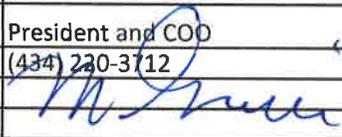


Biennial Progress Report for Texas Economic Development Act		Form 50-773-A
Economic Development and Analysis		
SECTION 1: Applicant Information		
1. Application number		1091
2. Name of school district	Gregory-Portland ISD	
3. Name of central appraisal district (CAD) appraising the qualified property in this school district	San Patricio CAD	
4. Name of project on original application (or short description of facility)	Apex Midway Wind	
5. Name of applicant on original application	Apex Midway Wind, LLC	
6. Name of company entering into original agreement with district	Apex Midway Wind, LLC	
7. If you are one of two or more companies originally applying for a limitation, list all other applicants here and describe their relationships. (Use attachments if necessary.)		
SECTION 2: Current Agreement Information		
1. Name of current agreement holder(s)	Apex Midway Wind, LLC	
2. Complete mailing address of current agreement holder	Court Square Building, 310 4th St. NE, Suite 200, Charlottesville, VA 22902	
3. Company contact person for agreement holder:		
Name	Mark Goodwin	
Title	President and COO	
Phone	(434) 220-3712	
Email	Mark.Goodwin@apexcleanenergy.com	
4. Texas franchise tax ID number of current agreement holder:		32050705956
5. If the current agreement holder does not report under the franchise tax law, please include name and tax ID of reporting entity:		
Name	n/a	
Tax ID	n/a	
6. NAICS Code of current agreement holder (6 Digit)		221119
7. If the authorized company representative is different from the contact person listed above:		
Name	n/a	
Title	n/a	
Complete Mailing Address	n/a	
Phone	n/a	
Email	n/a	
8. If you are a current agreement holder who was not an original applicant, please list all other current agreement holders. Please describe the chain of ownership from the original applicant to the new entities. (Use attachments if necessary.)	n/a	
SECTION 3: Project Timeline		
1. Date original limitation agreement approved by school district		1/19/2016
2. First (complete) year of qualifying time period – after the date the application is approved. See Tax Code §313.021[4]		2017
3. Date commercial operations began at the site of the project	N/A	
4. First year of property value limitation		2017
SECTION 4: Value Limitation Details		
1. Minimum limitation amount per Agreement (for entire agreement)		30,000,000
2. Amount of qualified investment during the qualifying time period the recipient committed to spend or allocate for this project on application (not total investment)		240,000,000

3. Total qualified investment made from the beginning of the qualifying time period through the end of the qualifying time period or the last complete tax year, if still in the qualifying time period	0
4. Has the size and/or scope of the project changed, resulting in a material change in qualified property from that in the application?	No
4a. If yes, please describe on an attachment how the actual qualified property — for which you are providing actual and estimated market values on subsequent pages — differs from that property described in the agreement. Include only property located in this school district.	n/a
5. What was the number of permanent existing jobs at this facility prior to application? (See guidelines for definition of existing job.)	0
SECTION 5: Job Details	
1. For agreements before Jan. 1, 2014, does the agreement include a definition of "new job" other than TAC §9.1051(14)(C), as the rule existed at the time of application?	Yes/No
1a. If yes, please provide the definition of "new job" as used in the agreement. (Use attachments if needed.)	n/a
SECTION 6: Authorized Signature	
After this report and charts are complete, they should be reviewed and certified to be complete by a company employee authorized to sign on behalf of the company listed in Section 2.	
By signing below, I certify that I am an employee of (Apex Clean Energy Holdings, LLC) , a current agreement holder of a limitation on appraised value who is authorized to sign on behalf of the company. I attest that the contents of this form and attachments are true and correct to the best of my knowledge and belief and have determined that the electronic copy is identical to the hard copy of this report.	
Print Name of Company Employee	Mark Goodwin
Title	President and COO
Phone	(434) 230-3712
Signature of Company Employee	
Date	
NOTE: If you amend your report, you will need to resign and resubmit this section with your forms, charts or attachments.	

Biennial Progress Report for Texas Economic Development Act
CHART B1: Job Data for Applications 1000+

App Number **1091**

Date **5/12/2016**

Form 50-773A

District Name Gregory-Portland ISD

1st Yr. of Qualifying Time Perio 2017

Revised May 2014

Company Name Apex Midway Wind LLC

CHART B1 - Only complete this for applications 1000+	Qualifying Time Period		Limitation Period ³										Viable Presence Period				
	Year 0 (Stub Year)	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10	Year 11	Year 12	Year 13	Year 14	Year 15	
	Tax year (YYYY)	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026	2027	2028	2029	2030	2031
1	Number of qualifying jobs ¹ applicant committed to create on application (cumulative)	0	1	1	1	1	1	1	1	1	1	1	1	1	1	1	1
2	Number of qualifying jobs ¹ applicant actually created (cumulative)	0	1	1	1	1	1	1	1	1	1	1	1	1	1	1	1
3	Median annual wage of qualifying jobs ¹ applicant created	\$0	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464
4	Total wages for qualifying jobs ¹ applicant created	\$0	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464	\$57,464
5	Number of non-qualifying jobs ² applicant created (cumulative)	0	4	4	4	4	4	4	4	4	4	4	4	4	4	4	4
6	Average annual wage of non-qualifying jobs ² applicant created	\$0	\$46,267	\$46,267	\$46,267	\$46,267	\$46,267	\$46,267	\$46,267	\$46,267	\$46,267	\$46,267	\$46,267	\$46,267	\$46,267	\$46,267	\$46,267
7	Total wages for non-qualifying jobs ² applicant created	\$0	\$185,068	\$185,068	\$185,068	\$185,068	\$185,068	\$185,068	\$185,068	\$185,068	\$185,068	\$185,068	\$185,068	\$185,068	\$185,068	\$185,068	\$185,068

Actual and projected data. Use actual data for prior years. Estimates are required for current and future years.

Notes:

- Jobs meeting all of the requirements of Tax Code §313.021(3).
- For non-qualifying job definition see TAC §9.1051.
- Insert columns as needed to adjust beginning date of limitation per 313.027(a-1)(2).

Biennial Progress Report for Texas Economic Development Act
CHART B2: Investment and Market Values for Applications 1000+

Date 5/12/2016 **Form 50-773A**
Application Number 1091 *Revised May 2014*
Current Agreement Holder Name Apex Midway Wind LLC
ISD Name Gregory-Portland ISD

CHART B1 - Only complete this for applications 1000+

	Year	School Year (YYYY-YYYY)	Tax Year (actual tax year) YYYY	Total Investment ¹ (cumulative)	Market value ² of qualified property on Jan. 1 BEFORE any exemptions	Market value less any exemptions (such as pollution control) and before limitation ³	Taxable value of qualified property for purposes of M&O
Prior to start of value limitation period or most recent year end. Insert rows as needed ⁴ .	0	2016-2017	2016	240,000,000	0	0	0
Value limitation period	1	2017-2018	2017	240,000,000	228,000,000	228,000,000	30,000,000
	2	2018-2019	2018	240,000,000	214,320,000	214,320,000	30,000,000
	3	2019-2020	2019	240,000,000	201,461,000	201,461,000	30,000,000
	4	2020-2021	2020	240,000,000	189,373,000	189,373,000	30,000,000
	5	2021-2022	2021	240,000,000	178,011,000	178,011,000	30,000,000
	6	2022-2023	2022	240,000,000	167,330,000	167,330,000	30,000,000
	7	2023-2024	2023	240,000,000	157,290,000	157,290,000	30,000,000
	8	2024-2025	2024	240,000,000	147,853,000	147,853,000	30,000,000
	9	2025-2026	2025	240,000,000	138,982,000	138,982,000	30,000,000
Viable presence period	10	2026-2027	2026	240,000,000	130,643,000	130,643,000	30,000,000
	11	2027-2028	2027	240,000,000	122,804,000	122,804,000	122,804,000
	12	2028-2029	2028	240,000,000	115,436,000	115,436,000	115,436,000
	13	2029-2030	2029	240,000,000	108,510,000	108,510,000	108,510,000
	14	2030-2031	2030	240,000,000	101,999,000	101,999,000	101,999,000
	15	2031-2032	2031	240,000,000	95,879,000	95,879,000	95,879,000

Actual and projected data. Use actual data for prior years. Estimates are required for current and future years.

- Notes:
1. Total investment is all investment at original cost, including land acquired after filing of application. Investments made in a year should be reflected in the subsequent year's market value.
 2. Use appraisal values from CAD as available. For future years, use market value that the entity estimates will approximate the market value for ad volorem tax purposes in that year.
 3. This amount is typically the taxable value for the purpose of I&S fund or debt service reserve fund.
 4. Insert rows as needed to adjust beginning date of limitation per 313.027(a-1)(2).