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May 9, 2022

Via eFiling

Rosemary Chiavetta, Secretary
PA Public Utility Commission
400 North Street
Harrisburg, PA 17120

Re: Application of Ziphawk, Inc.
Docket No. A-2022-XXXXXXX

Dear Secretary Chiavetta:

Enclosed for electronic filing is the Application of Ziphawk, Inc., seeking approval to provide transportation network company services between points in Pennsylvania, excluding the areas regulated by the Philadelphia Parking Authority. Please let me know if you have any questions or need anything further.

Sincerely,

/s/ Karen O. Moury

Karen O. Moury
KOM/lww

Application for Transportation Network Service License

THIS APPLICATION IS TO BE USED WHEN PROVIDING TRANSPORTATION FOR COMPENSATION BETWEEN POINTS IN PENNSYLVANIA USING A DIGITAL NETWORK TO FACILITATE PREARRANGED RIDES.

1. **Legal Name of Applicant** (Individual, Partnership or Corporation)

Ziphawk, Inc.

- If you are an individual who has not formed any type of corporate entity, you should enter your name **as it will appear on your insurance documents**.
- If you are filing for a partnership, but **not a limited liability partnership**, the names of all partners must be entered on this line. Those names should be entered **as they will appear on your insurance documents**. This includes husbands and wives filing jointly.
- If you are filing for a corporate entity (corporation, limited liability company, or limited liability partnership), **even if you are the sole shareholder member**, you must enter the name **exactly as it appears on the registration papers from the Corporation Bureau of the Pennsylvania Department of State**.

2. **Trade Name** (Attach a copy of fictitious name registration if applicable)

This is any name which you will be operating under which differs from the **LEGAL NAME OF APPLICANT**. A **TRADE NAME** is considered a **FICTITIOUS NAME** if the identity of the applicant cannot be readily determined. *EXAMPLE: John Doe is the applicant and wants to use the name "Johnboy Trucking" as his trade name. People cannot readily determine that John Doe is the actual operator; therefore, the name is fictitious and must be registered as such. Trade names such as "John Doe Trucking" or "J. Doe Trucking" are not considered fictitious and would not have to be registered.*

3. **Applicant is:**

- Sole Proprietor
- Partnership
- Limited Partnership (Provide list of partners and copy of Certificate of Limited Partnership)
- Limited Liability Partnership (Provide list of partners and copy of Statement of Registration)
- Limited Liability Company (Provide list of members and copy of Certificate of Organization)
- Corporation (Provide list of shareholders, distribution of shares, officers, and copy of Articles of Incorporation)
- Foreign Association not formed in PA (Provide copy of Foreign Registration Statement)

4. **Registration with the Department of State** - The applicant certifies that the TNC is registered with the Pennsylvania Department of State to do business in the Commonwealth. Please provide a copy of the TNC applicant's registration with this application. Department of State Registration is attached as Attachment A.

10. **Registered Agent**

Registered Agents, Inc.
Agent's Name
502 W. 7th St., Ste. 100
Street Address
Erie, PA 16502 Erie
City, State and Zip Code County
307-200-2803 https://www.registeredagentsinc.com/contact-us/
Telephone Number E-mail Address

11. **Attorney** (if applicable)

Karen O. Moury 717.571.1420
Attorney's Name & Telephone Number for this Filing
213 Market Street, 8th Floor, Harrisburg, PA 17101 kmoury@eckertseamans.com
Attorney's Address E-mail Address

An attorney's name should only be entered if an attorney is filing the application for a client and the application is being sent under the attorney's cover letter.

12. **Affiliated Interests** – List the applicant's affiliation (owner, manager, controls) with any other carrier, with the description of affiliation.

N/A

13. **General Description of Nature and Scope of Business** - Provide a general description of the nature and scope of the proposed TNC service to be offered, including the company's business model, the use of independent drivers or employee drivers, the use of driver-owned vehicles or company-owned vehicles, the names and roles of any affiliates involved in providing the service, and other relevant features of the proposed TNC service.

Please see Attachment B.

14. **Driver Standards** -- Please explain:

- a. Your standards for drivers;
- b. Your system for ensuring compliance with criminal background and license check requirements;
- c. Your driver training program;
- d. Your policy regarding alcohol and drug use by your drivers;
- e. How your policy or your written policy will ensure that drivers have the necessary insurance coverage;
- f. How your policy or your written policy will ensure your drivers will continuously comply with all requirements under Chapter 26, including providing service to people with disabilities;
- g. How your policy or your written policy will ensure your drivers will be informed of nondiscrimination policies.

Please see Attachment B

15. **Vehicle Safety Program** – Please explain:

- a. How your policy or your written policy will ensure that vehicles will continuously comply with Pennsylvania’s equipment standards (67 Pa. Code, Chapter 175) and Chapter 26.
- b. Plans for ensuring that vehicles which no longer meet vehicle age and/or vehicle mileage standards shall be replaced in a timely fashion.
- c. How your policy or your written policy will ensure vehicles engaged in TNC service display their respective TNC placard in accordance with Chapter 26.

16. **Autonomous Vehicle Safety** – Please certify that all autonomous vehicles and their operation in TNC service comply with all applicable PennDOT regulations.

Bhawa Patkar

The certification must be signed here by the applicant appearing on Line 1 by the named individual, all partners if a partnership, a member (if a limited liability company), or by the President or Officer (if a corporation)

17. **Customer Service Standards** – Please describe your customer service standards. Within your description, please explain:

- a. Your plan to inform customers of how to file complaints with the PUC;
- b. Your intended customer complaint resolution procedure.

Please see Attachment B.

18. **Insurance** – Describe steps you have taken to obtain liability insurance coverage for your business. Upon tentative approval of the application, you will be required to have an acceptable Form E certificate of insurance filed by the insurance carrier. Note: An acceptable Form E certificate may be filed at the time of filing the application.

Please see Attachment B.

19. **Financial Data** –You must submit documentation as evidence of your current financial position.

Please see Attachment C.

20. **Certification:**

Applicant certifies that it is not now engaged in unauthorized intrastate transportation for compensation between points in Pennsylvania and will not engage in said transportation unless and until authorization is received from the Pennsylvania Public Utility Commission.

Applicant further certifies that it understands the requirements of the Pennsylvania Public Utility Commission, especially as they relate to safety and insurance and that it may be subject to civil penalties, suspension or cancellation of the License for failure to comply with Commission requirements. **TNC applicant certifies that it will comply with all of the requirements under Chapter 26.** (Act 164 of 2016)

Applicant further certifies that it understands that it is subject to an annual assessment based upon its reported annual gross Pennsylvania intrastate receipts derived from all fares charged to customers for the provision of TNC service. Applicant acknowledges that failure to report revenue and pay its annual assessment may result in civil penalties, suspension or cancellation of the certificate.

Verification of Application

I/We hereby state that the statement(s) made in this application is/are true and correct to the best of my/our knowledge and belief.

The undersigned understands that false statements herein are made subject to the penalties of 18 Pa. C.S. Section 4904 relating to unsworn falsification to authorities.

Bhawna Patkar

(Print Name)

Bhawna Patkar

(Signature)

5/6/22

(Date)

The verification of the application must be completed by the applicant appearing on Line 1 by the named individual, all partners if a partnership, a member (if a limited liability company), or by the President or Officer (if a corporation).

ATTACHMENT A
Secretary of State Registration

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS
401 NORTH STREET, ROOM 206
P.O.BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.PA.GOV

Filings Team
30 N Gould
Sheridan WY 82801

ZIPHAWK, INC.


The Bureau of Corporations and Charitable Organizations is happy to send your filed document. The Bureau is here to serve you and we would like to thank you for doing business in Pennsylvania.

Thank you for registering with the Department of State to do business in Pennsylvania. Like many other businesses, you may have employees, sell taxable products, or provide a taxable service to consumers in Pennsylvania. Please visit www.pa100.state.pa.us to register for Business Taxes with the PA Department of Revenue & Labor and Industry or visit www.Business.pa.gov to find answers to most common registration questions.

If you have any questions pertaining to the Bureau, please visit our website at www.dos.pa.gov/BusinessCharities Or you may contact us by telephone at (717)787-1057. Information regarding business and UCC filings can be found on our searchable database at www.corporations.pa.gov/Search/CorpSearch .

Entity number : 7494552

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

Document will be returned to the name and address entered below. Filings Team Name 30 N Gould, Address Sheridan WY 82801 City State Zip Code	Foreign Registration Statement DSCB: 15-412 (rev. 2/2017)  412
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Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$250.00 I qualify for a veteran/reservist-owned small business fee exemption (see instructions)

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 412 (relating to foreign registration statement), the undersigned foreign association hereby states that:

1. The type of association is (check only one):

- Business Corporation Limited Partnership Business Trust
 Nonprofit Corporation Limited Liability (General) Partnership Professional Association
 Limited Liability Company Limited Liability Limited Partnership

2. The full and proper name of the foreign association as registered in its jurisdiction of formation is:

ZIPHAWK, INC.

2A. If the name in 2 does not contain a required designator **or** if the name in 2 is not available for use in the Commonwealth, the alternate name under which the association is registering in this Commonwealth is:

3. The jurisdiction of formation: DE

4. The street and mailing address of the association's principal office.

502 W 7th ST STE 100, Erie PA 16502
Number and street City State Zip

4A. The street and mailing address of the office, if any, required to be maintained by the law of the association's jurisdiction of formation in that jurisdiction:

Number and street City State Zip

5. The (a) address of the association's registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

Complete part (a) OR (b) – not both:

(a) _____
 Number and street City State Zip County

OR

(b) c/o: Registered Agents Inc Erie
 Name of Commercial Registered Office Provider County

6. Check one of the following:

- The association may not have series.
- The association may have one or more series.

7. Effective date of registration of foreign association (check, and if appropriate complete, one of the following):

- The Foreign Registration Statement shall be effective upon filing in the Department of State.
- The Foreign Registration Statement shall be effective on: _____ at _____
 Date (MM/DD/YYYY) Hour (if any)

8. To be completed by **Limited Liability Companies only**. Check, and if appropriate complete, one of the following:

- The association is a limited liability company which is not organized to render any of the below professional service(s).
- The association is a restricted professional limited liability company organized to render one or more of the following professional service(s): (If this box is checked, one or more of the fields below must be checked.)
 ___ Chiropractic ___ Dentistry ___ Law ___ Medicine and surgery
 ___ Optometry ___ Osteopathic medicine and surgery ___ Podiatric medicine ___ Public accounting
 ___ Psychology ___ Veterinary medicine

IN TESTIMONY WHEREOF, the undersigned association has caused this Foreign Registration Statement to be signed by a duly authorized representative thereof this 1st day of April, 2022

 ZIPHAWK, INC.
 Name of Association
 Riley Park
 Signature
 Authorized Representative
 Title

ATTACHMENT B
Responses to Questions
13, 14, 15, 17, 18

TNC APPLICATION OF ZIPHAWK INC.

ATTACHMENT B

Response to Question 13 – General Description of Nature and Scope of Business:

Ziphawk, Inc. (“Ziphawk”) operates a digital network for passengers to arrange transportation through an application (“app”) with Ziphawk’s independent drivers using driver-owned vehicles. Founded by Bhawna Patkar, President and CEO, Ziphawk is a rising technology service provider in the TNC industry, which Ms. Patkar created to solve the problems relating to transportation that many Americans face on a daily basis.

Ziphawk leaves nothing to chance when it comes to drivers’ and riders’ safety by going through a very thorough vetting process to make sure the company partners only with the best and safest TNC drivers. Also, by installing 2-way dash cams on drivers and passengers in all Ziphawk cars, together with the Company’s safe monitoring system, drivers and riders are looked after in real-time.

Other important features of Ziphawk’s business model include the scheduling of rides; effortless communication between drivers and riders through use of the app to chat directly via call, text or email; the option to book and monitor a friend’s ride; and an ability for riders to share rides. Ziphawk also prides itself on 100% investment in local communities.

Headquartered in the Silicon Valley, Ziphawk has examined business models of the traditional TNCs and identified ways to improve the ridesharing experience for both drivers and passengers. Ziphawk is a driver-centered ride hailing application, which treats its drivers as real partners. This approach in turn benefits the public because the drivers provide better service to the passengers.

An important feature of Ziphawk’s business model is called the “Fare is Fair” policy, which establishes a new paradigm for making TNC services fairer to drivers and riders, equally. With Ziphawk, drivers pay a monthly subscription to get on the platform and nothing more. This puts an end to the undercutting on rides many drivers experienced with other TNC apps. Ziphawk’s “Fare is Fair” policy also makes surge pricing history. As a result, both drivers and riders now have more transparency because they have a clear idea how much a certain ride costs without this being changed due to demand.

Especially with the downturn in the public’s reliance on TNC services during the Covid 19 pandemic and the resulting loss of TNC drivers, Ziphawk’s focus has given drivers an incentive to return to the road and provide transportation services needed by the public. As encouragement to drivers to get behind the wheel, Ziphawk Instant Pay makes weekly paying cycles a thing of the past. Now what the rider pays is what the driver gets, instantly, at the end of each ride. That makes all the difference for drivers, while riders benefit too from having a content driver taking them to their destination. Drivers can keep track of their daily earnings and ratings to improve their performance.

There is always room for ridesharing apps to aim to be the best instead of just being the biggest. Ziphawk's philosophy is that to succeed, it must put care back in the driver's seat.

Response to Question 14 – Driver Standards

a. Standards for drivers.

Drivers operating on Ziphawk's digital network must be at least 21 years old, satisfy the requisite criminal history and driving history record check requirements, possess a valid driver's license and proof of the driver's motor vehicle insurance, and carry proof of the TNC's liability insurance. Drivers may only accept a ride arranged through a digital network. TNC drivers in Ziphawk's digital network are not permitted to accept or solicit street hails or telephone calls requesting TNC service. Drivers may not smoke while engaging in a prearranged ride. Ziphawk displays on the digital network a picture of the TNC driver and a description of the individual's vehicle used in providing TNC service, including the make, model and license number of the vehicle.

b. System for ensuring compliance with criminal background and license check requirements.

Under Ziphawk's requirements, drivers must pass criminal background checks. Consistent with Chapter 26 of the Public Utility Code, prior to permitting a person to act as a TNC driver on its digital network, Ziphawk will have a third party conduct a local and national criminal background check, which will include a multistate or multijurisdictional criminal records locator, or similar commercial nationwide database with primary source search validation, and a review of the United States Department of Justice National Sex Offender Public Website.

Ziphawk will disqualify an individual convicted of crimes within the preceding seven years of driving under the influence of drugs or alcohol, a felony conviction involving theft, a felony conviction for fraud or a felony conviction for violation of The Controlled Substance, Drug, Device and Cosmetic Act. In addition, Ziphawk will disqualify individuals convicted within the last ten years of use of a motor vehicle to commit a felony or burglary or robbery. Further, Ziphawk will permanently disqualify individuals convicted of sexual offenses, crimes of violence or acts of terror.

Ziphawk's background services provider will also obtain and review a driver history research report for the person from the Department of Transportation and other relevant sources. A person with more than three moving violations in the three-year period prior to the check or a major violation in the three-year period prior to the check may not be a TNC driver for Ziphawk.

One year after partnering with a TNC driver and every second year thereafter, Ziphawk will have its background services provider conduct these same criminal background and driving history checks. If Ziphawk verifies that the TNC driver continues to be eligible, the Company will permit the driver to continue operating on the digital network. A driver who does not remain eligible will be removed from the platform.

Further, while operating on Ziphawk’s platform, TNC drivers are required to notify Ziphawk, immediately upon conviction, of any offense that would disqualify the driver from being eligible to provide TNC service.

c. Driver training program.

Ziphawk provides driver training program materials designed to ensure that each driver understands safety and driving requirements while logged on to the digital network or providing a prearranged ride. The driver program materials will also contain information related to providing service to people with disabilities.

Under the driver training program, Ziphawk educates drivers as to its “Zero Tolerance Dangerous Driving Policy,” which places a responsibility on each driver using the Ziphawk platform to drive safely and follow the established rules of the road and all applicable laws. If Ziphawk receives reports of suspected dangerous driving, the Driver will be immediately suspended from the platform pending an investigation and also be subject to removal from the platform depending on the results of the investigation.

Ziphawk’s training program covers the following examples of dangerous driving:

Distracted driving

Distraction can take many forms—from phone-handling or texting, to drinking a cup of coffee or adjusting your visor—and those behaviors may take a Driver’s focus off of the road.

In order to reduce the risks associated with distracted driving, certain conduct is prohibited while providing rideshare services as a Driver, including:

- Using cell phones (hands-free or otherwise) for any reason other than to use the app
- Operating laptops, tablets, portable media devices, or GPS devices
- Reading maps or any type of document (printed or electronic)

Drivers must pull over safely to the side of the road or another safe location before checking messages, returning calls, text messaging, emailing, reading maps for directions, or programming/resetting GPS devices.

Noncompliance with traffic laws

Ziphawk expects everyone who uses the platform to follow local traffic laws and regulations, such as:

- Following signs, traffic lights, and signals
- Turning only where permitted
- Signaling before turning or changing lanes
- Yielding the right-of-way to pedestrians
- Not driving or stopping in a bike lane or crosswalk

Aggressive driving

Aggressive conduct on the road might include:

- Speeding
- Braking suddenly
- Tailgating
- Abruptly accelerating or stopping
- Swerving, including into pedestrian walkways or bike lanes

Impaired driving

Drivers are legally prohibited from driving or biking while using alcohol, drugs, or any other substance that impairs their ability to safely operate a vehicle. That includes having open containers of alcohol or drugs in a vehicle while using the Ziphawk platform or providing rideshare services while under the influence of alcohol or other drugs.

Drowsy driving

Drowsy driving involves operating a motor vehicle while you are tired. Some signs of this include:

- Appearing tired, exhausted, or sleepy
- Frequent blinking, having trouble keeping their head up or eyes on the road
- Frequent yawning
- Nodding off
- Following other vehicles too closely
- Difficulty keeping the vehicle in a lane or on the road

During the driver training program, Ziphawk also provides information regarding its accident reporting protocol, which requires to check on the safety of involved parties, notify police and paramedics, if necessary, call 911 for emergencies, and contact Ziphawk. The following information is included:

“Accident” means:

- Vehicle collision
- Vehicle struck an object (i.e., curb, wall, tree) or person
- Vehicle damaged third-party property

Report the accident through the Help section of your account on the Ziphawk website or mobile application.

Head to “[HEADING TITLE]” > “[Subheading Title]” and let us know what happened. Please confirm that you have identified the correct ride and share all available details about the accident. A member of our team will reach out to confirm everyone's safety and gather any other necessary information. If you need to report an accident immediately, you can also speak directly with a Ziphawk representative by going to the Help section of your account and tapping “[Call Support].”

Finally, Ziphawk gives drivers the following tips:

- Immediately after an accident occurs, move your vehicle to the side of the road if possible. Turn on your vehicle's emergency lights if you can do so safely.
- Take photographs of all sides of your vehicle, as well as any damage to other vehicles or property. Make note of the road conditions and weather at the time of the accident.
- If police respond to the accident, ensure that you also get a copy of any report written by the officer(s). If police do not respond, be sure to obtain contact information for all persons involved in the accident (including passengers and bystanders).

d. Policy regarding alcohol and drug use by drivers.

Ziphawk has a zero tolerance policy for the use of alcohol or drugs by drivers. Upon receipt of a complaint from a passenger or any information suggesting possible use of alcohol or drugs by a driver, Ziphawk immediately suspends the driver from operating on the platform pending an investigation. If the investigation shows the use of alcohol or drugs, Ziphawk permanently disqualifies the individual from being a driver in its digital network. Otherwise, Ziphawk rescinds the suspension and permits the driver to resume operating on the platform. Ziphawk's publicly accessible Internet website includes information about the [zero tolerance policy](#) and the procedures for reporting a complaint about a TNC driver with whom the passenger was matched and whom the passenger reasonably suspects was under the influence of alcohol or drugs during the course of the ride.

e. How policy will ensure that drivers have the necessary insurance coverage.

Ziphawk requires drivers to carry insurance coverage on their personally owned vehicles. Through its database, Ziphawk tracks expiration dates and follows up with drivers to obtain updated documents showing the continuation of this coverage.

Further, in the case of an accident, the drivers must provide the TNC's liability insurance to any other party involved in the accident and to any law enforcement officer who responds to the scene of the accident. The drivers are also required to report the accident to Ziphawk, as well as the driver's personal automobile insurance, the owner of the automobile, the TNC's insurer and the holder of the insurance policy covering the automobile.

Also related to insurance requirements, Ziphawk's drivers are required to provide affirmation that they are the owner or authorized user of the vehicle and that they have received the disclosures from the TNCs relating to the insurance coverage that is carried and related information. The drivers must also affirm that they have notified their personal insurance companies that they are using the vehicle to provide TNC services. If the driver is not the owner of the vehicle, he or she must verify that the driver has notified the owner of the vehicle.

- f. How policy will ensure that drivers continuously comply with all requirements of Chapter 26, including providing service to people with disabilities.

Ziphawk plans to periodically send reminders to drivers about the various requirements of Chapter 26, including those discussed above in response to a.-e. Ziphawk will also monitor any complaints raised by consumers, whether formally or informally, and promptly address any concerns as necessary. Likewise, any issues brought to Ziphawk's attention by Commission enforcement officers will be immediately remedied.

Ziphawk will not impose additional charges for service to an individual with a disability. The digital network used by Ziphawk is capable of connecting drivers with passengers who are blind, visually impaired, deaf and hard of hearing. The TNC drivers operating on Ziphawk's platform will be advised of the need to transport a service animal in the passenger compartment when accompanying a passenger with a disability for no additional charge unless the TNC driver has a documented medical allergy on file with Ziphawk.

In an area where wheelchair-accessible service is available, Ziphawk will provide passengers with disabilities requiring the use of mobility equipment an opportunity to indicate on its digital network whether they require a wheelchair-accessible vehicle ("WAV"). If wheelchair-accessible service is available, Ziphawk will facilitate transportation service for passengers who require a WAV by either connecting the passenger to an available TNC driver or directing the passenger to an alternative provider with the legal authority and ability to dispatch a WAV to the passenger.

- g. How policy will ensure that drivers are informed of nondiscrimination policies.

Ziphawk has adopted a policy of nondiscrimination regarding individuals with disabilities, which will be conveyed to all drivers. The policy provides that neither the TNC nor its drivers may discriminate against a prospective passenger or unlawfully refuse to provide service to a certain class of passengers or to certain localities or destinations. Ziphawk will include the following information on its publicly accessible Internet website: notice of the nondiscrimination policy and procedures to report a complaint to the Commission about a TNC driver's alleged violation of this policy.

Response to Question 15 – Vehicle Safety Program

- a. How policy will ensure that vehicles continuously comply with Pennsylvania's equipment standards.

Ziphawk will communicate to all drivers the requirement for vehicles to pass annual inspections from an inspection station approved by the Department of Transportation and to maintain active registrations with the Department of Motor Vehicles. A valid certificate of inspection will be maintained in all vehicles. Ziphawk will ensure that its drivers' vehicles remain in continuous compliance with the necessary vehicle standards by requiring drivers to conduct daily checks of their vehicles' safety features. Further, Ziphawk will promptly respond to any concerns raised

by passengers or Commission enforcement officers and rectify any issues that are discovered regarding equipment standards.

Additionally, Ziphawk requires that cars operate on its platform meet the following standards:

- Must be less than 10 years old and have been driven no more than 350,000 miles.
- Must seat at least four passengers, not including the driver.
- Must be a 4-door car, truck, or minivan.
- Must have the driver's name on the vehicle's insurance.
- May not be salvaged, rebuilt or have onerous modifications.

The vehicles used on Ziphawk's platform may not provide TNC service to a greater number of vehicles, including the driver, than the number of seat belts installed in the vehicle.

- b. Plans for ensuring that vehicles that no longer meet the vehicle age and/or vehicle mileage standards are replaced in a timely fashion.

Ziphawk maintains records with the vehicle age and mileage, which are updated on a monthly basis. Six months prior to a vehicle being set to exceed the vehicle age or mileage, Ziphawk communicates with driver and requests updated information about the vehicle being used. Three months prior to a vehicle being set to exceed the vehicle age or mileage, Ziphawk follows up with the driver to request updated information about the vehicle being used. If the driver fails to provide updated information within ten days prior to the vehicle being set to exceed the vehicle age or mileage, Ziphawk suspends the driver from operating on the platform until such time as updated vehicle information is received.

- c. How policy ensures that vehicles display the TNC placard.

Consistent with the requirements of Chapter 26, Ziphawk will provide TNC drivers a placard or decal for the vehicle, which must be displayed at any time the driver is logged on to the digital network or is providing a prearranged ride. The placard will be clearly distinguishable to identify that a particular vehicle is associated with Ziphawk and will be sufficiently large and color contrasted to be readable during daylight hours at a distance of at least 50 feet.

Ziphawk will periodically communicate to drivers the need to display the placard while logged on to the digital network or providing a prearranged ride. In addition, Ziphawk will address any concerns about the placard raised by passengers or Commission enforcement officers. To incentivize compliance, Ziphawk will advise drivers that any civil penalties imposed by the Commission due to the lack of a placard being on display will be the responsibility of the drivers. Further, to the extent that a driver continuously fails to display the placard, Ziphawk will suspend the ability of the driver to operate on the platform.

Response to Question 17 – Customer Service Standards

- a. Plan to inform customers of how to file complaints with the PUC.

It is Ziphawk's policy to provide excellent customer service. Ziphawk maintains a publicly accessible Internet website, which includes a telephone number (408.507.5251), a toll-free number (1-888-25-ZIPHAWK) and an email address (contact@ziphawk.com) that allow a person to communicate directly with Ziphawk's customer service department. In addition, Ziphawk will provide a telephone number to file a consumer complaint with the Commission and the Commission's Internet website address. Ziphawk will also transmit an electronic receipt to the passenger's email address or account on its digital network documenting: (a) the origin, destination, mileage and time estimated for the trip; (b) driver's first name; (c) total amount paid.

- b. Intended customer complaint resolution procedure.

Ziphawk will log all customer complaints, whether informal or formal, and follow up within 48 hours with the customer to determine how the complaint can be resolved. As customer service is key to the success of a TNC's business, Zipway will take all measures possible to satisfactorily resolve the complaint. If Ziphawk is unable to satisfy a customer's complaint, the Company will provide the Commission's contact information.

Response to Question 18 – Insurance

Ziphawk currently holds insurance that provides coverage in minimum amounts that comply with Chapter 26 of the Public Utility Code. Specifically, while a TNC driver is logged on to the digital network but is not engaged in a prearranged ride, Ziphawk will provide primary automobile liability insurance in the amount of at least \$50,000 for death and bodily injury per person, \$100,000 for death and bodily injury per incident and \$25,000 for property damage, as well as first party medical benefits, including \$25,000 for pedestrians and \$5,000 for a driver. When a TNC driver is engaged in a prearranged ride, Ziphawk will provide primary automobile liability insurance that provides at least \$500,000 for death, bodily injury and property damage, as well as first party medical benefits on a per-incident basis, including \$25,000 for passengers and pedestrians and \$5,000 for a driver. Under this coverage, Ziphawk is maintaining primary automobile insurance that recognizes that the driver is operating on a TNC platform and covers the driver when the driver is logged on to the digital network and engaged in a prearranged ride. Upon tentative approval of the application, Ziphawk will have an acceptable Form E certificate of insurance filed by the insurance carrier.

ATTACHMENT C
Financial Data



P.O. Box 1800
Saint Paul, Minnesota 55101-0800

6759 TRN S Y ST01

Business Statement

Account Number:
(Redacted)
Statement Period:
Apr 1, 2022
through
Apr 29, 2022



000066662 01 AB 0.461 000638174209934 P Y
ZIPHAWK INC
19689 DOUGLASS LN
SARATOGA CA 95070-5519



To Contact U.S. Bank

24-Hour Business

Solutions: 1-800-673-3555

U.S. Bank accepts Relay Calls

Internet: usbank.com

INFORMATION YOU SHOULD KNOW

Effective May 26, 2022 the "Your Deposit Account Agreement" disclosure will include update(s) and may affect your rights.

Primary update:

- Updates to Unauthorized Transactions and Lost or Stolen Cards section

Beginning May 26, 2022, a copy of the "Your Deposit Account Agreement" disclosure will be available at your local U.S. Bank branch, online at usbank.com, or by calling 800-673-3555.

If you have any questions, you can call us at 800-673-3555. Our business bankers are here to help 8 a.m. to 8 p.m. CT Monday through Friday and 8 a.m. to 6:30 p.m. CT on Saturday. We accept relay calls. Our bankers are also available to help at your local branch via appointment.

SILVER BUSINESS CHECKING

Member FDIC

U.S. Bank National Association

Account Number 1-575-2332-6096

Account Summary

	# Items		
Beginning Balance on Apr 1		\$	12,133.19
Customer Deposits	1		1,600.00
Other Withdrawals	2		65.19-
Ending Balance on Apr 30, 2022		\$	13,668.00

Customer Deposits

Number	Date	Ref Number	Amount
	Apr 1	9214818164	1,600.00

Total Customer Deposits \$ 1,600.00

Other Withdrawals

Date	Description of Transaction	Ref Number	Amount
Apr 14	Analysis Service Charge	1400000000	\$ 25.00-
Apr 29	Internet Banking Payment	To Credit Card *****6174	40.19-

Total Other Withdrawals \$ 65.19-

Balance Summary

Date	Ending Balance	Date	Ending Balance	Date	Ending Balance
Apr 1	13,733.19	Apr 14	13,708.19	Apr 29	13,668.00

Balances only appear for days reflecting change.

ANALYSIS SERVICE CHARGE DETAIL

Account Analysis Activity for: March 2022

Account Number:	1-575-2332-6096	\$	25.00
Analysis Service Charge assessed to	1-575-2332-6096	\$	25.00



BALANCE YOUR ACCOUNT

To keep track of all your transactions, you should balance your account every month. Please examine this statement immediately. We will assume that the balance and transactions shown are correct unless you notify us of an error.

Outstanding Deposits

DATE	AMOUNT
TOTAL	\$

- List any deposits that do not appear on your statement in the Outstanding Deposits section at the left. Record the total.
- Check off in your checkbook register all checks, withdrawals (including Debit Card and ATM) and automatic payments that appear on your statement. Withdrawals that are NOT checked off should be recorded in the Outstanding Withdrawals section at the left. Record the total.
- Enter the ending balance shown on this statement. \$ _____
- Enter the total deposits recorded in the Outstanding Deposits section. \$ _____
- Total lines 3 and 4. \$ _____
- Enter the total withdrawals recorded in the Outstanding Withdrawals section. \$ _____
- Subtract line 6 from line 5. This is your balance. \$ _____
- Enter in your register and subtract from your register balance any checks, withdrawals or other debits (including fees, if any) that appear on your statement but have not been recorded in your register.
- Enter in your register and add to your register balance any deposits or other credits (including interest, if any) that appear in your statement but have not been recorded in your register.
- The balance in your register should be the same as the balance shown in #7. If it does not match, review and check all figures used, and check the addition and subtraction in your register. If necessary, review and balance your statement from the previous month.

Outstanding Withdrawals

DATE	AMOUNT
TOTAL	\$

IMPORTANT DISCLOSURES TO OUR CONSUMER CUSTOMERS

In Case of Errors or Questions About Your Checking, Savings, ATM, Debit Card, ACH, Bill Pay and Other Electronic Transfers

If you think your statement or receipt is wrong or if you need more information about a transfer on the statement or receipt, we must hear from you no later than 60 days* after we sent you the FIRST statement on which the error or problem appeared. Telephone us at the number listed on the front of this statement or write to us at U.S. Bank, EP-MN-WS5D, 60 Livingston Ave., St. Paul, MN 55107.

- Tell us your name and account number.
- Describe the error or the transfer you are unsure about, and explain as clearly as you can why you believe there is an error or why you need more information.
- Tell us the dollar amount of the suspected error.

We will determine whether an error occurred within 10 business days after we hear from you and will correct any error promptly. If we need more time, we may take up to 45 days to investigate your complaint. For errors involving new accounts, point-of-sale, or foreign-initiated transactions, we may take up to 90 days to investigate your complaint. If we decide to do this, we will credit your account within 10 business days for the amount you think is in error, so that you will have the use of the money during the time it takes us to complete our investigation. If we ask you to put your complaint or question in writing and we do not receive it within 10 business days, we may not credit your account.

*Please note: Paper draft and paper check claims must be disputed within 30 days per Your Deposit Account Agreement.

IMPORTANT DISCLOSURES TO OUR BUSINESS CUSTOMERS

Errors related to any transaction on a business account will be governed by any agreement between us and/or all applicable rules and regulations governing such transactions, including the rules of the National Automated Clearing House Association (NACHA Rules) as may be amended from time to time. If you think this statement is wrong, please telephone us at the number listed on the front of this statement immediately.

CONSUMER BILLING RIGHTS SUMMARY REGARDING YOUR RESERVE LINE

What To Do If You Think You Find A Mistake on Your Statement

If you think there is an error on your statement, write to us at: U.S. Bank, P.O. Box 3528, Oshkosh, WI 54903-3528.

In your letter, give us the following information:

- Account information:** Your name and account number.
- Dollar Amount:** The dollar amount of the suspected error.
- Description of problem:** If you think there is an error on your bill, describe what you believe is wrong and why you believe it is a mistake.

You must contact us within 60 days after the error appeared on your statement.

You must notify us of any potential errors *in writing*. You may call us, but if you do we are not required to investigate any potential errors and you may have to pay the amount in question.

While we investigate whether or not there has been an error, the following are true:

- We cannot try to collect the amount in question, or report you as delinquent on that amount.
- The charge in question may remain on your statement, and we may continue to charge you interest on that amount. But, if we determine that we made a mistake, you will not have to pay the amount in question or any interest or other fees related to that amount.
- While you do not have to pay the amount in question, you are responsible for the remainder of your balance.
- We can apply any unpaid amount against your credit limit.

Reserve Line Balance Computation Method: To determine your **Balance Subject to Interest Rate**, use the dates and balances provided in the Reserve Line Balance Summary section. The date next to the first Balance Subject to Interest is day one for that balance and is applicable up to (but not including) the date of the next balance (if there is one). We multiply the Balance Subject to Interest by the number of days it is applicable and add them up to get the same number of days in the billing cycle. We then divide the result by the number of billing days in the cycle. This is your **Balance Subject to Interest Rate**. Any unpaid interest charges and unpaid fees are not included in the Balance Subject to Interest. The ***INTEREST CHARGE*** begins from the date of each advance.

REPORTS TO AND FROM CREDIT BUREAUS FOR RESERVE LINES

We may report information about your account to credit bureaus. Late payments, missed payments or other defaults on your account may be reflected in your credit report.

CONSUMER REPORT DISPUTES

We may report information about account activity on consumer and small business deposit accounts and consumer reserve lines to Consumer Reporting Agencies (CRA). As a result, this may prevent you from obtaining services at other financial institutions. If you believe we have inaccurately reported information to a CRA, you may submit a dispute by calling 844.624.8230 or by writing to: U.S. Bank Attn: Consumer Bureau Dispute Handling (CBDH), P.O. Box 3447, Oshkosh, WI 54903-3447. In order for us to assist you with your dispute, you must provide: your name, address and phone number; the account number; the specific information you are disputing; the explanation of why it is incorrect; and any supporting documentation (e.g., affidavit of identity theft), if applicable.





ZIPHAWK INC
 19689 DOUGLASS LN
 SARATOGA CA 95070-5519

Business Statement

Account Number:
 1 575 2332 6096
 Statement Period:
 Apr 1, 2022
 through
 Apr 29, 2022
 Page 2 of 2



ANALYSIS SERVICE CHARGE DETAIL

(CONTINUED)

¹ Financial institutions are required by the State of Iowa to charge sales taxes on certain service charges related to checking accounts. Any assessed tax has been itemized on your statement.

Service Activity Detail for Account Number 1-575-2332-6096

<i>Service</i>	<i>Volume</i>	<i>Avg Unit Price</i>	<i>Total Charge</i>
Depository Services			
Combined Transactions/Items	2		No Charge
Truncated Paper Stmt	1	5.00000	5.00
Subtotal: Depository Services			<u>5.00</u>
ACH Services			
ACH Received Addenda Item	1		No Charge
Subtotal: ACH Services			<u>0.00</u>
Miscellaneous Charges			
Cashier Checks	2	10.00000	20.00
Subtotal: Miscellaneous Charges			<u>20.00</u>
Fee Based Service Charges for Account Number 1-575-2332-6096			<u>\$ 25.00</u>

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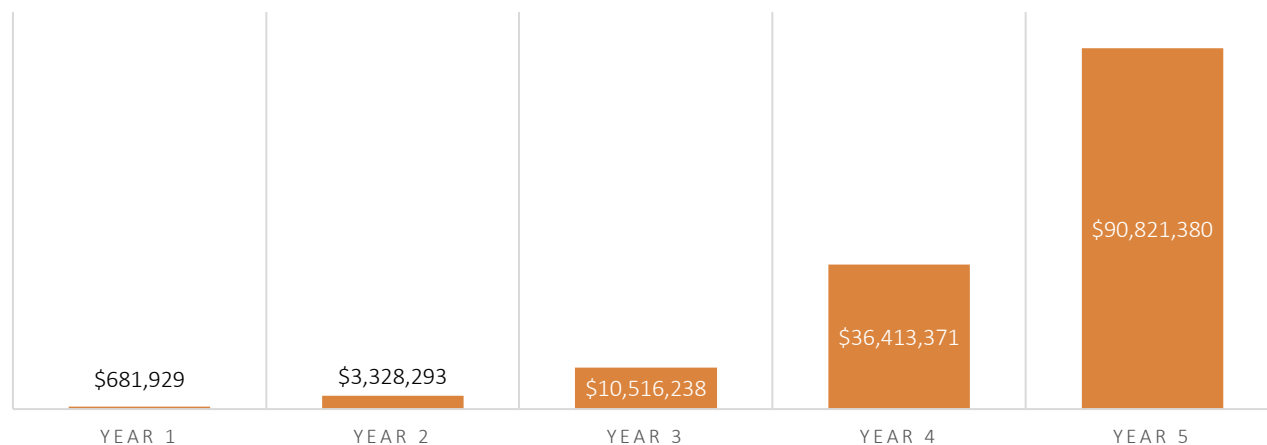
REVENUE FORECAST

Sales assumptions:

- Revenues are derived from the booking fee of \$2.50 per ride.
- Drivers pay a subscription of \$2,400/year (\$200 a month).
- The ratio of drivers to rides is 1:1,380 based on industry averages.¹⁷
- The average ride revenue is \$12.

	Year 1	Year 2	Year 3	Year 4	Year 5
Marketing Expenditure	\$ 240,000	\$ 330,000	\$ 660,000	\$ 1,200,000	\$ 3,000,000
CAC (Customer Acquisition Cost)	\$7.50	\$4.00	\$2.78	\$2.78	\$2.78
Total App Downloads	177,778	550,000	1,320,000	2,400,000	6,000,000
MAU % (Monthly Active Users)	12%	15%	18%	18%	18%
MAU (Monthly Active Users)	19,911	72,640	219,154	541,577	1,350,788
Rides	160,865	785,136	2,480,754	8,589,821	21,424,531
Number of Drivers	117	569	1,798	6,225	15,525
Subscription revenue	279,766	1,365,454	4,314,354	14,938,819	37,260,053
Booking fee revenue	402,163	1,962,840	6,201,884	21,474,552	53,561,327
Total revenue	681,929	3,328,293	10,516,238	36,413,371	90,821,380

REVENUE BY YEAR



¹⁷ <https://www.businessofapps.com/data/uber-statistics/>

PROJECTED CASH FLOW

The following depictions of Ziphawk Inc.'s projected cash flow show that the Company expects to maintain sufficient cash balances over the five years of this plan. The "pro forma cash flow" table differs from the "pro forma income statement" table. Pro forma cash flow is intended to represent the actual flow of cash in and out of the Company. In comparison, the revenue and expense projections on the income statement include "non-cash" items and exclude funding and investment illustrations.

Pro Forma Cash Flow

	Year 1	Year 2	Year 3	Year 4	Year 5
<i>Cash Received</i>					
<i>Revenue</i>	\$681,929	\$3,328,293	\$10,516,238	\$36,413,371	\$90,821,380
<i>Proceeds from Investor</i>	\$1,200,000	\$0	\$0	\$0	\$0
<i>Subtotal Cash Received</i>	\$1,881,929	\$3,328,293	\$10,516,238	\$36,413,371	\$90,821,380
<i>Expenditures</i>					
<i>Expenditures from Operations</i>					
<i>Total Personnel</i>	\$705,000	\$829,150	\$1,182,277	\$1,436,291	\$2,026,723
<i>Bill Payments</i>	\$618,846	\$2,259,983	\$7,631,589	\$23,077,704	\$50,692,194
<i>Subtotal Spent on Operations</i>	\$1,323,846	\$3,089,133	\$8,813,866	\$24,513,995	\$52,718,917
<i>Additional Cash Spent</i>					
<i>Start-up Costs</i>	\$505,000	\$0	\$0	\$0	\$0
<i>Purchase Long-term Assets</i>	\$50,000	\$25,000	\$150,000	\$200,000	\$250,000
<i>Subtotal Cash Spent</i>	\$1,878,846	\$3,114,133	\$8,963,866	\$24,713,995	\$52,968,917
<i>Net Cash Flow</i>	\$3,083	\$214,161	\$1,552,373	\$11,699,376	\$37,852,463
<i>Cash Balance</i>	\$3,083	\$217,243	\$1,769,616	\$13,468,992	\$51,321,455

Cash Flow Assumptions:

- (1) Proceeds from investor funds were received in the amount of \$1.2 million.

PROJECTED BALANCE SHEET

The following is the projected balance sheet of Ziphawk Inc.

Pro Forma Balance Sheet

	Year 1	Year 2	Year 3	Year 4	Year 5
Assets					
Current Assets					
Cash	\$3,083	\$217,243	\$1,769,616	\$13,468,992	\$51,321,455
Total Current Assets	\$3,083	\$217,243	\$1,769,616	\$13,468,992	\$51,321,455
Long-term Assets					
Long-term Assets	\$50,000	\$75,000	\$225,000	\$425,000	\$675,000
Accumulated Depreciation	\$5,000	\$12,500	\$35,000	\$77,500	\$145,000
Total Long-term Assets	\$45,000	\$62,500	\$190,000	\$347,500	\$530,000
Other Assets					
Other Assets	\$0	\$0	\$0	\$0	\$0
Total Assets	\$48,083	\$279,743	\$1,959,616	\$13,816,492	\$51,851,455
Liabilities and Capital					
Current Liabilities					
Accounts Payable	\$56,259	\$200,339	\$689,727	\$2,077,926	\$4,512,103
Subtotal Current Liabilities	\$56,259	\$200,339	\$689,727	\$2,077,926	\$4,512,103
Long-term Liabilities					
Long-term Liabilities	\$0	\$0	\$0	\$0	\$0
Total Liabilities	\$56,259	\$200,339	\$689,727	\$2,077,926	\$4,512,103
Capital					
Paid-in Capital	\$1,200,000	\$1,200,000	\$1,200,000	\$1,200,000	\$1,200,000
Retained Earnings	\$0	(\$1,208,176)	(\$1,120,595)	\$69,889	\$10,538,566
Earnings	(\$1,208,176)	\$87,581	\$1,190,484	\$10,468,677	\$35,600,786
Total Capital	(\$8,176)	\$79,405	\$1,269,889	\$11,738,566	\$47,339,352
Total Liabilities and Capital	\$48,083	\$279,743	\$1,959,616	\$13,816,492	\$51,851,455
Net Worth	(\$8,176)	\$79,405	\$1,269,889	\$11,738,566	\$47,339,352

Ziphawk

