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TEXAS BOARD OF LEGAL SPECIALIZATION

**JUSTIN DEMERATH**

November 19, 2014

Local Government Assistance & Economic Analysis  
Texas Comptroller of Public Accounts  
P.O. Box 13528  
Austin, Texas 78711-3528

RE: Application to the Colorado Independent School District from Luminant  
Generation Company LLC

**(First Qualifying Year 2016)**

To the Local Government Assistance & Economic Analysis Division:

By copy of this letter transmitting the application for review to the Comptroller's Office, the Colorado Independent School District is notifying Luminant Generation Company LLC of its intent to consider the application for appraised value limitation on qualified property should a positive certificate be issued by the Comptroller. The Applicant submitted the Application to the school district on November 10, 2014. The Board voted to accept the application on November 10, 2014. The application has been determined complete as of November 18, 2014. Please prepare the economic impact report.

A copy of the application will be submitted to the Mitchell County Appraisal District.

Sincerely,



Kevin O'Hanlon  
School District Consultant

Cc: Mitchell County Appraisal District

Letter to Local Government Assistance & Economic Analysis Division

November 19, 2014

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Luminant Generation Company LLC



**Luminant**

**Luminant Generation Company LLC  
Champion Creek Solar Energy Project**

**Chapter 313 Application**

**Submitted on November 10, 2014**

**Colorado Independent School District**

## CHAPTER 313 APPLICATION

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**CHAPTER 313 APPLICATION**

**TAB 1  
Application**

**Chapter 313 Application  
Luminant Generation Company LLC  
Champion Creek Solar Energy Project**



**Luminant**



# Application for Appraised Value Limitation on Qualified Property (Tax Code, Chapter 313, Subchapter B or C)

Economic Development  
and Analysis  
**Form 50-296-A**

**INSTRUCTIONS:** This application must be completed and filed with the school district. In order for an application to be processed, the governing body (school board) must elect to consider an application, but — by Comptroller rule — the school board may elect to consider the application only after the school district has received a completed application. Texas Tax Code, Section 313.025 requires that any completed application and any supplemental materials received by the school district must be forwarded within seven days to the Comptroller of Public Accounts.

If the school board elects to consider the application, the school district must:

- notify the Comptroller that the school board has elected to consider the application. This notice must include:
  - the date on which the school district received the application;
  - the date the school district determined that the application was complete;
  - the date the school board decided to consider the application; and
  - a request that the Comptroller prepare an economic impact analysis of the application;
- provide a copy of the notice to the appraisal district;
- must complete the sections of the application reserved for the school district and provide information required in the Comptroller rules located at 34 Texas Administrative Code (TAC) Section 9.1054; and
- forward the original hard copy of the completed application to the Comptroller in a three-ring binder with tabs, as indicated on page 9 of this application, separating each section of the documents, in addition to an electronic copy on CD. See 34 TAC Chapter 9, Subchapter F.

The governing body may, at its discretion, allow the applicant to supplement or amend the application after the filing date, subject to the restrictions in 34 TAC Chapter 9, Subchapter F.

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its website. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules. For more information, see guidelines on Comptroller's website.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. Pursuant to 9.1053(a)(1)(C), requested information shall be provided within 20 days of the date of the request. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, issue a certificate for a limitation on appraised value to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application before the 151st day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to issue a certificate, complete the economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's website to find out more about the program at [www.texasahead.org/tax\\_programs/chapter313/](http://www.texasahead.org/tax_programs/chapter313/). There are links on this Web page to the Chapter 313 statute, rules, guidelines and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

## SECTION 1: School District Information

### 1. Authorized School District Representative

November 19, 2014  
Date Application Received by District

Reggy \_\_\_\_\_ Spencer \_\_\_\_\_  
First Name Last Name

Superintendent \_\_\_\_\_  
Title

Colorado ISD \_\_\_\_\_  
School District Name

534 E 11th \_\_\_\_\_  
Street Address

PO Box 1268 \_\_\_\_\_  
Mailing Address

Colorado City \_\_\_\_\_ TX \_\_\_\_\_ 79512  
City State ZIP

(325) 728-3721 \_\_\_\_\_ (325) 728-8471 \_\_\_\_\_  
Phone Number Fax Number

\_\_\_\_\_ rspencer@ccity.escl4.net  
Mobile Number (optional) Email Address

2. Does the district authorize the consultant to provide and obtain information related to this application? .....  Yes  No

The Economic Development and Analysis Division at the Texas Comptroller of Public Accounts provides information and resources for taxpayers and local taxing entities.

For more information, visit our website:  
[www.TexasAhead.org/tax\\_programs/chapter313/](http://www.TexasAhead.org/tax_programs/chapter313/)  
50-296-A • 02-14/1

**SECTION 1: School District Information (continued)**

**3. Authorized School District Consultant (If Applicable)**

First Name: Bob Last Name: Popinski  
 Title: Consultant  
 Firm Name: Moak Casey & Associates  
 Phone Number: (512) 485-7878 Fax Number: (512) 485-7888  
 Mobile Number (optional): \_\_\_\_\_ Email Address: bpopinski@moakcasey.com  
 4. On what date did the district determine this application complete? ..... 11/18/14  
 5. Has the district determined that the electronic copy and hard copy are identical? .....  Yes  No

**SECTION 2: Applicant Information**

**1. Authorized Company Representative (Applicant)**

First Name: Donald Last Name: Montgomery  
 Title: Director of Community Relations Organization: Luminant Generation Company LLC  
 Street Address: Luminant, 900 Washington St. Suite 505  
 Mailing Address: \_\_\_\_\_  
 City: Waco State: Texas ZIP: 76701  
 Phone Number: 254.756.0370 Fax Number: 254.756.2108  
 Mobile Number (optional): \_\_\_\_\_ Business Email Address: dmontgomery@luminant.com

2. Will a company official other than the authorized company representative be responsible for responding to future information requests? .....  Yes  No  
 2a. If yes, please fill out contact information for that person.

First Name: \_\_\_\_\_ Last Name: \_\_\_\_\_  
 Title: \_\_\_\_\_ Organization: \_\_\_\_\_  
 Street Address: \_\_\_\_\_  
 Mailing Address: \_\_\_\_\_  
 City: \_\_\_\_\_ State: \_\_\_\_\_ ZIP: \_\_\_\_\_  
 Phone Number: \_\_\_\_\_ Fax Number: \_\_\_\_\_  
 Mobile Number (optional): \_\_\_\_\_ Business Email Address: \_\_\_\_\_

3. Does the applicant authorize the consultant to provide and obtain information related to this application? .....  Yes  No

**SECTION 2: Applicant Information (continued)**

**4. Authorized Company Consultant (If Applicable)**

Sharon Welhouse  
 First Name Last Name  
 Principal  
 Title  
 Ryan, LLC  
 Firm Name  
 512.476.0022 512.476.0033  
 Phone Number Fax Number  
 sharon.welhouse@ryan.com  
 Business Email Address

**SECTION 3: Fees and Payments**

1. Has an application fee been paid to the school district?  Yes  No

The total fee shall be paid at time of the application is submitted to the school district. Any fees not accompanying the original application shall be considered supplemental payments.

1a. If yes, attach in **Tab 2** proof of application fee paid to the school district.

For the purpose of questions 2 and 3, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value.

2. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code §313.027(i)?  Yes  No  N/A
3. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)?  Yes  No  N/A

**SECTION 4: Business Applicant Information**

1. What is the legal name of the applicant under which this application is made? Luminant Generation Company LLC
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 17529678207
3. List the NAICS code 221114
4. Is the applicant a party to any other pending or active Chapter 313 agreements?  Yes  No
- 4a. If yes, please list application number, name of school district and year of agreement

**SECTION 5: Applicant Business Structure**

1. Identify Business Organization of Applicant (corporation, limited liability corporation, etc) Limited Liability Corporation
2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)?  Yes  No
- 2a. If yes, attach in **Tab 3** a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.
3. Is the applicant current on all tax payments due to the State of Texas?  Yes  No
4. Are all applicant members of the combined group current on all tax payments due to the State of Texas?  Yes  No  N/A
5. If the answer to question 3 or 4 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (If necessary, attach explanation in **Tab 3**)

**SECTION 6: Eligibility Under Tax Code Chapter 313.024**

1. Are you an entity subject to the tax under Tax Code, Chapter 171?  Yes  No
2. The property will be used for one of the following activities:
  - (1) manufacturing  Yes  No
  - (2) research and development  Yes  No
  - (3) a clean coal project, as defined by Section 5.001, Water Code  Yes  No
  - (4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code  Yes  No
  - (5) renewable energy electric generation  Yes  No
  - (6) electric power generation using integrated gasification combined cycle technology  Yes  No
  - (7) nuclear electric power generation  Yes  No
  - (8) a computer center that is used as an integral part or as a necessary auxiliary part for the activity conducted by applicant in one or more activities described by Subdivisions (1) through (7)  Yes  No
  - (9) a Texas Priority Project, as defined by 313.024(e)(7) and TAC 9.1051  Yes  No
3. Are you requesting that any of the land be classified as qualified investment?  Yes  No
4. Will any of the proposed qualified investment be leased under a capitalized lease?  Yes  No
5. Will any of the proposed qualified investment be leased under an operating lease?  Yes  No
6. Are you including property that is owned by a person other than the applicant?  Yes  No
7. Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment?  Yes  No

**SECTION 7: Project Description**

1. In **Tab 4**, attach a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.
2. Check the project characteristics that apply to the proposed project:
 

<input checked="" type="checkbox"/> Land has no existing improvements	<input type="checkbox"/> Land has existing improvements ( <i>complete Section 13</i> )
<input type="checkbox"/> Expansion of existing operation on the land ( <i>complete Section 13</i> )	<input type="checkbox"/> Relocation within Texas

**SECTION 8: Limitation as Determining Factor**

1. Does the applicant currently own the land on which the proposed project will occur?  Yes  No
2. Has the applicant entered into any agreements or contracts for work to be performed related to the proposed project?  Yes  No
3. Does the applicant have current business activities at the location where the proposed project will occur?  Yes  No
4. Has the applicant made public statements in SEC filings or other official documents regarding its intentions regarding the proposed project location?  Yes  No
5. Has the applicant received any local or state permits for activities on the proposed project site?  Yes  No
6. Has the applicant received commitments for state or local incentives for activities at the proposed project site?  Yes  No
7. Are you submitting information to assist in the determination as to whether the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas?  Yes  No
8. Has the applicant considered or is the applicant considering other locations not in Texas for the proposed project?  Yes  No
9. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities?  Yes  No
10. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project?  Yes  No

If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.

# Application for Appraised Value Limitation on Qualified Property



## SECTION 9: Projected Timeline

- |   |   |
|---|---|
| 1. Application approval by school board .....   | March 2015  |
| 2. Beginning of qualifying time period .....  | March 2015  |
| 3. First year of limitation .....   | 01/01/2017  |
| 4. Begin hiring new employees .....   | 2015  |
| 5. Commencement of commercial operations .....  | 10/01/2016  |
| 6. Do you propose to construct a new building or to erect or affix a new improvement after your application review start date (date your application is finally determined to be complete)? ..... | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |
| <b>Note:</b> Improvements made before that time may not be considered qualified property.   |   |
| 7. When do you anticipate the new buildings or improvements will be placed in service? .....  | 10/01/2016  |

## SECTION 10: The Property

1. Identify county or counties in which the proposed project will be located \_\_\_\_\_ Mitchell County
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property \_\_\_\_\_ Mitchell County Appraisal District
3. Will this CAD be acting on behalf of another CAD to appraise this property? .....  Yes     No
4. List all taxing entities that have jurisdiction for the property, the portion of project within each entity and tax rates for each entity:
 

County: <u>Mitchell, 0.4413, 100%</u> <small>(Name, tax rate and percent of project)</small>	City: <u>N/A</u> <small>(Name, tax rate and percent of project)</small>
Hospital District: <u>Mitchell County, H.D., 0.20499, 100%</u> <small>(Name, tax rate and percent of project)</small>	Water District: <u>Lone Wolf Groundwater, 0.0224, 100%</u> <small>(Name, tax rate and percent of project)</small>
Other (describe): <u>Colorado ISD, 1.6080, 100%</u> <small>(Name, tax rate and percent of project)</small>	Other (describe): <u>N/A</u> <small>(Name, tax rate and percent of project)</small>
5. Is the project located entirely within the ISD listed in Section 1? .....  Yes     No
  - 5a. If no, attach in **Tab 6** additional information on the project scope and size to assist in the economic analysis.
6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)? .....  Yes     No
  - 6a. If yes, attach in **Tab 6** supporting documentation from the Office of the Governor.

## SECTION 11: Investment

**NOTE:** The minimum amount of qualified investment required to qualify for an appraised value limitation and the minimum amount of appraised value limitation vary depending on whether the school district is classified as Subchapter B or Subchapter C, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's website at [www.texasahead.org/tax\\_programs/chapter313/](http://www.texasahead.org/tax_programs/chapter313/).

1. At the time of application, what is the estimated minimum qualified investment required for this school district? ..... 20,000,000.00
2. What is the amount of appraised value limitation for which you are applying? ..... 20,000,000.00

**Note:** The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? .....  Yes     No
4. Attach a description of the qualified investment [See §313.021(1).] The description must include:
  - a. a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (**Tab 7**);
  - b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your minimum qualified investment (**Tab 7**); and
  - c. a detailed map of the qualified investment showing location of new buildings or new improvements with vicinity map (**Tab 11**).
5. Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or §313.053 for Subchapter C school districts) for the relevant school district category during the qualifying time period? .....  Yes     No

## SECTION 12: Qualified Property

1. Attach a detailed description of the qualified property. [See §313.021(2)] (If qualified investment describes qualified property exactly, you may skip items a, b and c below.) The description must include:
  - 1a. a specific and detailed description of the qualified property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (Tab 8);
  - 1b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your qualified property (Tab 8); and
  - 1c. a map of the qualified property showing location of new buildings or new improvements with vicinity map (Tab 11).
  
2. Is the land upon which the new buildings or new improvements will be built part of the qualified property described by §313.021(2)(A)?  Yes  No
  - 2a. If yes, attach complete documentation including:
    - a. legal description of the land (Tab 9);
    - b. each existing appraisal parcel number of the land on which the new improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property (Tab 9);
    - c. owner (Tab 9);
    - d. the current taxable value of the land. Attach estimate if land is part of larger parcel (Tab 9); and
    - e. a detailed map showing the location of the land with vicinity map (Tab 11).
  
3. Is the land on which you propose new construction or new improvements currently located in an area designated as a reinvestment zone under Tax Code Chapter 311 or 312 or as an enterprise zone under Government Code Chapter 2303?  Yes  No
  - 3a. If yes, attach the applicable supporting documentation:
    - a. evidence that the area qualifies as a enterprise zone as defined by the Governor's Office (Tab 16);
    - b. legal description of reinvestment zone (Tab 16);
    - c. order, resolution or ordinance establishing the reinvestment zone (Tab 16);
    - d. guidelines and criteria for creating the zone (Tab 16); and
    - e. a map of the reinvestment zone or enterprise zone boundaries with vicinity map (Tab 11)
  - 3b. If no, submit detailed description of proposed reinvestment zone or enterprise zone with a map indicating the boundaries of the zone on which you propose new construction or new improvements to the Comptroller's office within 30 days of the application date. What is the anticipated date on which you will submit final proof of a reinvestment zone or enterprise zone? \_\_\_\_\_

## SECTION 13: Information on Property Not Eligible to Become Qualified Property

1. In Tab 10, attach a specific and detailed description of all existing property. This includes buildings and improvements existing as of the application review start date (the date the application is determined to be complete by the Comptroller). The description must provide sufficient detail to locate all existing property on the land that will be subject to the agreement and distinguish existing property from future proposed property.
2. In Tab 10, attach a specific and detailed description of all proposed new property that will not become new improvements as defined by TAC 9.1051. This includes proposed property that: functionally replaces existing or demolished/removed property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property; or is otherwise ineligible to become qualified property. The description must provide sufficient detail to distinguish existing property (question 1) and all proposed new property that cannot become qualified property from proposed qualified property that will be subject to the agreement (as described in Section 12 of this application).
3. For the property not eligible to become qualified property listed in response to questions 1 and 2 of this section, provide the following supporting information in Tab 10:
  - a. maps and/or detailed site plan;
  - b. surveys;
  - c. appraisal district values and parcel numbers;
  - d. inventory lists;
  - e. existing and proposed property lists;
  - f. model and serial numbers of existing property; or
  - g. other information of sufficient detail and description.
  
4. Total estimated market value of existing property (that property described in response to question 1): ..... \$ \_\_\_\_\_ 0.00
  
5. In Tab 10, include an appraisal value by the CAD of all the buildings and improvements existing as of a date within 15 days of the date the application is received by the school district.
  
6. Total estimated market value of proposed property not eligible to become qualified property (that property described in response to question 2): ..... \$ \_\_\_\_\_ 0.00

**Note:** Investment for the property listed in question 2 may count towards qualified investment in Column C of Schedules A-1 and A-2, if it meets the requirements of 313.021(1). Such property cannot become qualified property on Schedule B.

# Application for Appraised Value Limitation on Qualified Property



## SECTION 14: Wage and Employment Information

1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? ..... 0
  
2. What is the last complete calendar quarter before application review start date:  
 First Quarter     Second Quarter     Third Quarter     Fourth Quarter of 2014  
(year)
  
3. What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the Texas Workforce Commission (TWC)? ..... 2,047  
**Note:** For job definitions see TAC §9.1051 and Tax Code §313.021(3).
  
4. What is the number of new qualifying jobs you are committing to create? ..... 3
  
5. What is the number of new non-qualifying jobs you are estimating you will create? ..... 0
  
6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? .....  Yes     No  
  - 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.
  
7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).  
  - a. Average weekly wage for all jobs (all industries) in the county is ..... 817.00
  - b. 110% of the average weekly wage for manufacturing jobs in the county is ..... 1,051.00
  - c. 110% of the average weekly wage for manufacturing jobs in the region is ..... 820.00
  
8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? .....  §313.021(5)(A) or  §313.021(5)(B)
  
9. What is the minimum required annual wage for each qualifying job based on the qualified property? ..... 42,657.00 \*
  
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? ..... 42,657.00 \*
  
11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? .....  Yes     No
  
12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.024(d-2)? .....  Yes     No  
  - 12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).
  
13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? .....  Yes     No  
  - 13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

## SECTION 15: Economic Impact

1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14**. Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.
2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15**. (*not required*)
3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15**.

For more information, visit our website: [www.TexasAhead.org/tax\\_programs/chapter313/](http://www.TexasAhead.org/tax_programs/chapter313/)

\* Quarter before review start date is Q3 2014, but TWC wage data only available through Q2

# Application for Appraised Value Limitation on Qualified Property



## APPLICATION TAB ORDER FOR REQUESTED ATTACHMENTS

TAB	ATTACHMENT
1	Pages 1 through 11 of Application
2	Proof of Payment of Application Fee
3	Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation <i>(if applicable)</i>
4	Detailed description of the project
5	Documentation to assist in determining if limitation is a determining factor
6	Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor <i>(if applicable)</i>
7	Description of Qualified Investment
8	Description of Qualified Property
9	Description of Land
10	Description of all property not eligible to become qualified property <i>(if applicable)</i>
11	<p>Maps that clearly show:</p> <ul style="list-style-type: none"> <li>a) Project vicinity</li> <li>b) Qualified investment including location of new buildings or new improvements</li> <li>c) Qualified property including location of new buildings or new improvements</li> <li>d) Existing property</li> <li>e) Land location within vicinity map</li> <li>f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size</li> </ul> <p><b>Note:</b> Electronic maps should be high resolution files. Include map legends/markers.</p>
12	Request for Waiver of Job Creation Requirement and supporting information <i>(if applicable)</i>
13	Calculation of three possible wage requirements with TWC documentation
14	Schedules A1, A2, B, C and D completed and signed Economic Impact <i>(if applicable)</i>
15	Economic Impact Analysis, other payments made in the state or other economic information <i>(if applicable)</i>
16	<p>Description of Reinvestment or Enterprise Zone, including:</p> <ul style="list-style-type: none"> <li>a) evidence that the area qualifies as a enterprise zone as defined by the Governor's Office</li> <li>b) legal description of reinvestment zone*</li> <li>c) order, resolution or ordinance establishing the reinvestment zone*</li> <li>d) guidelines and criteria for creating the zone*</li> </ul> <p><b>* To be submitted with application or before date of final application approval by school board</b></p>
17	Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative <i>(applicant)</i>

**CHAPTER 313 APPLICATION**

**TAB 2**  
**Proof of Payment of Application Fee**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**

## TAB 2 PROOF OF PAYMENT OF APPLICATION FEE

Please find submitted with the Chapter 313 Application, a check in the amount of \$75,000 for the application fee to Colorado Independent School District.

Proof of payment of filing fee received by the  
Comptroller of Public Accounts per TAC Rule  
§9.1054 (b)(5)

*(Page Inserted by Office of Texas Comptroller of Public  
Accounts)*

**TAB 3**  
**Documentation of Combined Group**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**

**Texas Franchise Tax Extension Affiliate List**



Reporting entity taxpayer number: 32050668642  
 Report year: 2014  
 Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. TXU RECEIVABLES COMPANY	17528077880	<input type="checkbox"/>
2. EFH FINANCE (NO. 2) HOLDINGS COMPANY	752768735	<input checked="" type="checkbox"/>
3. EFH AUSTRALIA (NO. 2) HOLDINGS COMPANY	201370353	<input checked="" type="checkbox"/>
4. EFH VERMONT INSURANCE COMPANY	10303173198	<input checked="" type="checkbox"/>
5. EFH FS HOLDINGS COMPANY	17527687325	<input checked="" type="checkbox"/>
6. EFH CORPORATE SERVICES COMPANY	17508352816	<input type="checkbox"/>
7. LSGT GAS COMPANY LLC	17503990669	<input type="checkbox"/>
8. ONCOR ELECTRIC DELIVERY COMPANY LLC	17529678306	<input type="checkbox"/>
9. ENERGY FUTURE INTERMEDIATE HOLDINGS CO LLC	12611916383	<input type="checkbox"/>
10. TCEH FINANCE, INC.	262137715	<input checked="" type="checkbox"/>
11. TXU RETAIL SERVICES COMPANY	32023059127	<input type="checkbox"/>
12. GENERATION SVC COMPANY	14504706228	<input type="checkbox"/>
13. EFH PROPERTIES COMPANY	17525432930	<input type="checkbox"/>
14. BASIC RESOURCES, INC.	17515736183	<input type="checkbox"/>
15. EEC HOLDINGS, INC.	752509368	<input checked="" type="checkbox"/>
16. EECI, INC.	17525093666	<input checked="" type="checkbox"/>
17. 4Change Energy Company	17529595278	<input type="checkbox"/>
18. TXU SEM COMPANY	17527955417	<input type="checkbox"/>
19. LUMINANT ENERGY TRADING (CALIFORNIA) COMPANY	17527238533	<input type="checkbox"/>
20. LUMINANT ET SERVICES COMPANY	17529678355	<input type="checkbox"/>
21. ENERGY FUTURE COMPETITIVE HOLDINGS COMPANY	17518373554	<input type="checkbox"/>

Note: To file an extension request for a reporting entity and its affiliates, Form 05-164 (Texas Franchise Tax Extension Request) must be submitted with this affiliate list. The filing of this list by itself does not constitute a properly filed Extension Request.

Do not file this form when requesting a second extension.

**Texas Comptroller Official Use Only**



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**Texas Franchise Tax Extension Affiliate List**

**Tcode** 13298

Reporting entity taxpayer number       Report year      Reporting entity taxpayer name  
32050668642      2014      ENERGY FUTURE HOLDINGS CORP

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. GENERATION DEVELOPMENT COMPANY LLC	12049520609	<input checked="" type="checkbox"/> <input type="checkbox"/>
2. NCA DEVELOPMENT COMPANY LLC	32024212469	<input checked="" type="checkbox"/> <input type="checkbox"/>
3. ONCOR COMMUNICATIONS HOLDINGS COMPANY LLC	17526032176	<input checked="" type="checkbox"/> <input type="checkbox"/>
4. EFH CG MANAGEMENT COMPANY LLC	32015047767	<input checked="" type="checkbox"/> <input type="checkbox"/>
5. TEXAS COMPETITIVE ELECTRIC HOLDINGS COMPANY LLC	17529678173	<input checked="" type="checkbox"/> <input type="checkbox"/>
6. LUMINANT HOLDING COMPANY LLC	32036510918	<input checked="" type="checkbox"/> <input type="checkbox"/>
7. GENERATION MT COMPANY LLC	17529678181	<input checked="" type="checkbox"/> <input type="checkbox"/>
8. Oak Grove Mining Co LLC	32023669487	<input checked="" type="checkbox"/> <input type="checkbox"/>
9. BIG BROWN LIGNITE COMPANY LLC	15223642479	<input checked="" type="checkbox"/> <input type="checkbox"/>
10. LUMINANT BIG BROWN MINING COMPANY LLC	17530068034	<input checked="" type="checkbox"/> <input type="checkbox"/>
11. Luminant Mining Company LLC	17529678215	<input checked="" type="checkbox"/> <input type="checkbox"/>
12. BIG BROWN POWER COMPANY LLC	17529678231	<input checked="" type="checkbox"/> <input type="checkbox"/>
13. DECORDOVA POWER COMPANY LLC	17529677977	<input checked="" type="checkbox"/> <input type="checkbox"/>
14. TRADINGHOUSE POWER COMPANY LLC	17529678041	<input checked="" type="checkbox"/> <input type="checkbox"/>
15. Valley Power Co LLC	32023669529	<input checked="" type="checkbox"/> <input type="checkbox"/>
16. LUMINANT GENERATION COMPANY LLC	17529678207	<input checked="" type="checkbox"/> <input type="checkbox"/>
17. Oak Grove Management Company LLC	32017898746	<input checked="" type="checkbox"/> <input type="checkbox"/>
18. Big Brown 3 Power Co LLC	32023669461	<input checked="" type="checkbox"/> <input type="checkbox"/>
19. Collin Power Company LLC	32017835268	<input checked="" type="checkbox"/> <input type="checkbox"/>
20. Oak Grove Power Co LLC	32023669339	<input checked="" type="checkbox"/> <input type="checkbox"/>
21. Morgan Creek 7 Power Co LLC	32023669420	<input checked="" type="checkbox"/> <input type="checkbox"/>

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**Texas Franchise Tax Extension Affiliate List**



Tcode 13298

Reporting entity taxpayer number

Report year

Reporting entity taxpayer name

32050668642

2014

ENERGY FUTURE HOLDINGS CORP

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. Tradinghouse 3 & 4 Power Co LLC	32023669503	<input type="checkbox"/>
2. Monticello 4 Power Company LLC	32023669362	<input type="checkbox"/>
3. Martin Lake 4 Power Co LLC	32023669370	<input type="checkbox"/>
4. Lake Creek 3 Power Co LLC	32023669347	<input type="checkbox"/>
5. SANDOW POWER COMPANY LLC	32019975609	<input type="checkbox"/>
6. LUMINANT MINERAL DEVELOPMENT CO LLC	32033886618	<input type="checkbox"/>
7. NCA RESOURCES DEVELOPMENT COMPANY LLC	32033886675	<input type="checkbox"/>
8. VALLEY NG POWER COMPANY LLC	32017835425	<input type="checkbox"/>
9. LUMINANT RENEWABLES COMPANY LLC	32033886394	<input type="checkbox"/>
10. TXU ENERGY RETAIL COMPANY LLC	32033256457	<input type="checkbox"/>
11. 4Change Energy Holdings LLC	17506996804	<input type="checkbox"/>
12. TXU ENERGY SOLUTIONS COMPANY LLC	12600221936	<input type="checkbox"/>
13. Luminant Energy Company LLC	12600222348	<input type="checkbox"/>
14. NUCLEAR ENERGY FUTURE HOLDINGS LLC	12633252106	<input type="checkbox"/>
15. NUCLEAR ENERGY FUTURE HOLDINGS II LLC	12633254342	<input type="checkbox"/>
16. COMANCHE PEAK NUCLEAR POWER COMPANY LLC	12633296905	<input type="checkbox"/>
17. ONCOR ELECTRIC DELIVERY HOLDINGS COMPANY LLC	12618952100	<input type="checkbox"/>
18. ONCOR ELECTRIC DELIVERY TRANSITION BOND CO LLC	17528513587	<input type="checkbox"/>
19. LSGT SACROC, INC.	17524020926	<input type="checkbox"/>
20. TXU EUROPE CP	17528810058	<input type="checkbox"/>
21. MC PB COMBUSTION TRUST	19060784717	<input type="checkbox"/>

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**Texas Franchise Tax Extension Affiliate List**



Reporting entity taxpayer number: 32050668642  
 Report year: 2014  
 Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. EIL India LLC	32000457450	<input type="checkbox"/>
2. TXU FUEL HOLDINGS LLC	32014920352	<input type="checkbox"/>
3. Dallas Power & Light	30008362722	<input type="checkbox"/>
4. Lone Star Energy Co. Inc.	32001572133	<input type="checkbox"/>
5. SOUTHWESTERN ELECTRIC SERVICE COMPANY INC	32001571994	<input type="checkbox"/>
6. TEXAS ELECTRIC SERVICE COMPANY	30008362706	<input type="checkbox"/>
7. TEXAS ENERGY INDUSTRIES COMPANY INC	32001571986	<input type="checkbox"/>
8. TEXAS POWER & LIGHT COMPANY INC.	30008362730	<input type="checkbox"/>
9. TEXAS UTILITIES COMPANY INC	32002631698	<input type="checkbox"/>
10. TEXAS UTILITIES ELECTRIC COMPANY INC.	32001565822	<input type="checkbox"/>
11. TXU ELECTRIC COMPANY INC.	32004097641	<input type="checkbox"/>
12. EFH CG HOLDINGS COMPANY LP	32035602427	<input type="checkbox"/>
13. Oncor License Holdings Co LLC	32020007798	<input type="checkbox"/>
14. Lone Star Pipeline Co. Inc.	32001572125	<input type="checkbox"/>
15. EFH FINANCE, Inc.	270918038	<input checked="" type="checkbox"/>
16. BRIGHTEN ENERGY LLC	273494107	<input checked="" type="checkbox"/>
17. BRIGHTEN HOLDINGS LLC	273493908	<input checked="" type="checkbox"/>
18. EFH Renewables Company LLC	32041305031	<input type="checkbox"/>
19. ONCOR ELECTRIC DELIVERY ADMINISTRATION CORP	32042353055	<input type="checkbox"/>
20. Greenway Development Holding Company LLC	32049298121	<input type="checkbox"/>
21. TXU Energy Receivables Company LLC	461125361	<input checked="" type="checkbox"/>

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### Texas Franchise Tax Extension Affiliate List

■ Tcode 13298

■ Reporting entity taxpayer number

■ Report year

Reporting entity taxpayer name

32050668642

2014

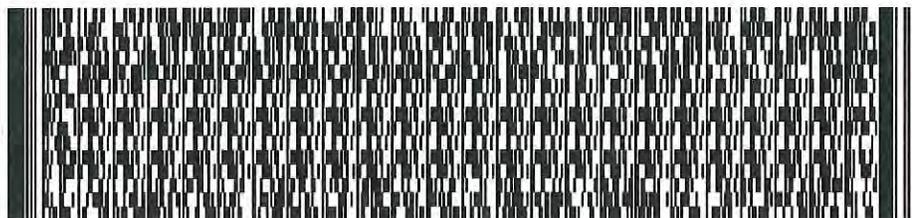
Energy Future Holdings Corp and Subs.

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. DECORDOVA II POWER COMPANY LLC	32049689923	■ <input type="checkbox"/>
2. ENERGY FUTURE HOLDINGS CORP	17526693100	■ <input type="checkbox"/>
3.		■ <input type="checkbox"/>
4.		■ <input type="checkbox"/>
5.		■ <input type="checkbox"/>
6.		■ <input type="checkbox"/>
7.		■ <input type="checkbox"/>
8.		■ <input type="checkbox"/>
9.		■ <input type="checkbox"/>
10.		■ <input type="checkbox"/>
11.		■ <input type="checkbox"/>
12.		■ <input type="checkbox"/>
13.		■ <input type="checkbox"/>
14.		■ <input type="checkbox"/>
15.		■ <input type="checkbox"/>
16.		■ <input type="checkbox"/>
17.		■ <input type="checkbox"/>
18.		■ <input type="checkbox"/>
19.		■ <input type="checkbox"/>
20.		■ <input type="checkbox"/>
21.		■ <input type="checkbox"/>

Note: To file an extension request for a reporting entity and its affiliates, Form 05-164 (Texas Franchise Tax Extension Request) must be submitted with this affiliate list. The filing of this list by itself does not constitute a properly filed Extension Request.

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#### Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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**Texas Franchise Tax Affiliate Schedule**

**Tcode** 13253 Annual

**Reporting entity taxpayer number** 32050668642 **Report year** 2014 **Reporting entity taxpayer name** ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate EFH AUSTRALIA (NO. 2) HOLDINGS COMPANY		2. Affiliate taxpayer number (if none, use FEI number) 201370353		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			
1. Legal name of affiliate EFH VERMONT INSURANCE COMPANY		2. Affiliate taxpayer number (if none, use FEI number) 10303173198		3. Affiliate NAICS code 524290	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) -36648 .00			
10. Gross receipts in Texas (before eliminations) -36648 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			
1. Legal name of affiliate EFH FS HOLDINGS COMPANY		2. Affiliate taxpayer number (if none, use FEI number) 17527687325		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 136492677 .00			
10. Gross receipts in Texas (before eliminations) 136492677 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at [www.window.texas.gov/commonowner/](http://www.window.texas.gov/commonowner/).

An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

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**Texas Franchise Tax Affiliate Schedule**

**Tcode** 13253 Annual

Reporting entity taxpayer number       Report year      Reporting entity taxpayer name  
 32050668642      2014      ENERGY FUTURE HOLDINGS CORP AND SUBS

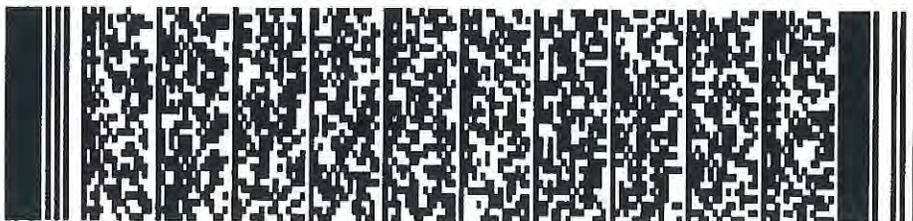
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate <b>EFH CORPORATE SERVICES COMPANY</b>		2. Affiliate taxpayer number (if none, use FEI number) 17508352816		3. Affiliate NAICS code 561110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 286488788 .00			
10. Gross receipts in Texas (before eliminations) 286488788 .00		11. Cost of goods sold or compensation (before eliminations) 10094025 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <b>LSGT GAS COMPANY LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) 17503990669		3. Affiliate NAICS code 221210	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throw back in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 31135752 .00			
10. Gross receipts in Texas (before eliminations) 31135752 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <b>ONCOR ELECTRIC DELIVERY COMPANY LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) 17529678306		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 3303510305 .00			
10. Gross receipts in Texas (before eliminations) 3303510305 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at [www.window.texas.gov/commonowner/](http://www.window.texas.gov/commonowner/).

An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number 32050668642 Report year 2014 Reporting entity taxpayer name ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate ENERGY FUTURE INTERMEDIATE HOLDINGS CO LLC		2. Affiliate taxpayer number (if none, use FEI number) 12611916383		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate TCEH FINANCE, INC.		2. Affiliate taxpayer number (if none, use FEI number) 262137715		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate TXU RETAIL SERVICES COMPANY		2. Affiliate taxpayer number (if none, use FEI number) 32023059127		3. Affiliate NAICS code 561110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 93144221 .00			
10. Gross receipts in Texas (before eliminations) 93144221 .00		11. Cost of goods sold or compensation (before eliminations) 3626159 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
 Report year: 2014  
 Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

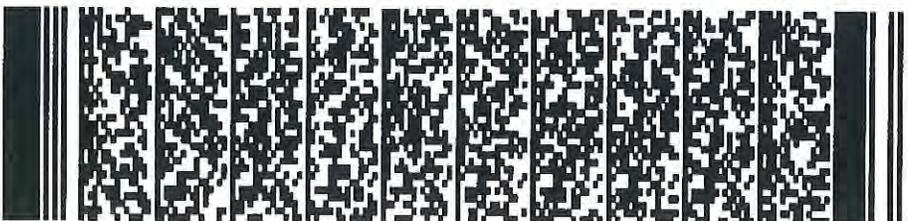
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate GENERATION SVC COMPANY		2. Affiliate taxpayer number (if none, use FEI number) 14504706228		3. Affiliate NAICS code 561110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate EFH PROPERTIES COMPANY		2. Affiliate taxpayer number (if none, use FEI number) 17525432930		3. Affiliate NAICS code 561210	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 24589861 .00			
10. Gross receipts in Texas (before eliminations) 24589861 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate BASIC RESOURCES, INC.		2. Affiliate taxpayer number (if none, use FEI number) 17515736183		3. Affiliate NAICS code 211110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number 32050668642 Report year 2014 Reporting entity taxpayer name ENERGY FUTURE HOLDINGS CORP AND SUBS

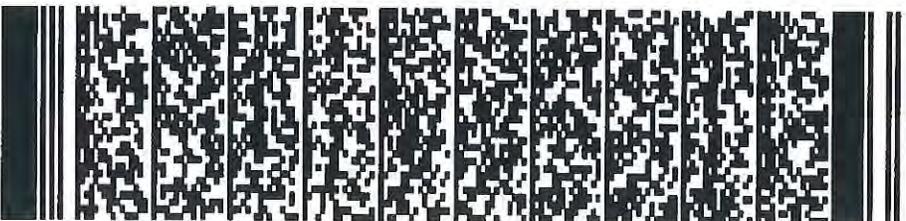
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

Form with 3 sections for affiliates: EEC HOLDINGS, INC.; EECI, INC.; and 4Change Energy Company. Each section includes fields for legal name, taxpayer number, NAICS code, reporting dates, gross receipts, and cost of goods sold.

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at www.window.texas.gov/commonowner/.

An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
Report year: 2014  
Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

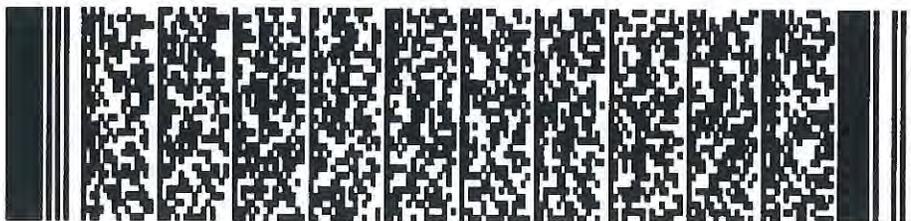
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate <b>TXU SEM COMPANY</b>		2. Affiliate taxpayer number (if none, use FEI number) 17527955417		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date mm dd yy 010113	7. Affiliate reporting end date mm dd yy 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 5813369 .00			
10. Gross receipts in Texas (before eliminations) 5813369 .00		11. Cost of goods sold or compensation (before eliminations) 2818538 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <b>LUMINANT ENERGY TRADING (CALIFORNIA) COMPANY</b>		2. Affiliate taxpayer number (if none, use FEI number) 17527238533		3. Affiliate NAICS code 523130	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date mm dd yy 010113	7. Affiliate reporting end date mm dd yy 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <b>LUMINANT ET SERVICES COMPANY</b>		2. Affiliate taxpayer number (if none, use FEI number) 17529678355		3. Affiliate NAICS code 523130	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date mm dd yy 010113	7. Affiliate reporting end date mm dd yy 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 15005851 .00			
10. Gross receipts in Texas (before eliminations) 15005851 .00		11. Cost of goods sold or compensation (before eliminations) 176545 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at [www.window.texas.gov/commonowner/](http://www.window.texas.gov/commonowner/).

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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
Report year: 2014  
Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

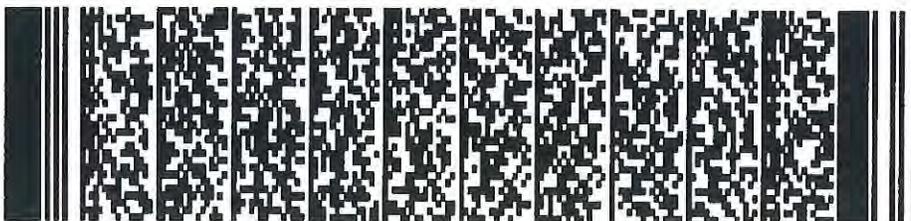
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate ENERGY FUTURE COMPETITIVE HOLDINGS COMPANY		2. Affiliate taxpayer number (if none, use FEI number) 17518373554		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 10473581559 .00			
10. Gross receipts in Texas (before eliminations) 10473581559 .00		11. Cost of goods sold or compensation (before eliminations) 6775975974 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate GENERATION DEVELOPMENT COMPANY LLC		2. Affiliate taxpayer number (if none, use FEI number) 12049520609		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate NCA DEVELOPMENT COMPANY LLC		2. Affiliate taxpayer number (if none, use FEI number) 32024212469		3. Affiliate NAICS code 561110	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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### Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

<input type="checkbox"/> Reporting entity taxpayer number	<input type="checkbox"/> Report year	<input type="checkbox"/> Reporting entity taxpayer name
32050668642	2014	ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
ONCOR COMMUNICATIONS HOLDINGS COMPANY LLC		17526032176		221100	

4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113
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8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
0 .00	0 .00
10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
0 .00	0 .00
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>	Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
EFH CG MANAGEMENT COMPANY LLC		32015047767		551112	

4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113
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8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
0 .00	0 .00
10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
0 .00	0 .00
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>	Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
TEXAS COMPETITIVE ELECTRIC HOLDINGS COMPANY LLC		17529678173		221100	

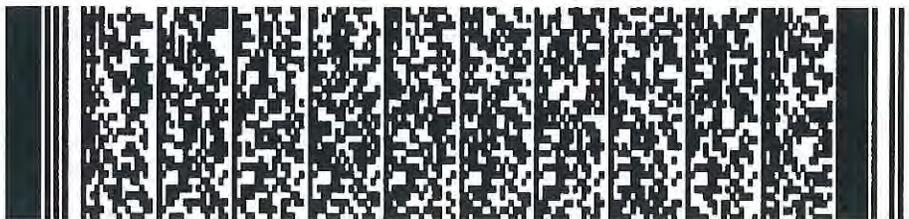
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113
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8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
0 .00	0 .00
10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
0 .00	0 .00
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>	Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>

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VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
 Report year: 2014  
 Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate LUMINANT HOLDING COMPANY LLC		2. Affiliate taxpayer number (if none, use FEI number) 32036510918		3. Affiliate NAICS code 551112	
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4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113
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8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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Check box if this is a Corporation or Limited Liability Company  Check box if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate GENERATION MT COMPANY LLC		2. Affiliate taxpayer number (if none, use FEI number) 17529678181		3. Affiliate NAICS code 221100	
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4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113
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8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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Check box if this is a Corporation or Limited Liability Company  Check box if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate Oak Grove Mining Co LLC		2. Affiliate taxpayer number (if none, use FEI number) 32023669487		3. Affiliate NAICS code 212110	
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4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113
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8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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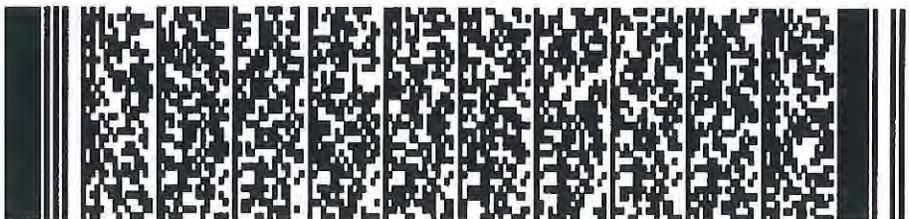
10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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Check box if this is a Corporation or Limited Liability Company  Check box if this is an Entity other than a Corporation or Limited Liability Company

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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
Report year: 2014  
Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate BIG BROWN LIGNITE COMPANY LLC		2. Affiliate taxpayer number (if none, use FEI number) 15223642479		3. Affiliate NAICS code 212110	
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4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date mm dd yy 010113	7. Affiliate reporting end date mm dd yy 123113
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8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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Check box if this is a Corporation or Limited Liability Company  Check box if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate LUMINANT BIG BROWN MINING COMPANY LLC		2. Affiliate taxpayer number (if none, use FEI number) 17530068034		3. Affiliate NAICS code	
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4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date mm dd yy 010113	7. Affiliate reporting end date mm dd yy 123113
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8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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Check box if this is a Corporation or Limited Liability Company  Check box if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate Luminant Mining Company LLC		2. Affiliate taxpayer number (if none, use FEI number) 17529678215		3. Affiliate NAICS code 212110	
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4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date mm dd yy 010113	7. Affiliate reporting end date mm dd yy 123113
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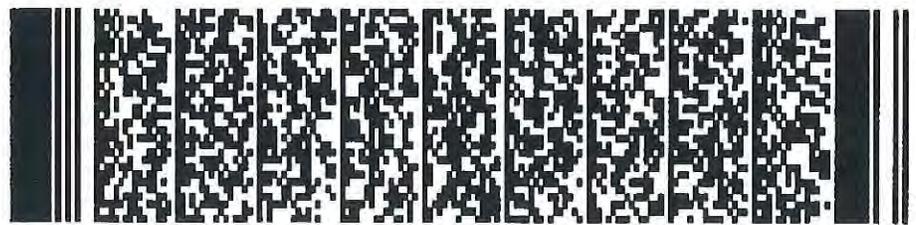
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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Check box if this is a Corporation or Limited Liability Company  Check box if this is an Entity other than a Corporation or Limited Liability Company

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Texas Comptroller Official Use Only



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**Texas Franchise Tax Affiliate Schedule**

**Tcode** 13253 Annual

Reporting entity taxpayer number       Report year      Reporting entity taxpayer name  
32050668642      2014      ENERGY FUTURE HOLDINGS CORP AND SUBS

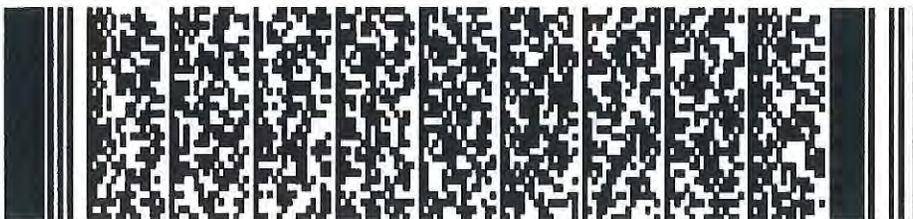
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate <b>BIG BROWN POWER COMPANY LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) 17529678231		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <b>DECORDOVA POWER COMPANY LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) 17529677977		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <b>TRADINGHOUSE POWER COMPANY LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) 17529678041		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number 32050668642 Report year 2014 Reporting entity taxpayer name ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Valley Power Co LLC 2. Affiliate taxpayer number (if none, use FEI number) 32023669529 3. Affiliate NAICS code 221100

4. Check box if entity is disregarded for franchise tax [X] 5. Check box if this affiliate does NOT have NEXUS in Texas [ ] 6. Affiliate reporting begin date 010113 7. Affiliate reporting end date 123113

8. Gross receipts subject to throwback in other states (before eliminations) 0.00 9. Gross receipts everywhere (before eliminations) 0.00

10. Gross receipts in Texas (before eliminations) 0.00 11. Cost of goods sold or compensation (before eliminations) 0.00

Check box if this is a Corporation or Limited Liability Company [X] Check box if this is an Entity other than a Corporation or Limited Liability Company [ ]

1. Legal name of affiliate LUMINANT GENERATION COMPANY LLC 2. Affiliate taxpayer number (if none, use FEI number) 17529678207 3. Affiliate NAICS code 221100

4. Check box if entity is disregarded for franchise tax [X] 5. Check box if this affiliate does NOT have NEXUS in Texas [ ] 6. Affiliate reporting begin date 010113 7. Affiliate reporting end date 123113

8. Gross receipts subject to throwback in other states (before eliminations) 0.00 9. Gross receipts everywhere (before eliminations) 0.00

10. Gross receipts in Texas (before eliminations) 0.00 11. Cost of goods sold or compensation (before eliminations) 0.00

Check box if this is a Corporation or Limited Liability Company [X] Check box if this is an Entity other than a Corporation or Limited Liability Company [ ]

1. Legal name of affiliate Oak Grove Management Company LLC 2. Affiliate taxpayer number (if none, use FEI number) 32017898746 3. Affiliate NAICS code 221100

4. Check box if entity is disregarded for franchise tax [X] 5. Check box if this affiliate does NOT have NEXUS in Texas [ ] 6. Affiliate reporting begin date 010113 7. Affiliate reporting end date 123113

8. Gross receipts subject to throwback in other states (before eliminations) 0.00 9. Gross receipts everywhere (before eliminations) 0.00

10. Gross receipts in Texas (before eliminations) 0.00 11. Cost of goods sold or compensation (before eliminations) 0.00

Check box if this is a Corporation or Limited Liability Company [X] Check box if this is an Entity other than a Corporation or Limited Liability Company [ ]

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VE/DE [ ] FM [ ]



### Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
Report year: 2014  
Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

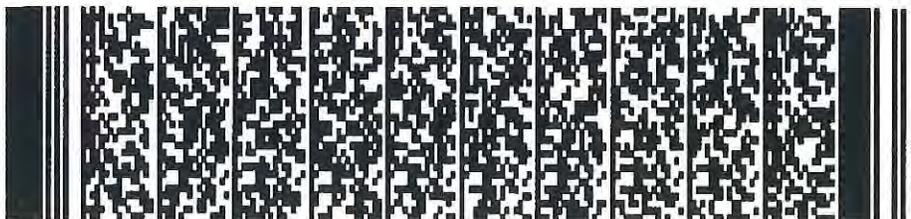
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Big Brown 3 Power Co LLC		2. Affiliate taxpayer number (if none, use FEI number) 32023669461		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Collin Power Company LLC		2. Affiliate taxpayer number (if none, use FEI number) 32017835268		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Oak Grove Power Co LLC		2. Affiliate taxpayer number (if none, use FEI number) 32023669339		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at [www.window.texas.gov/commonowner/](http://www.window.texas.gov/commonowner/).

An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

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**Texas Franchise Tax Affiliate Schedule**

**Tcode** 13253 Annual

Reporting entity taxpayer number: 32050668642  
 Report year: 2014  
 Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Morgan Creek 7 Power Co LLC		2. Affiliate taxpayer number (if none, use FEI number) 32023669420		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Tradinghouse 3 & 4 Power Co LLC		2. Affiliate taxpayer number (if none, use FEI number) 32023669503		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Monticello 4 Power Company LLC		2. Affiliate taxpayer number (if none, use FEI number) 32023669362		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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### Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number

Report year

Reporting entity taxpayer name

32050668642

2014

ENERGY FUTURE HOLDINGS CORP AND SUBS

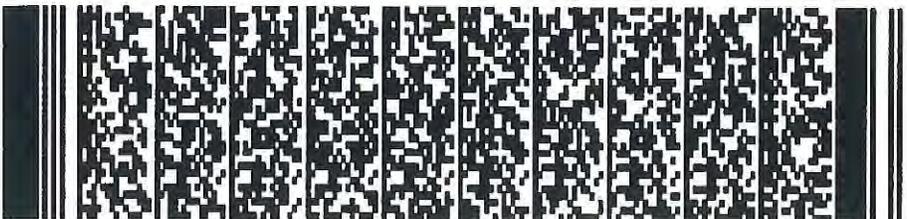
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Martin Lake 4 Power Co LLC		2. Affiliate taxpayer number (if none, use FEI number) 32023669370		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Lake Creek 3 Power Co LLC		2. Affiliate taxpayer number (if none, use FEI number) 32023669347		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate SANDOW POWER COMPANY LLC		2. Affiliate taxpayer number (if none, use FEI number) 32019975609		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. This information must be provided to satisfy franchise tax reporting requirements. Learn more at [www.window.texas.gov/commonowner/](http://www.window.texas.gov/commonowner/).

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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
Report year: 2014  
Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

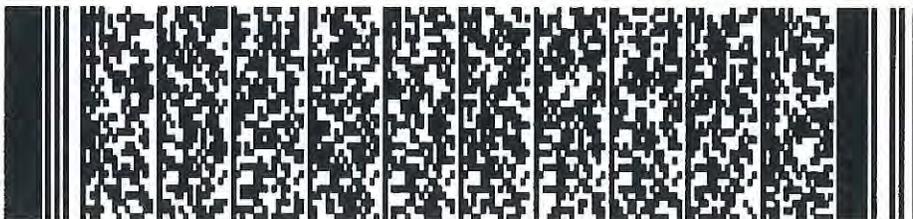
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate <b>LUMINANT MINERAL DEVELOPMENT CO LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) <b>32033886618</b>		3. Affiliate NAICS code <b>212110</b>	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y <b>010113</b>		7. Affiliate reporting end date m m d d y y <b>123113</b>	
8. Gross receipts subject to throwback in other states (before eliminations) <b>0 .00</b>		9. Gross receipts everywhere (before eliminations) <b>0 .00</b>			
10. Gross receipts in Texas (before eliminations) <b>0 .00</b>		11. Cost of goods sold or compensation (before eliminations) <b>0 .00</b>			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <b>NCA RESOURCES DEVELOPMENT COMPANY LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) <b>32033886675</b>		3. Affiliate NAICS code <b>212110</b>	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y <b>010113</b>		7. Affiliate reporting end date m m d d y y <b>123113</b>	
8. Gross receipts subject to throwback in other states (before eliminations) <b>0 .00</b>		9. Gross receipts everywhere (before eliminations) <b>0 .00</b>			
10. Gross receipts in Texas (before eliminations) <b>0 .00</b>		11. Cost of goods sold or compensation (before eliminations) <b>0 .00</b>			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <b>VALLEY NG POWER COMPANY LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) <b>32017835425</b>		3. Affiliate NAICS code <b>561110</b>	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y <b>010113</b>		7. Affiliate reporting end date m m d d y y <b>123113</b>	
8. Gross receipts subject to throwback in other states (before eliminations) <b>0 .00</b>		9. Gross receipts everywhere (before eliminations) <b>0 .00</b>			
10. Gross receipts in Texas (before eliminations) <b>0 .00</b>		11. Cost of goods sold or compensation (before eliminations) <b>0 .00</b>			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
Report year: 2014  
Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate <b>LUMINANT RENEWABLES COMPANY LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) 32033886394		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <b>TXU ENERGY RETAIL COMPANY LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) 32033256457		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <b>4Change Energy Holdings LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) 17506996804		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number 32050668642  Report year 2014  Reporting entity taxpayer name ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate <b>TXU ENERGY SOLUTIONS COMPANY LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) 12600221936		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <b>Luminant Energy Company LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) 12600222348		3. Affiliate NAICS code 523130	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throw back in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <b>NUCLEAR ENERGY FUTURE HOLDINGS LLC</b>		2. Affiliate taxpayer number (if none, use FEI number) 12633252106		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throw back in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
Report year: 2014  
Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate NUCLEAR ENERGY FUTURE HOLDINGS II LLC		2. Affiliate taxpayer number (if none, use FEI number) 12633254342		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate COMANCHE PEAK NUCLEAR POWER COMPANY LLC		2. Affiliate taxpayer number (if none, use FEI number) 12633296905		3. Affiliate NAICS code 221100	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) -3516258 .00			
10. Gross receipts in Texas (before eliminations) -3516258 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate ONCOR ELECTRIC DELIVERY HOLDINGS COMPANY LLC		2. Affiliate taxpayer number (if none, use FEI number) 12618952100		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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### Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

<input type="checkbox"/> Reporting entity taxpayer number	<input type="checkbox"/> Report year	<input type="checkbox"/> Reporting entity taxpayer name
32050668642	2014	ENERGY FUTURE HOLDINGS CORP AND SUBS

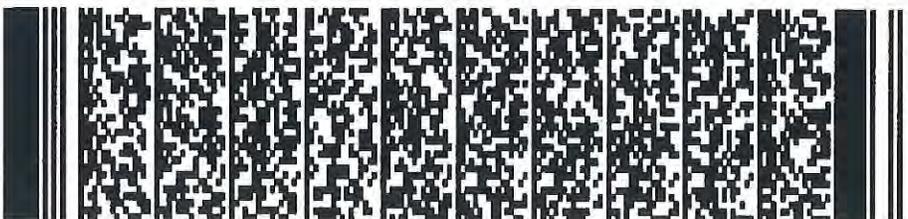
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate ONCOR ELECTRIC DELIVERY TRANSITION BOND CO LLC		2. Affiliate taxpayer number (if none, use FEI number) 17528513587		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate LSGT SACROC, INC.		2. Affiliate taxpayer number (if none, use FEI number) 17524020926		3. Affiliate NAICS code 211110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 47763509 .00			
10. Gross receipts in Texas (before eliminations) 47763509 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate TXU EUROPE CP		2. Affiliate taxpayer number (if none, use FEI number) 17528810058		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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**Texas Franchise Tax Affiliate Schedule**

**Tcode** 13253 Annual

Reporting entity taxpayer number: 32050668642  
 Report year: 2014  
 Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate MC PB COMBUSTION TRUST		2. Affiliate taxpayer number (if none, use FEI number) 19060784717		3. Affiliate NAICS code 551112	
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4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date mm dd yy 010113	7. Affiliate reporting end date mm dd yy 123113
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8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 9214297 .00
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10. Gross receipts in Texas (before eliminations) 9214297 .00	11. Cost of goods sold or compensation (before eliminations) 7978416 .00
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Check box if this is a Corporation or Limited Liability Company  Check box if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate EIL India LLC		2. Affiliate taxpayer number (if none, use FEI number) 32000457450		3. Affiliate NAICS code 551112	
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4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date mm dd yy 010113	7. Affiliate reporting end date mm dd yy 123113
---	---	---	---

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
---	---

10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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Check box if this is a Corporation or Limited Liability Company  Check box if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate TXU FUEL HOLDINGS LLC		2. Affiliate taxpayer number (if none, use FEI number) 32014920352		3. Affiliate NAICS code 551112	
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4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date mm dd yy 010113	7. Affiliate reporting end date mm dd yy 123113
---	---	---	---

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
---	---

10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
--	---

Check box if this is a Corporation or Limited Liability Company  Check box if this is an Entity other than a Corporation or Limited Liability Company

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**Texas Comptroller Official Use Only**



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### Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

<input type="checkbox"/> Reporting entity taxpayer number	<input type="checkbox"/> Report year	<input type="checkbox"/> Reporting entity taxpayer name
32050668642	2014	ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Dallas Power & Light		2. Affiliate taxpayer number (if none, use FEI number) 30008362722	3. Affiliate NAICS code 551112
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4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113
---	---	--	--

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
---	---

10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
--	---

Check box if this is a Corporation or Limited Liability Company  Check box if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate Lone Star Energy Co. Inc.		2. Affiliate taxpayer number (if none, use FEI number) 32001572133	3. Affiliate NAICS code 551112
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4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113
---	---	--	--

8. Gross receipts subject to throw back in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
--	---

10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
--	---

Check box if this is a Corporation or Limited Liability Company  Check box if this is an Entity other than a Corporation or Limited Liability Company

1. Legal name of affiliate SOUTHWESTERN ELECTRIC SERVICE COMPANY INC		2. Affiliate taxpayer number (if none, use FEI number) 32001571994	3. Affiliate NAICS code 551112
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4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113
---	---	--	--

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
---	---

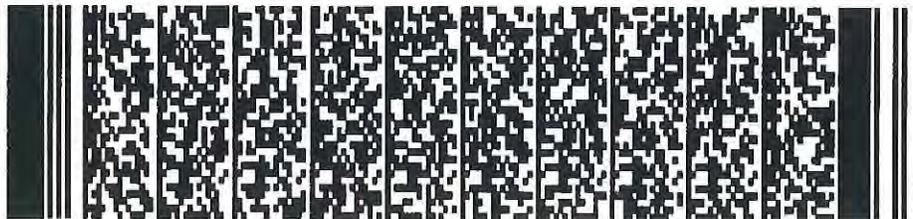
10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
--	---

Check box if this is a Corporation or Limited Liability Company  Check box if this is an Entity other than a Corporation or Limited Liability Company

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Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
Report year: 2014  
Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate TEXAS ELECTRIC SERVICE COMPANY		2. Affiliate taxpayer number (if none, use FEI number) 30008362706		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate TEXAS ENERGY INDUSTRIES COMPANY INC		2. Affiliate taxpayer number (if none, use FEI number) 32001571986		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate TEXAS POWER & LIGHT COMPANY INC.		2. Affiliate taxpayer number (if none, use FEI number) 30008362730		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
Report year: 2014  
Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate: TEXAS UTILITIES COMPANY INC  
2. Affiliate taxpayer number (if none, use FEI number): 32002631698  
3. Affiliate NAICS code: 551112

4. Check box if entity is disregarded for franchise tax:   
5. Check box if this affiliate does NOT have NEXUS in Texas:   
6. Affiliate reporting begin date: 010113  
7. Affiliate reporting end date: 123113

8. Gross receipts subject to throwback in other states (before eliminations): 0.00  
9. Gross receipts everywhere (before eliminations): 0.00

10. Gross receipts in Texas (before eliminations): 0.00  
11. Cost of goods sold or compensation (before eliminations): 0.00

Check box if this is a Corporation or Limited Liability Company:   
Check box if this is an Entity other than a Corporation or Limited Liability Company:

1. Legal name of affiliate: TEXAS UTILITIES ELECTRIC COMPANY INC.  
2. Affiliate taxpayer number (if none, use FEI number): 32001565822  
3. Affiliate NAICS code: 551112

4. Check box if entity is disregarded for franchise tax:   
5. Check box if this affiliate does NOT have NEXUS in Texas:   
6. Affiliate reporting begin date: 010113  
7. Affiliate reporting end date: 123113

8. Gross receipts subject to throwback in other states (before eliminations): 0.00  
9. Gross receipts everywhere (before eliminations): 0.00

10. Gross receipts in Texas (before eliminations): 0.00  
11. Cost of goods sold or compensation (before eliminations): 0.00

Check box if this is a Corporation or Limited Liability Company:   
Check box if this is an Entity other than a Corporation or Limited Liability Company:

1. Legal name of affiliate: TXU ELECTRIC COMPANY INC.  
2. Affiliate taxpayer number (if none, use FEI number): 32004097641  
3. Affiliate NAICS code: 551112

4. Check box if entity is disregarded for franchise tax:   
5. Check box if this affiliate does NOT have NEXUS in Texas:   
6. Affiliate reporting begin date: 010113  
7. Affiliate reporting end date: 123113

8. Gross receipts subject to throwback in other states (before eliminations): 0.00  
9. Gross receipts everywhere (before eliminations): 0.00

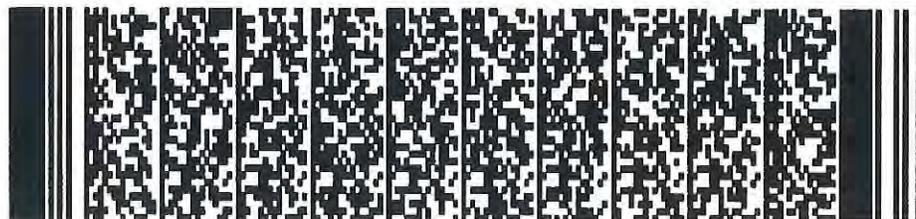
10. Gross receipts in Texas (before eliminations): 0.00  
11. Cost of goods sold or compensation (before eliminations): 0.00

Check box if this is a Corporation or Limited Liability Company:   
Check box if this is an Entity other than a Corporation or Limited Liability Company:

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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
Report year: 2014  
Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate EFH CG HOLDINGS COMPANY LP		2. Affiliate taxpayer number (if none, use FEI number) 32035602427		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 3533555 .00			
10. Gross receipts in Texas (before eliminations) 3533555 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		
1. Legal name of affiliate Oncor License Holdings Co LLC		2. Affiliate taxpayer number (if none, use FEI number) 32020007798		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Lone Star Pipeline Co. Inc.		2. Affiliate taxpayer number (if none, use FEI number) 32001572125		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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### Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

<input type="checkbox"/> Reporting entity taxpayer number	<input type="checkbox"/> Report year	<input type="checkbox"/> Reporting entity taxpayer name
32050668642	2014	ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate EFIH FINANCE, Inc.		2. Affiliate taxpayer number (if none, use FEI number) 270918038		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			
1. Legal name of affiliate BRIGHTEN ENERGY LLC		2. Affiliate taxpayer number (if none, use FEI number) 273494107		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			
1. Legal name of affiliate BRIGHTEN HOLDINGS LLC		2. Affiliate taxpayer number (if none, use FEI number) 273493908		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113	7. Affiliate reporting end date m m d d y y 123113		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>			

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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
Report year: 2014  
Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

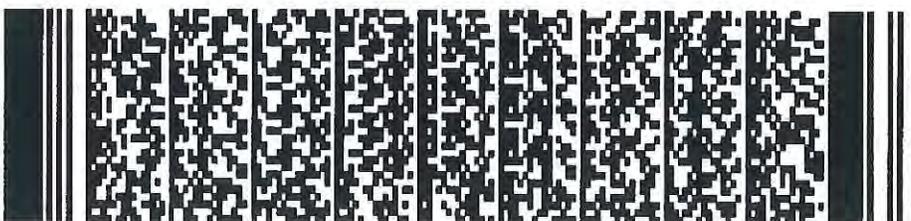
Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate EFH Renewables Company LLC		2. Affiliate taxpayer number (if none, use FEI number) 32041305031		3. Affiliate NAICS code 55112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate ONCOR ELECTRIC DELIVERY ADMINISTRATION CORP		2. Affiliate taxpayer number (if none, use FEI number) 32042353055		3. Affiliate NAICS code 55112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Greenway Development Holding Company LLC		2. Affiliate taxpayer number (if none, use FEI number) 32049298121		3. Affiliate NAICS code 55112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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**Texas Franchise Tax Affiliate Schedule**

Tcode 13253 Annual

Reporting entity taxpayer number: 32050668642  
Report year: 2014  
Reporting entity taxpayer name: ENERGY FUTURE HOLDINGS CORP AND SUBS

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate TXU Energy Receivables Company LLC		2. Affiliate taxpayer number (if none, use FEI number) 461125361		3. Affiliate NAICS code 55112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Decordova II Power Company LLC		2. Affiliate taxpayer number (if none, use FEI number) 32049689923		3. Affiliate NAICS code 55112	
4. Check box if entity is disregarded for franchise tax <input checked="" type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate Energy Future Holdings Corp.		2. Affiliate taxpayer number (if none, use FEI number) 17526693100		3. Affiliate NAICS code 55112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 010113	
				7. Affiliate reporting end date m m d d y y 041513	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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**TAB 4**  
**Detailed Description of Project**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**

## TAB 4 DETAILED DESCRIPTION OF PROJECT

Provide a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.

Luminant Generation Company LLC ("Luminant") is requesting an appraised value limitation agreement from Colorado Independent School District ("Colorado ISD") for the Champion Creek Solar Energy Project ("Project"), a proposed solar photovoltaic energy facility in Mitchell County. The proposed Project will be constructed within Mitchell County Tax Abatement Reinvestment Zone No. 2014-01 that was established on October 27, 2014. A map showing the location of the Project is included in TAB 11.

Luminant plans to develop up to 150MW AC of photovoltaic solar generation. The exact capacity and the specific technology components will be refined during the development and design phase. Please note that the map shows the potential locations of the solar grids within Colorado ISD boundaries, however, the final number and type is dependent upon ongoing negotiations with power purchasers, and Luminant's ability to secure an appraised value limitation agreement from Colorado ISD.

The projected capital investment expenditures for the year 2015 includes a projected number of man hours for construction at 125,000 with an average annual wage of \$50,000 per construction worker. For 2016, the number of man hours projected for the construction is 275,000 with an average annual wage of \$64,000 per construction worker. The anticipated completion date of the Project is Q3-Q4 of 2016.

Luminant requests a value limitation for all materials and equipment installed for the Project, including but not limited to, solar modules, mounting system, electrical collection system, combiner boxes, inverters, project substation, meteorological equipment, transmission facilities, and other ancillary equipment necessary to safely generate and transmit energy. All of the property for which Luminant is seeking a limitation of appraised value will be owned by the Applicant.

Additionally, Luminant plans to have an estimated total market value for all improvements at the end of the qualifying period of \$300M.

**TAB 5**  
**Determining Factor Documentation**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**

## TAB 5 DETERMINING FACTOR DOCUMENTATION

Documentation to assist in determining if limitation is a determining factor.

**Section 8, #1 Does the applicant currently own the land on which the proposed project will occur?**

Yes, the Applicant owns all land on which it intends to develop the Champion Creek Solar Energy Project. Please see Tab 9 for the specified land parcels.

**Section 8, #7 Are you submitting information to assist in the determination as to whether the limitation or appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas?**

The Applicant requires this appraised value limitation in order to move forward with constructing the project in Texas. Without the appraised value limitation, the economics of the project become very poor making the project financially infeasible. Therefore, securing the appraised value limitation is a critical necessary step in order to establish a rate of return that is competitive with alternative investment opportunities.

**Section 8, #8 Has the applicant considered or is considering other locations not in Texas for the proposed project?**

The Applicant is a globally recognized firm that frequently evaluates energy investment opportunities throughout the United States. Therefore the economic return of the project is constantly being measured against alternative investment scenarios that may deliver similar or higher rates of return on invested capital. The energy industry is extremely competitive and many other states such as New Mexico, Arizona, California, and Colorado offer similar access to resources and markets, and provide competitive regulatory environments that must be carefully weighed and considered. The deployment of human resources and capital investment can only occur after it has been determined that the project presents itself as the most financially viable opportunity available and maximizes its value to shareholders.

**TAB 6  
Single Unified Project  
(N/A)**

**Chapter 313 Application  
Luminant Generation Company LLC  
Champion Creek Solar Energy Project**



**Luminant**

**TAB 7**  
**Description of Qualified Investment**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**

## TAB 7 DESCRIPTION OF QUALIFIED INVESTMENT

### Description of Qualified Investment

Luminant plans to develop a solar photovoltaic electric generating facility with an operating capacity of approximately 150 MW AC. The exact capacity and the specific technology components will be refined during the development and design phase.

A 150 MW AC solar generating facility may include a qualified investment consisting of the following improvements:

- 1) Solar Modules
- 2) Mounting System
- 3) Electrical Collection System
- 4) Combiner Boxes
- 5) Inverters
- 6) Project Substation
- 7) Meteorological Equipment
- 8) Transmission Facilities
- 9) Other ancillary equipment necessary to safely generate and transmit energy

**TAB 8**  
**Description of Qualified Property**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**

## TAB 8 DESCRIPTION OF QUALIFIED PROPERTY

### Description of Qualified Property

Please refer to Tab 7.

**CHAPTER 313 APPLICATION**

**TAB 9  
Description of Land**

**Chapter 313 Application  
Luminant Generation Company LLC  
Champion Creek Solar Energy Project**



**Luminant**

## TAB 9 DESCRIPTION OF LAND

### Description of Land

Luminant Generation Company LLC owns approximately 2,000 acres of land in Mitchell County, Texas. The following page details the ownership name, parcel numbers, and current taxable values. Please see Tab 16 for the legal description of the land.

## TAB 9 CONT. DESCRIPTION OF LAND

Owner	Parcel	Taxable Value
TXU GENERATION COMPANY LP	2488	22,490
TXU GENERATION COMPANY LP	2489	224,980
TXU GENERATION COMPANY LP	2492	76,250
TXU GENERATION COMPANY LP	2493	153,530
TXU GENERATION COMPANY LP	2496	439,000
TXU GENERATION COMPANY LP	12427	160,000
TXU GENERATION COMPANY LP	2558	492,640
TXU GENERATION COMPANY LP	3127	10,150
TXU GENERATION COMPANY LP	3130	96,000
TXU GENERATION COMPANY LP	3131	12,970

**TAB 10**  
**Description of Non-Qualified Property**  
**(N/A)**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**

**TAB 11**  
**Detailed Maps of Project and Vicinity**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



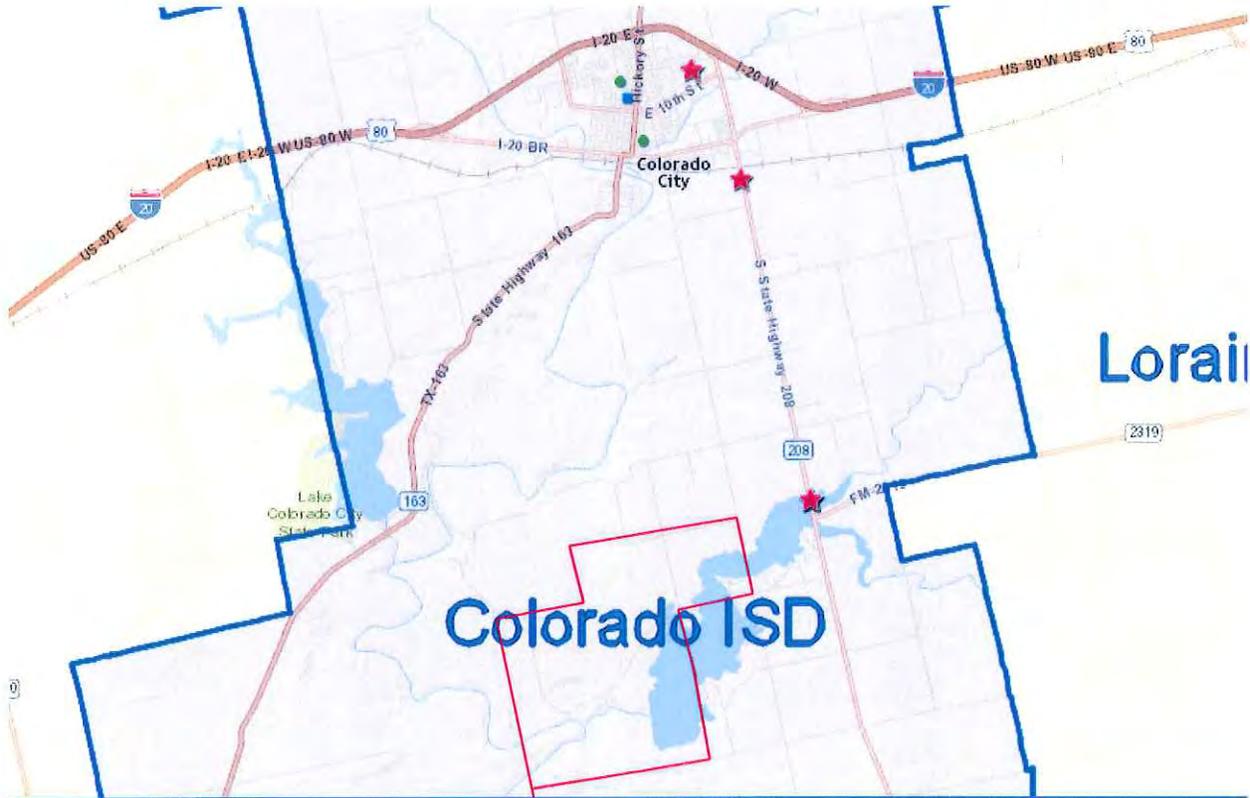
**Luminant**

## TAB 11 DETAILED MAPS OF PROJECT AND VICINITY

*Maps that clearly show:*

- a. Project vicinity
- b. Qualified investment including location of new buildings or new improvements
- c. Qualified property including location of new buildings or new improvements
- d. Existing Property
- e. Land location within vicinity map
- f. Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size

**TAB 11 PROJECT VICINITY MAP**



**Reinvestment Zone  
Boundaries**

[Confidential]

**TAB 12**  
**Request for Waiver of Job Creation Requirement**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**



**Luminant**

**Don N. Montgomery**  
Director  
Community Relations  
dmontgomery@luminant.com

**Luminant Power**  
900 Washington Ave., Suite 505  
Waco, TX 76701

T 254.756.0370  
C 254.447.0773  
F 254.756.2108

November 6, 2014

Mr. Reggy Spencer  
Colorado Independent School District  
534 E. 11<sup>th</sup>  
Colorado City, Texas 79512

**Re: Chapter 313 Job Waiver Request**

Dear Mr. Spencer,

Please consider this letter to be Luminant Generation Company LLC's formal request to waive the minimum new job creation requirement, as provided under Texas Tax Code 313.025(f-1).

Based upon our knowledge of staffing requirements, Luminant Generation Company LLC requests the job creation requirement under Chapter 313 of the Texas Tax Code be waived. In line with solar industry standards for job requirements, Luminant Generation Company LLC has committed to create three (3) new qualifying jobs.

Solar projects create a large number of full-time, temporary jobs during the construction phase, but require a small number of highly skilled technicians to operate the solar project once construction operations end and commercial operations have been established.

The permanent employees of a solar energy project maintain and service solar panels, mounting infrastructure, underground electrical connections, substations and other infrastructure described above, there also may be asset managers or technicians who supervise, monitor, and support solar project operations from offsite locations.

The waiver request herein is in line with the industry standards for the number of jobs specifically relegated to a solar generation facility of this size. This is evidenced by previously filed Chapter 313 applications by solar developers who similarly requested a waiver of the job requirements.

Sincerely,

Luminant Generation Company LLC

Don Montgomery  
Director of Community Relations

**TAB 13**  
**Calculation of Three Possible Wage Requirements**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**

## TAB 13 CALCULATION OF THREE POSSIBLE WAGE REQUIREMENTS

Calculation of three possible wage requirements based on four most recent quarter documentation. (TWC documentation attached behind)

1. Mitchell County Average Manufacturing Wages

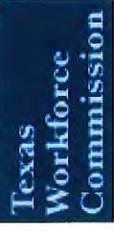
Mitchell County All Industries Wages			
Year	Quarter	AWW	Annualized
2014	2nd	\$834	\$43,368
2014	1st	\$847	\$44,044
2013	4th	\$805	\$41,860
2013	3rd	\$780	\$40,560
<b>AWW</b>		<b>\$817</b>	<b>\$42,458</b>

2. Mitchell County Average Manufacturing Wages

Mitchell County Manufacturing Wages			
Year	Quarter	AWW	Annualized
2014	2nd	\$980	\$50,960
2014	1st	\$958	\$49,816
2013	4th	\$914	\$47,528
2013	3rd	\$971	\$50,492
<b>110% of AWW</b>		<b>\$1,051</b>	<b>\$54,669</b>

3. West Central Texas Council of Governments Manufacturing Wages

West Central Texas Council of Governments Manufacturing Wages			
Year	Quarter	AWW	Annualized
2013	N/A	\$746	\$38,779
<b>110% of AWW</b>		<b>\$820</b>	<b>\$42,657</b>



## Quarterly Employment and Wages (QCEW)

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Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2014	1st Qtr	Mitchell County	Private	00	0	10	Total, All Industries	\$847
2014	2nd Qtr	Mitchell County	Private	00	0	10	Total, All Industries	\$834

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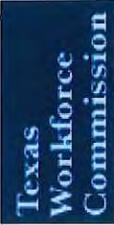
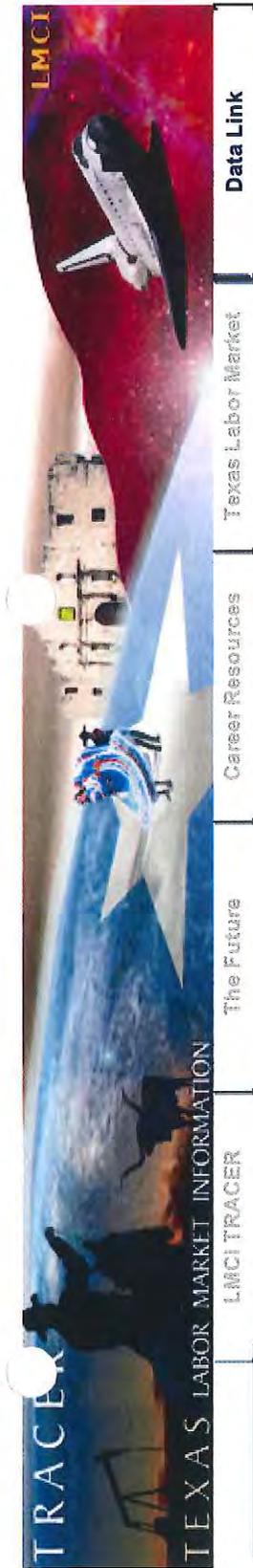
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## Quarterly Employment and Wages (QCEW)

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Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2013	3rd Qtr	Mitchell County	Private	00	0	10	Total, All Industries	\$780
2013	4th Qtr	Mitchell County	Private	00	0	10	Total, All Industries	\$805

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### Quarterly Employment and Wages (QCEW)

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Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2014	1st Qtr	Mitchell County	Private	31	2	31-33	Manufacturing	\$958
2014	2nd Qtr	Mitchell County	Private	31	2	31-33	Manufacturing	\$980

### Quarterly Employment and Wages (QCEW)

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Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2013	3rd Qtr	Mitchell County	Private	31	2	31-33	Manufacturing	\$971
2013	4th Qtr	Mitchell County	Private	31	2	31-33	Manufacturing	\$914

**2013 Manufacturing Wages by Council of Government Region  
Wages for All Occupations**

COG	Wages	
	Hourly	Annual
<b>Texas</b>	<b>\$23.73</b>	<b>\$49,363</b>
<a href="#">1. Panhandle Regional Planning Commission</a>	\$20.43	\$42,499
<a href="#">2. South Plains Association of Governments</a>	\$16.53	\$34,380
<a href="#">3. NORTEX Regional Planning Commission</a>	\$19.15	\$39,838
<a href="#">4. North Central Texas Council of Governments</a>	\$25.00	\$51,997
<a href="#">5. Ark-Tex Council of Governments</a>	\$17.45	\$36,298
<a href="#">6. East Texas Council of Governments</a>	\$19.50	\$40,565
<a href="#">7. West Central Texas Council of Governments</a>	\$18.64	\$38,779
<a href="#">8. Rio Grande Council of Governments</a>	\$16.27	\$33,848
<a href="#">9. Permian Basin Regional Planning Commission</a>	\$22.89	\$47,604
<a href="#">10. Concho Valley Council of Governments</a>	\$17.20	\$35,777
<a href="#">11. Heart of Texas Council of Governments</a>	\$19.44	\$40,444
<a href="#">12. Capital Area Council of Governments</a>	\$27.31	\$56,805
<a href="#">13. Brazos Valley Council of Governments</a>	\$17.20	\$35,770
<a href="#">14. Deep East Texas Council of Governments</a>	\$16.48	\$34,287
<a href="#">15. South East Texas Regional Planning Commission</a>	\$29.09	\$60,501
<a href="#">16. Houston-Galveston Area Council</a>	\$26.13	\$54,350
<a href="#">17. Golden Crescent Regional Planning Commission</a>	\$22.23	\$46,242
<a href="#">18. Alamo Area Council of Governments</a>	\$18.91	\$39,329
<a href="#">19. South Texas Development Council</a>	\$13.94	\$28,990
<a href="#">20. Coastal Bend Council of Governments</a>	\$23.78	\$49,454
<a href="#">21. Lower Rio Grande Valley Development Council</a>	\$15.82	\$32,907
<a href="#">22. Texoma Council of Governments</a>	\$20.93	\$43,529
<a href="#">23. Central Texas Council of Governments</a>	\$17.33	\$36,042
<a href="#">24. Middle Rio Grande Development Council</a>	\$19.07	\$39,666

Source: Texas Occupational Employment and Wages

Data published: July 2014

Data published annually, next update will be July 31, 2015

Note: Data is not supported by the Bureau of Labor Statistics (BLS).

Wage data is produced from Texas OES data, and is not to be compared to BLS estimates.

Data intended for TAC 313 purposes only.

**TAB 14**  
**Schedules A1, A2, B, C and D**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**

Schedule A1: Total Investment for Economic Impact (through the Qualifying Time Period)

Applicant Name: Luminant Generation Company LLC  
 ISD Name: Colorado ISD

Form 50-295A  
 Revised Feb. 2014

PROPERTY INVESTMENT AMOUNTS								
(Estimated investment in each year. Do not put cumulative totals.)								
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	Column B New investment made during this year in buildings or permanent nonremovable components that will become Qualified Property	Column C Other new investment made during this year that will not become Qualified Property (SEE NOTE)	Column D Other new investment made during this year that may become Qualified Property (NOTE)	Column E Total Investment (Sum of Columns A-D+C+D)
Investment made before filing complete application with district	2014	2014-2015	2014	Not eligible to become Qualified Property			[The only other investment made before filing complete application with district that may become Qualified Property is land.]	\$0
Investment made after filing complete application with district, but before final board approval of application	2014	2014-2015	2014	\$0	\$0	\$0	\$0	\$0
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period	2015	2015-2016	2015	\$75,000,000	\$0	\$0	\$0	\$75,000,000
	QTP1	2016-2017	2016	\$225,000,000	\$0	\$0	\$0	\$225,000,000
<b>Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]</b>				\$500,000,000	\$0	\$0	\$0	\$500,000,000.00
<b>Total Qualified Investment (sum of green cells)</b>				\$300,000,000.00	Enter amounts from TOTAL row above in Schedule A2			

For All Columns: List amount invested each year, not cumulative totals.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application. Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings. functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of §13.021(1) but not creating a new improvement as defined by TAC §.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services. Total investment: Add together each cell in a column and enter the sum in the blue total investment row. Enter the data from this row into the first row in Schedule A2.

Qualified investment: For the green qualified investment cell, enter the sum of all the green-shaded cells.

Schedule A2: Total Investment for Economic Impact (Including Qualified Property and other investments)

Applicant Name: Luminar  
Lion Company LLC  
Colorado, CO

PROPERTY INVESTMENT AMOUNTS									
(Estimated investment in each year. Do not put cumulative totals.)									
Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) (YYYY)	Column A New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	Column B New investment made during this year in buildings or permanent non-removable components of buildings that will become Qualified Property	Column C Other investment made during this year that will not become Qualified Property (SEE NOTE)	Column D Other investment made during this year that will become Qualified Property (SEE NOTE)	Column E Total Investment (A+B+C+D)		
Total Investment from Schedule A1*			\$300,000,000	\$0	\$0	\$0	\$300,000,000		
0	2015-2016	2015	\$75,000,000	\$0	\$0	\$0	\$75,000,000		
0	2016-2017	2016	\$225,000,000	\$0	\$0	\$0	\$225,000,000		
1	2017-2018	2017	\$0	\$0	\$0	\$0	\$0		
2	2018-2019	2018	\$0	\$0	\$0	\$0	\$0		
3	2019-2020	2019	\$0	\$0	\$0	\$0	\$0		
4	2020-2021	2020	\$0	\$0	\$0	\$0	\$0		
5	2021-2022	2021	\$0	\$0	\$0	\$0	\$0		
6	2022-2023	2022	\$0	\$0	\$0	\$0	\$0		
7	2023-2024	2023	\$0	\$0	\$0	\$0	\$0		
8	2024-2025	2024	\$0	\$0	\$2,000,000	\$0	\$2,000,000		
9	2025-2026	2025	\$0	\$0	\$0	\$0	\$0		
10	2026-2027	2026	\$0	\$0	\$0	\$0	\$0		
Total Investment made through limitation			\$300,000,000	\$0	\$2,000,000	\$0	\$302,000,000		
11	2027-2028	2027							
12	2028-2029	2028							
13	2029-2030	2029							
14	2030-2031	2030							
15	2031-2032	2031							
16	2032-2033	2032							
17	2033-2034	2033							
18	2034-2035	2034							
19	2035-2036	2035							
20	2036-2037	2036							
21	2037-2038	2037							
22	2038-2039	2038							
23	2039-2040	2039							
24	2040-2041	2040							
25	2041-2042	2041							

\* All investments made through the qualifying time period are captured and totaled on Schedule A1 (blue box) and incorporated into this schedule in the first row.

\*\* Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.

\*\*\* If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were not captured on Schedule A1.

For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.

Column B: Only tangible personal property that is specifically described in the application can become qualified property.

Column C: The total dollar amount of planned investment each year in buildings or nonremovable components of buildings.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.02(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column E: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

**Schedule B: Estimated Market And Taxable Value (of Qualified Property Only)**

Applicant Name  
 Luminant Generation Company LLC  
 Colorado ISD

Form 50 A  
 Revised Feb 2014

Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Estimated Taxable Value		
			Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for I&S after all reductions	Final taxable value for M&O after all reductions
0	2015-2016	2015	\$1,688,010	\$0	\$0	\$1,688,010	\$1,688,010	\$1,688,010
0	2016-2017	2016	\$1,704,890	\$0	\$37,500,000	\$39,204,890	\$39,204,890	\$39,204,890
1	2017-2018	2017	\$1,721,939	\$0	\$300,000,000	\$301,721,939	\$301,721,939	\$20,000,000
2	2018-2019	2018	\$1,739,158	\$0	\$276,000,000	\$277,739,158	\$277,739,158	\$20,000,000
3	2019-2020	2019	\$1,756,550	\$0	\$252,000,000	\$253,756,550	\$253,756,550	\$20,000,000
4	2020-2021	2020	\$1,774,115	\$0	\$228,000,000	\$229,774,115	\$229,774,115	\$20,000,000
5	2021-2022	2021	\$1,791,857	\$0	\$201,000,000	\$202,791,857	\$202,791,857	\$20,000,000
6	2022-2023	2022	\$1,809,775	\$0	\$174,000,000	\$175,809,775	\$175,809,775	\$20,000,000
7	2023-2024	2023	\$1,827,873	\$0	\$147,000,000	\$148,827,873	\$148,827,873	\$20,000,000
8	2024-2025	2024	\$1,846,152	\$0	\$117,000,000	\$118,846,152	\$118,846,152	\$20,000,000
9	2025-2026	2025	\$1,864,613	\$0	\$90,000,000	\$91,864,613	\$91,864,613	\$20,000,000
10	2026-2027	2026	\$1,883,259	\$0	\$72,000,000	\$73,883,259	\$73,883,259	\$20,000,000
11	2027-2028	2027	\$1,902,092	\$0	\$63,000,000	\$64,902,092	\$64,902,092	\$64,902,092
12	2028-2029	2028	\$1,921,113	\$0	\$60,000,000	\$61,921,113	\$61,921,113	\$61,921,113
13	2029-2030	2029	\$1,940,324	\$0	\$60,000,000	\$61,940,324	\$61,940,324	\$61,940,324
14	2030-2031	2030	\$1,959,727	\$0	\$60,000,000	\$61,959,727	\$61,959,727	\$61,959,727
15	2031-2032	2031	\$1,979,324	\$0	\$60,000,000	\$61,979,324	\$61,979,324	\$61,979,324
16	2032-2033	2032	\$1,999,118	\$0	\$60,000,000	\$61,999,118	\$61,999,118	\$61,999,118
17	2033-2034	2033	\$2,019,109	\$0	\$60,000,000	\$62,019,109	\$62,019,109	\$62,019,109
18	2034-2035	2034	\$2,039,300	\$0	\$60,000,000	\$62,039,300	\$62,039,300	\$62,039,300
19	2035-2036	2035	\$2,059,693	\$0	\$60,000,000	\$62,059,693	\$62,059,693	\$62,059,693
20	2036-2037	2036	\$2,080,290	\$0	\$60,000,000	\$62,080,290	\$62,080,290	\$62,080,290
21	2037-2038	2037	\$2,101,093	\$0	\$60,000,000	\$62,101,093	\$62,101,093	\$62,101,093
22	2038-2039	2038	\$2,122,104	\$0	\$60,000,000	\$62,122,104	\$62,122,104	\$62,122,104
23	2039-2040	2039	\$2,143,325	\$0	\$60,000,000	\$62,143,325	\$62,143,325	\$62,143,325
24	2040-2041	2040	\$2,164,758	\$0	\$60,000,000	\$62,164,758	\$62,164,758	\$62,164,758
25	2041-2042	2041	\$2,186,406	\$0	\$60,000,000	\$62,186,406	\$62,186,406	\$62,186,406

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.  
 Only include market value for eligible property on this schedule.

**Schedule C: Employment Information**

Luminant Generation Company LLC  
Colorado ISD

Applicant Name  
ISD Name

	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Construction		Non-Qualifying Jobs		Qualifying Jobs	
				Column A Number of Construction FTE's or man-hours (specify)	Column B Average annual wage rates for construction workers	Column C Number of non-qualifying jobs applicant estimates it will create (cumulative)	Column D Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Column E Average annual wage of new qualifying jobs	
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2015-2016	2015	125,000 man-hours	\$50,000	0	3	\$42,657	
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2016-2017	2016	275,000 man-hours	\$64,000	0	3	\$42,657	
Value Limitation Period <i>The qualifying time period could overlap the value limitation period.</i>	1	2017-2018	2017	0	0	0	3	\$42,657	
	2	2018-2019	2018	0	0	0	3	\$42,657	
	3	2019-2020	2019	0	0	0	3	\$42,657	
	4	2020-2021	2020	0	0	0	3	\$42,657	
	5	2021-2022	2021	0	0	0	3	\$42,657	
	6	2022-2023	2022	0	0	0	3	\$42,657	
	7	2023-2024	2023	0	0	0	3	\$42,657	
	8	2024-2025	2024	0	0	0	3	\$42,657	
	9	2025-2026	2025	0	0	0	3	\$42,657	
	10	2026-2027	2026	0	0	0	3	\$42,657	
Years Following Value Limitation Period	11 through 25	2027-2042	2027-2041	0	0	0	3	\$42,657	

Notes: See TAC 9.1051 for definition of non-qualifying jobs.  
Only include jobs on the project site in this school district.

- C1.** Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25 qualifying jobs in Subchapter B districts, 10 qualifying jobs in Subchapter C districts)  
If yes, answer the following two questions:
- C1a.** Will the applicant request a job waiver, as provided under 313.025(f-1)?
- C1b.** Will the applicant avail itself of the provision in 313.021(3)(F)?
- Yes  No
- Yes  No
- Yes  No

**Schedule D: Other Incentives (Estimated)**

Applicant Name  
ISD Name

Luminant Generation Company LLC  
Colorado ISD

Form 50-296A  
Revised Feb 2014

State and Local Incentives for which the Applicant intends to apply (Estimated)						
Incentive Description	Taxing Entity (as applicable)	Beginning Year of Benefit	Duration of Benefit	Annual Tax Levy without Incentive	Annual Incentive	Annual Net Tax Levy
Tax Code Chapter 311	County:					
	City:					
	Other:					
Tax Code Chapter 312	County: Mitchell	2017	Ten years (2017-2026)	\$820,000	\$820,000	\$0
	City:					
	Other: Hospital District	2017	Ten years (2017-2026)	\$219,897	\$219,897	\$0
Local Government Code Chapters 380/381	County:					
	City:					
	Other:					
Freepport Exemptions						
Non-Annexation Agreements						
Enterprise Zone/Project						
Economic Development Corporation						
Texas Enterprise Fund						
Employee Recruitment						
Skills Development Fund						
Training Facility Space and Equipment						
Infrastructure Incentives						
Permitting Assistance						
Other:						
Other:						
Other:						
Other:						
<b>TOTAL</b>				<b>\$1,039,897</b>	<b>\$1,039,897</b>	<b>\$0</b>

Additional information on incentives for this project:

Tax abatement terms are based on our initial request to County and Hospital District, however the abatement and its terms have not been formally agreed to.

**TAB 15**  
**Economic Impact Analysis and Other Payments**  
**(N/A)**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**

**TAB 16**  
**Description of Reinvestment Zone**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**

MAY 31 2013

Mitchell County, Texas

AT 9:29 O'CLOCK A.M.  
DEBBY CARLOCK  
County Clerk, Mitchell County, Texas  
Deputy *ell*

**Tax Abatement Guidelines and Criteria**

Mitchell County is committed to the promotion of developments in all portions of the county and to improving the quality of life for its citizens. This guideline will establish a uniform policy of tax abatement designed to provide long term significant positive economic impact on the community.

The Mitchell County Commissioners' Court reserves the right to negotiate a tax abatement agreement in order to compete favorably with other communities.

It is the goal of Mitchell County to grant tax abatements on the same terms and conditions as the other taxing entities having jurisdiction on the property. However, nothing herein shall limit the discretion of Mitchell County Commissioners' Court to consider, adopt, modify or decline any tax abatement request.

This policy is effective as of May 31, 2013 and shall at all times be kept current with regard to the needs of Mitchell County and reflective of the official views of the Commissioners' Court. These guidelines and criteria shall be reviewed every two years.

**I. Guidelines and Criteria**

In order to be eligible for designation as a reinvestment zone and receive tax abatement, the planned improvement must add at least \$1,000,000.00 in taxable value to the tax roll of eligible properties.

In consideration of the request for designation as a reinvestment zone and to receive tax abatement, the following factors will be considered:

- Jobs. The projected new jobs created, the retention of existing jobs, the types of jobs, the average payroll and the number of local persons hired.
- Fiscal Impact. The amount of real and person property value that will be added to the tax roll, the infrastructure improvements by the County that will be required by the facility, and the infrastructure improvements made by the facility.
- Community Impact. The business opportunities of existing local vendors, the revitalization of a depressed area, the impact on the taxing entities, and the employment opportunities of the project.

## II. Abatement Authorization

**Authorized Date:** A facility shall be eligible to apply for tax abatement if it has applied for such abatement prior to the commencement of construction provided that such facility meets the criteria granting tax abatement in reinvestment zones created in Mitchell County.

**Creation of New Values:** Abatement may only be granted for the additional value of eligible property improvements made subsequent to the filing of the application for tax abatement and specified in the abatement agreement between Mitchell County and the property owner or lessee, subject to such limitations as Mitchell County may require.

**New and Existing Facilities:** Abatement may be granted for the additional value of eligible property improvements made subsequent to and specified in an abatement agreement between Mitchell County and the property owner or lessee, subject to such limitations as Mitchell County may require.

**Eligible Property.** Abatement may be extended to the value above the Base Year Value of buildings, structures, fixed machinery and equipment, fixed personal property, and site improvements plus that office space and related fixed improvements necessary to the operation and administration of the facility

**Ineligible Property.** The following types of property shall be fully taxable and ineligible for abatement: land; inventories; supplies; tools; animals, furnishings and other forms of movable personal property; vehicles; vessels; private aircraft; deferred maintenance investments; property to be rented or leased except as provided in "Owned/Leased Facilities" below in this Section II; also, any property included in the calculation of base year value as defined.

**Owned/Leased Facilities:** If a leased facility is granted abatement, the agreement shall be executed with the lessor and the lessee.

## III. Standards for Tax Abatement

The following factors, among others, shall be considered in determining whether to grant tax abatement:

- Value of existing improvements, if any
- Type and value of proposed improvements
- Productive life of proposed improvements
- Number of existing jobs to be retained by proposed improvements
- Number and type of new jobs to be created by proposed improvements
- Amount of local payroll to be created
- Whether new jobs to be created will be filled by persons residing, or projected to

reside, within Mitchell County

- Amount which property tax base valuation will be increased during term of abatement and after abatement
- The costs to be incurred by Mitchell County resulting from the new improvements
- The amount of ad valorem taxes to be paid to Mitchell County during the abatement period considering (a) the existing values, (b) the percentage of new value abated, (c) the abatement period, and (d) the value after expiration of the abatement period
- The population growth of Mitchell County as a direct result of new improvements
- The types and values of public improvements, if any, to be made by applicant
- The impact on the business opportunities of existing businesses
- The attraction of other new businesses into the area

Each eligible applicant shall be reviewed on its merits utilizing the factors provided above. After such review, abatement may be denied entirely or may be granted to the extent deemed appropriate after full evaluation.

#### IV. Taxability

From the execution of the abatement to the end of the agreement period, taxes shall be payable as follows:

1. The value of ineligible property as provided in Abatement Authorization above shall be fully taxable.
2. The base tax value of existing eligible property as determined each year shall be fully taxable.
3. The additional value of new eligible property shall be fully taxable at the end of the abatement period.

#### V. Application for Tax Abatement

Any present or potential owner or lessee of taxable property in Mitchell County may request the creation of a reinvestment zone and tax abatement by filing a written application with the County Judge.

The application shall consist of:

- A general description of the new improvements to be undertaken
- A descriptive list of the improvement for which an abatement is requested
- A map and property description, or site plan
- A time schedule for undertaking and completing the proposed improvements
- In the case of modernization, a statement of the assessed value of the facility,

separately stated for real and personal property for the tax year immediately preceding the application

- Financial and other information as deemed appropriate for evaluating financial capacity of applicant

Upon receipt of completed application, Mitchell County shall set the matter for a public hearing to create a reinvestment zone if the applicant is requesting to locate in an area which is not already in a reinvestment zone. The County shall notify in writing the presiding officer of the governing body of each taxing unit in the County which has taxing jurisdiction in the proposed zone. Notice of a public hearing shall be clearly identified on an agenda posted prior to the hearing and published in a newspaper of general circulation at least seven days before the hearing.

Request for variance from the provisions of these Guidelines and Criteria must be made in written form to the County Judge and submitted with the application for abatement, provided, however, the total duration of an abatement shall in no instance exceed ten years. Such request shall include a complete description of the circumstances explaining why the applicant should be granted a variance. Requests for variance must be approved by a majority vote of the Commissioners Court.

## **VI. Agreement**

After approval of the tax abatement request, Mitchell County Commissioners' Court shall formally pass a resolution and execute an agreement with the owner and/or lessee of the facility which shall include:

- Estimated value to be abated and the base year value
- Percent of value to be abated each year
- The commencement date and termination date of the abatement
- The proposed use of the facility, nature of construction, time schedule for undertaking and completing the planned improvements, map, property description and improvements list
- Contractual obligations in the event of default, violation of terms or conditions and delinquent taxes recapture
- Provision for access and inspection of the property by Mitchell County to ensure compliance with agreement

Such agreement shall normally be executed within sixty (60) days after the applicant has forwarded all necessary information and documentation to the Commissioners' Court.

## **VII. Recapture**

In the event that the facility is completed and begins producing product or service, but subsequently discontinues for any reason except fire, explosion, accident or natural disaster for a period of more than one (1) year during the abatement period, the agreement shall terminate and so shall the abatement of taxes for the calendar year during which the agreement is terminated. The taxes otherwise abated for that calendar year shall be paid to Mitchell County within sixty (60) days from the date of termination.

Should Mitchell County determine that a company or individual is in default according to the terms and conditions of the agreement, the County shall notify the company or individual in writing at the address stated in the agreement, and if such is not cured within sixty (60) days from the date of such notice, the agreement shall be terminated.

In the event that the company or individual allows its ad valorem taxes owed Mitchell County to become delinquent and fails to timely and properly follow the legal procedures for their protest and/or contest; or violates any of the terms and conditions of the abatement agreement and fails to cure same during the cure period, the agreement shall be terminated and all taxes previously abated by virtue of the agreement will be recaptured and paid within sixty (60) days of the termination.

### **VIII. Administration**

The Chief Appraiser of the Mitchell County Appraisal District shall annually determine an assessment of the real and personal property comprising the reinvestment zone. Each year the company or individual receiving abatement shall furnish the Appraiser with such information as may be necessary for the abatement. Once value has been established, the Chief Appraiser shall notify the Commissioners' Court of the amount of the assessment.

The agreement shall stipulate that employees and/or designated representatives of Mitchell County Commissioners' Court will have access to the reinvestment zone during the term of the abatement to inspect the facility to determine if the terms and conditions of the agreement are being met. All inspections will be made only after giving twenty-four (24) hours prior notice and will only be conducted in such manner as to not unreasonably interfere with the construction and/or operation of the facility. All County inspections will be made with one or more representatives of the company or individual and in accordance with the facility's safety standards.

Upon completion of construction, a designated representative of Mitchell County shall annually evaluate each facility receiving abatement to insure compliance with the agreement and a formal report shall be made the Commissioners' Court.

All proprietary information acquired by Mitchell County Commissioners' Court for purposes of monitoring compliance with the terms and conditions of an abatement agreement shall be considered confidential.

## **IX. Assignment**

Abatement may be transferred and assigned by the holder to a new owner or lessee of the same facility upon the approval by resolution of the Mitchell County Commissioners' Court, subject to the financial capacity of the assignee. Any assignment shall provide that the assignee shall irrevocably and unconditionally assume all the duties and obligations of the assignor upon the same terms and conditions as set out in the agreement. Any assignment of a tax abatement agreement shall be to an entity that contemplates the same improvements or repairs to the property, except to the extent such improvements or repairs have been completed.

The contractual agreement with the new owner or lessee shall not exceed the termination date of the abatement agreement with the original owner and/or lessee.

No assignment or transfer shall be approved if the parties to the existing agreement, the new owner or new lessee are liable to any affected jurisdiction for outstanding taxes or other obligations.

Approval shall not be unreasonably delayed or withheld.

## **X. Sunset Provision**

These Guidelines and Criteria are effective upon the date of the adoption and will remain in force for two (2) years, unless amended by the Mitchell County Commissioners' Court, at which time all reinvestment zones and tax abatement agreements created pursuant to these provisions will be reviewed to determine whether the goals have been achieved. Based on that review, these Guidelines and Criteria may be modified, renewed or eliminated, providing that such actions shall not affect existing contracts.

## **XI. Glossary**

"Abatement" means the full or partial exemption from ad valorem taxes of certain property in a reinvestment zone designated by Mitchell County for economic development purposes.

"Affected jurisdiction" means Mitchell County, any municipality, taxing entity or school district which is located in Mitchell County that levies ad valorem taxes upon and/or provides services to property located within the proposed or existing reinvestment zone designated by Mitchell County Commissioners' Court.

"Agreement" means a contractual agreement between a property owner and/or lessee

and Mitchell County.

"Applicant" means the legal entity seeking tax abatement.

"Base year value" means the assessed value of eligible property on January 1 of the year of the execution of the agreement, plus the agreed upon value of real and personal property improvements made after January 1, but before the execution of the agreement.

"Commencement of Construction" means the placement or construction of any improvements that are part of the project in the reinvestment zone. The storage of building materials in the reinvestment zone that are to be used in construction of the improvements does not constitute commencement of construction. Engineering, site preparation and similar activity shall not be considered commencement of construction so long as permanent improvements that are part of the project have not been constructed and placed in the reinvestment zone.

"Facility" means property improvements completed or in the process of construction which together comprise an integral whole.

"Modernization" means the upgrading and/or replacement of existing facilities which increases the productive input or output, updates the technology or substantially lowers the unit cost of the operation. Modernization may result from the construction, alteration or installation of buildings, structures, fixed machinery or equipment. It shall not be for the purpose of reconditioning, refurbishing or repairing.

"New facility" means improvements to real estate previously undeveloped which is placed into service by means other than, or in conjunction with, expansion or modernization.

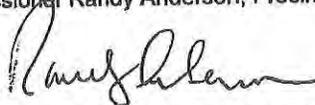
"New jobs" means a newly created employment position on a full-time permanent basis. Two or more part-time permanent employees totaling an average of not less than 40 hours per week may be considered as one full-time permanent employee.

Adopted this 31st day of May, 2013 by Mitchell County Commissioners' Court.

Judge Ray Mayo



Commissioner Randy Anderson, Precinct 1



Commissioner Jeremy Strain, Precinct 2



Commissioner Jesse Munoz, Precinct 3



Commissioner Bill Preston, Precinct 4



ORDER NO. 2014-01

COPY

**AN ORDER OF THE MITCHELL COUNTY COMMISSIONERS COURT:  
(1) APPROVING AND DESIGNATING A TAX ABATEMENT  
REINVESTMENT ZONE ON REAL PROPERTY LOCATED IN  
MITCHELL COUNTY, TEXAS, IDENTIFIED AS THE MITCHELL  
COUNTY TAX ABATEMENT REINVESTMENT ZONE NO. 2014-01,  
PURSUANT TO CHAPTER 312 OF THE TEXAS TAX CODE AND  
OTHER AUTHORITY; AND (2) ESTABLISHING AN EFFECTIVE DATE  
AND COMPLIANCE WITH THE TEXAS OPEN MEETING ACT.**

**WHEREAS**, Mitchell County, Texas (“County”) is a county of the State of Texas, having been duly created and organized under the constitution and laws of Texas, and further, the Mitchell County Commissioners Court (“Commissioners Court”) is the governing body of said County; and

**WHEREAS**, pursuant to Article V, Section 18 and Article III, Section 52-a of the Texas Constitution, Chapter 381 of the Texas Local Government Code (“Chapter 381”), and other authority, the County may develop and administer an economic development program to stimulate business and commercial activity in the County, including the designation of a tax abatement reinvestment zone to be designated and applied regarding tax abatement agreements pursuant to Chapter 312 of the Texas Tax Code (“Chapter 312”); and

**WHEREAS**, the County has experienced a decline in business and commercial activity that has adversely affected economic and other issues in the County; and

**WHEREAS**, the County recently has experienced some positive economic growth due to increased activity in the energy industry in this region of Texas, however, the aforesaid adverse effects associated with the decline in business and commercial activity should not be ignored by the Commissioners Court; and

**WHEREAS**, the County, in the public interest and through the use of the authorized and lawful discretion of its Commissioners Court, should directly engage and assist in the effort to reverse and remedy the adverse effects associated with the decline in business and commercial activity through the enactment and administration of worthwhile economic development programs for Mitchell County, Texas, and through the execution and administration of worthwhile economic development agreements, including the creation of authorized tax abatement reinvestment zones under Chapters 381 and 312, said activities being designed to stimulate business and commercial activity in the County; and

**WHEREAS**, certain land (“Subject Property”) exists in Mitchell County, Texas, more particularly described in the Official Public Records of Mitchell County, Texas, and the public records of the Mitchell County Appraisal District, the contents of which are incorporated by reference, as follows: Abstract No. 466, T&P RR CO Survey, Block 26, Section 77; Abstract No. 817, T&P RR CO Survey, Block 26, Section 78; Abstract No. 467, T&P RR CO Survey, Block 26, Section 79; Abstract No. 784, T&P RR CO Survey, Block 26, Section 90; Abstract

No. 1052, T&P RR CO Survey, Block 27, Section 84; and Abstract No. 518, T&P RR CO Survey, Block 27, Section 85; and

WHEREAS, pursuant to its order dated October 20, 2014 (“Program Order”), the Commissioners Court approved and established an Economic Development Program (“Program”) regarding the Subject Property, the contents of which order are incorporated by reference, for the improved development of business and commercial activity on the Subject Property, and further, in the Program Order:

- (1) directed that desired development on the Subject Property may include, but shall not be limited to, public or private facilities, infrastructure, improvements, and equipment located on said land designed, constructed, and operated to use solar power to generate and supply electricity; and
- (2) found that the acquisition, development, location, construction, operation, and maintenance of improved business and commercial activity on the Subject Property will accomplish or substantially achieve worthwhile public purposes, including but not limited to increased local tax bases, increased employment and wages, increased sales, a decrease in the number of families living in poverty, and promoting or advertising the County; and

WHEREAS, pursuant to Chapters 381, 312, and other authority, the Commissioners Court desires by this order to approve, designate, establish, implement, and administer the **Mitchell County Tax Abatement Reinvestment Zone No. 2014-01 (“Zone”)** regarding the Subject Property, and finds that all prerequisites to the creation and designation of the Zone (including public notice, local taxing entity notice, and public hearing requirements) have been properly accomplished as required by law;

**NOW, THEREFORE, BE IT RESOLVED AND ORDERED** by the Mitchell County Commissioners Court, for and in behalf of said County and in the public interest, as follows:

- (1) Singular nouns and pronouns shall include the plural, and the masculine gender shall include the feminine gender, and vice versa, where necessary for a correct meaning of this order.
- (2) All statements made in the caption, preamble, and preliminary recitals of this order, are true, correct, and incorporated by reference for all purposes.
- (3) The following tax abatement reinvestment zone is hereby approved, designated and established, and shall be implemented and administered, regarding the Subject Property: the **Mitchell County Tax Abatement Reinvestment Zone No. 2014-01**, with the entire land area of the designated Zone located in Mitchell County, Texas and more particularly described in the Official Public Records of Mitchell County, Texas, and the public records of the Mitchell County Appraisal District, the contents of which are incorporated by reference, as follows: Abstract No. 466,

T&P RR CO Survey, Block 26, Section 77; Abstract No. 817, T&P RR CO Survey, Block 26, Section 78; Abstract No. 467, T&P RR CO Survey, Block 26, Section 79; Abstract No. 784, T&P RR CO Survey, Block 26, Section 90; Abstract No. 1052, T&P RR CO Survey, Block 27, Section 84; and Abstract No. 518, T&P RR CO Survey, Block 27, Section 85.

- (4) Pursuant to Chapter 312 and the other the authority recited in this order, the Commissioners Court finds that:
  - (a) all public notice requirements for the creation and designation of the Zone on the Subject Property were properly accomplished;
  - (b) all local taxing entity notice requirements for the creation and designation of the Zone on the Subject Property, and the required preliminary public hearing, were properly accomplished;
  - (c) prior to the consideration of this Zone designation matter by the Commissioners Court, a public hearing was properly conducted on this date at a public meeting of the Commissioners Court after preliminary notice for that meeting and hearing was properly accomplished;
  - (d) the improvements sought within the Zone are feasible and practical and would be a benefit to the land to be included in the Zone and to the County after the expiration of a tax abatement agreement entered into under Sections 312.204, 312.211, 312.402 of the Texas Tax Code, or other applicable authority;
  - (e) the Zone designation would contribute to the retention or expansion of primary employment, or would attract major investment in the Zone that would be a benefit to the property included in the Zone and that would contribute to the economic development of the County; and
  - (f) all public purposes described in the Program Order and this order shall be accomplished or substantially achieved by this Zone designation.
- (5) This order shall take effect immediately from and after its passage.
- (6) All prior acts of the County, including its elected officials, appointed officials, officers, employees, agents, attorneys, and representatives, are

hereby ratified, confirmed, and approved regarding this and all related matters.

- (7) This matter was approved at a meeting held in compliance with Chapter 551 of the Texas Government Code, the Texas Open Meetings Act.

ORDERED, ADOPTED, AND APPROVED on the 27 day of October, 2014.

SIGNED on the 27 day of October, 2014.

COMMISSIONERS COURT OF  
MITCHELL COUNTY, TEXAS

Ray May  
County Judge  
Mitchell County, Texas

Jeremy Strain  
County Commissioner, Precinct 2  
Mitchell County, Texas

Billy H. Houston  
County Commissioner, Precinct 4  
Mitchell County, Texas

Nancy Anderson  
County Commissioner, Precinct 1  
Mitchell County, Texas

Jose Munoz  
County Commissioner, Precinct 3  
Mitchell County, Texas

**ATTEST:**

Debby Carlock  
County Clerk/Deputy County Clerk  
Mitchell County, Texas

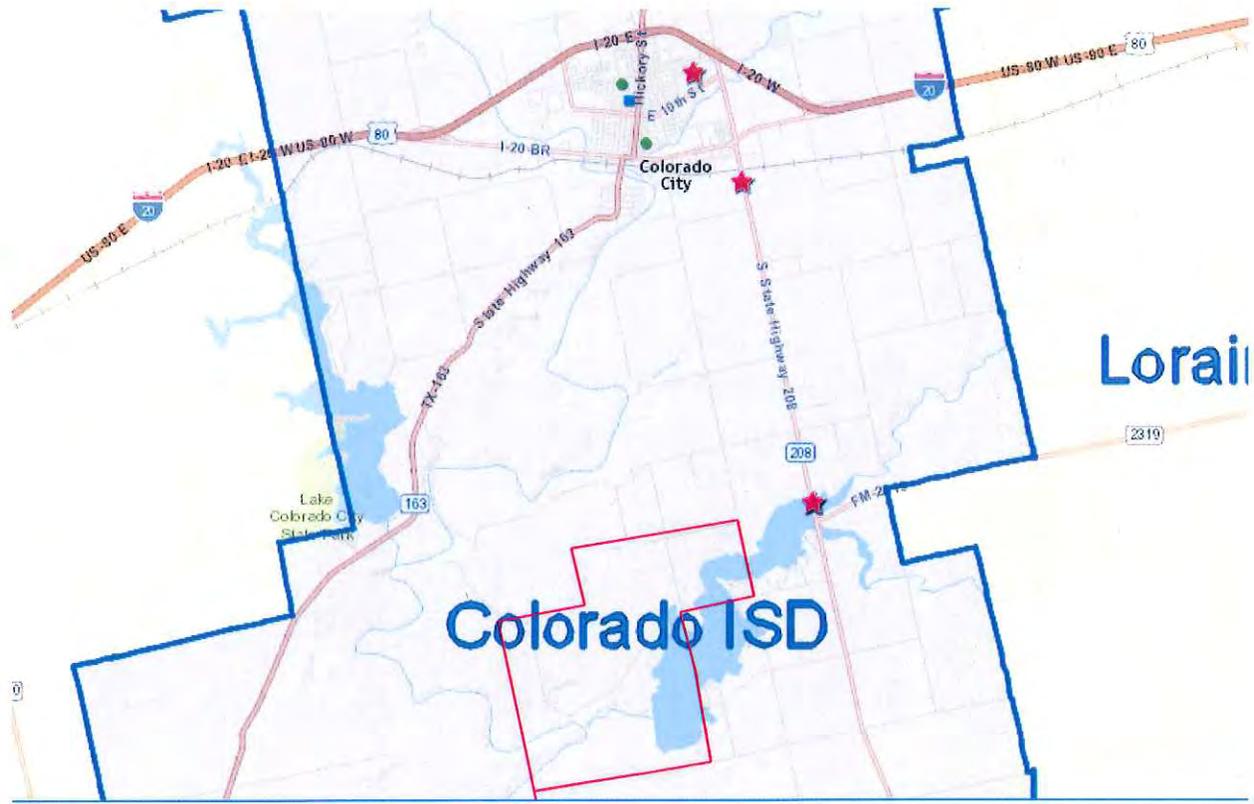
FILED FOR RECORD

OCT 27 2014

AT 10:20 O'CLOCK A M  
DEBBY CARLOCK  
County Clerk, Mitchell County, Texas  
By ck Deputy ck



**TAB 16 REINVESTMENT ZONE MAP**



**Reinvestment Zone  
Boundaries**

**CHAPTER 313 APPLICATION**

**TAB 17**  
**Signature and Certification Page**

**Chapter 313 Application**  
**Luminant Generation Company LLC**  
**Champion Creek Solar Energy Project**



**Luminant**

**SECTION 16: Authorized Signatures and Applicant Certification**

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in **Tab 17**. **NOTE:** If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

**1. Authorized School District Representative Signature**

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

**print here** ▶ Reggy Spencer \_\_\_\_\_ Title \_\_\_\_\_  
Print Name (Authorized School District Representative)

**sign here** ▶ Reggy Spencer \_\_\_\_\_ Date \_\_\_\_\_  
Signature (Authorized School District Representative)

**2. Authorized Company Representative (Applicant) Signature and Notarization**

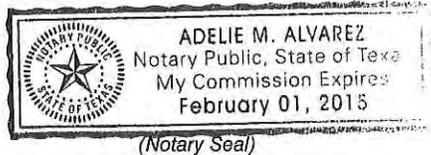
I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

**print here** ▶ Donald Montgomery \_\_\_\_\_ Director of Community Relations  
Print Name (Authorized Company Representative (Applicant)) Title \_\_\_\_\_

**sign here** ▶ Donald Mont \_\_\_\_\_ 11-10-14  
Signature (Authorized Company Representative (Applicant)) Date \_\_\_\_\_

GIVEN under my hand and seal of office this, the  
10 day of November, 2014  
Adelie M. Alvarez  
 Notary Public in and for the State of Texas  
 My Commission expires: 2-01-2015



If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.