

# Hennessy Capital Investment Corp. VII (HVII)

Recips (& Nukes) To The Rescue As Power Emerges As Primary AI Constraint; Initiating HVII at Buy with \$17 PT

**Initiation of Coverage**  
**Rating: Buy**

► **Initiating with BUY and \$17 PT.** ONE Nuclear is a pre-revenue, independent power producer providing energy solutions to datacenter, commercial and industrial customers with a phased gas/nuclear strategy. The company has identified three sites for potential development. The strategy is to initially deliver energy with gas reciprocating engines, eventually replaced by nuclear power.

**Subash Chandra, CFA**  
212-312-6755  
[Subash.Chandra@StoneX.com](mailto:Subash.Chandra@StoneX.com)

► ONE Nuclear has relationships with Rolls Royce, BP, Black & Veatch and FutureWorx to provide reciprocating engines, EPC services and trading/hedging services for potential customers. Reciprocating engines are increasingly an option for behind-the-meter baseload power to bypass the congestion afflicting gas turbine.

## Price Chart



► The rewards should be high for companies capable of engineering a solution at a competitive cost. ONEN is one of the few to integrate nuclear capacity as the eventual power source. As a result, they are a differentiated play on the nuclear theme in that they are not wedded to a particular technology.

► We expect strong site level returns for an energy park: 50%+ EBITDA margins and ~10 year payout. Reciprocating engines can be scaled in 100-200 MW increments to deliver power quickly while the grid connection request is in queue. Eventually SMRs would replace the reciprocating engines and would be grid-connected.

Current Price	\$10.41
Price Target	\$17.00
52-Week Range	\$9.89 - \$10.99
Market Cap (M)	\$205
Enterprise Value (M)	\$900
Shares Outstanding (M)	19.7
Avg Vol (000s)	34
Sector Weight	Overweight

► Our \$17 PT assumes the value of a fully-scaled operator that is risk adjusted for probability of success. We apply an 8x multiple to our ~\$800m of EBITDA('31E) forecast assuming 3 GW of capacity, less forecasted debt of \$1.9B in 2031. This yields a share price of \$33, given a f/d share count of 139m shares. We then apply a 50% probability of success to derive our \$17 PT.

Year to 31 Dec	1Q26E	2Q26E	3Q26E	4Q26E	2026E	2027E	2028E	2029E	2030E
EPS	\$(0.02)	\$(0.02)	\$(0.02)	\$(0.02)	\$(0.09)	\$(0.14)	\$0.09	\$1.30	\$2.93
Delta % (+/-) v. Cons.									
EBITDA	\$(4)	\$(4)	\$(4)	\$(4)	\$(16)	\$(23)	\$79	\$382	\$753

## Company Profile

ONE Nuclear is a pre-revenue independent power producer structured to build, own, and **operate a portfolio of behind-the-meter microgrids and energy parks** that bypass congested centralized energy transmission infrastructure. By combining the rapid deployment capabilities of high-efficiency natural gas generation with the long-term decarbonization and baseload potential of Small Modular Reactors, ONE Nuclear will offer a dual-phase infrastructure solution tailored to the inelastic demand of hyperscale data centers and critical industrial facilities. ONE Nuclear's objective is to cultivate a diverse and sector-agnostic client base of energy-intensive end-users, including not just hyperscale AI and cloud data centers, but also industrial manufacturers, refineries, desalination plants and critical-infrastructure customers.

Hennessy Capital Investment Corp VII (HVII) and ONE Nuclear Energy entered into a business combination agreement on October 22, 2025. Shares of ONE Nuclear will trade on the NASDAQ under the ticker symbol "ONEN" upon consummation of the merger.

ONEN will have 126m shares outstanding and ~\$170m of cash following the close (assuming no redemptions) with a market capitalization of ~\$1B @ \$10 per share. ONEN management will be entitled to a 13mm share "earnout" payable at \$12.50 per share (33% - 20 out of 30 consecutive trading days), \$15.00 (33%) and \$17.50 (33%). We've included the earnout in our F/D share count. ONE shareholders will own 80% of the pro forma entity, the sponsors will own 6%. **ONEN may raise a PIPE to supplement cash balances, but there is no "minimum cash" condition to close.** The lock-up conditions are the earliest of 1/ 6 months or 2/ \$11 per share stock price for 20 of 30 trading days.

**Figure 1: Transaction Overview**

Pro-Forma Fully Diluted Shares Outstanding			Pro Forma Equity Valuation	
	Shares (mm)	%		
ONE Nuclear	96.4	76%	Share price @ close	\$ 10.40
HVII public shareholders	20.6	16%	PF shares outstanding	139
Initial shareholder	7.1	6%	PF equity value	\$ 1,446
PIPE/Convert	2.0	2%	less: cash to balance sheet	\$ 185
	126.1		add: debt	\$ -
Earnout 1 @ \$12.50	4.3		PF enterprise value	\$ 1,261
Earnout 2 @ \$15	4.3			
Earnout 3 @ \$17.50	4.3			
	139.0			
Illustrative Sources & Uses				
Sources	(\$mm)	%		
ONE Nuclear Rollover	\$1,000	83%		
HVII cash held in trust	\$197	16%		
PIPE	\$15	1%		
Total Sources	\$1,212			
Uses	(\$mm)	%		
ONEN Equity	\$1,000	83%		
Cash to Balance Sheet	\$185	15%		
Transaction Fees & Expenses	\$27	2%		
Total Uses	\$1,212			

Source: Company reports, The Benchmark Company, LLC



**Recips to the rescue.** Reciprocating internal combustion engines (RICE) will bypass the gas turbine gridlock and allow scalability. A recip engine lacks the scale of a gas turbine, but it offers high efficiency, rapid response (full power in 7 seconds) and modularity. Customers with GE Vernova (GEV – NC), the largest US maker of gas turbines, are putting 20-25% down to reserve slots for delivery in 2031. **The delivery time for recip engines is 12-18 months compared to 3-4 years for gas turbines.** The limiting factor is site preparation, laying the foundation and civil works (steel, specialty welding). The manufacturing times for the recip engines themselves are less than 12 months. They take another 6 months to commission. ONE will deploy 2.5 MW units at a cost of \$3.2m each, including all auxiliary systems. This works out to 80 engines per phase. They are currently negotiating a contract for 164 units, working in off-ramps and batch ordering to limit risk. First delivery will be by 3Q27.

**Figure 3: Illustrative Economics for Single Site, 1 GW Capacity**

Year		1	2	3	4	5	6	7
<b>Capacity (MW)</b>		-	100	300	500	700	900	1,000
Revenues (\$,000)	\$	-	\$ 59,294	\$ 177,883	\$ 296,471	\$ 415,060	\$ 533,648	\$ 592,943
Variable O&M	\$	-	\$ (17,476)	\$ (52,429)	\$ (87,381)	\$ (122,333)	\$ (157,286)	\$ (174,762)
Fixed O&M	\$	-	\$ (90,000)	\$ (90,000)	\$ (90,000)	\$ (90,000)	\$ (90,000)	\$ (90,000)
Pre-Tax Income	\$	-	\$ (48,182)	\$ 35,454	\$ 119,090	\$ 202,726	\$ 286,362	\$ 328,181
Cash Taxes @ 25%	\$	-	\$ (12,045)	\$ 8,864	\$ 29,773	\$ 50,682	\$ 71,591	\$ 82,045
A-Tax Cash Flows	\$	-	\$ (36,136)	\$ 26,591	\$ 89,318	\$ 152,045	\$ 214,772	\$ 246,135
Capex	\$	(20,000)	\$ (390,000)	\$ (390,000)	\$ (390,000)	\$ (390,000)	\$ (390,000)	\$ (20,000)
Net Cash Flows	\$	(20,000)	\$ (426,136)	\$ (363,409)	\$ (300,682)	\$ (237,955)	\$ (175,228)	\$ 226,135
<b>EBITDA Margin</b>			-81%	20%	40%	49%	54%	55%
<b>Cash Flow Margin</b>			-61%	15%	30%	37%	40%	42%

Source: The Benchmark Company, LLC

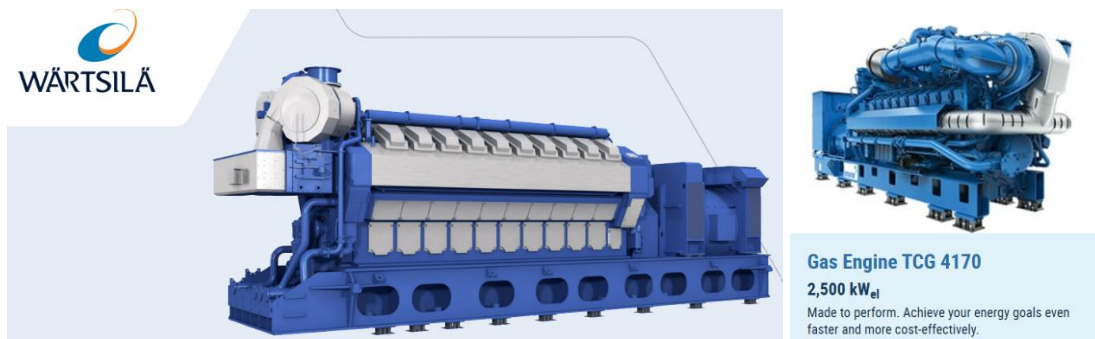
**Differentiated nuclear investment.** The nuclear vertical is largely populated by reactor and fuel companies. It is an investment in a specific technology or element of the supply chain. There is risk in the ability of a specific technology to compete or survive as the *market* ultimately sorts out the various options. There is risk in the revenue profile as reactor companies seek long-term revenue without the capital burdens of building-owning-operating. **ONE Nuclear, as an energy park developer, is not wedded to a particular technology.** ONE expects to select a reactor design in the next 18 months. Rolls Royce is a logical choice given their natural gas partnership. The UK government just approved the development of three Rolls Royce SMRs at the revived Wylfa site in North Wales. They've also been chosen by the Czech government to begin documentation for a 470 MW reactor. These engagements should give the company a boost in derisking their technology. One of the bigger financial risks for the consumer is cost overruns for a first-of-a-kind model. The risk can be reduced through repetition. Rolls Royce is in the lead pack of SMR designs that are nearing construction.

Figure 4: Preferred Partner Rolls Royce Reciprocating Engine Sold Under MTU Brand



Source: MTU Solutions, The Benchmark Company, LLC

Figure 5: Wartsila & Caterpillar: Other Popular Reciprocating Engine Makers



Source: Wartsila, Caterpillar, The Benchmark Company, LLC

Figure 6: Reciprocating Engines Beginning to Make Datacenter Inroads ... Only ONEN Adds Nuclear

Customer	Mfgr	Proj Size	Date	State	Use Case
EdgeConneX	Wartsila	412 MW	2028	OH	datacenter
EMPower	Wartsila	123 MW	2028	TX	peaking power
Weston Generating Stn	Wartsila	126 MW	active	WI	peaking power
Benndale Station	Wartsila	23 MW	active	MS	peaking power
Marquette Light & Power	Wartsila	50 MW	active	MI	peaking power
Pioneer Generation IV	Wartsila	108 MW	active	ND	peaking power
Greenville Electric	Jenbacher	104 MW	2027	TX	peaking power
E-Finity	Bergen	130 MW	2026	East Coast	datacenter
Monarch Compute Campus	Caterpillar	2 GW	2027	WV	datacenter
Joule Capital Partners	Caterpillar	2 GW	2027	UT	datacenter
Hunt Energy	Caterpillar	1 GW	2028	TX	datacenter

Source: The Benchmark Company, LLC



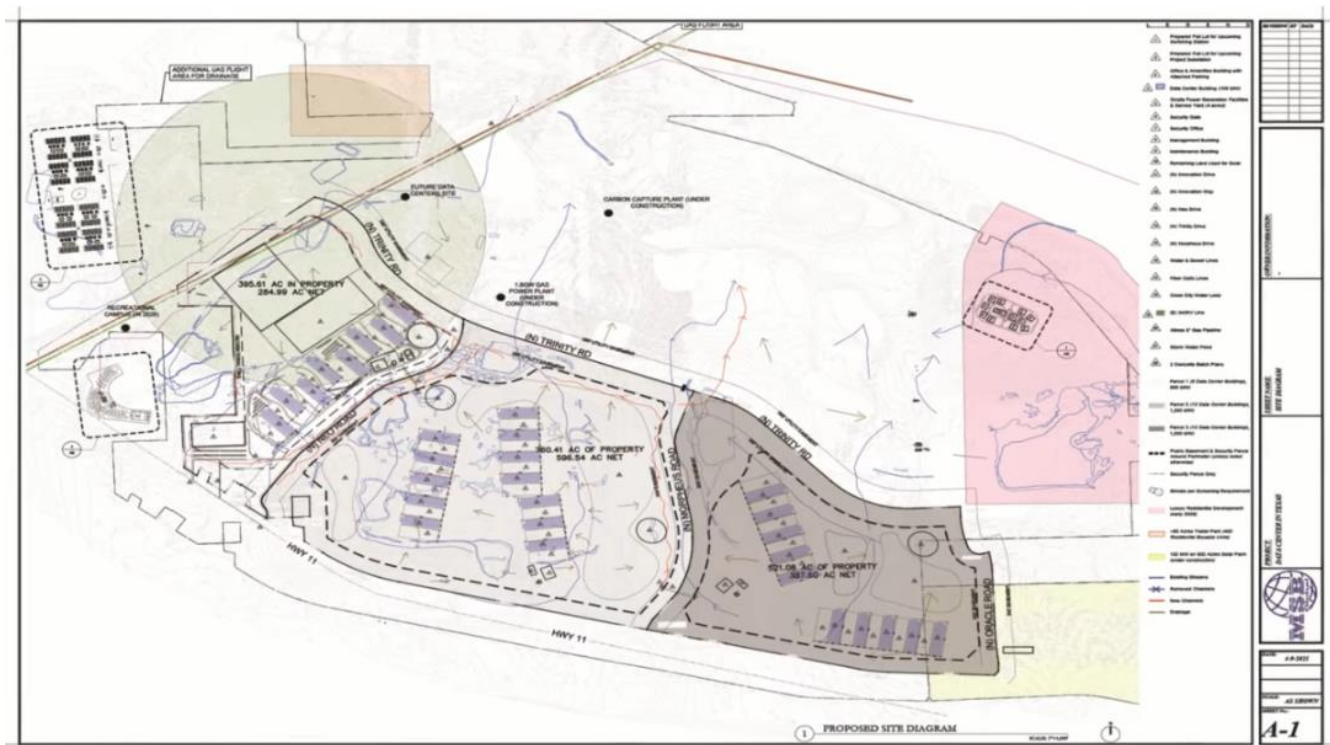
## Potential Sites: East Texas, New Mexico, Washington

**Multiple sites selected.** ONE expects to FID at least one of three sites with MOUs this year. East Texas is the most advanced with Washington State a 2027 candidate. Optimal sites have: 1/ power redundancy (access to multiple natural gas lines, for instance), 2/ access to water, 3/ fiber optics redundancy, 4/ contiguous land for capacity expansion, and 5/ grid connection agreement with local utility. The main risks to a datacenter are unreliable power, network latency, environmental/climate and regulatory/zoning.

**The first site in Sulphur Springs, East Texas** (approximately 90 minutes east of Dallas), spans 1,677 acres. The developer, Texas-based MSB Global, is preparing a \$19B campus with fiber optics, power lines and natural gas supply. They will build 30 datacenters, each with 100 MW of power, totaling 3 GW. The MOU cites an early installation of 500 MW of gas-fired capacity.

Phase I, comprised of eight datacenter buildings (800 MW), broke ground in February 2025. Bloom Energy (BE – NC) will fuel the first building with a fuel-cell microgrid. Phase II will add 1 GW of power by 2029. The area offers redundancy with access to two power sources, Oncor (in a joint venture with Sempra) and TXU (a subsidiary of Vistra Energy). ONE is responsible for permitting, technology selection, EPC contracting and project financing. MSB will handle site logistics, community engagement, zoning/water and an interconnection with ERCOT.

Figure 7: \$18B Datacenter Park Under Development Outside Dallas



Source: MSB Global, The Benchmark Company, LLC

**The second site is in New Mexico.** ONE entered a LOI with partners to develop 1 GW of natural gas power on a 3<sup>rd</sup> party site spanning 6,000 acres. There are tens of thousands of additional acres for expansion to 10 GW. ONE's development partners and the site owner will establish a joint venture holding company with a long-term lease for the site. Definitive documentation is expected in the first half of this year. Natural gas, batteries and 3<sup>rd</sup> party solar will be primary power source for this development. ONE will be responsible for permitting, technology and power supply agreements. The partners will develop site infrastructure and regional relationships. The LOI outlines the incentive structure among the participants including a 5% equity swap (5% in ONE for 5% in regional developer).

**The third site is in Grant County, Washington.** The site spans 7,200 acres in what is one of the largest, contiguous development zones in the Pacific Northwest. The MOU envisions 2-6 GW of SMR capacity. ONE is responsible for everything related to nuclear development (licensing, technology selection, fuel, operations) while the local developer is responsible for site development and logistics. The parties are given 6 months to conclude a definitive development agreement including commercial terms (financing structures/revenue sharing models).



The Grant County Public Utility District has studied XE Energy's XE-100 77 MWe reactor. The county's generation portfolio could support between two to 12 SMRs of this size. Their 2024 integrated resource plan modeled two SMRs in the portfolio in 2034. Solar and lithium-ion batteries would fill the gap until then. The county's hydropower is no longer sufficient to meet peak demand. Washington State's Clean Energy Transformation Act is also driving interest in nuclear generation. CETA requires generation to be greenhouse gas-neutral by 2030.

The Royal Slope Energy Center is in development in Grant County. Clearway Energy Group is leading the project. They've signed a 20-year PPA with GCPUD for a 520 MW solar/storage project that is looking at SMR capacity. ONE's MOU with Clearway establishes a 2-year exclusivity period for nuclear power generation within 50-miles of the site.

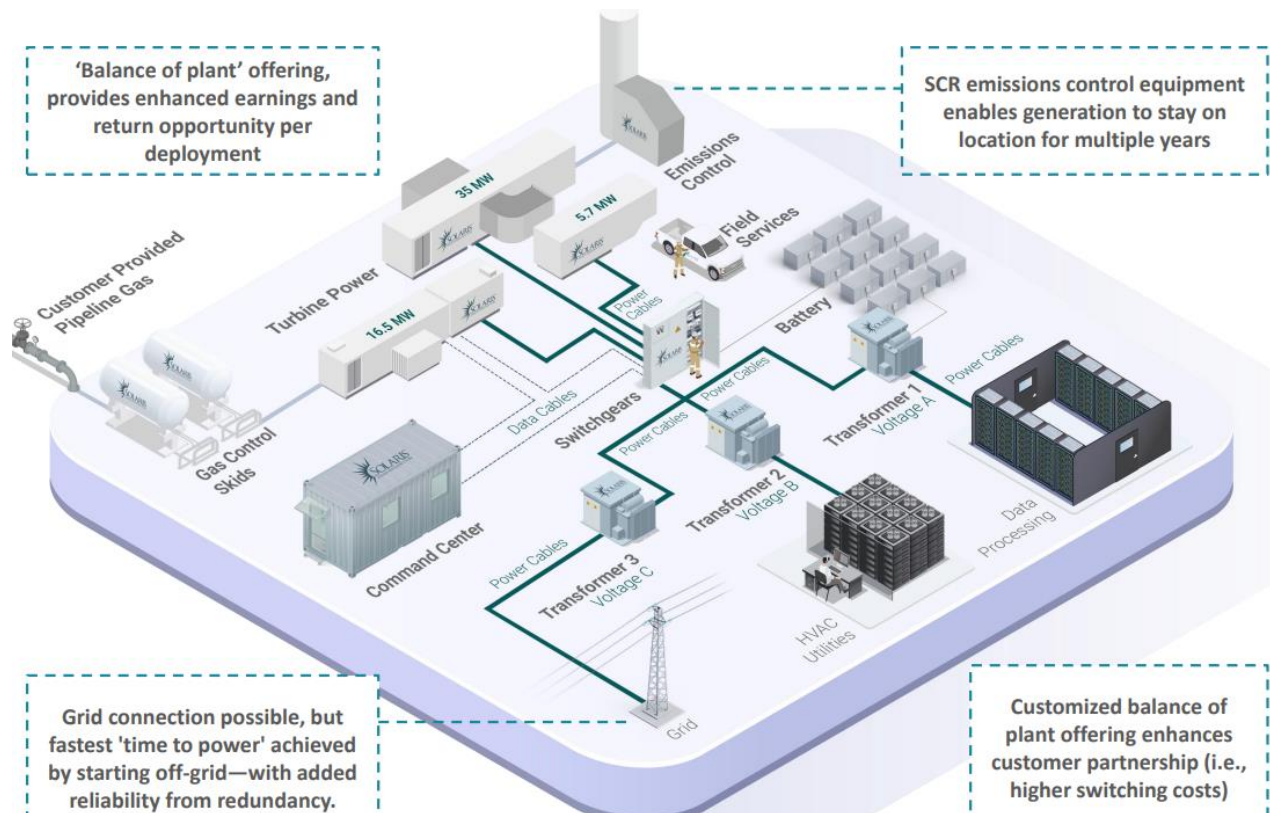


## Publicly-Traded Competitors

The competition for providing *behind-the-meter* power to datacenters is fierce. Utilities such as CEG (NC), Vistra (NC), NRG (NC) and Talen (NC) have negotiated PPAs with hyperscalers for gas and nuclear-powered capacity, but these are grid-connected deals. Grid interconnects can take years. Datacenters looking for more immediate access require off-grid, behind-the-meter solutions even as they remain in queue for a grid connection. The solutions competing with ONE are mainly gas-fired or renewables/batteries. Two are publicly-traded: **SEI** and **FRMI**. We believe ONE has advantages to both. SEI has relied on acquisitions to find gas turbines while FRMI is more of a real-estate play. **ONE** intends to bypass the turbine gridlock with reciprocating engines procured from Rolls Royce. And they are diversified with regards to projects and potential customers.

**Solaris Energy Infrastructure (SEI – NC, ~\$5.2B market cap)** provides gas-fired, off-grid, distributed power to datacenters. They have committed to 3,100 MW of generation capacity through 2029, of which the largest project, Stateline, constitutes 900 MW. This is predominantly gas-fired. **However, due to delivery constraints, SEI had to purchase the gas capacity.** The purchase price was ~\$700/kW. The total cost, including incremental investments, is \$1.55B or \$1,700/kW. The power capacity for Stateline comes from two acquisitions (400 MW acquisition of Genco Power Solutions and a 500 MW private company with gas turbine delivery slots) totaling \$620m.

**Figure 8: SEI Offers Datacenter Solutions, But Not Nuclear**

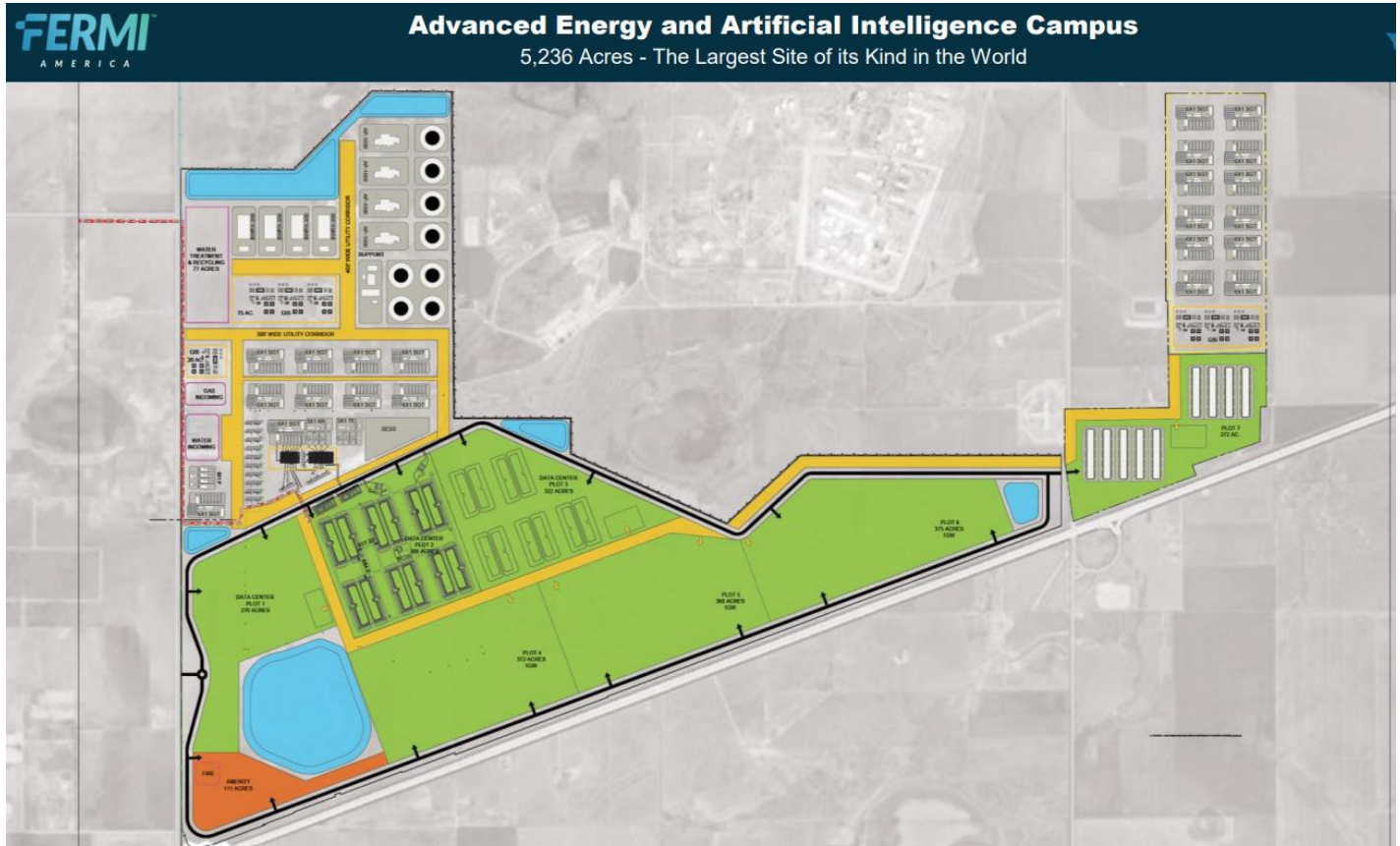


Source: SEI Investor Presentation

**Fermi (FRMI – NC, ~\$3.4B market cap)** is a real-estate play on the datacenter theme. **They are structured as a REIT.** FRMI is developing Project Matador, which spans 7,570 acres in the Texas Panhandle (Carson County) with a 17 GW target for total power generation capacity. So far, 2 GW of gas generation assets have been secured, and they have Clean Air Permits for 6 GW of capacity. Six Siemens Energy turbines (SGT-800) with an initial 400 MW of capacity are now on-site. On the nuclear side, they are pursuing a Combined Construction and Operating License with the NRC for four Westinghouse AP1000 reactors. Fermi has secured water from the City of Amarillo and 300 mmcf/d of gas from a dedicated interconnect with a pipeline. However, they have yet to definitively sign a customer. The shares collapsed following the expiry of a non-binding LOI with an investment grade tenant in December. (The stock has come under further pressure following lock-up expiries). Conversations continue with other potential tenants. The advantage of an investment grade balance sheet is the ability to finance with non-recourse debt and a lower cost of capital.



Figure 9: FRMI Is an Investment in the Potential of a Single Location In Texas



Source: FRMI Investor Presentation

## Valuation

We think of valuation in two parts. The first is execution of the business plan, and the second is the probability of the execution. The business plan assumes three sites are secured with gas capacity of 1 GW each. (We have not assumed the nuclear component in our numbers). The three sites will be developed in a staggered fashion with E Texas the first in line, followed by N Mexico and Washington State. Power capacity will be added in 200 MW blocks every ~six months until a full 1 GW of capacity is reached. We assume that ONEN scales to 3 GW across the three sites by 2030. Our EBITDA estimate of \$815m is based on 3 GW of installed gas capacity. We expect the first full year of operations is 2031. We apply an 8x multiple and back out estimated debt in 2030 of \$1.9B to arrive at a stock price of \$33 per share.

$$[\$815m \text{ Peak EBITDA}('31E) * 8x] = \$6,520m \text{ EV less } \$1,900m \text{ Debt} ('31E) = \$4,620m \text{ Equity Value}$$

$$\$4,620m / 139m \text{ FD shares} = \$33 \text{ per share}$$

$$\$33 \text{ per share} * 50\% \text{ probability of success} = \$17 \text{ per share PT}$$

For a quick market check, Solaris Energy Infrastructure (SEI) also expects to have 3 GW of capacity by 2030 (currently 780 MW). Consensus EBITDA for 2029 is \$890m. We estimate \$815m for ONEN. SEI's market capitalization is \$5.2B while the enterprise value is \$6.4B. The company has ~800 MW of capacity with a line-of-sight to 3 GW by 4Q29.

The second part of the valuation exercise is the probability of execution, since the company has yet to secure any sites. We assign a 50% probability. This is based on management's relationships with key partners for reciprocating engines, SMRs, EPC services and power risk management. We expect these relationships will allow ONEN to act quickly upon consummation of the merger with HVII. A 50% probability applied to a \$33 per share unrisks price target is \$17 per share

We believe an 8x multiple is reasonable. In power markets, gas turbine OEMs trade at the highest multiples (~20x), followed by electrical equipment makers (15x), utilities (10x) and IPPs (9x). The lower multiple in ONEN's case recognizes a competitive market where a single operator lacks pricing power. ONEN will thrive by delivering high-value, competitively priced services.



## Risk Factors

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- **Pre Revenue.** ONEN has yet to secure any locations. Proceeds from this transaction will go towards leasing and long-lead equipment.
- **No definitive agreements.** The company has relationships with Rolls Royce, FutureWorx, BP and Black & Veatch but no definitive agreements. Rolls Royce could be a source for reciprocating engines and SMRs. FutureWorx brings project management experience for datacenters. Black & Veatch provides EPC services. BP can help structure PPAs and provide trading/risk management services for customers.
- **No operating history.** Top executives have lengthy experience managing projects/investments and structuring deals, but currently ONEN has no assets.
- **Financial guidance is illustrative.** Our earnings model is not based on specific site-level operations since the company does not have any yet. It is based on a corporate illustration of targeted returns.

## Management Biographies

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**Richard Taylor** is a co-founder and has served as the Chief Executive Officer and Chairman of the Board of ONE Nuclear since January 2022. Mr. Taylor has over 40 years of experience in engineering, commercial, general management and new business development, including 25 years with BP (1983 to 2008). With BP he led international engineering and M&A projects, developed corporate strategy, and managed Europe's largest onshore oilfield. In 2000, as the President of BP in Brazil, he led complex joint ventures, upstream and downstream businesses, and delivered Brazil's largest rural photovoltaic solar energy project. Mr. Taylor left BP to start-up his own technology and renewable energy ventures. With over 15 years developing his own businesses, he is the co-founder of innovative companies operating in the UK, Brazil, East Africa and India. His enterprises have employed over 2,000 people, with over a million customers, and have generated several million tons of carbon reductions per year. Richard is fluent in English and Portuguese, is an honorary councillor of Britcham in Brazil, a Fellow of the UK Institution of Civil Engineers, and holds an MA in Engineering from Cambridge University and an MBA from Warwick University. Mr. Taylor was selected to serve as director due to his extensive leadership experience in global energy markets, proven track record in building and scaling innovative businesses, deep expertise in engineering and strategic management, as well as the unique combination of skills he brings as our co-founder and Chief Executive Officer.

**Coen Weddepohl** has served as the Chief Financial Officer of ONE Nuclear since June 2025. He brings 27 years of experience investing and capital formation in energy infrastructure and hedge funds, working in global markets including New York, London, Zurich, Rio de Janeiro, and Rotterdam. Prior to joining ONE Nuclear, Mr. Weddepohl has served as an advisor at energyRe, a US clean energy IPP, since the beginning of 2025. In 2021 he co-founded Schroders Greencoat's US business, and prior to that co-founded energy infrastructure and private equity firms in Brazil (Brazil Logistics Group, 2009), and the UK (Earth Capital Partners, 2007). As Head of Environmental Finance at Man Group, where he served from 2002 to 2007, Mr. Weddepohl co-founded a private equity group focused on clean energy investments, raising capital from institutional investors and family offices globally while managing investments in waste-to-energy projects and agriculture. During his tenure at Man Group, he also managed large external hedge fund portfolios, and launched innovative investment products across carbon finance, clean energy, water, and electricity trading sectors. He started his career in 1998 with Robeco in the Netherlands, participating in the launch of the country's first quantitative hedge fund. He speaks nine languages and holds a BA in Finance from Maastricht University.

**Robert Carilli** is a co-founder and has served as the Chief Strategy Officer and Director of ONE Nuclear since January 2022. Mr. Carilli has over 30 years of experience spread throughout multiple sectors of the economy. He began his career at Merrill Lynch where he was focused on corporate debt products, later moving to Banker's Trust Company within the commercial and investment banking divisions (1988 to 1991). Mr. Carilli has also worked closely with numerous private financial institutions. He has participated in ventures involved in the areas of energy, finance, wholesale, retail sales and entertainment. Having operated in the private equity and debt sectors since 2004, Mr. Carilli has assisted many of the major investment banks, private equity firms and hedge funds looking to establish themselves in various markets. He is fluent in both English and Portuguese and holds a BA in Economics from Fordham University. Mr. Carilli was selected to serve as a director due to his significant experience in corporate finance and executive leadership, as well as his familiarity with the Company's business as its co-founder and Chief Strategy Officer.

**Kevin Dowd** has served as the Chief Operating Officer and Director of ONE Nuclear since January 2022. Mr. Dowd has spent 25 years in the startup, distressed and restructuring industries focusing on projects with heavy operational components. He began his career in 2000 with Nightingale & Associates, a boutique advisory firm in Stamford, Connecticut, specializing in restructurings and reorganizations of companies in highly distressed situations. In 2003, he co-founded the Berkeley Square Group where he began to take senior management roles in businesses across multiple industries, often acting as Chief Operating Officer and General Counsel in such varied sectors as telecom, defense, manufacturing, retail, medical, consumer goods, automotive supply and building products. Mr. Dowd's experience with the daily operations of businesses and the legal issues associated with them has allowed him to successfully advise companies, lenders, creditors and investors throughout the investment and restructuring processes in both domestic and offshore environments. Mr. Dowd holds a BA from Vanderbilt University and received both an MBA and JD from Wake Forest University. Mr. Dowd was selected to serve as a director due to his extensive experience in operational leadership, restructuring, and legal matters across diverse industries, as well as his deep familiarity with the Company's business as a co-founder and Chief Operating Officer.

Figure 10: EPS MODEL

(\$,000)	2026E	2027E	2028E	2029E	2030E	2031E	2032E	2033E	2034E	2035E
Revenues - power	\$ -	\$ 40,014	\$ 320,112	\$ 880,308	\$ 1,480,518	\$ 1,600,560	\$ 1,600,560	\$ 1,600,560	\$ 1,600,560	\$ 1,600,560
- other	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Total Revenue	\$ -	\$ 40,014	\$ 320,112	\$ 880,308	\$ 1,480,518	\$ 1,600,560	\$ 1,600,560	\$ 1,600,560	\$ 1,600,560	\$ 1,600,560
G&A	\$ 16,000	\$ 20,000	\$ 20,000	\$ 40,000	\$ 80,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000
- stock comp	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
O&M	\$ -	\$ 42,636	\$ 221,088	\$ 457,992	\$ 647,532	\$ 685,440	\$ 685,440	\$ 685,440	\$ 685,440	\$ 685,440
R&D	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Other	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Opex	\$ 16,000	\$ 62,636	\$ 241,088	\$ 497,992	\$ 727,532	\$ 785,440	\$ 785,440	\$ 785,440	\$ 785,440	\$ 785,440
Other income/(loss)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Operating Income	\$ (16,000)	\$ (22,622)	\$ 79,024	\$ 382,316	\$ 752,986	\$ 815,120	\$ 815,120	\$ 815,120	\$ 815,120	\$ 815,120
DD&A	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Interest	\$ -	\$ 4,175	\$ 62,975	\$ 140,975	\$ 209,350	\$ 199,350	\$ 142,925	\$ 80,750	\$ 12,025	\$ (61,600)
Income Taxes (benefit)	\$ (4,000)	\$ (6,699)	\$ 4,012	\$ 60,335	\$ 135,909	\$ 153,943	\$ 168,049	\$ 183,593	\$ 200,774	\$ 219,180
Other loss/(income)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net Income	\$ (12,000)	\$ (20,098)	\$ 12,037	\$ 181,006	\$ 407,727	\$ 461,828	\$ 504,146	\$ 550,778	\$ 602,321	\$ 657,540
Non-recurring exp										
Adj earnings										
Shares (basic)	125,200	125,200	125,200	125,200	125,200	125,200	125,200	125,200	125,200	125,200
Shares (fully-diluted)	139,000	139,000	139,000	139,000	139,000	139,000	139,000	139,000	139,000	139,000
EPS (basic)	\$ (0.10)	\$ (0.16)	\$ 0.10	\$ 1.45	\$ 3.26	\$ 3.69	\$ 4.03	\$ 4.40	\$ 4.81	\$ 5.25
EPS (fully-diluted)	\$ (0.09)	\$ (0.14)	\$ 0.09	\$ 1.30	\$ 2.93	\$ 3.32	\$ 3.63	\$ 3.96	\$ 4.33	\$ 4.73

Source: The Benchmark Company, LLC



Figure 11: EPS MODEL

(\$,000)	2026E	2027E	2028E	2029E	2030E	2031E	2032E	2033E	2034E	2035E	
# Energy Parks											
Power Capacity (MW)	-	150	800 <span style="color: green;">▲</span>	1,950 <span style="color: green;">▲</span>	3,000 <span style="color: green;">▲</span>	3,000 <span style="color: green;">▲</span>	3,000 <span style="color: green;">▲</span>	3,000 <span style="color: green;">▲</span>	3,000 <span style="color: green;">▲</span>	3,000	
Capacity Factor (%)		65%	65% <span style="color: green;">▲</span>	65%	65%	65%	65%	65%	65%	65%	
MWh sold											
PPA (\$/MWh)				\$	95.00	\$	95.00	\$	95.00	\$	95.00
Variable O&M (\$mm)				\$	30.00	\$	30.00	\$	30.00	\$	30.00
Fixed O&M (\$/location)											
Tax Rate											
deferred rate											

(\$,000)	2026E	2027E	2028E	2029E	2030E	2031E	2032E	2033E	2034E	2035E
EBITDA	\$ (16,000)	\$ (22,622)	\$ 79,024	\$ 382,316	\$ 752,986	\$ 815,120	\$ 815,120	\$ 815,120	\$ 815,120	\$ 815,120
Cash Taxes	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Cash interest	\$ -	\$ 4,175	\$ 62,975	\$ 140,975	\$ 209,350	\$ 199,350	\$ 142,925	\$ 80,750	\$ 12,025	\$ -
CFFO	\$ (16,000)	\$ (26,797)	\$ 16,049	\$ 241,341	\$ 543,636	\$ 615,770	\$ 672,195	\$ 734,370	\$ 803,095	\$ 815,120
CFPS	\$ (0.12)	\$ (0.19)	\$ 0.12	\$ 1.74	\$ 3.91	\$ 4.43	\$ 4.84	\$ 5.28	\$ 5.78	\$ 5.86

CASH FLOW STATEMENT	2026E	2027E	2028E	2029E	2030E	2031E	2032E	2033E	2034E	2035E
CFFO	\$ (16,000)	\$ (26,797)	\$ 16,049	\$ 241,341	\$ 543,636	\$ 615,770	\$ 672,195	\$ 734,370	\$ 803,095	\$ 815,120
Working Capital	\$ 14,000	\$ 165,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Equity/Warrants	\$ 185,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
L-T Debt	\$ -	\$ 126,000	\$ 780,000	\$ 760,000	\$ 655,000	\$ (532,000)	\$ (583,000)	\$ (647,000)	\$ (715,000)	\$ (736,000)
Asset Sales	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Other	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Inflows	\$ 183,000	\$ 264,203	\$ 796,049	\$ 1,001,341	\$ 1,198,636	\$ 83,770	\$ 89,195	\$ 87,370	\$ 88,095	\$ 79,120
Capex	\$ 15,000	\$ 265,000	\$ 800,000	\$ 1,000,000	\$ 1,200,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000
Asset Purchases	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Other	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Outflows:	\$ 15,000	\$ 265,000	\$ 800,000	\$ 1,000,000	\$ 1,200,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000	\$ 80,000

Source: The Benchmark Company, LLC



# Important Disclosures

## Analyst Certification

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## Equity Research Ratings System

### Firm-Wide Stock Ratings Distribution

As of March 31, 2026

	All Covered Companies		Investment Banking Clients	
<b>Buy</b>	259	75.7%	60	17.5%
<b>Hold</b>	71	20.8%	7	2.0%
<b>Speculative Buy</b>	12	3.5%	9	2.6%
<b>Sell</b>	0	0.0%	0	0.0%

### Company Ratings

**Buy:** Stock is expected to outperform the analyst's defined Sector/Industry Index\* over the following 6 to 12 months.

**Speculative Buy:** The stock has a market value below \$100M and/or a higher financial risk profile. It is expected to outperform the analyst's defined sector/industry index over the following 6 to 12 months.

**Hold:** Stock is expected to perform in-line with the analyst's defined Sector/Industry Index\* over the following 6 to 12 months.

**Sell:** Stock is expected to underperform the analyst's defined Sector/Industry Index\* over the following 6 to 12 months.

### Industry Ratings

**Overweight:** Analyst's defined Sector/Industry Index\* is expected to outperform the S&P 500 over the following 6 to 12 months.

**Market Weight:** Analyst's defined Sector/Industry Index\* is expected to perform in-line with the S&P 500 over the following 6 to 12 months.

**Underweight:** Analyst's defined Sector/Industry Index\* is expected to underperform the S&P 500 over the following 6 to 12 months.

### Benchmark Disclosures as of April 28, 2026

Company	Disclosure
Hennessy Capital Investment Corp. VII	3

### Research Disclosure Legend

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- In the past 12 months, Benchmark and its affiliates have managed or co-managed a public offering of securities for the subject company.
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### Investment Risk

Pre Revenue. ONEN has yet to secure any locations. Proceeds from this transaction will go towards leasing and long-lead equipment.

No definitive agreements. The company has relationships with Rolls Royce, FutureWorx, BP and Black & Veatch but no definitive agreements. Rolls Royce could be a source for reciprocating engines and SMRs. FutureWorx brings project management experience for datacenters. Black & Veatch provides EPC services. BP can help structure PPAs and provide trading/risk management services for customers

No operating history. Top executives have lengthy experience managing projects/investments and structuring deals, but currently ONEN has no assets

Financial guidance is illustrative. Our earnings model is not based on specific site-level operations since the company does not have any yet. It is based on a corporate illustration of targeted returns

### Valuation Methodology

We assume that ONEN scales to 3 GW across the three sites by 2030. Our EBITDA estimate based on 3 GW of installed gas capacity is \$815m. We apply an 8x multiple and back out estimated debt in 2030 of \$1.8B to arrive at a stock price of \$35 per share.



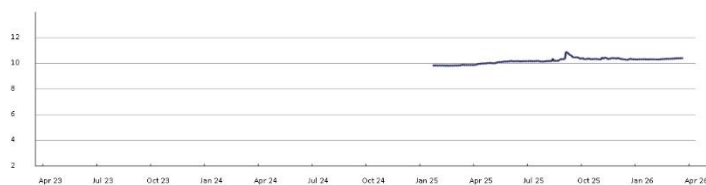
For a quick market check, Solaris Infrastructure also expects to have 3 GW of capacity by 2030 (currently 780 MW). Consensus EBITDA for 2029 is \$890m. We estimate \$815m for ONEN. SEI's market capitalization is \$5.2B while the enterprise value is \$6.4B. The company has ~800 MW of capacity with a line-of-sight to 3 GW by 4Q2029.

The second part is the probability of execution considering the company has yet to secure any sites. We assign a 50% probability. This is based on management's relationships with key partners for reciprocating engines, SMRs, EPC services and power risk management. We expect these relationships will allow ONEN to act quickly upon consummation of the merger with HVII. A 50% probability applied to \$33 per share unrisks generates our \$17 price target.

### Price Charts

Benchmark's disclosure price charts are updated within the first fifteen days of each new calendar quarter per FINRA regulations. Price charts for companies initiated upon in the current quarter, and rating and target price changes occurring in the current quarter, will not be displayed until the following quarter. Additional information on recommended securities is available on request.

HVII Rating History  
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