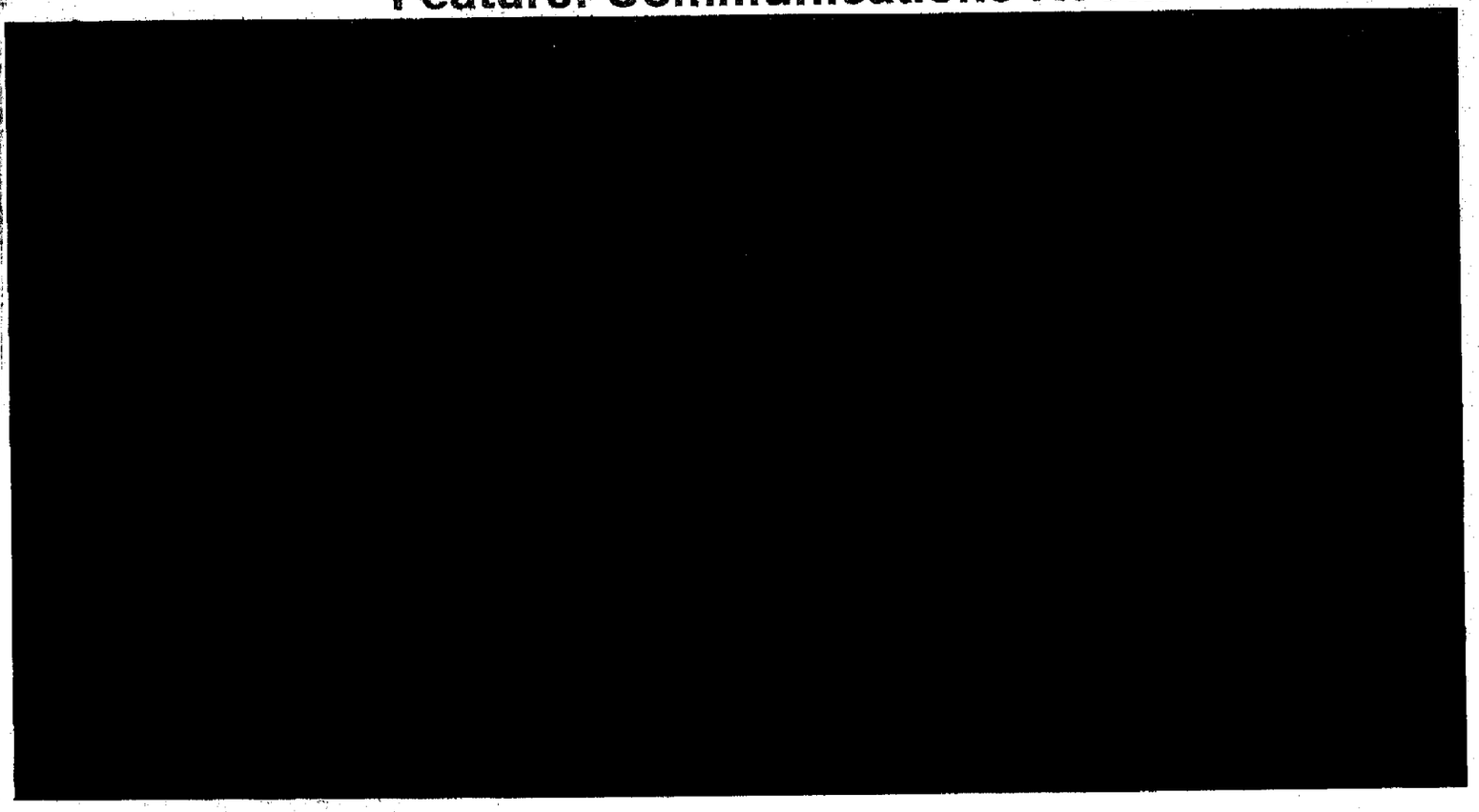




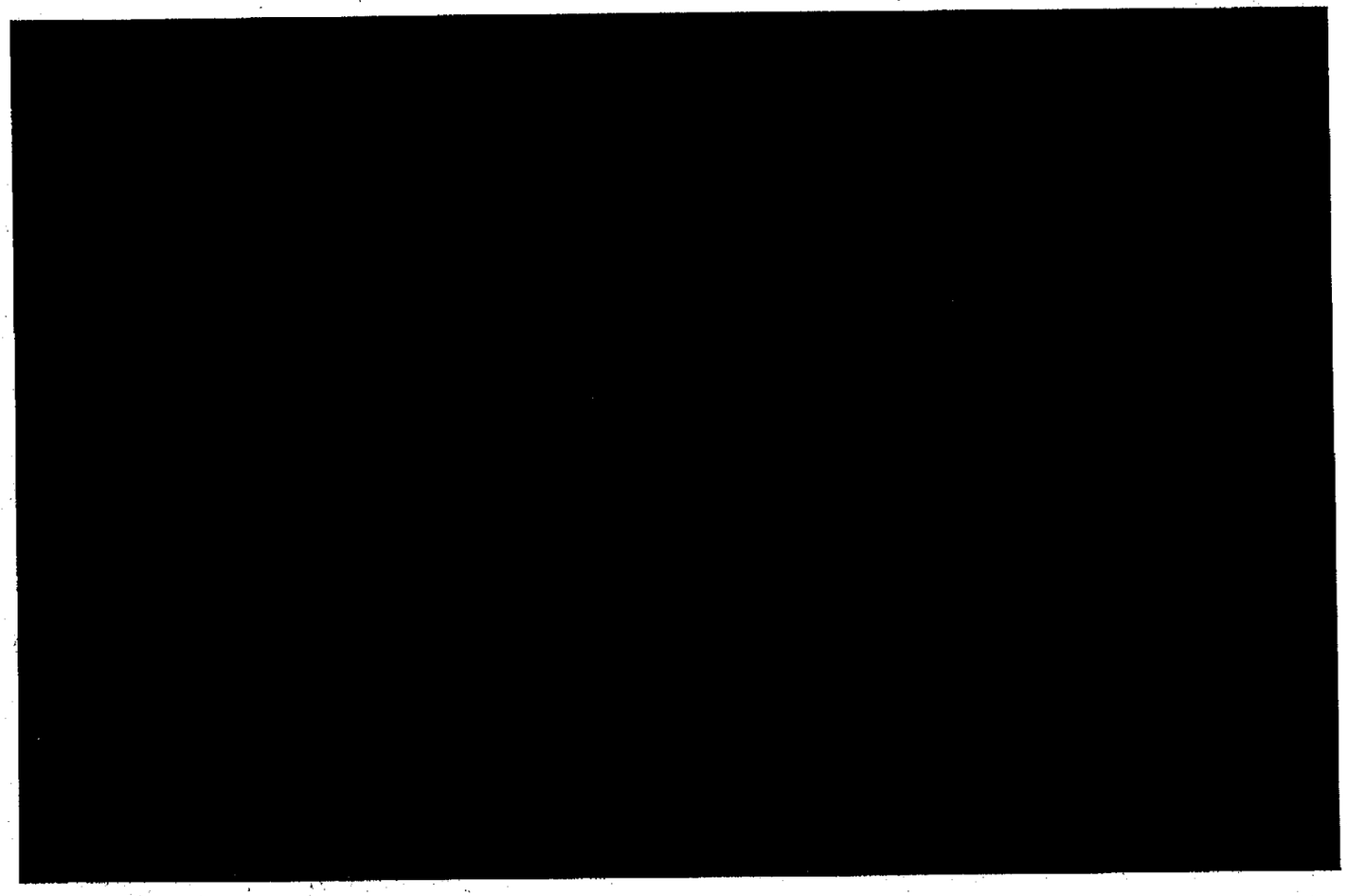
Feature: Reception Desk



Feature: Communications Room

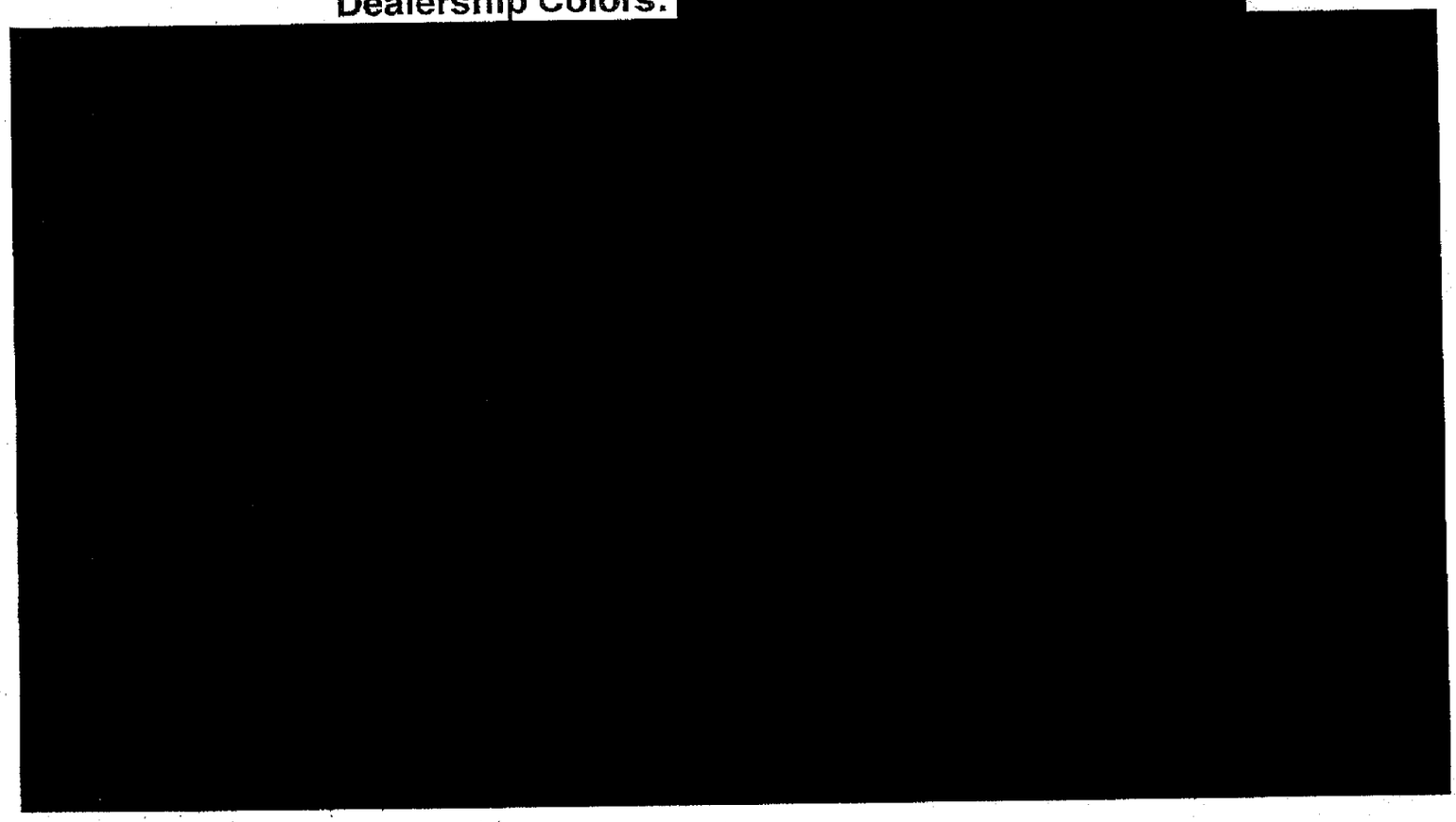


Look and Feel



Look and Feel

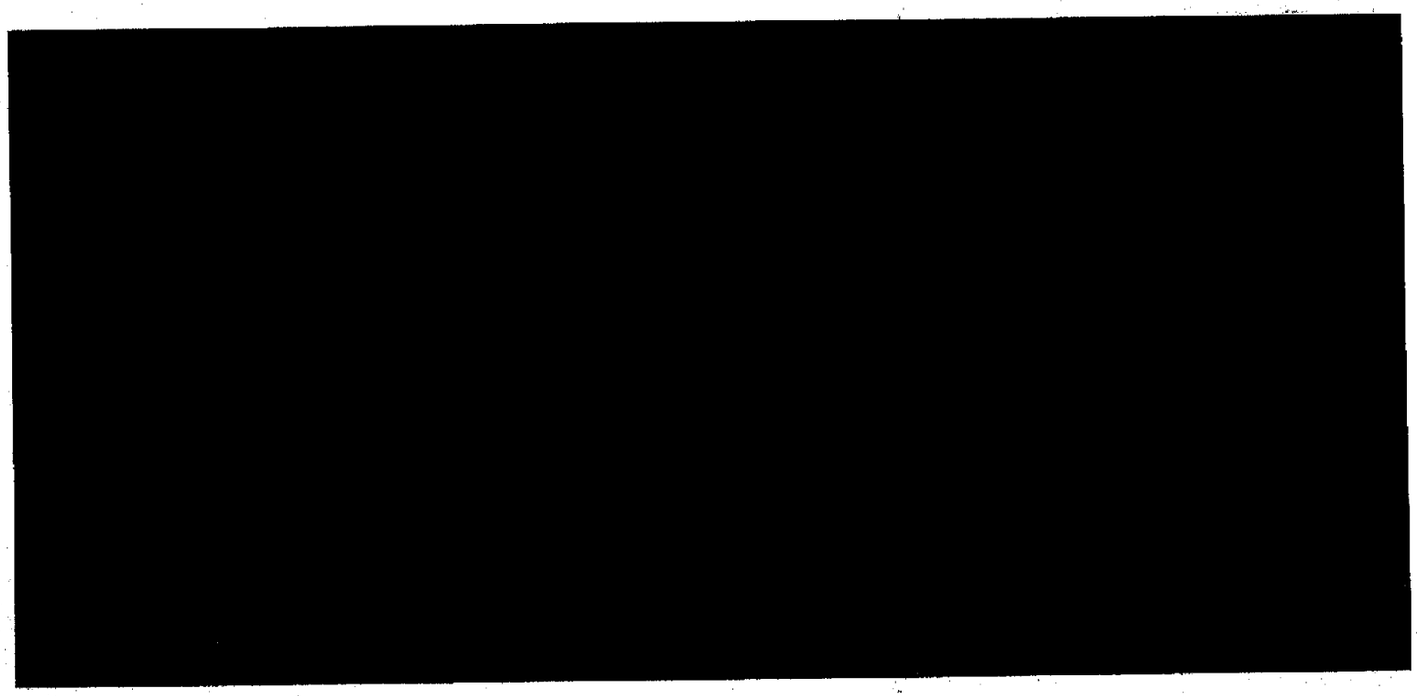
Dealership Colors:



Look and Feel

Corporate Identity (to be finalized soon)

FISKER AUTOMOTIVE



Sales Plan

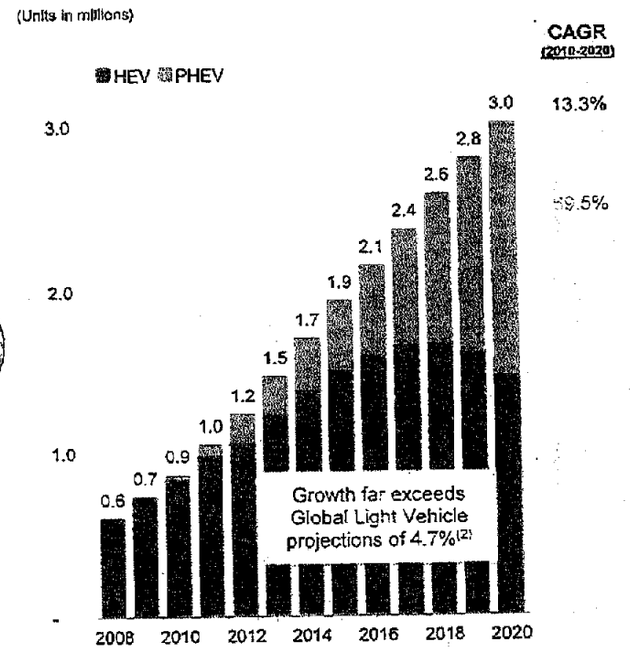
Market Opportunity, Karma Sales to Date, Karma and KX Segment Sales and Projections

Market Opportunity

Critical Macro Drivers of PHEVs

- Practical solution to improving automotive fuel-economy
- Greater awareness for global warming / greenhouse gas emission regulations
- Desire to reduce dependency on oil and its related increase in gas prices over time (regardless of short-term fluctuations)
- Internal combustion engine cars are not the future – the OEMs are genuinely focused on electrification (e.g. GM's Volt program)

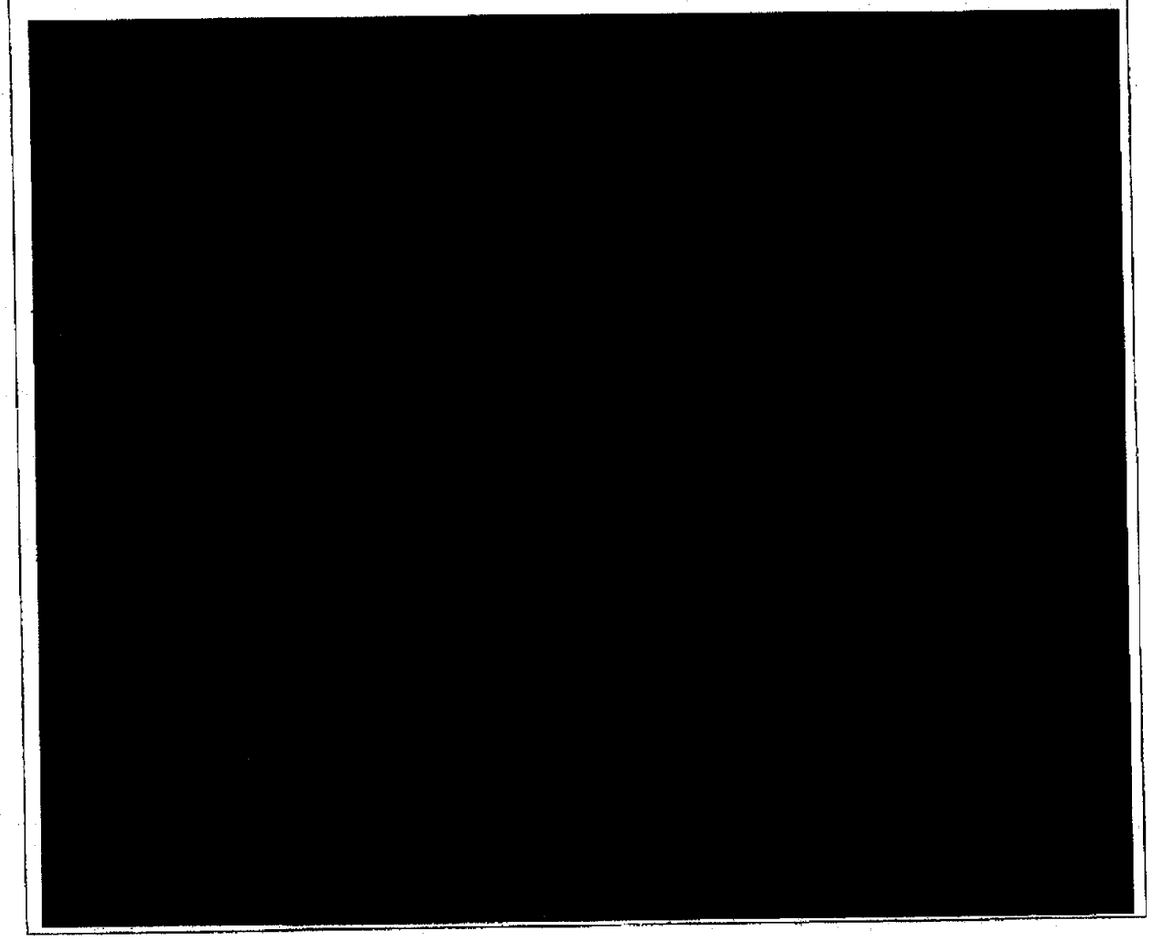
Global Hybrid Vehicle Forecast [1]



(1) Morgan Stanley Global Hybrid Demand Estimate with extrapolation of years 2011, 2013, 2014, 2016-2019 (March 2008). Assumes global PHEV proportion to total hybrid units is equivalent to US trends
(2) Based on 2008-2012 Global Light Vehicle CAGR (CSM, 3Q2008) and predominantly driven by emerging market unit growth.

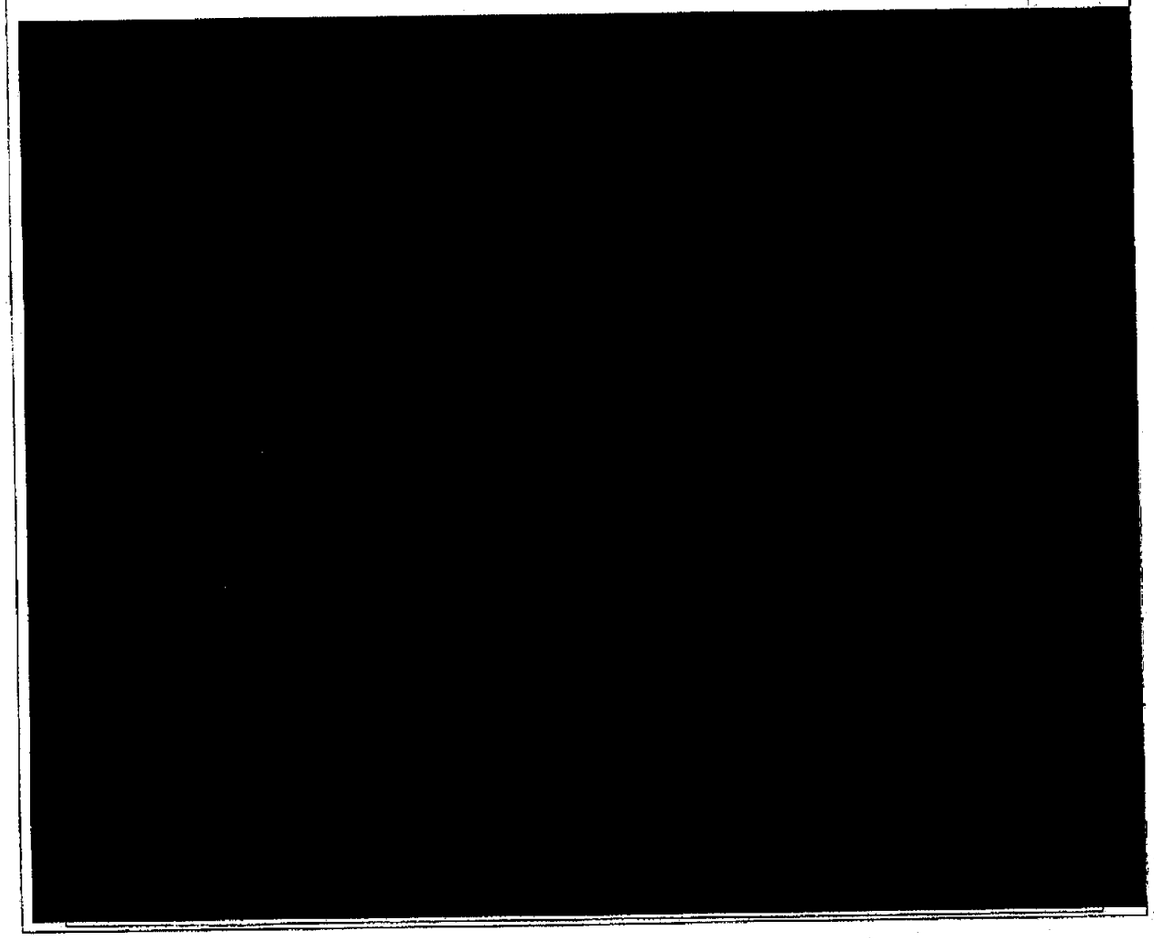
Karma Sales to Date

U.S. Order Bank



Karma Sales to Date

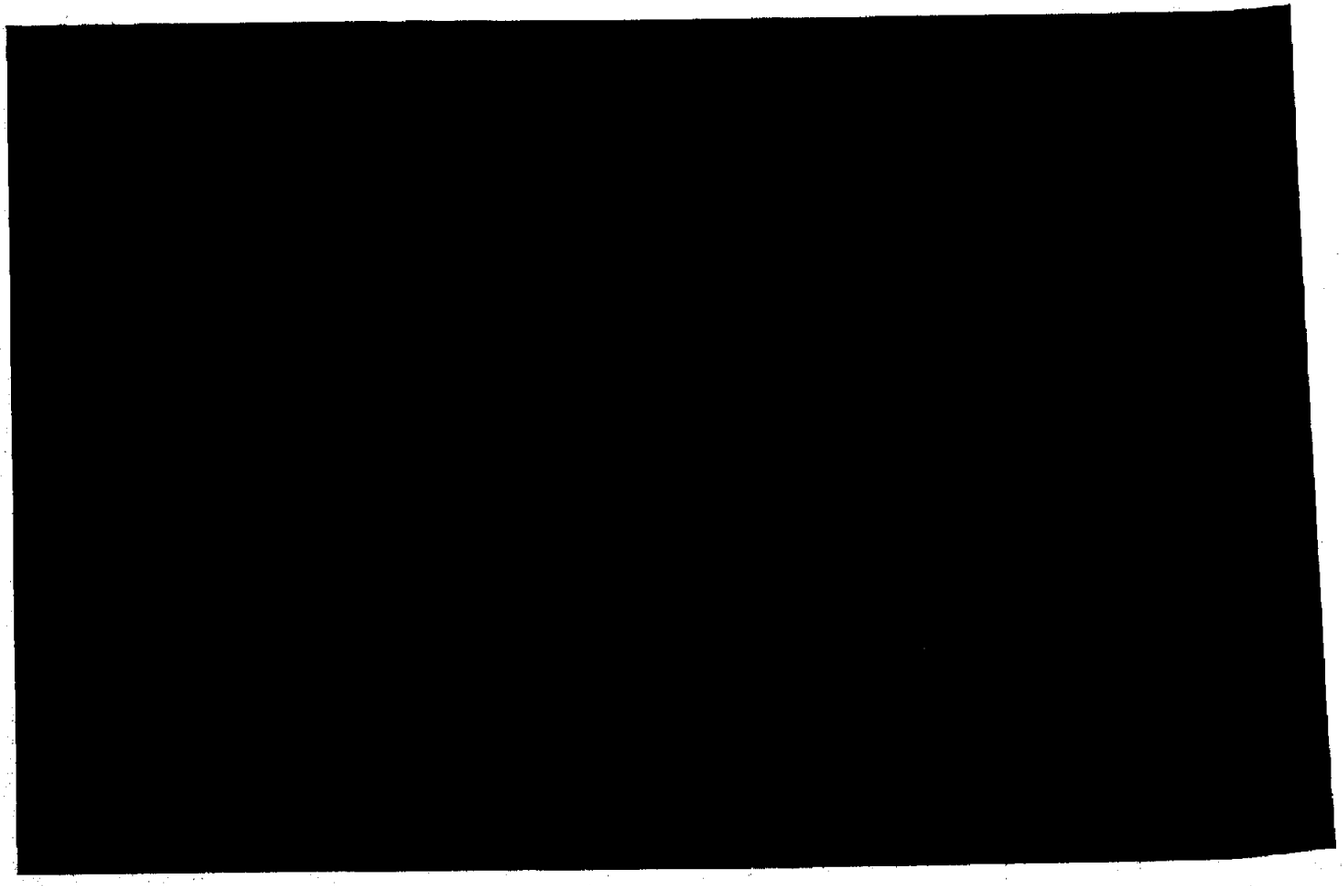
Order Bank - Outside the U.S.



U.S. Karma Competitive Sales 2008

	[redacted]
BMW	
Cadillac	
Mercedes Benz	
Maserati	
Porsche	
Jaguar	
Range Rover	
Lexus	
Audi	
Bentley	
Total	
[redacted]	

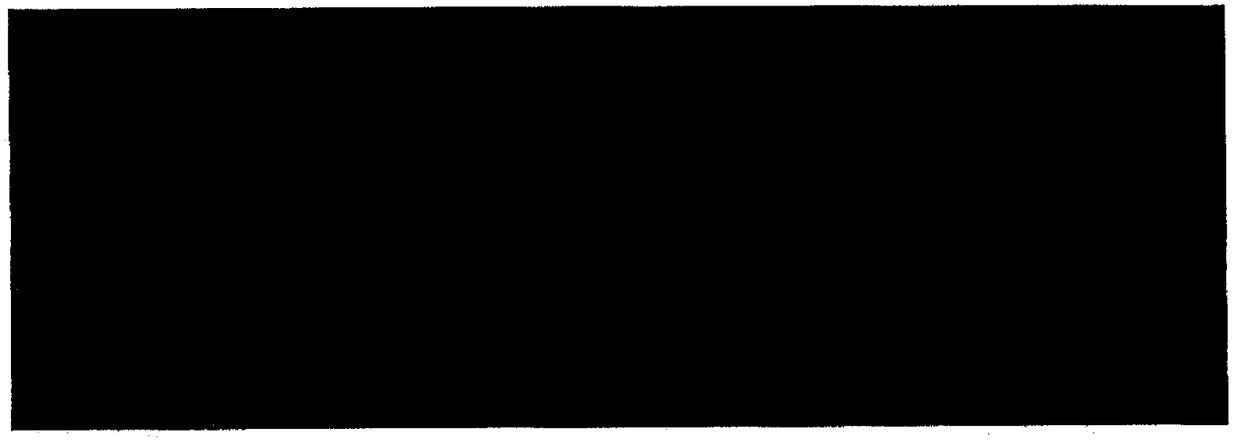
Retailer Selection



Karma Sales Projections

Model (Unit Volume)	2009	2010	2011	2012	2013
[redacted]					
Total Karma Sales	[redacted]				

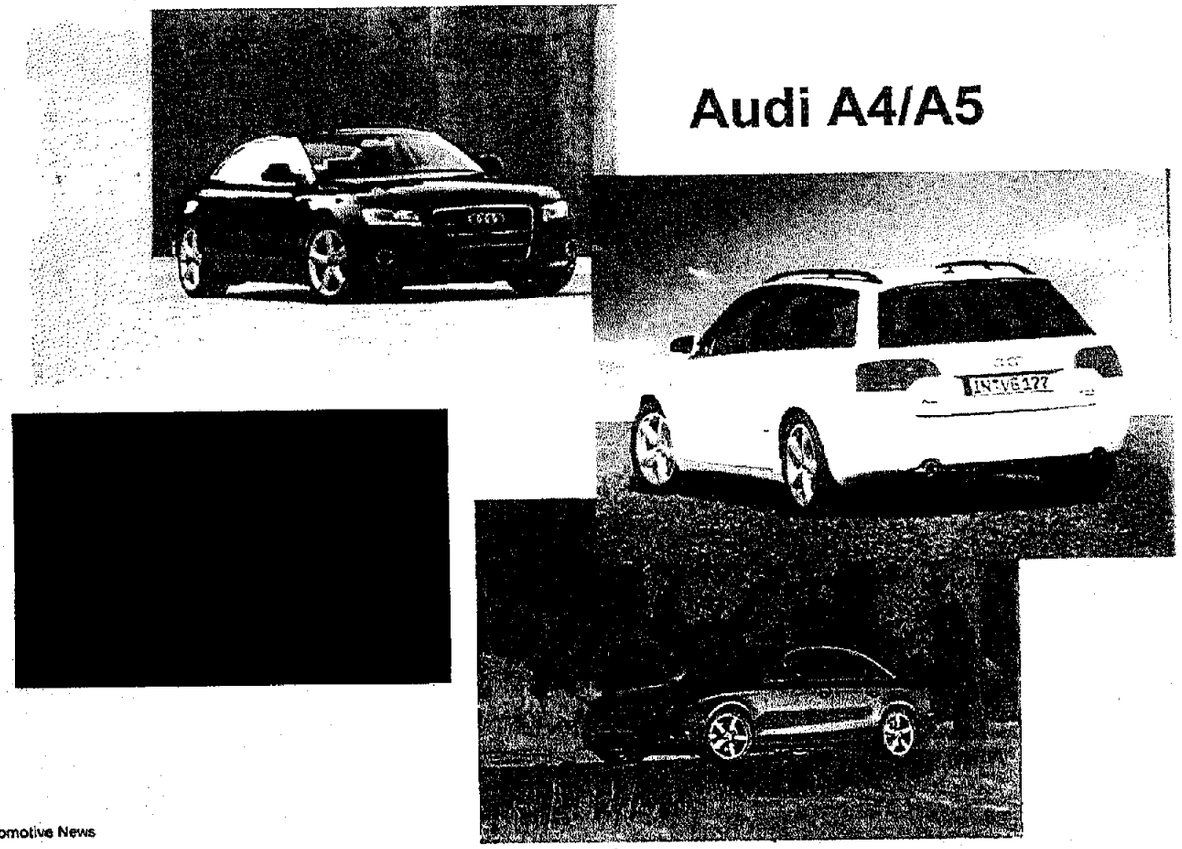
KX Competitive Sales & Projections



Fisker Kx
Starting MSRP:
Projected Annual Sales:

KX Competitive Sales & Projections

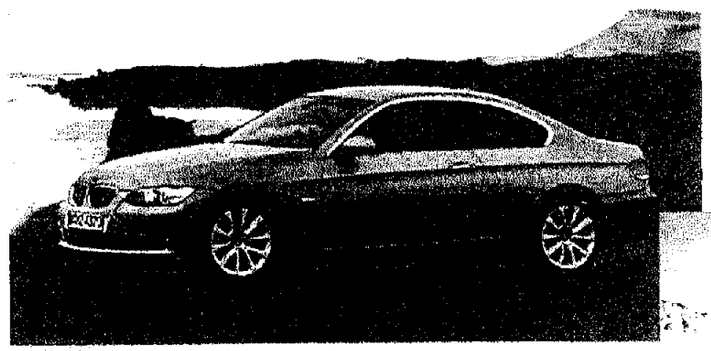
Audi A4/A5



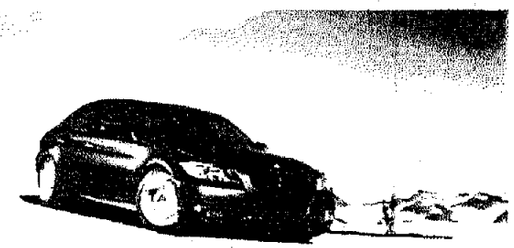
[redacted]

Source: Automotive News

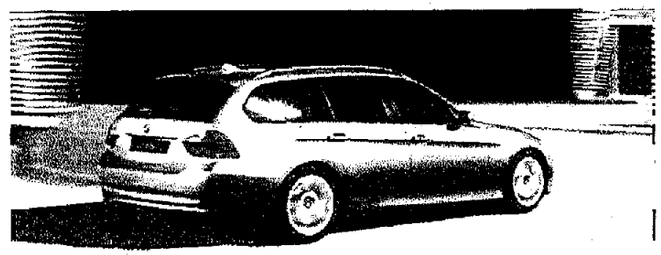
KX Competitive Sales & Projections



BMW 3-Series



[redacted]

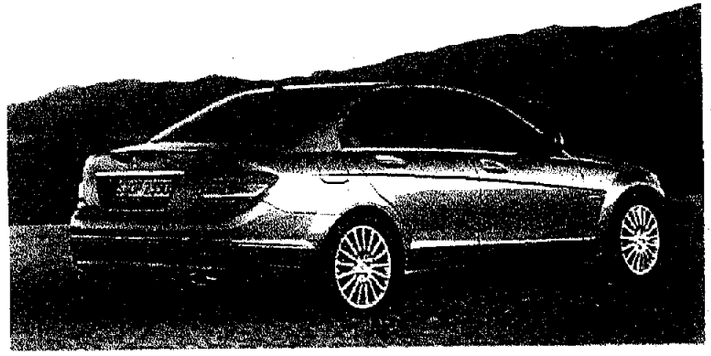


Source: Automotive News' 12/18/08 - *U.S. CAR SALES, November & 11 months 2008*

KX Competitive Sales & Projections

Mercedes Benz C/CLK-Classes

[redacted]



Source: Automotive News

KX Competitive Sales & Projections

Infiniti G35/37

[redacted]

Source: Automotive News

KX Competitive Sales & Projections

US Yearly Sales

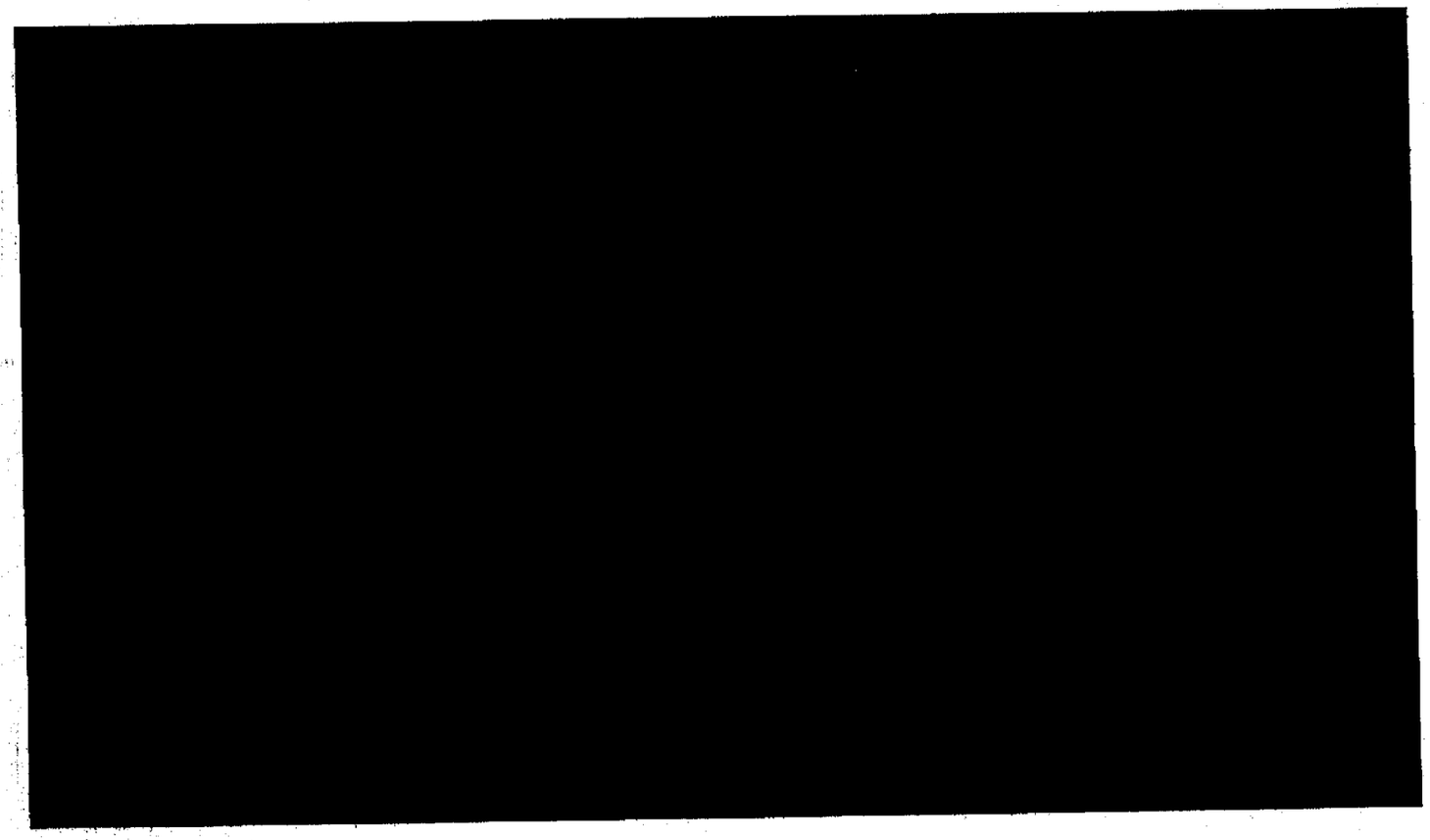
Audi A4/A5	[redacted]
BMW 3-Series	
Infiniti G35/37	
Mercedes C/CLK Classes	
Fisker Kx	
Fisker Kx (Export)	

Source: Automotive News 2008 YTD

Communications Plan

Communications Considerations, Media Coverage, Auto Show Schedule

Communications Considerations



Media Coverage

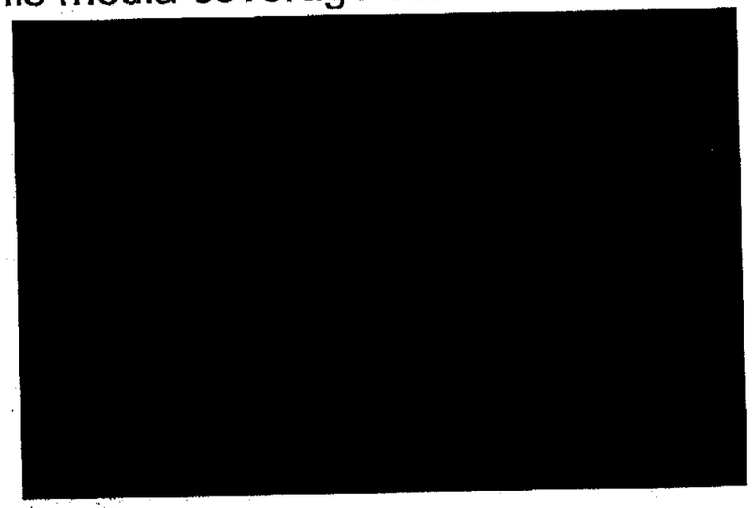
Media highlights of coverage from the Fisker Karma since its debut include:

Media Coverage

Since its unveiling at the North American International Auto Show (NAIAS), media coverage of the Fisker Karma has included:

[redacted]

This media coverage can be broken down as follows:



Source: Cision Nov. 08

2008 – 2009 Auto Show Schedule

Show Name	City, State	Press Dates	Show Dates
	REMAINING for 2008		
NY Motor Expo	World Financial Center, NY		Sept. 15-19, 2008
SEMA Show	Las Vegas Convention Center, Las Vegas, NV		Nov. 4 – 7, 2008
Nordic Climate Solution	Bella Center, Copenhagen Denmark		November 25th – 26th
	2009 PLAN		
North American Int'l A/S	Detroit, MI	Jan. 11-15, Black Tie: Jan. 16	Jan. 17-25, 2009
Geneva	Geneva Switzerland	March 3-4	March 5-15, 2009
New York Int'l Auto Show	New York, NY	April 8-9	April 10-19, 2009
Top Marques Monaco	Grimaldi Forum, Monaco		April 16-19
British International Motor Show	Excel, London	July	July
Frankfurt International Motor Show	Frankfurt	Sept. 15-16	Sept. 17-27, 2009
Greater Los Angeles Int'l Auto Show	Los Angeles, CA	Nov.	Nov.
Copenhagen Climate Conference	Copenhagen		Nov. 30- Dec. 11
	2009 CONSIDERATION		
Washington, D.C.	Washington, D.C.	Feb. 3, 2009	Feb. 4-8, 2009
Shanghai	China	April 20-21	April 22-28, 2009
Barcelona	Venue Montjuic	n/a	May 30-June 7, 2009
Bologna	Bologna Exhibition Centre	n/a	Dec. 2009
	2010 CONSIDERATION		
Chicago Int'l Auto Show	Chicago, IL		Feb
Ft. Lauderdale Int'l Auto Show	Ft. Lauderdale, FL		March
Paris Motor Show	Paris, Porte de Versailles		Sept.
South Florida Auto Show	Miami Beach, FL		Nov.

FISKER AUTOMOTIVE INC.

APPLICATION FOR PROJECT # 1 –
ENGINEERING INTEGRATION FOR FISKER KARMA

TAB 1H: FINANCIAL STATEMENTS

Independent Auditors Report for 2007 – Fisker Automotive Inc. CONFIDENTIAL

Preliminary 2008 Financial Report – Fisker Automotive Inc. CONFIDENTIAL

CONFIDENTIALITY NOTICE

Documents marked as "Confidential" contain proprietary information that Fisker Automotive Inc. requests not be released to persons outside the Government, except for purposes of review and evaluation.

Fisker Automotive, Inc.
(A Development Stage Enterprise)

Balance Sheet
December 31, 2007

Fisker Automotive, Inc.
(A Development Stage Enterprise)

Contents

Independent Auditors' Report	3
Financial Statement	
Balance Sheet	4
Notes to Balance Sheet	5 – 19

BDO Seidman, LLP
Accountants and Consultants

3200 Bristol Street, 4th Floor
Costa Mesa, California 92626
Telephone: (714) 957-3200
Fax: (714) 957-1080

Independent Auditors' Report

The Board of Directors
Fisker Automotive, Inc.
Irvine, CA 92606

We have audited the accompanying balance sheet of Fisker Automotive, Inc., a development stage enterprise, (the "Company") as of December 31, 2007. This balance sheet is the responsibility of the Company's management. Our responsibility is to express an opinion on this balance sheet based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the balance sheet is free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the balance sheet, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall balance sheet presentation. We believe that our audit of the balance sheet provides a reasonable basis for our opinion.

In our opinion, the balance sheet referred to above presents fairly, in all material respects, the financial position of Fisker Automotive, Inc. at December 31, 2007, in conformity with accounting principles generally accepted in the United States of America.

BDO Seidman, LLP

December 23, 2008

Fisker Automotive, Inc.
(A Development Stage Enterprise)

Balance Sheet

December 31,	2007
Assets	
Current Assets:	
Cash and cash equivalents	[redacted]
Total Current Assets	[redacted]
Restricted cash	[redacted]
Property and Equipment, net	[redacted]
Total Assets	[redacted]
Liabilities and Shareholders' Deficit	
Current liabilities:	
Accrued expenses	[redacted]
Total current liabilities	[redacted]
Customer deposits	[redacted]
Total liabilities	[redacted]
Commitments, contingencies and subsequent events	
Shareholders' Deficit:	[redacted]
Total Shareholders' Deficit	[redacted]
Total Liabilities and Shareholders' Deficit	[redacted]

See accompanying summary of accounting policies and notes to financial statements.

Fisker Automotive, Inc.
(A Development Stage Enterprise)

Notes to Balance Sheet

1. Summary of Accounting Policies

Nature of Business

Fisker Automotive, Inc. (the "Company") is a corporation that was organized under the laws of the state of Nevada and was incorporated on August 7, 2007. On March 27, 2008 the Company was reincorporated in the state Delaware (see Note 8).

The Company was started by Fisker Coachbuild, LLC ("FC") and Quantum Fuel Systems Technologies Worldwide, Inc. ("Quantum"). The Company is a development stage enterprise, involved in designing and developing environmentally friendly, premium sports cars. Each car will feature plug-in hybrid technology. As of the date of this balance sheet, the Company is in the process of developing its first car, the Fisker Karma ("Karma"). The Karma was presented to the public at the North American International Auto Show in Detroit on January 14, 2008. Sales for the Karma are scheduled to begin in the fall 2009. The Company plans to develop and bring to the market other models.

As of December 31, 2007, [redacted] of costs incurred in the development of the car have been expensed as research and development. No revenue has been generated from the sale of products to date. The Company's ability to continue operations is dependent upon the successful completion of technical development of the technology, obtaining additional financial support from shareholders or other investors and achieving profitable operations. The outcome of these matters can not be predicted at this time. This balance sheet does not include any adjustments to the assets and liabilities that might be necessary should the Company be unable to continue in business.

Basis of Presentation

The accompanying financial statements present the balance sheet of the Company at December 31, 2007.

1. Summary of Accounting Policies (Continued)

Use of Estimates

The preparation of the balance sheet in conformity with accounting principles generally accepted in the United states of America, requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and disclosure of contingent assets and liabilities at the date of the balance sheet. Actual results could differe materially from these estimates.

Cash and Cash Equivalents

The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents.

Restricted Cash/Customer Deposits

Cash deposits made by customers are fully refundable if no car is sold. These funds are separated from cash and cash equivalents in a separate bank account and accounted for as restricted cash and customer deposits.

Property and Equipment

Property and equipment are stated at cost. Depreciation is computed using the straight-line method over the estimated useful lives of the assets, which range from three to seven years.

Property and equipment is assessed for possible impairment whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable, or whenever management has committed to a plan to dispose of the assets. There was no impairment of long-lived assets in 2007.

Maintenance and repairs are charged to expense as incurred, and costs of betterments and renewals are capitalized. The cost of assets sold or retired, and the related accumulated depreciation or amortization is removed from the accounts and any resulting gain or loss is included in operations.

1. **Summary of Accounting Policies (Continued)**

Concentrations

The Company has cash deposits in a financial institution that periodically throughout the year exceeded amounts covered by the U.S. Federal Deposit Insurance Corporation ("FDIC"). The Company has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk to cash. At December 31, 2007, amounts in excess of FDIC coverage amounted to [redacted]

New Accounting Pronouncements

In September 2006, the Financial Accounting Standards Board ("FASB") issued Statement of Financial Accounting Standards ("SFAS") No. 157, *Fair Value Measurements* ("SFAS No. 157"). SFAS No. 157 defines fair value, establishes a market-based framework or hierarchy for measuring fair value, and expands disclosures about fair value measurements. SFAS No. 157 is applicable whenever another accounting pronouncement requires or permits assets and liabilities to be measured at fair value. SFAS No. 157 does not expand or require any new fair value measures, however the application of this statement may change current practice. The requirements of SFAS No. 157 are effective for the Company for the fiscal year beginning January 1, 2008. The Company is currently evaluating the impact that adopting SFAS No. 157 will have on its financial statements.

In February 2008, the FASB issued a Staff Position FAS No. 157-1, *Application of FASB Statement No. 157 to FASB Statement No. 13 and Other Accounting Pronouncements that Address Fair Value measurements for Purposes of Lease Classification or Measurement under Statement 13*, ("FSP No. 157-1") indicating that SFAS No. 157 does not apply under SFAS No. 13, *Accounting for Leases*, ("SFAS No. 13") and other accounting pronouncements that address fair value measurements for purposes of lease classifications under SFAS No. 13. The Company is currently evaluating the impact that adopting FSP No. 157-1 will have on its financial statements.

1. Summary of Accounting Policies (Continued)

On February 12, 2008, the FASB issued Staff Position No. FAS 157-2, *Effective Date of FASB Statement No. 157*, ("FSP No. 157-2"). FSP No. 157-2 delays the effective date of FAS No. 157 for non-financial assets and liabilities, as defined, to fiscal years beginning after November 1, 2008. The Company is currently evaluating the impact that adopting FSP No. 157-2 will have on its financial statements.

On October 10, 2008, the FASB issued FASB Staff Position No. FAS 157-3, *Determining the Fair Value of a Financial Asset in a Market that is Not Active* ("FSP No. 157-3"), which clarifies the application of FAS No. 157 in an inactive market and provides an illustrative example to demonstrate how the fair value of a financial asset is determined when the market for that financial asset is inactive. FSP No. 157-3 was issued on October 10, 2008 and is effective upon issuance, including prior periods for which financial statements have not been issued. The adoption of FAS No. 157-3 had no impact on the financial statements.

In February 2007, the FASB issued SFAS No. 159, *Fair Value Option for Financial Assets and Financial Liabilities Including an Amendment of FASB Statement No. 115* ("SFAS No. 159"). This standard amends SFAS No. 115, *Accounting for Certain Investments in Debt and Equity Securities,* with respect to accounting for a transfer to the trading category for all entities with available-for-sale and trading securities electing the fair value option.

SFAS No. 159 permits companies and not-for-profit organizations to make a one-time election to carry eligible types of financial assets and liabilities at fair value, even if fair value measurement is not required under generally accepted accounting principles. The basic guidelines under this standard include the recognition of changes in an item's fair value occurring in subsequent reporting periods in current earnings, upon election of the fair value option for that item, among others. Most types of financial assets and liabilities, including an entity's own debt obligations, are eligible for the election. Entities making the election must comply with specific presentation and disclosure requirements. SFAS No. 159 is effective for fiscal years beginning after November 15, 2007, with early adoption permitted. The Company is currently evaluating the impact that adopting SFAS No. 159 will have on its financial statements.

1. **Summary of Accounting Policies (Continued)**

In December 2007, the FASB issued SFAS No. 141 (revised 2007), *Business Combinations,* ("SAFS No. 141(R)"). The new standard requires the acquiring entity in a business combination to recognize all (and only) the assets acquired and liabilities assumed in the transaction; establishes the acquisition-date fair value as the measurement objective for all assets acquired and liabilities assumed; and requires the acquirer to disclose to investors and other users all of the information they need to evaluate and understand the nature and financial effect of the business combination. This statement is effective for fiscal years beginning after December 15, 2008. The adoption of the provisions of SFAS No. 141(R) is not expected to have material impact on the Company's financial statements.

In December 2007, the FASB issued SFAS No. 160, *Non-controlling Interests in Consolidated Financial Statements – an Amendment of ARB No. 51* ("SFAS No. 160"). This statement establishes accounting and reporting standards for the non-controlling interest in a subsidiary and for the deconsolidation of a subsidiary. This statement is effective prospectively, except for certain retrospective disclosure requirements, for fiscal years beginning after December 15, 2008. The adoption of the provisions of SFAS No. 160 is not expected to have material impact on the Company's financial statements.

In June 2006, the FASB issued Interpretation No. 48, *Accounting for Uncertainty in Income Taxes — an Interpretation of FASB Statement No. 109* ("FIN No. 48"). FIN No. 48 prescribes a recognition threshold and measurement process for recording in the financial statements uncertain tax positions taken or expected to be taken in a tax return in accordance with SFAS No. 109, *Accounting for Income Taxes.* Tax positions must meet a more-likely-than-not recognition threshold at the effective date to be recognized upon the adoption of FIN No. 48 and in subsequent periods. The accounting provision of FIN No. 48 is effective for the Company beginning January 1, 2009. The Company is currently evaluating the impact that adopting FIN No. 48 will have on its financial statements.

1. Summary of Accounting Policies (Continued)

In March 2008, the FASB issued SFAS No. 161, *Disclosures about Derivative Instruments and Hedging Activities – an Amendment of FASB Statement No. 133* ("SFAS No. 161"). SFAS No. 161 changes the disclosure requirements for derivative instruments and hedging activities. Entities are required to provide enhanced disclosures about (a) how and why an entity uses derivative instruments; (b) how derivative instruments and related hedged items are accounted for under SFAS No. 133, as amended; and (c) how derivative instruments and related hedged items affect an entity's financial position, financial performance and cash flows. SFAS no. 161 is effective for financial statements issued for fiscal years beginning after November 15, 2008. The adoption of SFAS No. 161 is not expected to have a material impact on the Company's financial statements.

In May 2008, FASB issued SFAS No. 162, *The Hierarchy of Generally Accepted Accounting Principles* ("SFAS No. 162"), which is intended to improve financial reporting by identifying a consistent framework, or hierarchy, for selecting accounting principles to be used in preparing financial statements that are presented in conformity with GAAP for non-governmental entities. SFAS No. 162 is effective 60 days following SEC's approval of the Public Company Accounting Oversight Board amendments to AU Section 411, *The Meaning of Present Fairly in Conformity with Generally Accepted Accounting Principles*. The Company is currently evaluating the impact that adopting SFAS No. 162 will have on its financial statements.

2. Property and Equipment

Property and equipment consists of the following as of December 31:

December 31,	2007
Furniture and equipment	[redacted]
Computer hardware and software	
Web design	
Less accumulated depreciation	
Total	

3. Related Party Transactions

[redacted]

3. **Related Party Transactions (Continued)**

FC, a common shareholder of the Company, is majority owned by the Chief Executive Officer and the Chief Operating Officer of the Company, respectively. Approximately [redacted] of their time is devoted to the operations of FC.

4. **Accounts Payable**

As of December 31, accounts payable related to the following:

December 31,	2007
Powertrain development	$ [redacted]
Design services	
Virtual chassis	
Other	
Total	$

5. **Commitments and Contingencies**

[redacted]

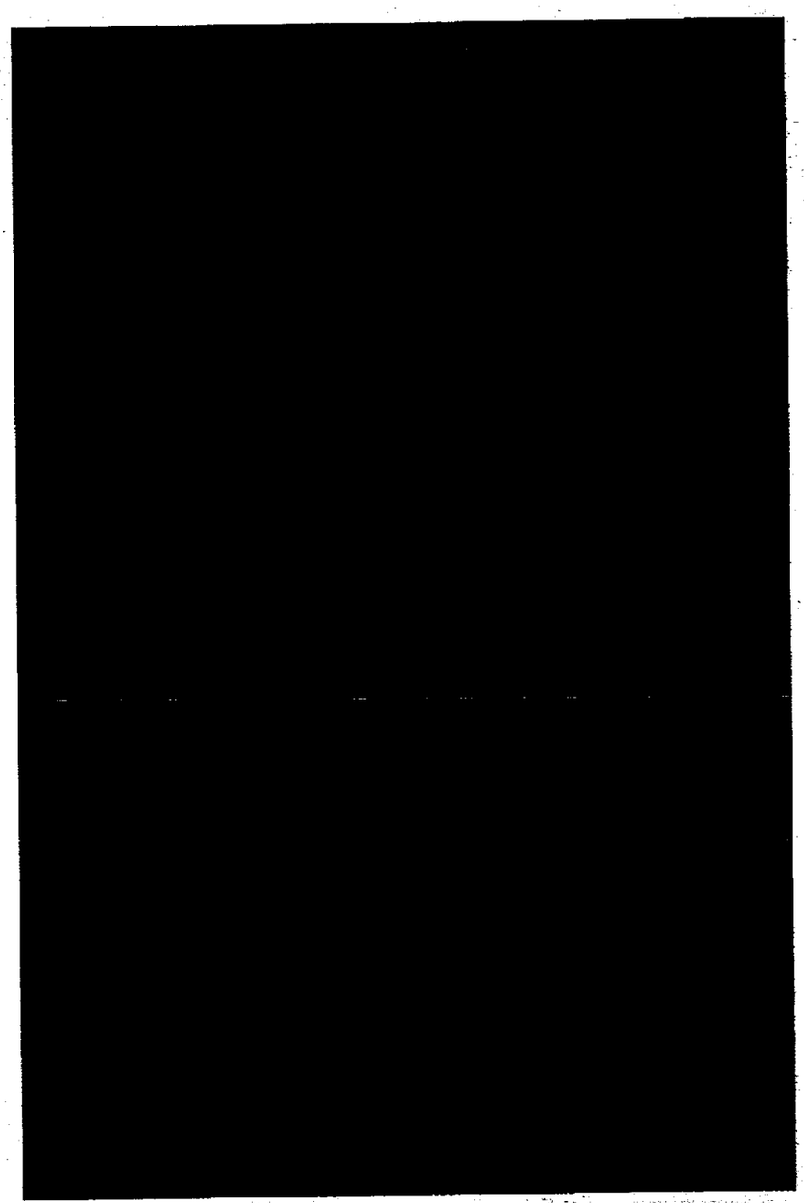
6. **Employee Benefit Plan**

7. **Shareholder's Equity**

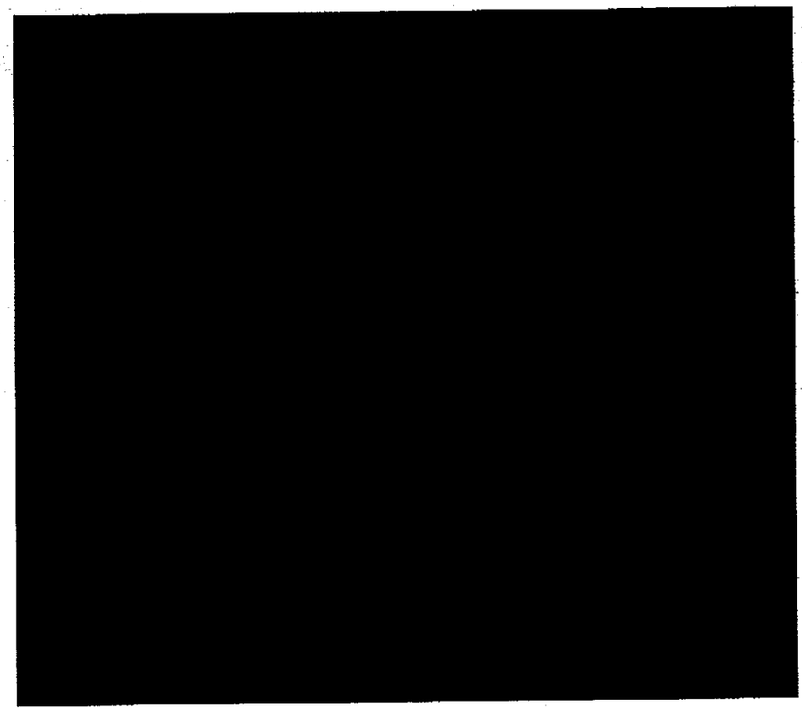
Common Stock

[redacted]

7. Shareholder's Equity (Continued)



7. Shareholder's Equity (Continued)

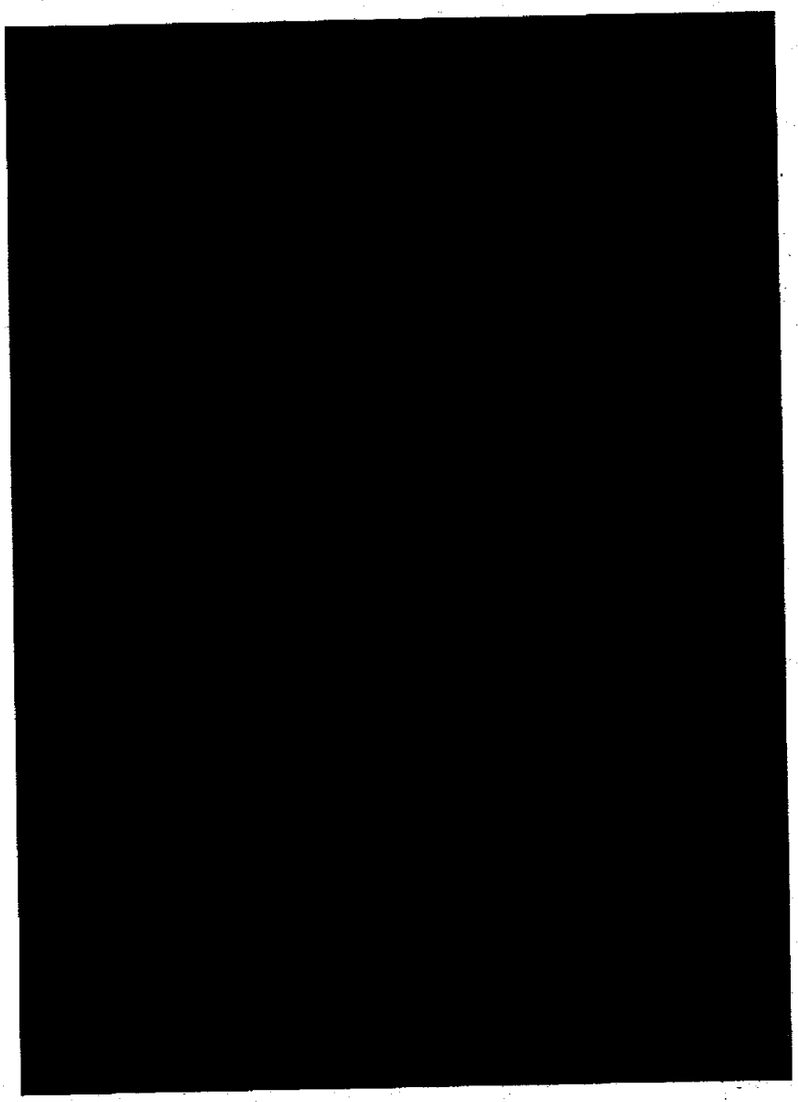


7. Shareholder's Equity (Continued)

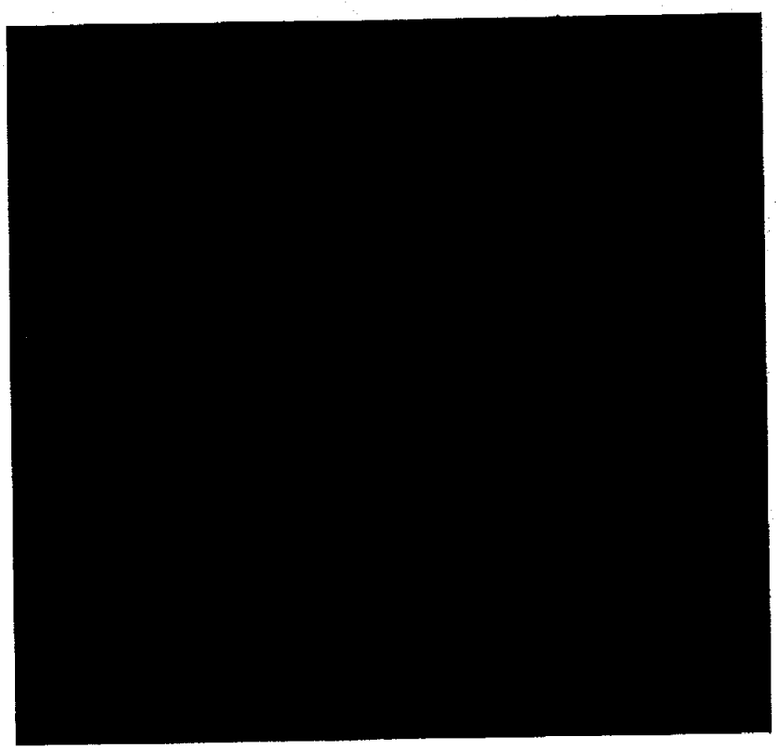
[redacted]

8. Income Taxes

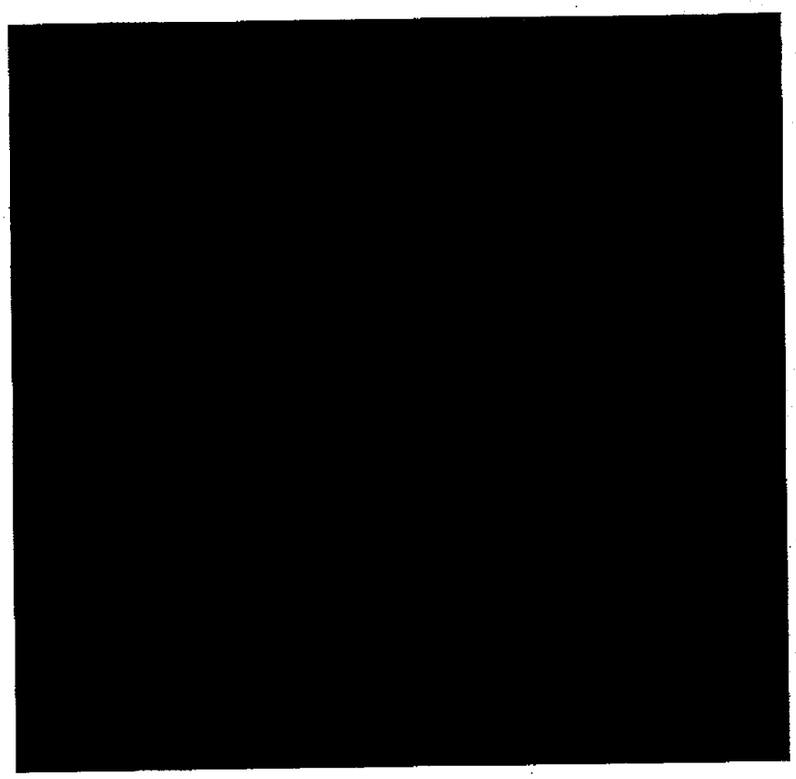
9. Subsequent Events



9. Subsequent Events (Continued)



9. Subsequent Events (Continued)



Fisker Automotive, Inc
2008 Operating Performance

2008 Forecast	2008 Oct. YTD Actual	2008 Estimated Year-End
Sales		
Units		
4 door sports sedan		
Convertible		
Sportswagon		
Gross Revenue		
Dealer Margin		
Net Revenue		
COGS		
Freight / Duty		
Variable Margin	$	
Operating Expense		
Labor and Related		
Marketing		
Professional Fees		
Facilities		
Financing Fees		
All Other		
Total Operating Cost	$	
Development Expense		
Tooling and Engineering Design/Development		
Powertrain Development Services		
Design Services		
Prototype Development and Testing		
Engineering Services (Pre Supply Agreement)		
Total Development Expenses	$	

Fisker Automotive, Inc
2008 Operating Performance

2008 Forecast		2008 Oct. YTD Actual	2008 Estimated Year-End
EBITDA	$		
Depreciation/Amortization			
Interest Expense (Income)			
Income/Franchise Tax			
Net Income	$		
Accumulated Loss Carryforward	$		
Capital Expenditure	$		
CASH FLOW			
From Operating Activity			
Net Income			
Depreciation/Amortization			
Vehicle Deposits			
Facility Deposit			
Accrued Liabilities			
From Investing Activity			
Capital Expenditure			
Investment Battery Supplier			
From Financing Activity			
Series A funding			
Series B funding			
Series C funding			
Series D funding			
Series E (Working Capital - Debt financing)			
Bridge Loan Financing			
Net Change In Cash			
Opening Cash Position			
Closing Cash Position			

2008 Forecast	2008 Oct. YTD Actual	2008 Estimated Year-End
Balance Sheet		
Total Cash		
Total Current Assets		
Net PP&E		
Net Tooling		
Investment Battery Supplier		
Other Deposits		
Total Assets		
Vehicle Deposits		
Accounts Payable/Other		
Bridge Loan		
Total Liabilities		
Retained Earnings		
Series A		
Series B		
Series C		
Series D		
Total Equity		
Total Liabilities and Equity		

FISKER AUTOMOTIVE INC.

APPLICATION FOR PROJECT # 1 –
ENGINEERING INTEGRATION FOR FISKER KARMA

TAB 11: LIST OF SITING, CONSTRUCTION, AND OPERATION PERMITS/APPROVALS

Summary of Potential Permitting Requirements

LIST OF SITING, CONSTRUCTION, AND OPERATION PERMITS/APPROVALS

Section 611.106(i)

> *"A list showing the status of and estimated completion date of applicant's required project-related applications or approvals for Federal, state, and local permits and authorizations to site, construct, and operate the project, a period of 5 years preceding the submission of an application under this Part;"*

Fisker occupies the E&D Center as a tenant in leased space. To Fisker's knowledge, the building is in compliance with applicable zoning codes and the building owner is in possession of all applicable permits for operation of the facility Fisker does not anticipate the need for any additional permits in order to carry out this project.

FISKER AUTOMOTIVE INC.

APPLICATION FOR PROJECT # 1 –
ENGINEERING INTEGRATION FOR FISKER KARMA

TAB 1J: INFORMATION TO SUPPORT NEPA COMPLIANCE

Analysis of NEPA Requirements

Attachment 1: Comprehensive Environmental Report

INFORMATION TO SUPPORT NEPA COMPLIANCE

Section 611.101(j)

"Information sufficient to enable DOE to comply with the National Environmental Policy Act of 1969, as required by § 611.106 of this part;"

Section 611.106(a)(2) requires each applicant to submit a "comprehensive environmental report" as part of an application for a loan under the Section 136 program. DOE requires the Comprehensive Environmental Report to provide a "substantial basis" for any environmental impact statement ("EIS") or environmental assessment ("EA") that is required under the National Environmental Policy Act ("NEPA"). Fisker's Comprehensive Environmental Report is included as Attachment 1 to this document. It includes the three Special Reports specified in the regulations: (1) Project Impact and Description; (2) Socioeconomics; and (3) Alternatives.

Fisker also submits the following analysis of applicable legal requirements for consideration by DOE in its review of the Comprehensive Environmental Report.

1. Appropriate Level of Detail

Section 611.106(b) states that the "detail of each specific report must be commensurate with the complexity of the proposal and its potential for environmental impact." The Specific Reports show that Fisker's engineering integration project will cause negligible environmental impacts. This project will take place in an existing facility, the Fisker Engineering and Development Center (E&D Center), in Pontiac, Michigan. Fisker currently occupies the E&D Center under a lease. Fisker has no plans to expand or significantly modify the physical footprint of the E&D Center, the landscape surrounding the building, the traffic flows, or the air emissions or effluent flows from the building. The number of employees will increase from approximately [redacted] to approximately [redacted], but this increase will fall well within the historical range of employees at the locations, so there will be no new impacts on the local community (other than the positive economic effects of increased employment). Activities at the E&D Center will be supported by executive staff and others at Fisker's headquarters in Irvine, California; this project will not necessitate significantly increased employment at the Irvine facility, nor will it require expansion of that facility. Because the project's environmental impacts are very low, the level of detail required in this portion of the application also should be very low.

Section 611.106(b) also states that, if certain information is not included in the Comprehensive Environmental Report, the applicant should justify its omission; if certain information is needed but is not provided when the application is filed, the applicant should explain why it is missing and when the applicant anticipates that it will be filed. Fisker believes that the attached Comprehensive Environmental Report includes sufficient information for DOE to make at least a preliminary finding that this project will have no significant environmental effects. If requested by DOE, Fisker will supplement the information contained in the Specific Reports in order to establish more definitively that the project will have no significant environmental effects. Fisker anticipates that any such data can be compiled and submitted very quickly after receipt of such a request from DOE.

Finally, it is important to note the extremely short time between release of the Section 136 program regulations (on November 12, 2008) and the deadline for filing applications (December 31, 2008). Fisker has gathered as much information as possible within this compressed time frame. Fisker respectfully requests that DOE consider the compressed time frame, as well as the extremely low impacts of Fisker's proposed project, when determining substantial completeness of the environmental information in Fisker's application.

2. Potential Use of Categorical Exclusion

Section 611.106(a)(3) states in general terms that the Comprehensive Environmental Report "will provide substantial basis for any required environmental impact statement or environmental assessment and findings of no significant impact, pursuant to the procedures set forth in 10 C.F.R. 1021.215." This section implies that an EIS or EA/FONSI may be required, but it also notes that "DOE may also make a determination as to whether a categorical exclusion is available with regard to an Application." Thus, the regulations allow for the possibility that a categorical exclusion (CX) may apply.

Fisker believes that the facts in the Specific Reports support a conclusion that one or more categorical exclusions (CXs) apply to the engineering integration project. The most directly applicable CX is **B5.1** in Appendix B to 10 C.F.R. Part 1021. This CX applies to:

> Actions to conserve energy, demonstrate potential energy conservation, and promote energy-efficiency that do not increase the indoor concentrations of potentially harmful substances. These actions may involve financial and technical assistance to individuals (such as builders, owners, consultants, designers), organizations (such as utilities), and state and local governments. Covered actions include, but are not limited to: programmed lowering of thermostat settings, placement of timers on hot water heaters, installation of solar hot water systems, installation of efficient lighting, improvements in generator efficiency and appliance efficiency ratings, development of energy-efficient manufacturing or industrial practices, and small-scale conservation and renewable energy research and development and pilot projects. The actions could involve building renovations or new structures in commercial, residential, agricultural, or industrial sectors. These actions do not include rulemakings, standard-settings, or proposed DOE legislation.

CX B5.1 encompasses a wide range of actions that "conserve energy, demonstrate potential energy conservation, and promote energy efficiency." Fisker's proposed engineering integration project falls within the scope of CX B5.1 because:

- This project will "promote energy efficiency" by advancing the development of a more energy-efficient vehicle, the Fisker Karma. If successful, this project will help to make highly fuel-efficient plug-in hybrid motor vehicles much more widely available to consumers. Therefore, this project will promote dramatic increases in energy efficiency.

- This project will involve "financial assistance" to an "organization" – namely, Fisker – for use in engineering integration for the Fisker Karma. The financial assistance will be in the form of a loan under the Section 136 program.

- This project will involve one or more "covered actions" as specified in this CX, including "development of energy-efficient manufacturing or industrial practices." As a new company committed to energy conservation in all aspects of its business, Fisker will be seeking to develop energy-efficient manufacturing practices for the Fisker Karma as part of the engineering integration project. It also is important to note that the list of "covered actions" in the CX is *non-exhaustive*: the covered actions "include, but are not limited to" the specific examples listed in the CX. Therefore, Fisker's proposed engineering integration project would be covered by this CE even if DOE concluded that the project did not fit within any of the "covered actions" specifically listed in the CX.

- This project will not "increase the indoor concentration of potentially harmful substances." Fisker will comply with applicable workplace safety standards regarding indoor air requirements, such that any emissions associated with the use of hazardous substances in the manufacturing process will be maintained within safe levels.

In addition, there are two other CXs that also could apply. CX **B1.31** applies to "relocation of machinery and equipment ... including minor construction necessary for removal and installation, where uses of the relocated items will be similar to their former uses and consistent with the general missions of the receiving structure." This CX would encompass the installation of any equipment or machinery needed for the engineering integration project. CX **B1.24** applies, under certain conditions, to actions that involve "transfer, lease, disposition, or acquisition of interests in uncontaminated permanent or temporary structures, equipment therein, and only land that is necessary for use of the transferred structures and equipment. .." To the extent that DOE views its action as approving Fisker's lease of its existing facilities, CX B1.24 may be applicable. There may also be other CXs that apply to aspects of this project.

For any CX, the DOE must determine not only that the action falls within the scope of the CX, but also that (1) there are no "extraordinary circumstances" that preclude the use of the CX and (2) there are no "connected actions" that need to be considered as part of the proposal and preclude use of the CX. *See* 10 C.F.R. § 1021.410(b). These two requirements also are met:

- There are no "extraordinary circumstances" related to the proposal that may affect the significance of the environmental effects of the proposal. As noted in the regulations, extraordinary circumstances exist when there are "unique situations" such as "scientific controversy about the environmental effects of the proposal; uncertain effects or effects involving unique or unknown risks; or unresolved conflicts concerning alternate uses of available resources." Extraordinary circumstances do not exist here. Fisker is proposing to continue ongoing work within an existing facility. These ongoing activities do not pose any extraordinary, unique, or unknown environmental issues or risks.

- There are no "connected actions" with potentially significant impacts that need to be considered as part of this proposal.

- This project involves engineering integration for the Fisker Karma. If this project is successful, the next step for Fisker is to commence manufacturing of the Fisker Karma at an existing facility owned by Valmet Automotive in Finland. Any impacts associated with production at the Valmet facility will occur entirely outside the U.S. and are beyond the scope of NEPA. In any event, such impacts will be minimal since the Valmet facility is an existing manufacturing plant and has sufficient capacity to accommodate the level of production required by Fisker. Therefore, even if production at the Valmet plant were treated as a connected action, it would not have potentially significant environmental impacts.

- In addition, Fisker Project # 1 and Fisker Project # 2 are not connected actions. Fisker Project # 1 involves engineering integration for Fisker's first vehicle, the Fisker Karma; Fisker Project # 2 involves reequipping a manufacturing facility for Fisker's second vehicle, the Fisker Kx. Fisker Project # 1 has independent utility: the engineering integration project is needed regardless of when, whether, or how Fisker proceeds with its manufacturing facility for the Kx. Moreover, Fisker Project # 1 does not influence or limit the range of alternatives for Fisker # 2: the facilities do not need to be co-located, so the choice of location for Fisker Project # 1 does not commit Fisker to any particular location or even region for Fisker Project # 2. Therefore, DOE can and should treat Fisker Project # 1 as a stand-alone project for purposes of any required NEPA review. Fisker Project # 2 should then be considered as a separate action for purposes of NEPA and any other environmental reviews.

If a CX applies, it is not necessary to prepare an EIS or an EA. Moreover, the procedures outlined in DOE's NEPA regulations for an "applicant process" (10 C.F.R. § 1021.215) and for "procurement, financial assistance, and joint ventures" (10 C.F.R. § 1021.216) would not apply. As DOE recently stated in its December 2008 quarterly report on NEPA issues, Sections 1021.215 and 1021.216 "do not apply when an applicant's proposal can be categorically excluded." *Lessons Learned*, p. 14 (http://www.gc.energy.gov/NEPA/documents/December2008_LLQR.pdf).

In short, Fisker requests that DOE make a determination that Fisker's proposed project meets the conditions for a CX under DOE's NEPA regulations.

3. Potential for Expedited EA

If DOE does not agree that the project described in this application is eligible for a CX, an EA should be prepared on an expedited basis. The purpose of such an EA would be to assess the significance of the environmental effects of the action and determine whether an EIS is required. The information provided in the Comprehensive Environmental Report demonstrates that the reasonably foreseeable environmental impacts from the project fall far below the level of impacts needed to require preparation of an EIS. Therefore, if an EA is required, it should be a concise document and should not require extensive, if any, consideration of alternative sites or processes.

The Section 136 program regulations indicate that, if an EA or EIS is required, DOE will use the procedures for an "applicant process" as specified in Section 1021.215 of the DOE's NEPA regulations. See 10 C.F.R. § 611.106(a)(3). Section 1021.215 states that, at DOE's option, "an applicant may prepare an EA" provided that DOE independently evaluates and verifies the accuracy of the information provided by the applicant. To expedite the NEPA process, Fisker would seek permission to prepare the EA on DOE's behalf, if DOE determines that an EA is needed.

FISKER PROJECT # 1:
COMPREHENSIVE ENVIRONMENTAL REPORT

Special Report # 1: Project Description

10 C.F.R. § 611.106(d):

> *"Specific Report 1—Project impact and description. This report must describe the environmental impacts of the project, facilities associated with the project, special construction and operation procedures, construction timetables, future plans for related construction, compliance with regulations and codes, and permits that must be obtained."*

1. Overall Project Description

This project involves engineering integration to support the development and production program for Fisker's first production car, the Fisker Karma. If the engineering integration project is successful, Fisker's business plan calls for full-scale manufacturing of the Fisker Karma to begin in 2009 at the existing Valmet Automotive facility in Finland, following completion of the engineering integration project at Fisker's Engineering and Development Center (E&D Center) in Michigan.

2. Facilities Associated with the Project

The project will take place primarily in Fisker's E&D Center, which is located in Pontiac, Michigan. The facility is located at 555 Enterprise Drive, Pontiac, Michigan. The E&D Center is an existing 34,000 square foot facility. The space occupied by Fisker was formerly used as a call center by GM. The total size of the facility is 59,000 square feet. The owner of the building occupies the space that is not leased to Fisker.

As part of the engineering integration project, Fisker will contract with numerous suppliers, including manufacturers of motor vehicle components. The majority of these suppliers are located in southeast Michigan. Fisker anticipates that all suppliers have sufficient capacity at their existing facilities to accommodate Fisker's needs without any new construction or expansion of their facilities.

3. Environmental Impacts of the Project

The environmental impacts of the engineering project are negligible. The project would take place entirely in existing facilities; it would not involve new construction, nor would it necessitate the construction or expansion of new infrastructure to serve these facilities. The work performed in the facility is engineering, not manufacturing. The engineering work has minimal impacts; it is similar to any work that takes place in an office setting.

4. Construction and Operation Procedures; Future Construction Plans; Construction Timetables

Fisker does not intend to construct or expand any facilities as part of this project and has no current plans for future construction projects. Therefore, Fisker does not have any construction plans or timetables. There are no "special operation procedures" associated with Fisker's proposed engineering integration project.

5. Compliance with Regulations and Codes; Permits to Obtain

Fisker occupies the E&D Center as a tenant in leased space. To Fisker's knowledge, the building is in compliance with applicable zoning codes and the building owner is in possession of all applicable permits for operation of the facility. Fisker does not anticipate the need for any additional permits in order to carry out this project.

Special Report # 2: Socioeconomics

10 C.F.R. § 611.106(e):

> *Specific Report 2—Socioeconomics. This report must identify and quantify the impacts of constructing and operating the proposed project on factors affecting towns and counties in the vicinity of the project. The report must:*
>
> *(1) Describe the socioeconomic impact area;*
>
> *(2) Evaluate the impact of any substantial immigration of people on governmental facilities and services and plans to reduce the impact on the local infrastructure;*
>
> *(3) Describe on-site manpower requirements and payroll during construction and operation, including the number of construction personnel who currently reside within the impact area, would commute daily to the site from outside the impact area, or would relocate temporarily within the impact area;*
>
> *(4) Determine whether existing housing within the impact area is sufficient to meet the needs of the additional population;*
>
> *(5) Describe the number and types of residences and businesses that would be displaced by the project, procedures to be used to acquire these properties, and types and amounts of relocation assistance payments; and*
>
> *(6) Conduct a fiscal impact analysis evaluating incremental local government expenditures in relation to incremental local government revenues that would result from construction of the project. Incremental expenditures include, but are not limited to, school operating costs, road maintenance and repair, public safety, and public utility costs.*

1. Socio-economic Impact Area

The socio-economic impact area is Southeast Michigan, which is the center of the motor vehicle manufacturing industry in Michigan. This region includes Oakland, St. Clair, Macomb,

Livingston, Monroe, Wayne, and Washtenaw counties. Pontiac is located in Oakland County. Detroit is located in Wayne County.

As of July 2008, the Southeast Michigan region is estimated to have a population of 4,872,000. For socio-economic data on this region, refer to the "Population and Households in Southeast Michigan, 2000-2008" published by the Southeast Michigan Council of Governments (Sept 2008), at http://www.semcog.org/Population.aspx. More detailed data for individual communities in this region can be found at http://www.semcog.org/Data/bycommunity.cfm.

As of October 2008, the greater Detroit metropolitan area had the highest unemployment rate (10.1%) in the nation, according to the Bureau of Labor Statistics. http://www.bls.gov/news.release/metro.nr0.htm.

2. Impact of Substantial Immigration on Government Facilities and Services

The engineering integration project will not result in the substantial immigration of people. Fisker currently employs approximately [redacted] people at the E&D Center (including Fisker employees and contractors). With this project, the number employed at the E&D Center will increase to approximately [redacted] people. Given the region's population of approximately 4.8 million people, the additional hiring needed at this facility can be achieved without substantial immigration.

Because substantial immigration will not occur, this project will not impose any new demands on government facilities and services. To the extent that the project generates tax revenues and provides employment, it will have a positive effect on government revenues, which will support governments' ability to provide services.

3. Manpower Requirements During Construction and Operation

No construction is anticipated as part of this project. Therefore, there are no construction-related manpower needs, nor are there any impacts associated with construction workers moving to the site or commuting to and from the site.

As noted above, the operations at the E&D Center will require approximately [redacted] full-time employees, which is an increase from the current level of approximately [redacted] full-time employees. This incremental increase is not likely to involve any noticeable impacts on traffic patterns or housing availability in the project area.

4. Housing Availability

As noted earlier, many employees at the E&D are expected to be hired from the existing population. To the extent that employees are relocating to the E&D Center from outside the region, the number will be negligible relative to the available supply of housing. Therefore, the project is not expected to have a noticeable effect on availability of housing in the region.

5. Displacement of Businesses and Residences

The project will not displace any businesses or residences. As noted early, the project does not involve any new construction or expansion of existing facilities.

6. Fiscal Impact Analysis Resulting from Construction of the Project

The project does not involve any construction. Therefore, it is not necessary to conduct a fiscal impact analysis analyzing "incremental local government expenditures in relation to incremental local government revenues that would result from construction of the project."

Special Report # 3: Alternatives

> *"This report must: describe alternatives to the project and compare the environmental impacts of such alternatives to those of the proposal. The discussion must demonstrate how environmental benefits and costs were weighed against economic benefits and costs, and technological and procedural constraints. The potential for each alternative to meet project deadlines and the environmental consequences of each alternative shall be discussed. The report must discuss the "no action" alternative and the potential for accomplishing the proposed objectives through the use of other means. The report must provide an analysis of the relative environmental benefits and costs for each alternative." (10 C.F.R. § 611.106(f))*

1. Scope and Level of Detail

The Section 136 program regulations state that the level of detail in an environmental report submitted under this program should be "commensurate with the complexity of the project and its potential for environmental impact." As stated above, the potential environmental impacts of this proposed project are negligible. Therefore, an extensive analysis of alternatives is not required nor is it appropriate.

2. Alternatives Considered

The purpose of Fisker's proposed project is to complete the engineering integration needed to support the development and production for Fisker's first production car, the Fisker Karma. This project requires coordination among a large number of component manufacturers and suppliers, many of which are located in southeastern Michigan. Therefore, Fisker determined that a location in southeastern Michigan provides the optimal location for this project.

3. Comparison of Alternatives

Fisker has not conducted a detailed analysis showing how "environmental benefits and costs were weighed against economic benefits and costs, and technological and procedural constraints," nor is such an analysis required to satisfy NEPA given the negligible impacts of this project.

As stated above, the proposed project has virtually no environmental impacts; its immediate economic impacts are positive; and if successful, it has the potential to create very substantial economic and environmental benefits in the long term.

There are no technological or procedural constraints that impede Fisker's ability to proceed with the engineering integration project at its proposed location.

4. No Action Alternative

As noted in the regulations, NEPA requires consideration of a "No Action" alternative. The concept of "No Action" is generally defined from the perspective of the agency conducting the NEPA review, which in this case is DOE. For DOE, the "No Action" alternative would mean that DOE does not loan funds to Fisker for the engineering integration project under the Section 136 program. If DOE does not loan funds to Fisker for this project, it is possible that Fisker could still proceed with the project with some other source of financing, such as private financing.

5. Potential to Accomplish Project Through Other Means

The engineering integration project is an essential step that must be completed before production of the Fisker Karma. It is possible to complete this project in a different location, but changing the location from Fisker's existing facility would result in unnecessary and costly delay. In the absence of any significant impacts at the existing location, there is no reason to undertake additional analysis of the potential to shift Fisker's operations to alternative locations.

FISKER AUTOMOTIVE INC.

APPLICATION FOR PROJECT # 1 –
ENGINEERING INTEGRATION FOR FISKER KARMA

TAB 1K: COLLATERAL

Summary of Proposed Collateral CONFIDENTIAL

Attachment 1: List of Pending Patent Applications CONFIDENTIAL

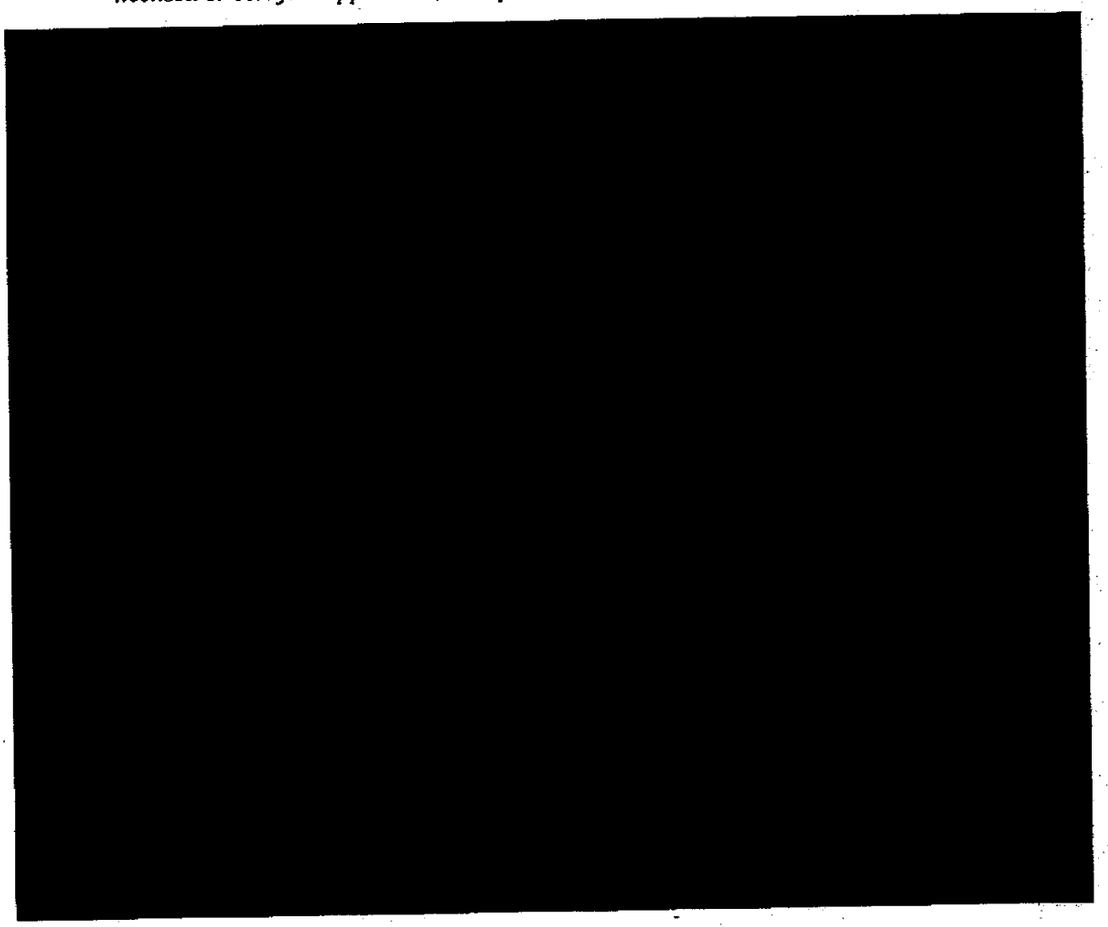
CONFIDENTIALITY NOTICE

Documents marked as "Confidential" contain proprietary information that Fisker Automotive Inc. requests not be released to persons outside the Government, except for purposes of review and evaluation.

COLLATERAL

Section 611.106(k)

"(k) A listing and description of assets associated, or to be associated, with the project and any other asset that will serve as collateral for the Loan, including appropriate data as to the value of the assets and the useful life of any physical assets. With respect to real property assets listed, an appraisal that is consistent with the ``Uniform Standards of Professional Appraisal Practice," promulgated by the Appraisal Standards Board of the Appraisal Foundation, and performed by licensed or certified appraisers, is required;"



Summary of Patent Applications in Development by Fisker Automotive Inc.
12/31/2008
CONFIDENTIAL

PHEV FEATURES	COMPONENT	DESIGN FEATURE	FUNCTIONAL FEATURE
[redacted]			

Summary of Patent Applications in Development by Fisker Automotive Inc.
12/31/2008
CONFIDENTIAL

PHEV FEATURES	COMPONENT	DESIGN FEATURE	FUNCTIONAL FEATURE
[redacted]			

Summary of Patent Applications in Development by Fisker Automotive Inc.
12/31/2008
CONFIDENTIAL

PHEV FEATURES	COMPONENT	DESIGN FEATURE	FUNCTIONAL FEATURE
[redacted]			

FISKER AUTOMOTIVE INC.

APPLICATION FOR PROJECT # 1 –
ENGINEERING INTEGRATION FOR FISKER KARMA

TAB 1L: FINANCIAL VIABILITY ANALYSIS

Summary of Financial Viability Pursuant to 10 C.F.R. 611.100(c) CONFIDENTIAL

Attachment 1: Supporting Data for Financial Viability Analysis CONFIDENTIAL

CONFIDENTIALITY NOTICE

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FINANCIAL VIABILITY ANALYSIS

Response to Section 601.101(f):

> *"an analysis demonstrating that, at the time of the application, the applicant is financially viable without receipt of additional Federal funding associated with the proposed project, and that there is a reasonable prospect that the Applicant will be able to make payments of principal and interest on the loan as and when such payments become due under the terms of the loan documents, and that the applicant has a net present value which is positive, taking all costs, existing and future, into account";*

Section 611.100(c) lists eight criteria that DOE will consider when assessing financial viability:

> (c) In determining under paragraph (a)(2) of this section whether an applicant is financially viable, the Department will consider a number of factors, including, but not limited to:
> (1) The applicant's debt-to-equity ratio as of the date of the loan application;
> (2) The applicant's earnings before interest, taxes, depreciation, and amortization (EBITDA) for the applicant's most recent fiscal year prior to the date of the loan application;
> (3) The applicant's debt to EBITDA ratio as of the date of the loan application;
> (4) The applicant's interest coverage ratio (calculated as EBITDA divided by interest expenses) for the applicant's most recent fiscal year prior to the date of the loan application;
> (5) The applicant's fixed charge coverage ratio (calculated as EBITDA plus fixed charges divided by fixed charges plus interest expenses) for the applicant's most recent fiscal year prior to the date of the loan application;
> (6) The applicant's liquidity as of the date of the loan application;
> (7) Statements from applicant's lenders that the applicant is current with all payments due under loans made by those lenders at the time of the loan application; and
> (8) Financial projections demonstrating the applicant's solvency through the period of time that the loan is outstanding.

The analysis below considers the eight factors specified in Section 611.100(c) and demonstrates that Fisker meets the financial viability requirements for this program. More detailed financial information is available in other prior sections of the application. See Tabs 1-D & 1-E, 1-F, and 1-H. In addition, a debt repayment analysis and net present value calculation is presented in this section.

1. Debt to Equity Ratio. As of the date of this application, Fisker has no debt. Its financing to date consists entirely of equity investment.

2. EBITDA for Most Recent Fiscal Year. Fisker's EBITDA for the 2008 is [redacted]. See Tab 1-H.

3. *Debt to EBITDA Ratio.* As of the date of this application, Fisker has no debt. Its financing to date consists entirely of equity investment.

4. *Interest Coverage Ratio.* As of the date of this application, Fisker has no debt. Its financing to date consists entirely of equity investment.

5. *Fixed Charge Coverage Ratio.* Fisker's fixed-charge coverage ratio for 2008 is [redacted]

6. *Liquidity.* Fisker's liquidity as of the date of this application is [redacted]

7. *Lender Statements.* As of the date of this application, Fisker has no debt. Its financing to date consists entirely of equity investment.

8. *Financial Projections.* Fisker has submitted financial projections in response to Section 611.101(d), (e), and (f) of the regulations. See Tabs 1-D & 1-E, and 1-F.

In considering the issue of financial viability, DOE should also consider the demonstrated willingness of Kleiner Perkins Caufield & Byers, a leading U.S. venture capital firm to invest in the company. This willingness to place private capital at risk is evidence that the marketplace has confidence in the strength of Fisker's business plan and the ability of Fisker's management team to execute that plan effectively.

Fisker Automotive, Inc.

KARMA PROJECT: Debt Repayment Analysis

Valuation	**2009** ($Mils)	**2010** ($Mils)	**2011** ($Mils)	**2012** ($Mils)	**2013** ($Mils)
EBITDA	[redacted]				
Capital Expenditure					
Change in Working Capital					
Valuation Cash Flow					
Capacity to Service Debt					
Operating Cash Flow					
EBITDA					
Capital Expenditure					
Change in Working Capital					
Funding Sources					
Cash Balance (Start of Year)					
DOE Loan Program					
Equity Funding (Karma U.S. Project)					
Equity Funding (Karma Global Project)					
Debt Service					
Interest (DOE Loan)					
Principal (DOE Loan)					
Free Cash Flow					

FISKER AUTOMOTIVE INC.

APPLICATION FOR PROJECT # 1 –
ENGINEERING INTEGRATION FOR FISKER KARMA

TAB 1M: PREVAILING WAGE ASSURANCE

Assurance of Compliance with Prevailing Wage Requirements

Section 611.101(m)

"(m) Written assurance that all laborers and mechanics employed by contractors or subcontractors during construction, alteration, or repair that is financed, in whole or in part, by a loan under this Part shall be paid wages at rates not less than those prevailing on similar construction in the locality, as determined by the Secretary of Labor in accordance with 40 U.S.C. sections 3141-3144, 3146, and 3147;"

Fisker Automotive Inc. hereby certifies that all laborers and mechanics employed by contractors or subcontractors during any construction, alteration, or repair that is financed, in whole or in part, by a loan for Fisker Project #1 will be paid wages at rates not less than those prevailing on similar construction in the locality, as determined by the Secretary of Labor in accordance with 40 U.S.C. sections 3141-3144, 3146, and 3147.

Signed: _____

Henrik Fisker
Chief Executive Officer
Fisker Automotive Inc.

FISKER AUTOMOTIVE INC.

APPLICATION FOR PROJECT # 1 –
ENGINEERING INTEGRATION FOR FISKER KARMA

TAB 1N: FORM SF-LLL

Copy of Form SF-LLL signed by Fabiani & Co.

DISCLOSURE OF LOBBYING ACTIVITIES

Approved by OMB
0348-0046

Complete this form to disclose lobbying activities pursuant to 31 U.S.C. 1352
(See reverse for public burden disclosure.)

1. Type of Federal Action:	2. Status of Federal Action:	3. Report Type:
[c] a. contract b. grant c. cooperative agreement d. loan e. loan guarantee f. loan insurance	[a] a. bid/offer/application b. initial award c. post-award	[a] a. initial filing b. material change For Material Change Only: year _____ quarter _____ date of last report _____

4. Name and Address of Reporting Entity:	5. If Reporting Entity in No. 4 is a Subawardee, Enter Name and Address of Prime:
[X] Prime [ ] Subawardee Tier _____, *If known:* Congressional District, *if known:* 4c	Fisker Automotive 19 Corporate Park Irvine, CA 92606 Congressional District, *if known:*
6. Federal Department/Agency: Department of Energy	**7. Federal Program Name/Description:** Advanced Technology Vehicle Manufacturing Assistance Program CFDA Number, *if applicable:* 10 CFR Part 611
8. Federal Action Number, *if known*:	**9. Award Amount, *if known*:** $
10. a. Name and Address of Lobbying Registrant *(if individual, last name, first name, MI)*: Fabian & Company 1101 Pennsylvania Avenue NW Suite 700 Washington, DC 20004	**b. Individuals Performing Services** *(including address if different from No. 10a)* *(last name, first name, MI)*: Laura S. Lovelace

11. Information requested through this form is authorized by title 31 U.S.C. section 1352. This disclosure of lobbying activities is a material representation of fact upon which reliance was placed by the tier above when this transaction was made or entered into. This disclosure is required pursuant to 31 U.S.C. 1352. This information will be available for public inspection. Any person who fails to file the required disclosure shall be subject to a civil penalty of not less than $10,000 and not more than $100,000 for each such failure.

Signature: Laura S. Lovelace
Print Name: Laura S. Lovelace
Title: Senior Vice President
Telephone No.: 202-756-4526 Date: 12/29/08

Federal Use Only:

Authorized for Local Reproduction
Standard Form LLL (Rev. 7-97)

DESIGN EXCELLENCE

LOAN APPLICATION OF

FISKER AUTOMOTIVE INC.

FOR

Advanced Technology Motor Vehicles Manufacturer Assistance Program

UNITED STATES DEPARTMENT OF ENERGY

10 C.F.R. Part 611

RIN 1901-AB25

APPLICATION FOR FISKER PROJECT # 2 – MANUFACTURING FACILITY & ENGINEERING INTEGRATION FOR FISKER Kx

December 31, 2008

Includes Confidential Information – Do Not Disclose

REDACTED VERSION

CONFIDENTIALITY NOTICE

The data contained in the Tabs listed below, which form a part of the application, have been submitted in confidence and contain trade secrets or proprietary information, and such data shall be used or disclosed only for evaluation purposes, provided that, if this applicant is issued a loan under Section 136 of the Energy Independence and Security Act of 2007 as a result of or in connection with the submission of this application, DOE shall have the right to use or disclose the data herein, other than such data that have been properly reasserted as being trade secret or proprietary in the loan agreement. This restriction does not limit the government's right to use or disclose data obtained without restriction from any source, including the applicant.

Pursuant to the above notice, Fisker hereby asserts that the sections listed as "confidential" below are exempt from disclosure pursuant to 10 C.F.R. § 1004.11. Where confidentiality is asserted, it is asserted with regard to a document in its entirety, except where noted as "partial".

Non-Confidential	Confidential
Cover	Overview (partial)
Table of Contents	Tab 2B: Project Description (partial)
Overview (partial)	Tab 2D and 2E – Project Cost Estimates and Financial Plan
Tab 2A: Certification	Tab 2F: Business Plan
Tab 2B: Project Description (partial)	Tab 2G: Market Analysis
Tab 2C: Eligibility Analysis	Tab 2H: Financial Statements
Tab 2I: Permits and Approvals	Tab 2K: Collateral
Tab 2J: NEPA Compliance	Tab 2L: Financial Viability Analysis
Tab 2M: Prevailing Wage Assurance	
Tab 2N: Form SF-LLL	

Under 10 C.F.R. § 1004.11, DOE is required to provide notice to an applicant if DOE intends to disclose any information that the applicant has claimed to be exempt from disclosure. The regulations require such notice to be provided seven days prior to disclosure of the information, but provide that such notice in "notice is deemed to be given when mailed to the submitter at the submitter's last known address."

To ensure prompt notification, Fisker Automotive Inc. respectfully requests that any such notice be provided via email, rather than U.S. Postal Service. Any such notice should be directed to Bernhard Koehler, Chief Operating Officer, at bkoehler@fiskerautomotive.com. If notice is sent by mail, Fisker respectfully requests that it be directed to: Bernhard Koehler, Fisker Automotive Inc., 19 Corporate Park, Irvine, CA 92606.

DESIGN EXCELLENCE

APPLICATION FOR FISKER PROJECT # 2 –

MANUFACTURING FACILITY & ENGINEERING INTEGRATION FOR FISKER Kx

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Assurance of Compliance with Prevailing Wage Requirements

Tab 2N: Form SF-LLL

Copy of Form SF-LLL signed by Fabiani & Co.

FISKER AUTOMOTIVE INC.

APPLICATION FOR FISKER PROJECT # 2 –
MANUFACTURING FACILITY & ENGINEERING INTEGRATION FOR FISKER Kx

OVERVIEW

Overview of Proposed Project CONFIDENTIAL (IN PART)

Attachment 1: Correspondence CONFIDENTIAL

Attachment 2: Recent Articles

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CONFIDENTIALITY NOTICE

Documents marked as "Confidential" contain proprietary information that Fisker Automotive Inc. requests not be released to persons outside the Government, except for purposes of review and evaluation.

OVERVIEW

Vision

Fisker Automotive's vision is to create an environmentally friendly American car company offering premium plug-in hybrid electric vehicles (PHEVs). Fisker's PHEVs will not only have an all electric range of up to 50 miles, but will also accept gasoline so that the effective driving range is unlimited and new fueling or recharging infrastructure is not necessary. It is important to note that a 50 mile electric range would allow the vast majority of Americans to recharge each night and never need to use gasoline.

Strategy

"While driving eco-friendly cars is important to today's consumer, they don't want to sacrifice the comfort they are accustomed to. By designing around the technology and the driver to deliver a car with comfort, convenience and great design, we believe we have created a vehicle that will satisfy the consumer demand."

Henrik Fisker
Chief Executive Officer
Fisker Automotive Inc.

Today, the electrification of transportation is seen as one of the core strategies to increase fuel efficiency, decrease emissions, and reduce dependence on foreign oil. Broadly speaking, there are two main obstacles to a near-term increase in the use of electricity for transportation: (i) technology and (ii) market adoption. Fisker Automotive has the expertise to solve both challenges, and in the process help reestablish the United States as a world leader in automotive technology and design.

It is important to note that with DoE funds, Fisker Automotive believes it will be able to break down barriers to entry to the PHEV market for American car companies through improved technology and accelerated market adoption.

Fisker's intent is to scale its technology and/or manufacturing and decrease the cost of PHEVs to make these cars accessible to most U.S. consumers. This creates economic and national security impacts that reach far beyond Fisker's initial vehicle production.

Fisker Automotive has already created hundreds of jobs in the United States. With assistance from DoE, Fisker will create hundreds more. Fisker technology together with DoE funds will create vehicles that will drive technology acceleration and market adoption

Technology. Fisker has the exclusive rights to integrate a cutting-edge electric vehicle powertrain originally developed for the U.S. military by Quantum Technologies (NASDAQ–QTWW). Quantum is a joint venture partner [*and has a 19% fully-diluted equity stake*][1] in Fisker. In addition, Fisker has the exclusive right to exploit the advanced lithium ion battery technology from Advanced Lithium Power, Inc (ALP) [*in which Fisker holds a* [redacted] *equity stake*][2]. Fisker's first vehicle, the Karma, boasts exceptional performance capabilities on battery power alone with zero to sixty miles per hour achieved in 7.5 seconds and a top speed of 95 miles per hour.

Market Adoption. U.S. consumer embrace of fuel efficient vehicles has a mixed history that corresponds roughly to the price of gasoline. Simply put, consumers in the United States have tended to purchase fuel efficient vehicles only when there was an economic incentive to do so. As is well known, the price of gasoline can vary widely through the lifecycle of an automobile and therefore provide an inconsistent driver of consumer demand.

Fisker plans to break this cycle by creating a vehicle that consumers will want to own and drive regardless of the price of gasoline. The driving force behind this demand is the exceptional quality of the design of Fisker automobiles.

The design team at Fisker is truly an automotive "dream team" with designers from BMW, Porsche, Mercedes Benz, Ford, GM, Volvo, and Aston Martin. Henrik Fisker, CEO, has been recognized worldwide for designing the BMW Z8, The Aston Martin V8 Vantage, and the Aston Martin DB9. This team's first car, the Fisker Karma, will be unveiled at the Detroit Auto Show on January 12, 2009 and will be ready for production October 2009 with the first deliveries expected in November 2009. This time frame for car production is far ahead of any other U.S. PHEV or EV car company. Fisker already has over 1000 pre-orders with deposits for the new vehicle.

Technology Transfer with the 'Big Three' and Suppliers

Fisker's strategy is not only to establish itself as the leading manufacturer of green premium PHEVs, but also to license its technology to other American companies.

Fisker has already built a strong working relationship with General Motors and will use General Motors as a supplier for the internal combustion engine portion of the Karma. In addition, Fisker is exploring the purchase of production components with [redacted]

[1] CONFIDENTIALITY NOTE: The bracketed text is confidential. This text includes proprietary information that Fisker Automotive Inc. requests not be released to persons outside the Government, except for purposes of review and evaluation.
[2] CONFIDENTIALITY NOTE: The bracketed text is confidential. This text includes proprietary information that Fisker Automotive Inc. requests not be released to persons outside the Government, except for purposes of review and evaluation.
[3] CONFIDENTIALITY NOTE. The bracketed text is confidential. This text includes proprietary information that Fisker Automotive Inc. requests not be released to persons outside the Government, except for purposes of review and evaluation.

In the future, Fisker intends to license portions of its PHEV technology to other American automobile companies, tier 1 and tier 2 suppliers. To that end, Fisker has already held detailed discussions regarding Fisker's ability to supply certain portions of PHEV technology in order to advance the U.S. auto industry as a whole.

Proposed Projects under ATVM Program

In this application, Fisker seeks two loans under the ATVM program to fund separate projects. The two projects are:

- **Fisker Project # 1:** ***Fisker Karma – Engineering Integration.*** Fisker is seeking a $145.3 million loan for an engineering integration project for the Fisker Karma, the first Fisker vehicle. The Karma is a high-end performance sedan with a base suggested retail price of $87,900. Fisker has already received over 1000 pre-orders in the U.S. for this vehicle. This project will take place primarily at Fisker's existing Engineering and Design Center in Pontiac, Michigan, with support from Fisker's existing headquarters in Irvine, California. This proposed loan would cover 80% of the total costs of this project.

- **Fisker Project #2:** ***Fisker Kx – Reequipping a Manufacturing Facility.*** Fisker is seeking a $318.8 million loan to reequip a manufacturing facility to produce the Fisker Kx, which will be the second Fisker vehicle. This project will also include engineering integration for the Kx. The Kx will be positioned in the market as a sport sedan *[with a base price of $49,000].*[4] This project will take place at a facility in the United States. Fisker has identified two existing plants [redacted] that meet Fisker's requirements. If Fisker is unable to secure either facility, then there are numerous other facilities with similar characteristics in the United States owned by one of the 'Big 3' auto manufacturers. This proposed loan would cover 80% of the total costs of this project.

The Company

Founders. Fisker Automotive was started in 2007 to leverage the design capabilities of Fisker Coachbuild, LLC and the industry-leading PHEV powertrain of Quantum Technologies (NASDAQ – QTWW). *[Currently, these companies hold a combined stake of 30.8% in Fisker Automotive.]*[5]

Venture Capital Investment. Fisker Automotive has attracted over $90 million in venture capital investment since its founding in 2007. Fisker's investors include Kleiner Perkins Caufield & Byers, one of America's premier venture capital firms. As a growing company,

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[4] CONFIDENTIALITY NOTE: The bracketed text is confidential. This text includes proprietary information that Fisker Automotive Inc. requests not be released to persons outside the Government, except for purposes of review and evaluation.

[5] CONFIDENTIALITY NOTE: The bracketed text is confidential. This text includes proprietary information that Fisker Automotive Inc. requests not be released to persons outside the Government, except for purposes of review and evaluation.

Fisker continues to seek out additional investment partners as dictated by the financial plan of the company.

Management Team. Fisker Automotive has assembled a team of internationally recognized automotive specialists with experience from such renowned automotive companies as BMW, Porsche, Mercedes Benz, Ford, GM, Volvo, and Aston Martin. Fisker Automotive's seasoned management team has the industry knowledge and capability to successfully launch a vehicle from every angle including design, clay modeling, CAD engineering development, prototype build, part supply chain, manufacturing, and distribution. This application includes biographical profiles for Chief Executive Officer Henrik Fisker, Chief Operating Office Bernhard Koehler, Chief Financial Officer Eric Weidner, Director of Engineering Thomas Fritz, Director of Interior Design Alexander Klatt, and Director of External Design Mark Clarke (*see* Tab 1-F for biographical information).

Suppliers. Fisker Automotive is able to leverage the deep automotive industry expertise of the management team to develop a broad network of suppliers. Fisker is working with various third-party automotive engineering and manufacturing firms *[including, but not limited to,* [redacted] *EDAG US, and various domestic divisions of Magna International.]*[6] This team ensures that the Karma will meet all FMVSS and ECE standards. Fisker has extensive CAD (computer aided design) and CAE (computer aided engineering) underway within this group to comply with these standards. This includes crash testing, aerodynamics, thermal modeling, and simulation. Fisker will also utilize 50 to 60 sub-suppliers that will support engineering efforts as well as component production.

Manufacturing Partner. Fisker plans to establish a manufacturing facility in the United States, but in order to achieve the fastest path to market for its first vehicle, the Karma, Fisker has entered into an agreement with Valmet Automotive to manufacture and assemble vehicles in Finland. The majority of these vehicles will be sold in the United States. Valmet has world-class assembly capability and a depth of experience in managing the assembly and the supply chain for high quality specialty cars such as the Porsche Boxster and Cayman for Porsche AG. After initially producing the Karma in Finland, Fisker expects to begin manufacturing future models in the United States; there is simply no facility in the U.S. capable of making the Karma at this time.

Application Note

This application contains each of the required elements for each proposed loan. Fisker requests that DoE evaluate each loan request individually when determining the substantial completeness of this application and when determining whether to award the requested loans. To assist DoE in reviewing this application, the application includes a table of contents (inside the front cover) showing where each element of the application can be found for each proposed project.

For more information, please refer to the attached press clipping and other materials.

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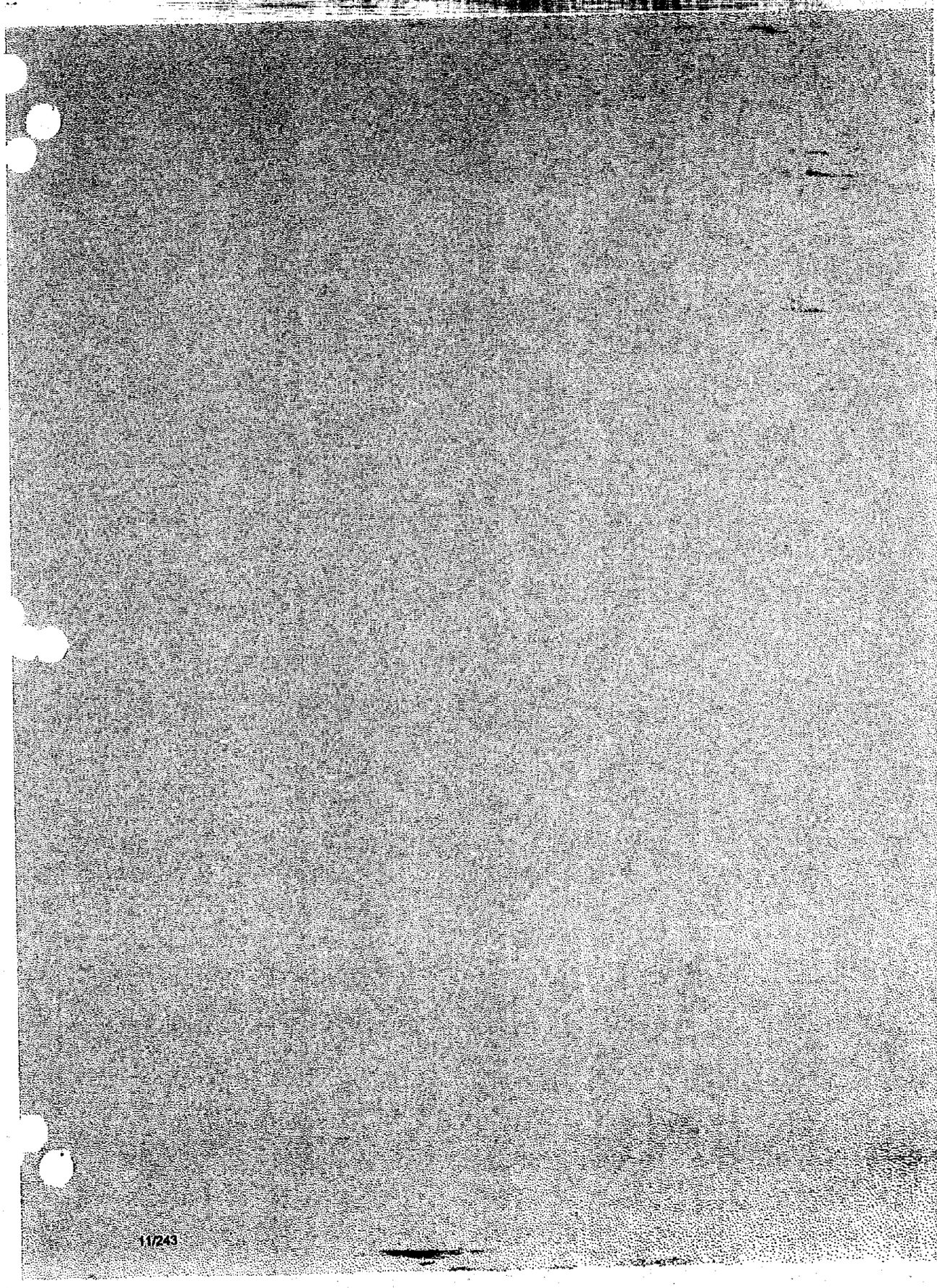
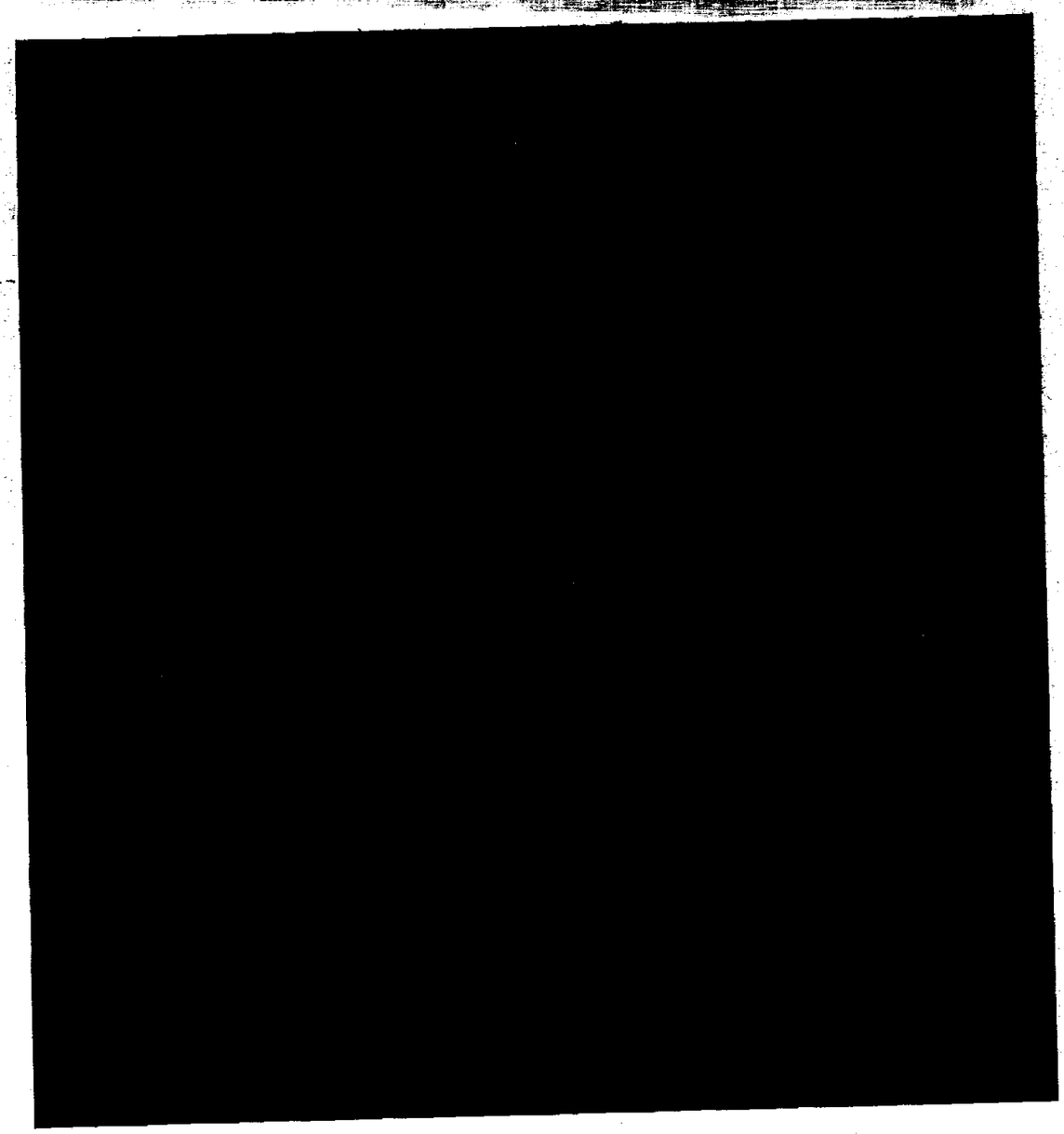
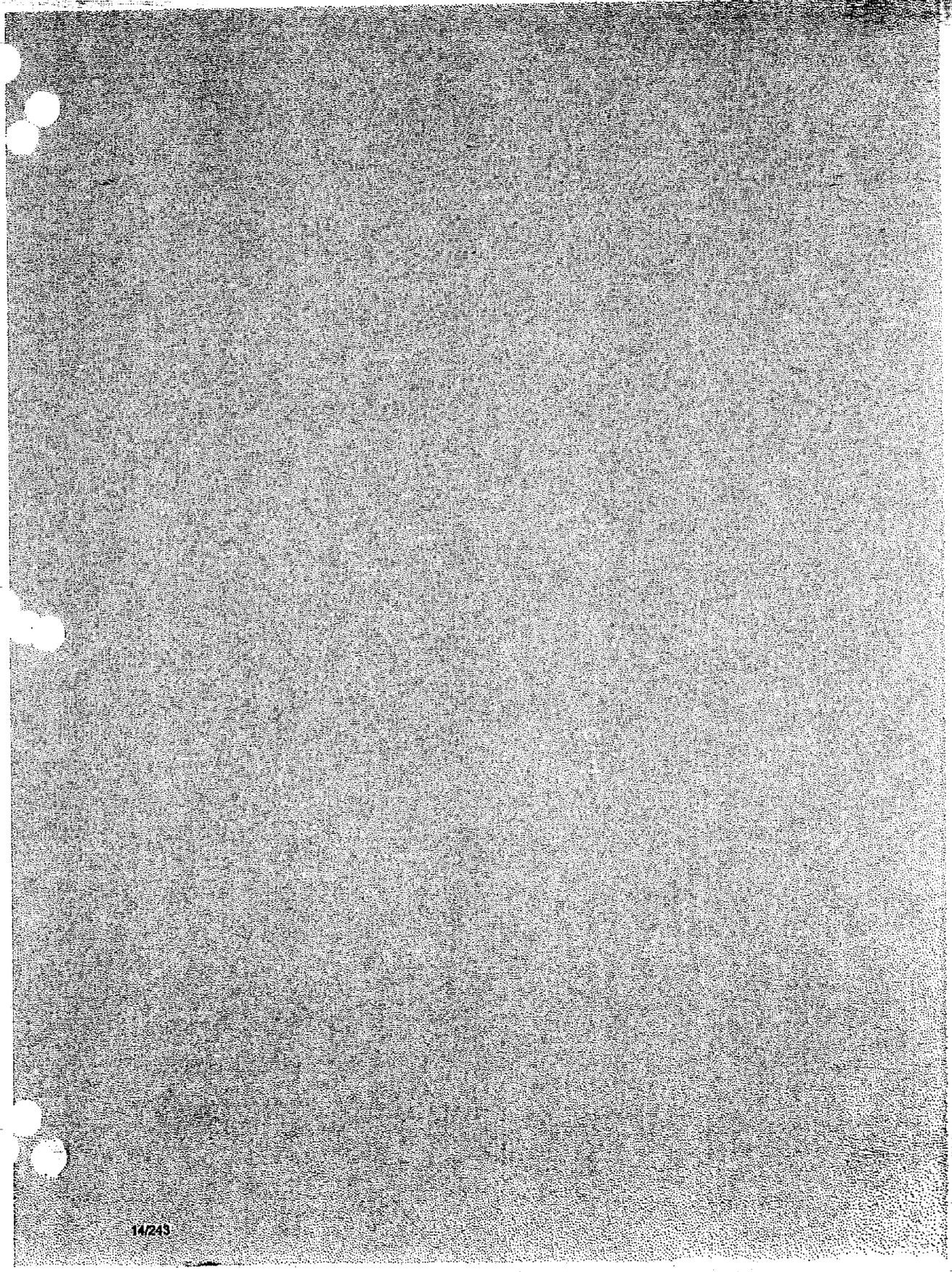
[6] CONFIDENTIALITY NOTE: The bracketed text is confidential. This text includes proprietary information that Fisker Automotive Inc. requests not be released to persons outside the Government, except for purposes of review and evaluation.



OVERVIEW

Attachment 1: Correspondence





OVERVIEW

Attachment 2: Recent Articles

"Most Successful U.S. Startups 2008," Business Week (Dec. 22, 2008)

"Finalists Announced for Green Car Journal's Green Car Vision Award", AutoBlog (Dec. 22, 2008).

Yahoo! My Yahoo! Mail More

Make Y! My Homepage

YAHOO! FINANCE

Search

GET QUOTES Finance Search

Mondi

Most Successful U.S. Startups 2008

by John Tozzi, Stacy Perman, and Nick Leiber
Monday, December 22, 2008

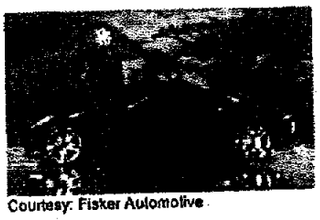
provided by
BusinessWeek

While 2008 was clearly an awful year for business, a look back shows entrepreneurs running startups managed to raise significant amounts of capital to fund their plans for growth. In fact, venture capitalists invested more than $7 billion in seed and early-stage companies in the past four quarters — more than any calendar year since the dot-com bubble burst in 2001.

With this in mind, BusinessWeek set out to find the hottest new businesses across the U.S., based on the collective judgment of the venture capital community. To do so, we followed the money, looking at deals that took place in the four most recent quarters available, from October 2007 to September 2008, based on the MoneyTree Report from the National Venture Capital Association and PricewaterhouseCoopers. We then reached out to a selection of the seed and early-stage companies that raised the most money. For profiles of 25 of these startups, click on. Then weigh in on how you measure a startup's potential for success in this post on our staff blog.

More from BusinessWeek.com:

- Starting a Business in a Downturn
- Advice for Startups Seeking Angel Funding
- Your Startup on a Shoestring


Courtesy: Fisker Automotive

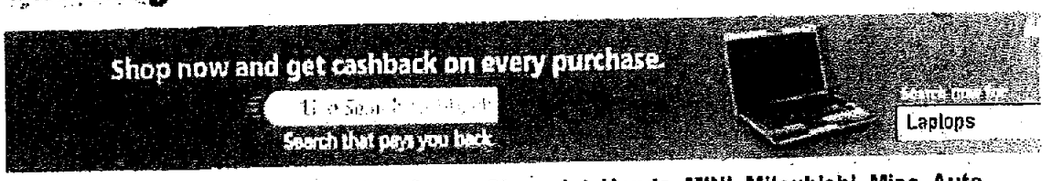
Fisker Automotive

Irvine, Calif.
Founders: Henrik Fisker and Bernhard Koehler
VC Investment over the last four quarters: $90.5 million

Henrik Fisker and Bernhard Koehler met at BMW, where both worked as auto designers (Fisker is credited with designing the Z8). In 2007, they founded Fisker to build plug-in hybrid luxury cars, with the goal of selling to car buyers who want to improve their impact on the environment but not have to make a compromise when it comes to style. The 45-employee company, which is still in the development stage, is predicting the recession will improve by midyear 2009 and that consumers will be turning to eco-friendly cars for good, explains Fisker spokesperson Russell Datz.

Key to startup success: "Have a solid business plan and stick to deadlines."

autoblog



Filed under: Hybrids/Alternative, Etc., Green, Chevrolet, Honda, MINI, Mitsubishi, Misc. Auto Shows, Lifestyle

Finalists announced for Green Car Journal's Green Car Vision Award

by Jonathon Ramsey on Dec 22nd 2008 at 7:01AM

2008 GREEN CAR [illegible] AWARD

The Green Car Vision awards celebrate a car that's got its headlights pointed down the road of the future. Among this year's five finalists are two serial hybrids (**Chevrolet Volt** and **Fisker Karma**) two electric cars (**MINI E** and **Mitsubishi i-MiEV**), and one hydrogen fuel cell vehicle (**Honda FCX Clarity**). It seems like a pretty good breakdown of where things stand now, with serial, plug-in hybrids and electric cars duking it out in center court and a hydrogen vehicle thrown in to keep things honest. Three of those cars -- the MINI E, i-MiEV, and Clarity -- are on the roads right now, albeit in limited numbers, and the Fisker is due to hit the scene at the end of 2009, while the Volt bows in 2010. The winning car will be announced on February 3 at the **Washington, D.C. Auto Show**. *You can read the full press release after the jump and check out a high-res gallery of the finalists below.*

[Source: **Green Car Journal**]

PRESS RELEASE

2009 Green Car Vision Award(TM) Finalists Announced

Plug-In Hybrid, Hydrogen, Range Extended Electric, Battery Electric Cars Included

WASHINGTON, Dec. 19 /PRNewswire/ -- Five nominees have been identified for Green Car Journal's 2009 Green Car Vision Award(TM), which acknowledges a vehicle that best envisions the road ahead. One of these five finalists -- the Chevrolet Volt, Fisker Karma, Honda FCX Clarity, MINI E, or Mitsubishi i-MiEV -- will be honored as the 2009 Green Car Vision Award winner during a press conference on Public Policy Day February 3, at The Washington Auto Show in Washington D.C.

"Vehicles offering dramatically improved environmental performance are crucial to helping us move beyond today's challenges of oil dependence and growing environmental impacts," says Ron Cogan, editor and publisher of the Green Car Journal and editor of GreenCar.com (http://www.greencar.com/). "While not yet widely available in new car showrooms, these vehicles each inspire in important ways with their advanced powertrains, use of cleaner or more sustainable fuels, vastly improved efficiencies, or a combination of these attributes."

Unlike concept cars, which tantalize us with wild designs or features that may or may not ever make it to the highway, these five vehicles are real. They are either in limited production or in demonstration programs now, or are in development and on the road to commercialization.

Dispelling the myth that innovation will only come from outside the traditional automotive industry, four of the 2009 Green Car Vision Award(TM) finalists are products from major auto manufacturers. The fifth is from a new car company, Fisker Automotive, headed by Henrik Fisker, formerly director of Ford's Global Advanced Design Studio and before that president of BMW division DesignWorks USA.

Chevrolet's Volt is a range-extended, plug-in electric car with a scheduled introduction in late 2010. The Fisker Karma, to be shown in production form next month, is a plug-in hybrid luxury sedan that's set for sale in late 2009. The FCX Clarity, Honda's innovative hydrogen fuel cell sedan, is in very limited production and being leased to a small number of consumers now. The recently unveiled battery electric MINI E will be leased to 500 select consumers in three states. Mitsubishi i-MiEV electric cars are on the highway in a demonstration program with Southern California Edison and PG&E.

"The advanced technology vehicles now available at new car showrooms, like highly efficient gasoline-electric hybrids, are the result of visionary work that occurred years in advance of their introduction to the market," says Cogan. The five nominees for Green Car Journal's 2009 Green Car Vision Award (TM) are exceptional examples of innovation at work."

The award-winning Green Car Journal has focused on the intersection of automobiles, energy, and environment since its launch in 1992. As part of its mission, the magazine hosts events, produces ride-and-drives of advanced and clean fuel vehicles, and conducts various outreach efforts to educate consumers on better and more environmentally positive vehicle choices.

The 67th staging of the Washington Auto Show: The Automotive Seat of Power will bring more than 700 new cars, trucks, mini-vans and sport utility vehicles from over 42 domestic and import automakers to the Walter E. Washington Convention Center from Feb. 4 -- 8, 2009. Supporting its growing 'green' theme, a wide array of advanced technology and clean fuel vehicles will be displayed in a Green Car Pavilion and throughout the show floor. For more information visit the Washington Auto Show online at http://www.washingtonautoshow.com/.

Reader Comments (Page 1 of 1)

Mobius_1 7:20AM (12/22/2008)

I vote Clarity. I would also like to nominate BMW Hydrogen 7 though, would be a good car to use during a period of mass transition from oil to hydrogen.

Attachment 3: Recent Press Releases

Dec. 2, 2008: "Fisker Automotive's First Production Vehicle, the Fisker Karma, to be Showcased at the North American International Auto Show"

Nov. 21, 2008: "Fisker Automotive Announces Intent to Source General Motors Components"

Nov. 12, 2008: "Fisker Automotive and Valmet Automotive Have Signed Final Assembly Contract for the Fisker Karma"

Nov. 10, 2008: "Fisker Automotive Announces Engineering and Development Center in Pontiac, Michigan"

Sept. 8, 2008: "Fisker Automotive Raises $65 Million in Series C Financing Round"

About Quantum Technologies (NASDAQ: QTWW):

Quantum is a publicly traded, world leader and OEM supplier of state-of-the-art clean propulsion technologies, fuel and energy storage technologies and services including propulsion systems for hydrogen fuel cell vehicles, hydrogen internal combustion engine vehicles, compressed natural gas vehicles, liquid petroleum vehicles, hybrid electric vehicles and plug-in hybrids based on advanced electronic control systems and Lithium Ion batteries developed by Quantum's strategic alliance partner. Quantum also provides engineering services including vehicle development and homologation.

www.qtww.com

###

NEWS

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FISKER AUTOMOTIVE RAISES $65 MILLION IN SERIES C FINANCING ROUND

IRVINE, CA. Sep. 8, 2008: Fisker Automotive, Inc., a green American premium sports car company, today announced that the company has completed its Series C financing round. The funding was completed on the 4th of September, 2008 with a total investment of $65 million. The round was led by a new investor, an affiliate of Qatar Investment Authority (QIA). Existing investors Palo Alto Investors and Kleiner Perkins Caufield & Byers also participated.

The money raised will be used to support the development of Fisker Automotive's first production car, the Fisker Karma. The first-of-its-kind four-door plug-in hybrid premium sports car was unveiled in January at the North American International Auto Show (NAIAS). Featuring cutting-edge plug-in hybrid technology, penned as *Q DRIVE*, developed by Quantum Fuel Systems Technologies Worldwide, Inc. exclusively for Fisker Automotive, initial deliveries of the Karma are expected to commence in the 4th quarter of 2009 with annual production projected to reach 15,000 automobiles.

"We are extremely pleased to have closed our C financing round at this time, particularly in light of the current market conditions," said Henrik Fisker, CEO, Fisker Automotive, Inc. "This shows once again that Fisker Automotive has a solid business plan and a globally experienced automotive team with very strong investors behind the company."

The close of Series C financing for Fisker Automotive comes on the heels of the January announcement that Kleiner Perkins had made a multi-million dollar investment in the company, building on the initial investment by Palo Alto Investors.

Fisker Automotive, Inc.

Fisker Automotive is a privately owned car company with Henrik Fisker serving as the CEO. Fisker Automotive was founded in 2007 by Quantum Fuel Systems Technologies Worldwide, Inc. (NASDAQ: QTWW) and Fisker Coachbuild, LLC.

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Fisker Automotive's First Production Vehicle, the Fisker Karma, to be Showcased at the North American International Auto Show (NAIAS)

IRVINE, CA. Dec. 2, 2008: Fisker Automotive, Inc., a green American premium sports car company, today announced that its first production car, the Fisker Karma, will be showcased at the North American International Auto Show (NAIAS). With only minor design enhancements made to the exterior of the vehicle, the production Fisker Karma plug-in hybrid retains the extreme proportions and beautiful sculpture of the January 2008 Karma show car.

"We are very excited to be bringing the Fisker Karma back to NAIAS," said Fisker Automotive CEO Henrik Fisker. "In the year since we debuted the Karma, the reception we've received has been tremendous. I'm proud to announce at this time that we are already sold out on the car until mid-2010."

With a base price of $87,900 (USD), the Fisker Karma is scheduled to begin delivery in November, 2009. Featuring the proprietary Q-Drive powertrain, the Fisker Karma will have an all-electric range of 50 miles (80km). After the all electric 50 miles, the gasoline engine turns a generator to charge the lithium ion battery. Once the 50-mile electric range has been exceeded, the Fisker Karma can be used as a normal hybrid vehicle. With this balance of electric and gas range, Fisker Automotive estimates that most Karma drivers who charge the Karma overnight and commute less than 50 miles per day will be able to achieve an average fuel economy of 100 mpg (2.4L/100km) per year.

The production model to be featured at the 2009 NAIAS will include an upper grill that is graphically enhanced, being slightly larger towards the outer corners. The lower air intake has been enlarged to allow for more airflow and underneath the rear bumper, an aerodynamic diffuser includes the integration of a cooling cover for the electric drivetrain.

To optimize cooling and aerodynamics, the exhaust pipe from the ICE engine is routed directly out behind the front wheels. A small functional side vent will release the hot air when the ICE engine is turned on. The Fisker Karma also features a complete flush B-pillar. The B-pillar is a safety feature and already fulfills the proposed 2012 rollover protection safety regulations.

Underneath the Karma is an all aluminum spaceframe made in cooperation with Norsk Hydro. The exterior body is a combination of aluminum panels and composite panels.

The Karma has a unique sustainable interior strategy. The design of the interior cabin is a luxurious tailored space for four adults. The interior will be unveiled for the first time in its final form at the 2009 NAIAS.

The vehicle's ride and handling is decisively sporty and includes very responsive steering. The Karma's long wheel base, wide track and low center of gravity provide excellent cornering and stability at highway speeds.

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The innovative powertrain, Q-drive, utilizes a large, powerful lithium ion battery and a powerful 2-liter direct injected turbo-charged 4-cylinder gasoline engine developing 260 hp, which enables the Karma to achieve a continuous top speed of 125 mph and a 0-60 of 5.8 seconds. The large powerful lithium ion battery provides 22.6 kWh, which has unique control software. The two powerful electric motors deliver a combined 408 hp.

Additional features of the Karma include:

Karma Powertrain "Q Drive"

Powertrain Overview Description
The Karma powertrain is a high performance, high efficiency, plug-in hybrid electric system comprised of three electric machines, three inverters, a turbo-charged 2.0 L high-feature DI gasoline engine and an advanced Lithium-ion technology battery pack. This hardware combination coupled with the innovative Q-Drive control system provides for a unique driving experience where energy, power, feel, and fuel economy are optimized to satisfy driver demands.

Energy Storage System
The energy storage system incorporates an advanced lithium-ion chemistry battery pack with integrated control and safety systems that ensure safe and powerful operation throughout the operating life. The system has a maximum storage capacity of 22.6 kW-hrs and is capable of delivering a peak electric power of 200 kW (500 Amps at 400 Volts) throughout the charge depleting range of operation. The Advanced Lithium Power battery pack has been designed for the rigorous requirements of the automotive environment, and is a full "plug and play unit" utilizing all advanced vehicle communications software. The battery pack uses inherently safe cell chemistry and has been designed with multiple levels of software and hardware features to ensure optimal performance while providing the highest levels of safety features.

Powertrain Electric Traction
The power dense dual motor traction drive is capable of delivering a peak output mechanical power of 300 kW (408 hp) and a peak torque of 1300 Nm (959 Ft-lb) to the input of the differential. In Sport mode this provides for a high performance luxury sport sedan acceleration time of 0 to 60 mph (0-100 km/h) in less than 6 seconds. The sustained (electronic limited) top speed is 125 mph (200 km/h).

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Karma Powertrain Operating Modes

Stealth
Stealth is the default mode of operation. In this mode of operation the Q-Drive continuously optimizes the system performance and efficiency around fuel economy and electric operation. The high efficiency traction system and stable battery pack operating characteristics provide for full no-compromise electric performance on the urban driving schedule. The total achievable all

electric range of greater than 50 miles is realized while in Stealth mode. In this mode the maximum vehicle speed will be limited to 95 mph with slightly limited acceleration. When electric mode is exited, the charge sustaining low energy threshold has been reached. The Q-Drive system then transitions to HEV operation. In HEV mode, the Q-Drive still optimizes fuel economy.

Sport
Sport is a driver selectable feature allowing for enhanced vehicle performance operation. This mode takes full advantage of the peak traction system performance capability and delivers the peak on-demand power and torque in order to achieve a 0 to 60 mph time of 5.8 seconds and a top speed of 125 mph. At anytime the driver can switch between stealth and sport modes. Should the driver wish to change back to Stealth mode, the Q-Drive will transition the vehicle operation to the Stealth mode low energy operating threshold.

HEV
When in HEV or charge sustaining mode the Q-Drive control system operates the vehicle very much the same as a normal strong hybrid. This includes deceleration engine shutdown, zero speed engine-off, electric launch and auto-start capability, and charge sustaining while maintaining charge balancing throughout the customer drive cycle. When the driver is in Sport mode, the Q-Drive automatically transitions to the charge sustaining mode at a higher SOC level than when in Stealth mode. This ensures that sufficient energy is available to support driver demands. Should the driver transition from Stealth to Sport while in HEV mode; the Q-Drive will restore the higher low-energy threshold. This provides for a high performance, on-demand, no-compromise, vehicle operation.

Fuel Economy & Energy Recovery
The Q-Drive system in all modes of operation works synchronously with the regenerative braking system and optimizes the energy recovery around driving conditions, driver demands for downhill simulated engine braking, vehicle speed, and road conditions.

Exterior Design

Eco Chic
Low, wide and coupe-like in profile, sensually sculpted surfaces mix with dramatic and powerful proportions to give the Fisker Karma a "look" all its own. The Karma's dynamic stance is just as much a thing of beauty as it is a result of the car's proprietary technical layout. Standard 22-inch light alloy rims at all four corners make Karma a world-leader in the wheel to body relationship. Form and function go hand in hand at Fisker.

Furthermore, innovative and functional design features such as side-mounted charging indicators, state-of-the-art LED-Xenon lighting, unique external-mounted speaker covers and a one-piece solar glass roof work in harmony to express the new design aesthetic that is Eco-Chic.

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The exterior design of the production Karma is instantly recognizable and makes no compromises, with only minor changes from the 2008 Karma show car.

Headlamps/Tail lamps

The Karma headlamp combines a Bi-Xenon main lighting module with state-of-the-art LEDs making it one of the most energy-efficient headlamps ever offered. The distinctive bezel design is yet another example of the new Eco-Chic aesthetic.

The tail lamps features state-of-the-art LEDs for low energy consumption

Solar Roof

The Fisker Karma is unique in having the world's largest continuous formed glass solar roof panel on a car. The splayed solar cell array maximizes solar ray absorption under various lighting conditions. The graphic accent that runs between the solar cells gives the solar roof a unique and futuristic appearance.

Solar Roof Functionality

The Karma solar energy system converts radiated power from the sun into stored electrical energy. All energy gained from the sun supplants that of the batteries and fuel, effectively increasing the electric range of the Karma.

Solar Power Modes

During vehicle on mode and accessory mode, the electrical system will use all available solar power. For vehicle off mode, the driver may choose from 3 solar power strategies…

1. Auto—the Karma will use the solar power for optimal benefit and focus on system efficiency and reduced costs, including energy and longevity. The Karma will use this default strategy unless the driver selects otherwise, and the Karma resets to this strategy after each power-on.
2. Climate—the energy management system will utilize the solar power to ventilate the passenger compartment and reduce the effects of radiant heating. The driver can select this option from the solar menu.
3. Charging—the Karma will store as much energy as possible from solar power. The driver can select this option from the solar menu.

System Architecture

The solar system architecture consists of a the solar panel and power conditioning devices which manage the power delivered utilizing maximum power point (MPP) tracking. The solar panel is comprised of 4 electrically separate zones, each consisting of 20 cells in series. Each of the 4 zones incorporates MPP tracking to maximize power output for various solar radiation angles and partial shading conditions.

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As a subsystem, it serves as an integral part of the vehicle onboard energy management strategy to continuously optimizes and manage on board vehicle energy.

Technical Specifications

- 0.5 kWh/day
- 130 W

Charging Port

- Locking charging port with lid for 110V and 220V charging on driver's side rear quarter panel (analog to fuel filler on passenger side)

High-Performance Space-Frame Body Structure

Embodied in the Fisker Karma is a high-performance light-weight aluminum space-frame - developed by the most experienced body structure engineers in the automotive industry. The Karma aluminum spaceframe fulfills high stiffness targets for bending and torsion while fulfilling all current crash standards. The strong aluminum spaceframe allows the driver of the Fisker Karma to experience a new level of body rigidity and damping. The resulting steering feel and the driving dynamics will be unmatched in the 4-door sports sedan class.

The side glass "DLO" appears as one smooth, unbroken curved surface that incorporates a flush b-pillar. Due to the strong b-pillar, the Fisker Karma easily fulfills the proposed 2012 rollover protection rules.

Vehicle Architecture

The Fisker Karma's vehicle architecture layout features the lithium ion battery packaged into the tunnel enabling a very low center of gravity in the middle of the vehicle - perfect for best driving dynamics and safety. A further advantage of this architecture is the completely closed and rigid body shell that surrounds the driver and the passengers between the front and the rear of the vehicle.

Interior

The final production interior will be unveiled in Detroit at the NAIAS on January 15, 2009.

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Chassis – Suspension:

Designed to match the unique driving experience of the Fisker Karma's electric driveline, the suspension system balances attributes of a grand touring sedan with the fun-to-drive characteristics of a legitimate sports car. Using a systems integration approach to the complex tradeoffs of an all new plug-in hybrid platform, engineers were able to meet rigorous functional targets that are competitive with other luxury sports sedans. The design result takes advantage of Karma's low center of gravity, wide track, and long wheelbase to deliver a unique driving experience with a blend of response and comfort.

Both front and rear suspensions feature a "short long arm" (SLA) architecture with a short spindle height. Similar to that found in many sports cars, the compact package of the SLA suspension is compatible with Karma's low overall hood height and a dramatic rear end styling.

All suspension components including control arms, knuckles and sub frame are made from lightweight cast aluminum. The liberal use of aluminum in many chassis components reduces the overall weight, including un-sprung weight, to improve agility and ride performance.

The Karma is controlled at each of four wheels with mono-tube shock absorbers that are specifically tuned to improve the level of roll damping, giving a sense of flat cornering with little body roll. The rear shock absorbers are load-leveling, so the vehicle maintains it showroom stature at any loaded condition.

Fundamental to the driver interface, the steering is a hydraulically power-assisted rack and pinion. The hydraulic power unit is electrically driven and tuned for optimum steering feel with a programmable servo assist feature. Steering ratio is 14 to 1, with 2.7 turns lock-to-lock giving remarkable steering responsiveness. Specific focus has been also been given to balancing highway responsiveness with reduced parking efforts, giving a sense of an overall smaller and more nimble vehicle.

Brake Actuation System

- Electro-hydraulic brake boost unit with integral chassis control functions:
    - Brake proportioning
    - ABS
    - Traction control
    - Stability control
    - Electrically regenerative brake blending with friction braking

- Parking Brake
    - Electrically actuated parking brake, bi-directional switch operation

Chassis – Wheels & Tires:

- Tires
    - Front: 245/35R22 Michelin Pilot Sport PS2 with optimized rolling resistance
    - Rear: 265/35R22 Michelin Pilot Sport PS2 with optimized rolling resistance

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Overall Vehicle Specifications

- Acceleration ('sport' mode)
  - 0-60 miles/hour = 5.8 seconds (0-100 km/h in 6 seconds)
  - Top speed (continuous) = 125 miles/hour (200 km/h)
- Weight
  - curb weight = 4,650 lbs
- Range
  - Electric Only Range = 50 miles EPA city cycle
  - Total Range = Over 300 miles
- Exterior Dimensions
  - Overall Length = 4987 mm
  - Overall Width = 1984 mm
  - Overall Height = 1330 mm
  - Front Overhang = 913 mm
  - Rear Overhang = 914 mm
  - Wheelbase = 3160 mm
  - Front Track = 1689 mm
  - Rear Track = 1720 mm

Power-Train Specifications:

- Rear Wheel Drive
- Performance:
  - Stealth Mode = max 95 mph – battery only
  - Performance Mode = max 125 mph (ICE & battery-combined)
  - Drive Motor(s) Power = 2 x 150 kW (408 hp)
- Battery Size
  - Dimensions = 1870 mm L x 205 mm W x 360 mm H
  - Energy Capacity = 22.6 kW hours
- ICE Power-Train = 2.0 Liter DI Turbo Ecotec

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- Exhaust System Location = Engine Bay
- Transmission = Not Required

The Fisker Karma will be assembled by Valmet Automotive in a highly automized assembly facility. Valmet Automotive is currently producing the Porsche Boxster and Porsche Cayman. The first Fisker Karma will be delivered to customers in November 2009. Yearly volume is anticipated to reach 15,000 cars per year.

A total of 40 retailers for the U.S. will be established by October 2009. Fisker Automotive will announce 20 of their Retailers in January 2009. European pricing will be announced at the International Geneva Motor Show in March, 2009.

Fisker Automotive, Inc.
Fisker Automotive is a privately owned car company with Henrik Fisker as the CEO. Fisker Coachbuild, LLC will be the exclusive design house for Fisker Automotive through the entire range of product development. The company has backing from Kleiner Perkins Caufield & Byers, Palo Alto Investors and Qatar Investment Authority.

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FISKER AUTOMOTIVE ANNOUNCES INTENT TO SOURCE GENERAL MOTORS COMPONENTS

IRVINE, CA. November 21, 2008: Fisker Automotive Inc., a green American premium car company, today announced that General Motors has been selected to supply, through its on-highway integrator Powertrain Integration LLC, the gasoline engine that will be used in the Fisker Karma, Fisker Automotive's new Extended Range Hybrid Electric Vehicle. GM's Powertrain organization will supply the gasoline engine that generates electricity when the driver has exceeded the 50 mile electric-only range. The 2.0 direct injection, turbo-charged 4-cylinder Ecotec gasoline engine will deliver 260 horsepower. Fisker Automotive is also considering the purchase of several additional GM vehicle components to enhance the Karma.

"Given General Motors global leadership in the parts and accessories space, the fact that it is already engineering parts for extended range electric vehicles, and its commitment to helping the environment, it was clear that this was the right partner for us," said Fisker Automotive Inc. CEO Henrik Fisker. "We are confident that this is the beginning of an important partnership between GM and Fisker Automotive in developing the most desirable fuel efficient vehicles of the future."

"GM is proud that Fisker Automotive has selected one of the world's best powertrains for installation into the new Karma", said Tom Stephens, Executive Vice President of GM Powertrain and Global Quality. "The advanced design of this engine offers a superior performance-to-weight ratio that makes it the right choice for the Fisker Hybrid Electric Vehicle. As a leader in the automotive industry in the development of fuel efficient and energy diverse powertrains, GM sees significant opportunity in working with Fisker Automotive, a visionary company developing products that embody both exciting vehicle design as well as technology friendly to our environment."

Initial domestic deliveries of Fisker Automotive's first vehicle, the Karma, will commence in the 4th quarter of 2009 with planned deliveries to the U.S. and Europe. Fisker Automotive's annual production is projected to reach 15,000 vehicles.

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Kleiner Perkins Caufield & Byers and Palo Alto Investors and an affiliate of Qatar Investment Authority.

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FISKER AUTOMOTIVE AND VALMET AUTOMOTIVE HAVE SIGNED FINAL ASSEMBLY CONTRACT FOR THE FISKER KARMA

IRVINE, CA November 12, 2008: Fisker Automotive, Inc., a green American premium car company, today announced that they have signed the final assembly contract with Valmet Automotive to manufacture the Fisker Karma in Finland. Valmet Automotive will be the engineering and manufacturing supplier for Fisker Automotive.

The Fisker Karma is a new four-door plug-in hybrid sports sedan and its production is planned to start in the fourth quarter of 2009. The first vehicles will be delivered in fourth quarter 2009 with an annual production projected to reach 15,000 vehicles.

For the production of the Fisker Karma, a new body welding line will be built at Valmet Automotive. The painting and assembly process can be easily adapted to the production of electric and hybrid cars.

"The agreement is very significant for us and our employment situation in the years to come", says Ilpo Korhonen, President of Valmet Automotive. "With the planned full production volume the cooperation with Fisker Automotive will employ some 500 blue collar workers at Valmet Automotive."

"Fisker Automotive and Valmet Automotive make a great, professional team. The schedule is demanding, but I'm confident that with good cooperation the production will start on schedule. A hybrid drive train, battery technology and a new body design with light weight materials is a great challenge to our engineering and production teams. Our supplier quality management team is also involved in the project,"said Ilpo Korhonen, President of Valmet Automotive."

"We are pleased with the current progress in this working relationship and know that we have the team that will help us meet our production goal," said Fisker Automotive COO, Bernhard Koehler.

"We are very pleased to have the final contact signed and are looking forward to a long business relationship with Valmet," said Fisker Automotive CEO, Henrik Fisker.

Fisker Automotive, Inc.
Fisker Automotive is a privately owned car company with Henrik Fisker as the CEO. The company has backing from Kleiner Perkins Caufield & Byers, Palo Alto Investors and QIA. The company is based in Irvine, California.
www.fiskerautomotive.com

Valmet Automotive
Valmet Automotive is a provider of automotive engineering and manufacturing services of premium cars. In nearly 40 years the company has produced over 1,000,000 high-quality vehicles in Finland. The cars have been delivered worldwide. Today Valmet Automotive manufactures Porsche Boxster and Porsche Cayman for Porsche AG. The company is a part of Metso Corporation.
www.valmet-automotive.com

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FISKER AUTOMOTIVE ANNOUNCES NEW ENGINEERING AND DEVELOPMENT CENTER IN PONTIAC, MICHIGAN

34,000 Square Foot Facility to House up to 200 Engineers and Designers

IRVINE, CA. November 10, 2008: Fisker Automotive, Inc., a green American premium car company, today announced the opening of a new Engineering and Development Center in Pontiac, Michigan. The 34,000 square foot facility will house up to 200 engineers and designers, who will support the development and production program of Fisker Automotive's first production car, the Fisker Karma.

"The available talent, supplier base and infrastructure in Michigan will help us reach our production goal," said Fisker Automotive COO Bernhard Koehler. "While Fisker Automotive will continue to be headquartered in Irvine, California, the new facility will allow us the opportunity to collaborate with our Michigan supplier base and have everyone under one roof."

The opening of the facility comes on the heels of Fisker Automotive's recent announcement that it prevailed in a lawsuit brought against the company by Tesla Motors Inc.

With 50 miles of electric range and more than 350 miles of total range, the Fisker Karma with its proprietary Q-DRIVE powertrain developed by Quantum Technologies, will have the potential for a fuel economy of over 100 miles per gallon (MPG) on extended drives. Boasting a top speed of 125mph and 0-60 acceleration in less than 6 seconds, the Fisker Karma is poised to be the world's first true luxury plug-in hybrid sports car.

Initial domestic deliveries of the Fisker Karma will commence in the 4th quarter of 2009 in North America with planned delivery to the U.S. and Europe. Fisker Automotive's annual production is projected to reach 15,000 vehicles by 2011.

Fisker Automotive, Inc.

Fisker Automotive is a privately owned car company with Henrik Fisker as the CEO. The company has backing from Kleiner Perkins Caufield & Byers, Palo Alto Investors and QIA. The company is based in Irvine, California.

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FISKER AUTOMOTIVE INC.

APPLICATION FOR FISKER PROJECT # 2 –
MANUFACTURING FACILITY & ENGINEERING INTEGRATION FOR FISKER Kx

TAB 2A: CERTIFICATION

Certification of Eligibility for ATVM Loan

Section 611.101(a)

> *"(a) A certification by the applicant that it meets each of the requirements of the program as set forth in statute, the regulations in this part, and any supplemental requirements issued by DOE;"*

Fisker Automotive Inc. hereby certifies, to the best of its knowledge and ability, that Fisker Project # 2 (Reequipping a Manufacturing Facility) satisfies the requirements of the program as set forth in Section 136 of the Energy Independence and Security Act and in the interim final regulations issued thereunder, as codified at 10 C.F.R. Part 611 and published in the Federal Register on November 12, 2008.

The analysis supporting this certification is set forth in response to Section 611.101(c) of the regulation. See Tab 2C of this application.

Signed:

Henrik Fisker
Chief Executive Officer
Fisker Automotive Inc.

FISKER AUTOMOTIVE INC.

APPLICATION FOR FISKER PROJECT # 2 – MANUFACTURING FACILITY & ENGINEERING INTEGRATION FOR FISKER Kx

TAB 2B: PROJECT DESCRIPTION

Description of Nature and Scope of Proposed Project CONFIDENTIAL (IN PART)

CONFIDENTIALITY NOTICE

Documents marked as "Confidential" contain proprietary information that Fisker Automotive Inc. requests not be released to persons outside the Government, except for purposes of review and evaluation.

PROJECT DESCRIPTION

Response to 10 C.F.R. § 611.101(b)

> *"A description of the nature and scope of the proposed project for which a loan or award is sought under this part, including key milestones and location of the project;"*

Project Description

Fisker Automotive ("Fisker") wants to manufacture cars in the United States. To that end, Fisker plans to acquire and reequip a manufacturing facility in the United States to build a green performance sedan plug-in hybrid electric vehicle codenamed the Kx. This project would include the engineering integration work required for the Kx vehicle.

Fisker has designed the Kx to compete in the performance sedan market with conventional automobiles such as the BMW 3-Series, the Audi A4/A5, the Mercedes Benz C/CLK Classes, and the Infiniti G35/37 (*see* Tab 2G for additional market information). This is a market that has traditionally been difficult for American car manufacturers. Fisker believes that with the Kx it can create a powerful value proposition to compete and win against European and Japanese premium brands. Henrik Fisker, CEO, and his team have deep experience in automotive design creating memorable vehicles such as the BMW Z8. The combination of Henrik Fisker's award winning design and best-in-class plug-in hybrid technology will create a vehicle with broad appeal.

Fisker had originally planned to start Kx development in the United States in 2011, but a loan from the Advanced Technology Vehicles Manufacturing Incentive Program would allow Fisker to advance its schedule by a full two years and begin the project in 2009. Once Fisker starts the project, it can begin production in only twenty-six months and employ [redacted] workers for an anticipated annual output of [redacted]. Fisker's timetable is aggressive, but it is feasible because Fisker will utilize [redacted] components from its high-end performance PHEV, the Karma, scheduled for its first deliveries in Q4 2009 (*see* Tab 1F for additional detail on the Fisker Karma).

Fisker will initially produce Kx plug-in hybrid electric vehicles per year in the United States. Fisker anticipates selling its cars worldwide with approximately half its sales in the United States. The Fisker Kx plug-in hybrid will stand out from its competition by offering environmental credentials and fuel economy unmatched in its class (*see* Tab 2C for a detailed analysis of fuel economy).

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[1] CONFIDENTIALITY NOTE: The bracketed text is confidential. This text includes proprietary information that Fisker Automotive Inc. requests not be released to persons outside the Government, except for purposes of review and evaluation.