



AgriPower

INCORPORATED

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Dear Investor:

We thought you would be interested in receiving the enclosed Report that describes an important milestone in AgriPower's development: almost a week spent at AgriPower's Sacramento production facility, meeting with carefully selected potential large government and corporate purchasers. As you will see, the results of the meetings were universally positive, both in terms of admiration expressed for AgriPower's technology and its usefulness in the invitees' businesses, as well as progress toward the next steps in our ordering process.

George Nassos, President of Sustainable Energy Systems ("SES"), AgriPower's distributor responsible for the paper and pulp and waste services industries in the United States, arranged for and attended the meetings with Kimberly-Clark, Veolia Environmental and Waste Management. George is planning to use the favorable results and reactions from these three companies with other potential buyers in these industries. George and Nick Nassos, Vice President at SES, are to be congratulated for developing these significant business opportunities.

We anticipate follow-up meetings and demonstrations with the above referenced customers over the next month. In addition, we have already scheduled a first visit by the U.S. Department of the Army on December 8, 2008 and with an Italian group that seeks an exclusive distributorship for Italy during mid-December. Meetings and demonstrations with possibly dozens of smaller potential customers and several other distributors and independent sales representatives are also being scheduled to begin in just a few weeks. These meetings are expected to expand our potential order book even more.

Based on the above meetings, and the enthusiastic response from the attendees, it is clear that AgriPower's technology provides an attractive solution to many enterprises by enabling them to cleanly utilize or dispose of their usable waste streams and substantially reduce their energy costs. The order potential for Units from our first round of meetings is considerable (possibly hundreds of Units from each of the entities which met with us, totaling more than a thousand Units) and may result in several hundred million dollars (and possibly more) in sales.

We will be meeting with several funding sources over the next few weeks. The market and customer validation we received in Sacramento, and the progress we've made

toward obtaining orders, is expected to be well received by the funding sources we have been working with.

The order potential described above presents AgriPower with several significant challenges. It is quite clear that we provide a solution that is needed at many thousands of locations. Our current facility can produce at best ten Units per month. Assuming we obtain funding within the next several months, we plan to produce and deliver five Units in the last quarter of 2009 and then ramp up our production to approximately 35 Units in 2010 and perhaps 120 (10 per month) in 2011. This is far, far below the number of Units our customers require and means that we will have to make difficult decisions regarding which customers receive a priority on delivery of Units. This will not be easy and numerous factors will have to be considered.

In order to ramp up our production at an even faster rate than originally planned, we are now actively pursuing two additional options. The first involves our moving next year into a nearby 200,000 square foot facility that would ultimately enable us to ramp up our production to more than 1,000 Units per year. The other is an out-sourcing option. We intend to initiate discussions with several large industrial companies that have the ability and resources to mass produce the Units for us on a turn-key basis (think of companies like International Harvester and John Deere). Although we will probably have to pay more for each Unit they produce, we anticipate earning a much larger overall profit by selling many more Units than we could produce on our own.

As you know, we are currently negotiating with several funding sources for a \$10 million raise which we require to get into production and deliver our first Units in 2009. We believe that the process of obtaining these funds will be greatly facilitated by the initial success we have had with the potential purchasers described in the attached Report. However, we expect the funding process to take another three months or so. In the meantime, we continue to need capital to continue to fund our demonstrations to potential customers, to travel to various locations to finalize orders, and to plan and commence the production process. Early receipt of the necessary funds will shorten our time to delivery and enable us to generate revenues and profits earlier.

Accordingly, are continuing to offer our current investors the opportunity to lend the Company additional funds in exchange for one 5-year warrant for each one dollar loaned, with a warrant exercise price of \$1.50 per share. This offer is subject to withdrawal or modification at any time. Please let us know if you have any interest.

Please also do not hesitate to call Anthony Kahn at (203) 858-4411 or me at (516) 829-2000 if you have any questions.

Very truly yours,

AgriPower, Inc.

By: *Barry J. Berman*

Barry J. Berman, as Chief Executive Officer