FINDINGS OF THE CALHOUN COUNTY INDEPENDENT SCHOOL DISTRICT BOARD OF TRUSTEES UNDER THE TEXAS ECONOMIC DEVELOPMENT ACT ON THE APPLICATION SUBMITTED BY UNION CARBIDE CORPORATION (#1168)

June 12, 2017

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OF THE
CALHOUN COUNTY INDEPENDENT
SCHOOL DISTRICT BOARD OF TRUSTEES
UNDER THE
TEXAS ECONOMIC DEVELOPMENT ACT
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STATE OF TEXAS §

COUNTY OF CALHOUN §

On the 12h day of June, 2017, a public meeting of the Board of Trustees of the Calhoun County Independent School District ("District") was held. The meeting was duly posted in accordance with the provisions of the Texas Open Meetings Act, Chapter 551, Texas Government Code. At the meeting, the Board of Trustees took up and considered the application of Union Carbide Corporation ("Applicant") for an Appraised Value Limitation on Qualified Property, pursuant to Chapter 313 of the Texas Tax Code. The Board of Trustees solicited input into its deliberations on the Application from interested parties within the District. The Board of Trustees has considered the economic impact analysis and the project certification issued by the Texas Comptroller of Public Accounts. After hearing presentations from the District's administrative staff, and from consultants retained by the District to advise the Board in this matter, and after considering the relevant documentary evidence, the Board of Trustees makes the following findings with respect to application from Applicant, and the economic impact of that application:

On November 13, 2016, the Superintendent of the District, acting as agent of the Board of Trustees, and the Texas Comptroller of Public Accounts ("Comptroller") received an Application from Applicant for an Appraised Value Limitation on Qualified Property, pursuant to Chapter 313 of the Texas Tax Code. An Amendment to the Application was filed on March 30, 2017. A copy of the Application and Amendment No. 1 is included as **Attachment A**.

The Applicant, (Texas Taxpayer Id. 11314217305), is an entity subject to Chapter 171, Texas Tax Code, and is certified to be an active franchise taxpayer by the Comptroller. See **Attachment B**.

The Board of Trustees acknowledged receipt of the Application, along with the requisite application fee, established pursuant to Texas Tax Code § 313.025(a)(1) and Local District Policy.

The Application was delivered to the Comptroller for review pursuant to Texas Tax Code § 313.025(d). A copy of the Application was delivered to the Calhoun County Appraisal District for review pursuant to 34 Tex. Admin. Code § 9.1054. On April 7, 2017, the Comptroller determined the Application to be complete.

The Application was reviewed by the Comptroller pursuant to Texas Tax Code §313.026, and a Comptroller Certificate was issued on May 5, 2017 in which the Comptroller has determined, inter alia, that: 1) Application is subject to the provisions of Chapter 171, Texas Tax Code; 2) the property meets the requirements of Section 313.024 for eligibility for a limitation on appraised values; 3) the proposed project is reasonably likely to generate tax revenue in an amount sufficient to offset the school district maintenance and operations ad valorem tax revenue lost as a result of the agreement before the 25th anniversary of the beginning of the limitation period; and, 4) the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in this state. A copy of the Certificate is attached to the findings as **Attachment C**.

The Board of Trustees has previously directed that a specific financial analysis be conducted concerning the impact of the proposed value limitation on the finances of District. A copy of the report prepared by Moak, Casey & Associates, Inc. is attached to these findings as **Attachment D**.

The Board of Trustees has confirmed that the taxable value of property in the District for the preceding tax year, as determined under Subchapter M, Chapter 403, Government Code, is as stated in **Attachment E**.

The Texas Education Agency has evaluated the impact of the project on the District's facilities. TEA's determination is to be attached to these findings as **Attachment F.**

The Board has adopted the Texas Economic Development Agreement (Form 50-826) as promulgated by the Comptroller's Office. Form 50-826 has been altered only in

accordance only the provisions of the template that the Comptroller permitted. The proposed Agreement is attached to these findings as **Attachment G**.

After review of the Comptroller's Certificate and economic analysis, and in consideration of its own studies the Board finds:

Board Finding Number 1.

> **The Board finds that the property described in the Application meets the requirements of Tex. Tax Code §313.024 for eligibility for a limitation on appraised value.**

In support of Finding 1, the Application indicates that:

> Union Carbide Corporation's proposed manufacturing unit is a catalyst manufacturing plant. The plant would produce a catalyst in the production of High Density Polyethylene (HDPE).

Property used for manufacturing is eligible for a limitation under §313.024(b)(1).

Board Finding Number 2.

> **The project proposed by the applicant is reasonably likely to generate, before the 25th anniversary of the beginning of the limitation period, tax revenue, including state tax revenue, school district maintenance and operations ad valorem tax revenue attributable to the project, and any other tax revenue attributable to the effect of the project on the economy of the state, in an amount sufficient to offset the school district maintenance and operations ad valorem tax revenue lost as a result of the agreement (as detailed in Attachment B of the Comptroller's Certification).**

Board Finding Number 3.

> **Based on the information certified by the Comptroller, the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in this state (as detailed in Attachment C of the Comptroller's Certification).**

Board Finding Number 4.

> **The Board finds that the Application Fee received was reasonable and only in such an amount as was necessary to cover the District's costs of processing the Application under consideration.**

In support of Finding 4, the Board reviewed the Application Fee payment included in the Application at Attachment A, the contract with the District's consultants and the internal costs for processing the application, if any.

Board Finding Number 5.

> **Based upon the Application and in the Comptroller's Economic Impact Evaluation and Certification, Attachment B, the Board finds that that the number of jobs to be created and the wages to be paid comply with the requirements of statute; and, the Board further finds that the Chapter 313 Tax Limitation Agreement (Attachment G) contains all required provisions and information related to job creation requirements, to wit: the provisions set forth in Subsections 9.1C&D of such Agreement.**

In its Application, Applicant has committed to creating eighteen (18) new qualifying jobs. The average salary level of qualifying jobs will be at least $54,300 per year. The review of the application by the Comptroller's indicated that this amount—based on Texas Workforce Commission data—complies with current Tex. Tax Code §313.021(3) requirement that qualifying jobs must pay 110 percent of the county average manufacturing wage. As defined in Section 313.021 of the Tax Code, "Qualifying Job" means a permanent full-time job that:

(A) requires at least 1,600 hours of work a year;

(B) is not transferred from one area in this state to another area in this state;

(C) is not created to replace a previous employee;

(D) is covered by a group health benefit plan for which the business offers to pay at least 80 percent of the premiums or other charges assessed for employee-only coverage under the plan, regardless of whether an employee may voluntarily waive the coverage; and

(E) pays at least 110 percent of the county average weekly wage for manufacturing jobs in the county where the job is located.

Board Finding Number 6.

> **The Applicant intends to create two (2) non-qualifying jobs.**

In its Application, Applicant has indicated that it intends to create two (2) non-qualifying jobs. For all non-qualifying jobs the Applicant will be required to pay at least the county average wage of $64,195 for all jobs in the county in accordance with the provisions of Tex. Tax Code §313.024(d).

Board Finding Number 7.

> **The revenue gains that will be realized by the school district if the Application is approved will be significant in the long-term, with special reference to revenues used for supporting school district debt.**

In support of this finding, the analysis prepared by Moak, Casey & Associates projects that the project would initially add $94.3 million to the tax base for debt service purposes at the peak investment level for the 2021-22 school year. The project remains fully taxable for debt services taxes, with the District currently levying a $0.2535 per $100 I&S rate. While the value of the Project is expected to depreciate over the life of the agreement and beyond, full access to the additional value is expected to keep the District's projected I&S taxable value well above the level available through the state's facility programs. As a result, local taxpayers should benefit from the addition of the Project to the local I&S tax roll.

Board Finding Number 8.

> **The effect of the applicant's proposal, if approved, on the number or size of needed school district instructional facilities is not expected to increase the District's facility needs, with current trends suggest little underlying enrollment growth based on the impact of the project.**

The summary of financial impact prepared by Moak, Casey & Associates, Inc., indicates that there will be little to no impact on school facilities created by the new project. This finding is confirmed by the TEA evaluation of this project's impact on the number and size of school facilities in the District as stated in **Attachment F**.

Board Finding Number 9.

> **The Board finds that with the adoption of District Policy CCG (Local), implemented in conformance with both Comptroller and Texas Education Agency Rules governing Chapter 313 Agreements, it has developed a process to verify, either directly or through its consultants, the accuracy and completeness of information in annual eligibility reports and biennial progress reports regarding (1) the reported number of jobs created and (2) the reported amount invested in the property.**

Board Finding Number 10.

> **The Board of Trustees hired consultants to review and verify the information in the Application. Based upon the consultants' review, the Board has determined that the information provided by the Applicant is true and correct.**

The Board has developed a written policy CCG (Local) which requires, upon the filing of an Application under Tax Code Chapter 313, the retention of consultants in order to verify: (1) that Applicant's information contained in the Application as to existing facts is true and correct; (2) that Applicant's information contained in the Application with respect to projections of future events are commercially reasonable and within the ability of Applicant to execute; (3) that information related to job creation is commercially reasonable and within the ability of Applicant to execute; (4) that Applicant's representations concerning and economic incentives being offered, if any, and (5) the proposed project meets eligibility requirements.

As a part of its verification process the Board notes that the Chapter 313 Application for which these Findings are being made has been submitted by the Applicant under oath. Chapter 313 Applications are governmental records under Tex. Penal Code §37.01(2)(A); as a result, all statements contained therein are representations of fact within the meaning of Tex. Penal Code § 37.01(3). Since Board action upon the adoption of these Findings and the approval of the Chapter 313 Tax Limitation Agreement (**Attachment G**) is an "official proceeding," a false statement on a Chapter 313 application constitutes perjury under Tex. Penal Code § 37.03.

The Board finds that sworn statements are routinely used as an acceptable verification method for reliance by fact finders in each of the three separate branches of government, including trials.

The consultants have prepared signed statements that the consultants have reviewed and verified the contents of the Application and have determined that the current statements of fact contained in the Application are true and correct. (**Attachment H**) The Board finds that reliance by the Board and its consultants upon verified statements of the Applicant, especially as to Applicant's future intentions which cannot be objectively verified is reasonable and within the intent of Chapter 313, Texas Tax Code.

Board Finding Number 11.

> **The Board of Trustees has determined that the Tax Limitation Amount requested by Applicant is currently Thirty Million Dollars, which is consistent with the minimum values currently set out by Tax Code, § 313.054(a).**

The Board finds that the Chapter 313 Tax Limitation Agreement (**Attachment G**), in accordance with Comptroller's Form 50-826, contains all required provisions and information related to the required investment amount, to wit: the amount set forth in Section 2.5 of said Agreement. According to the Texas Comptroller of Public Accounts' School and Appraisal Districts' Property Value Study 2015 Final Findings made under Subchapter M, Chapter 403, Government Code for the preceding tax year, Attachment F. The total industrial value for the District is $2.20 billion. The District is categorized as Subchapter C, which applies only to a school district that has territory in a strategic investment area, as defined under Subchapter O, Chapter 171, Tax Code or in a county: (1) that has a population of less than 50,000 and (2) in which, from 1990 to 2000, according to the federal decennial census, the population: (A) remained the same; (B) decreased; or (C) increased, but at a rate of not more than three percent per annum. The District is classified as a "rural" district due to its demographic characteristics. Given that the value of industrial property is more than $200 million, it is classified as a Category I district which can offer a minimum value limitation of $30 million.

Board Finding Number 12.

> **The Board finds that the Chapter 313 Tax Limitation Agreement (Attachment G) contains all necessary provisions and information related to establishing the required investment amount, to wit: the amount set forth in Section 2.5 of said Agreement.**

The Board relies on the certifications of its consultants and the Comptroller's Approval of the Agreement form to make this Finding. (**Attachment I**)

Board Finding Number 13.

> **The Applicant (Taxpayer No. 11314217305) is eligible for the limitation on appraised value of qualified property as an active franchise-tax paying entity.**

The Applicant, (Texas Taxpayer No. 11314217305), is an entity subject to Chapter 171, Texas Tax Code, and is certified to be an active franchise tax payer by the Comptroller. See **Attachment B**. The Board also finds that the Chapter 313 Tax Limitation Agreement (**Attachment G**) contains all required provisions necessary for the Board to assess eligibility of any business to which an agreement is transferred.

Board Finding Number 14.

> **The project will be located within an area that is designated as a reinvestment zone, pursuant to Chapter 312 of the Texas Tax Code.**

Board Finding Number 15.

> **The Agreement for an Appraised Value Limitation on Qualified Property, pursuant to Chapter 313 of the Texas Tax Code, attached hereto as Attachment G, includes adequate and appropriate revenue protection provisions for the District, and such provisions comply with the specific terms of Texas Tax Code, Chapter 313.**

In support of this finding, the report of Moak, Casey & Associates, Inc. shows that the District will incur a revenue loss in the first and subsequent years that the value limitation is in effect without the proposed Agreement. However, with this Agreement, the negative consequences of granting the value limitation are offset through the revenue protection provisions agreed to by the Applicant and the District. The Agreement contains adequate

revenue protection measures for the duration of the Agreement. In support of this Finding, the Board relies upon the recommendation of its consultants. (**Attachment H**)

Board Finding Number 16.

> **The Board finds that the Chapter 313 Tax Limitation Agreement (Attachment G) contains all required provisions necessary for the Board to assess performance standards and to require periodic deliverables that will enable it to hold businesses accountable for achieving desired results, to wit: the reporting requirements set forth in Article VIII of said Agreement.**

Board Finding Number 17.

> **The Board finds that there are no conflicts of interest at the time of considering the agreement.**

The Board finds that with the adoption of District Policies BBFA and BBFB, both (Legal) and (Local), set forth at http://pol.tasb.org/Home/Index/248, that it has taken appropriate action to ensure that all District Trustees and the Superintendent, have disclosed any potential conflicts of interest, and that such disclosures will be made if any conflict of interest arises in the future, in compliance with the requirements of Texas Local Gov't Code §171.004.

In addition, at the public hearing, the Board caused the statement set forth in **Attachment J** to be read into the public record and that only Board members audibly responding that no conflict of interest existed either deliberated or voted on the Tax Limitation Agreement, these Findings or any matter relating to the Application upon which these Findings have been premised.

The Board finds that with the adoption of District Policies DBD, DGA, DH, and BBFB, both (Legal) and (Local) that it has taken appropriate action to ensure that all District employees and/or consultants, have disclosed any potential conflicts of interest, and that such disclosures will be made if any conflict of interest arises in the future, in compliance with the requirements of Texas Local Gov't Code §171.004.

The Board finds that that no non-disclosed conflicts of interest exist as to the Application for which these Findings are being made, as of the time of action on these Findings.

Board Finding Number 18.

> **The Board directs that a link on its Web site to the Comptroller's Office's Web site where appraisal limitation related documents are made available to the public.**

Board Finding Number 19.

> **Considering the purpose and effect of the law and the terms of the Agreement, that it is in the best interest of the District and the State to enter into the attached Agreement for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes.**

It is therefore ORDERED that the Agreement attached hereto as **Attachment G** is approved and herby authorized to be executed and delivered by and on behalf of the District. It is further ORDERED that these findings and the Attachments referred to herein be attached to the Official Minutes of this meeting, and maintained in the permanent records of the Board of Trustees of the District.

Dated the 12th day of June 2017.

CALHOUN COUNTY INDEPENDENT SCHOOL DISTRICT

By: _____
Dr. Bill Harvey, President, Board of Trustees

ATTEST:

By: _____
~~Mrs. Lina Moore~~, Secretary, Board of Trustees
DAVID GASKAMP, VP

Attachment A

Application

O'HANLON, MCCOLLOM & DEMERATH
ATTORNEYS AND COUNSELORS AT LAW
808 WEST AVENUE
AUSTIN, TEXAS 78701
TELEPHONE: (512) 494-9949
FACSIMILE: (512) 494-9919

KEVIN O'HANLON
CERTIFIED, CIVIL APPELLATE
CERTIFIED, CIVIL TRIAL
LESLIE MCCOLLOM
CERTIFIED, CIVIL APPELLATE
CERTIFIED, LABOR AND EMPLOYMENT
TEXAS BOARD OF LEGAL SPECIALIZATION
JUSTIN DEMERATH

TAB 1

January 11, 2017

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

RE: Application to the Calhoun County Independent School District from Union Carbide Corporation
(First Qualifying Year 2018, First Value Limitation Year 2018)

To the Local Government Assistance & Economic Analysis Division:

By copy of this letter transmitting the application for review to the Comptroller's Office, the Calhoun County Independent School District is notifying Union Carbide Corporation 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 13, 2016. The Board voted to accept the application on December 12, 2016. The application has been determined complete as of January 11, 2017. The Applicant has provided the schedules in both electronic format and paper copies. The electronic copy is identical to the hard copy that will be hand delivered. The Applicant has requested that the value limitation begin in 2019. Please prepare the economic impact report.

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

Sincerely,

Kevin O'Hanlon
School District Consultant

Cc: Calhoun County Appraisal District
Union Carbide Corporation

The Dow Chemical Company
Texas Innovation Center
332 SH 332 E
Lake Jackson, TX 77566
U.S.A.

November 10, 2016

Dr. James Cowley, Superintendent
Calhoun County Independent School
525 N. Commerce Street
Port Lavaca, TX 77979

Dear Superintendent Cowley:

Please find the attached application for abatement in Calhoun County Independent School District's jurisdiction on behalf of Union Carbide Corporation. We hope that this tax abatement will prove to be a valuable incentive and entice the proposed $130,000,000 investment to Seadrift.

We are submitting this application well in advance of any construction and we ask, per the guidelines, that the abatement commencement date be deferred to January 1, 2018. I welcome any questions that you may have and thank you for your continued support of Union Carbide Corporation.

Sincerely,

David Ngo

Property Tax Manager
The Dow Chemical Company
Tax Department, TXINN APB
332 SH 332 E
Lake Jackson, Texas 77566
(979) 238-0065

WORLDWIDE PARTNER

Economic Development and Analysis
Form 50-296-A

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

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 not later than the 150th 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/. There are links 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 13, 2016
Date Application Received by District

Dr. James — First Name
Cowley — Last Name

Superintendent — Title

Calhoun County ISD — School District Name

525 N. Commerce Street — Street Address

Mailing Address

Port Lavaca — City
TX — State
77979 — ZIP

(361) 552-9728 — Phone Number
(361) 551-2648 — Fax Number

Mobile Number *(optional)*
cowleyj@calcoisd.org — 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/

SECTION 1: School District Information *(continued)*

Authorized School District Consultant *(If Applicable)*

First Name: Kevin
Last Name: O'Hanlon
Title: Consultant
Firm Name: O'Hanlon, McCollom & Demerath
Phone Number: 512-494-9949
Fax Number: 512-494-9919
Mobile Number *(optional)*:
Email Address: kohanlon@808west.com; mhanley@808west.com

4. On what date did the district determine this application complete? ..... January 11, 2017
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: David
Last Name: Ngo
Title: Tax Manager
Organization: The Dow Chemical Company
Street Address: 332 SH 332 E
Mailing Address:
City: Lake Jackson
State: TX
ZIP: 77566
Phone Number: 979-238-0065
Fax Number: 979-235-8121
Mobile Number *(optional)*:
Business Email Address: dngo@dow.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: Lowell
Last Name: McLaughlin
Title: State & Local Tax Director
Organization: The Dow Chemical Company
Street Address: 1790 Bldg, Washington St.
Mailing Address:
City: Midland
State: MI
ZIP: 48674
Phone Number: 989-636-0458
Fax Number: 989-638-7142
Mobile Number *(optional)*: 9-492-4729
Business Email Address: ltmclaughlin@dow.com

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

SECTION 2: Applicant Information (continued)

Authorized Company Consultant *(If Applicable)*

First Name: N/A
Last Name:
Title:
Firm Name:
Phone Number:
Fax Number:
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? Union Carbide Corporation
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 *(11 digits)* 113-14217305
3. List the NAICS code 325199
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)* 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:
   - ☐ Land has no existing improvements
   - ☑ Land has existing improvements *(complete Section 13)*
   - ☑ Expansion of existing operation on the land *(complete Section 13)*
   - ☐ 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, contracts or letters of intent 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 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. Is the applicant evaluating other locations not in Texas for the proposed project? ☑ Yes ☐ No
8. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities? ☐ Yes ☑ No
9. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project? ☐ Yes ☑ No
10. 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

Chapter 313.026(e) states "the applicant may submit information to the Comptroller that would provide a basis for an affirmative determination under Subsection (c)(2)." If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.

SECTION 9: Projected Timeline

1. Application approval by school board: July 2017
2. Commencement of construction: 6/1/2017
3. Beginning of qualifying time period: 7/2/2017
4. First year of limitation: 1/1/2018
5. Begin hiring new employees: 4/1/2017
6. Commencement of commercial operations: 7/1/2018
7. 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)*? ☐ Yes ☑ No

   Note: Improvements made before that time may not be considered qualified property.
8. When do you anticipate the new buildings or improvements will be placed in service? 8/1/2019

SECTION 10: The Property

1. Identify county or counties in which the proposed project will be located: Calhoun
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property: Calhoun Central Appraisal Dist.
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: Calhoun, 100% $.4900/$100 *(Name, tax rate and percent of project)*
   - City: *(Name, tax rate and percent of project)*
   - Hospital District: *(Name, tax rate and percent of project)*
   - Water District: Calhoun Water & Cntr Improv $.05650/$100 *(Name, tax rate and percent of project)*
   - Other *(describe)*: Calhoun Co Grndwater $.0100/$100 *(Name, tax rate and percent of project)*
   - Other *(describe)*: *(Name, tax rate and percent of project)*
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/.

1. At the time of application, what is the estimated minimum qualified investment required for this school district? 30,000,000.00
2. What is the amount of appraised value limitation for which you are applying? 30,000,000.00

   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 tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period, 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): $ 1,417,730.00
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.

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 2016 *(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)? 823

   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? 26
5. What is the number of new non-qualifying jobs you are estimating you will create? 2
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 1,235.00
   - b. 110% of the average weekly wage for manufacturing jobs in the county is 1,941.50
   - c. 110% of the average weekly wage for manufacturing jobs in the region is 1,044.18
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? 54,297.10
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 54,300.00
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 §313.021(3)(F)? ☐ 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.

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 *(if applicable)*
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 *(if applicable)*
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 *(if applicable)*
11	Maps that clearly show: a) Project vicinity b) Qualified investment including location of tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period 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 **Note:** Electronic maps should be high resolution files. Include map legends/markers.
12	Request for Waiver of Job Creation Requirement and supporting information *(if applicable)*
13	Calculation of three possible wage requirements with TWC documentation
14	Schedules A1, A2, B, C and D completed and signed Economic Impact *(if applicable)*
15	Economic Impact Analysis, other payments made in the state or other economic information *(if applicable)*
16	Description of Reinvestment or Enterprise Zone, including: a) evidence that the area qualifies as a enterprise zone as defined by the Governor's Office b) legal description of reinvestment zone* c) order, resolution or ordinance establishing the reinvestment zone* d) guidelines and criteria for creating the zone* *** To be submitted with application or before date of final application approval by school board**
17	Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative *(applicant)*

TAB 2

TAB 3

Tax credit application proof of payment.

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

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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
THE DOW CHEMICAL COMPANY	13812851288	325100

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 (m m d d y y)	7 Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10 Gross receipts in Texas (before eliminations)	11 Cost of goods sold or compensation (before eliminations)
[redacted]00	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	2 Affiliate taxpayer number (if none, use FEI number)	3 Affiliate NAICS code
Top Elimination for eFile	381285128	

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 (m m d d y y)	7 Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1 Legal name of affiliate	2 Affiliate taxpayer number (if none, use FEI number)	3 Affiliate NAICS code
TDCC ELIMINATION COMPANY	381285128	325100

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 (m m d d y y)	7 Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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0 .00	0 .00

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0 .00	0 .00

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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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1 Legal name of affiliate	2 Affiliate taxpayer number (if none, use FEI number)	3 Affiliate NAICS code
DOW SOUTH AFRICA HOLDINGS (PTY) LTD.	381285127	325100

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 (m m d d y y)	7 Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1 Legal name of affiliate	2 Affiliate taxpayer number (if none, use FEI number)	3 Affiliate NAICS code
WARBLER 1 LLC (1081)	383594985	325100

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 (m m d d y y)	7 Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1 Legal name of affiliate	2 Affiliate taxpayer number (if none, use FEI number)	3 Affiliate NAICS code
DOW TRENT LIMITED (1075)	000000001	325100

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 (m m d d y y)	7 Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW UK LIMITED (1076)	000000002	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
BUILDSCAPE LLC (1050)	593681220	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ESSEX SPECIALTY PRODUCTS LLC (POST 2002) (0105)	222425568	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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0 .00	[redacted]

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0 .00	0 .00

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
CHEMARS III LLC (RFGL 1161)	760732339	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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0 .00	[redacted]

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0 .00	0 .00

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DW DEXCO INVESTMENT LLC (RFGL 1170)	381285124	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
TEXAS LNG HOLDINGS LLC (RFGL 1193)	134290705	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW CHEMICAL KUWAIT B.V	000000003	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
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 ☐ Check box if this is an Entity other than a Corporation or Limited Liability Company ☐

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
SPHERIC DEVELOPMENT LLC (RFGL 1240)	134356383	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
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 ☐ Check box if this is an Entity other than a Corporation or Limited Liability Company ☐

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
GNS TECHNOLOGIES, LLC	270050101	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
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 ☐ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
DOW HOLDINGS LLC	383021197	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
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 ☐ Check box if this is an Entity other than a Corporation or Limited Liability Company ☐

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW HYDROCARBONS AND RESOURCES LLC	13830083229	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW CHEMICAL SECURED SERVICES	000000004	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
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 ☐ Check box if this is an Entity other than a Corporation or Limited Liability Company ☐

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13812851288	2015	THE DOW CHEMICAL COMPANY

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW CAPITAL INTERNATIONAL LLC	900404459	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW ROOFING SYSTEMS LLC	32037816827	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
SAFECHEM NORTH AMERICA LLC	900603983	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

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

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Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
DOW BUSINESS SERVICES LLC	274083312	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW GLOBAL TECHNOLIGIES LLC	980133745	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
CLEAN FILTRATION TECHNOLOGIES LLC	841680915	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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13812851288	2015	THE DOW CHEMICAL COMPANY

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
FILMTEC CORPORATION	13826338363	339900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted]	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW FINANCIAL SERVICES INC	382900737	523900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW FINANCIAL SERVICES(0775)-SWISS BRANCH	000000005	523900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
DOW FINANCIAL SERVICES INC - SINGAPORE BRANCH(0924	000000006	523900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW ENVIRONMENTAL INC	943032723	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ESSEX CHEMICAL CORPORATION	221569963	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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 ☐ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
DOW PIPELINE COMPANY	17417110461	486000

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted]	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
CAYUSE PIPELINE INC	17419639491	486000

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted]	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW INTRASTATE GAS COMPANY	720910103	486000

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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13812851288	2015	THE DOW CHEMICAL COMPANY

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
DOW ENGINEERING INC	741691545	541330

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW ENGINEERING COMPANY	17416535577	541330

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
GREAT WESTERN PIPELINE COMPANY INC	382490880	486000

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
MIDLAND PIPELINE CORP	382051442	486000

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW CHEMICAL INTER-AMERICAN LIMITED	381401714	424600

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOWBRANDS INC	13826259411	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DC PARTNERSHIP MANAGEMENT INC	383021196	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROFAN SERVICES INC	13828538556	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
10. Gross receipts in Texas (before eliminations): [redacted]
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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
LIANA LIMITED	382720200	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
DOW CREDIT CORPORATION	13827063036	522220

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
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 ☐ Check box if this is an Entity other than a Corporation or Limited Liability Company ☐

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW CHEMICAL INTERNATIONAL LTD	381737993	424600

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
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 ☐ Check box if this is an Entity other than a Corporation or Limited Liability Company ☐

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DCIL LTD(0231)	000000007	422600

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
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 ☐ Check box if this is an Entity other than a Corporation or Limited Liability Company ☐

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Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
DCIL LTD - INDIA(0881)	000000008	422600

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW CHEMICAL DELAWARE CORP	382342582	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOFINCO INC	382449438	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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 ☐ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
DCOMCO INC	13820515461	541990

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DCOMCO HONG KONG(0219)	000000009	541990

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	031714

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
100 INDEPENDENCE MALL WEST LLC	611567921	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
DIAMOND CAPITAL MANAGEMENT INC	383082218	523900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
RAVEN GROUP LTD	17604561518	562000

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
MYCOGEN CORPORATION	953802654	325300

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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Ver 6.0 (Rev 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
WENBEN INC	383259830	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
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 ☐ Check box if this is an Entity other than a Corporation or Limited Liability Company ☐

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
CENTEN AG INC	383355904	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
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 ☐ Check box if this is an Entity other than a Corporation or Limited Liability Company ☐

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
CD POLYMERS INC	383381083	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
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 ☐ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
INTARSIA CORPORATION	383377901	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DSL HOLDINGS INC	931233800	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations)	9. Gross receipts everywhere (before eliminations)
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 ☐ Check box if this is an Entity other than a Corporation or Limited Liability Company ☐

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
TCM TECHNOLOGIES INC	383388082	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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13812851288	2015	THE DOW CHEMICAL COMPANY

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
SENTRACHEM US INC	043337631	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
HAMPSHIRE HOLDINGS INC	043329141	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
HAMPSHIRE CHEMICAL CORP	10431657443	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted]	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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13812851288	2015	THE DOW CHEMICAL COMPANY

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
IFCO INC	980133746	541990

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
MYCOGEN PLANT SCIENCE INC	800050604	325300

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
MYCOGEN CROP PROTECTION INC	13306687081	325300

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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 ☐ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
ANGUS CHEMICAL COMPANY	13631855577	325900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010115	020215

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted]	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
CANSTATES HOLDINGS INC	731103605	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
FLEXIBLE PRODUCTS COMPANY	15808075400	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

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 ☒ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
AGRIGENETICS INC	13305928635	325300

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted]	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
AGRIGENETICS MOLOKAI LLC (0177)	990355550	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
RENZE SEEDS LLC	263359085	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
BRODBECK SEEDS LLC	263594839	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
PFISTER SEEDS LLC	270534228	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
PRAIRIE BRAND SEEDS LLC	800731224	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
MYCOGEN SEEDS-PUERTO RICO CORPORATION	311283941	325300

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ALFOREX SEEDS LLC	32049214698	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted].00	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
GENERAL LATEX AND CHEMICAL CORPORATION	041360675	325200

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
BUILDSCAPE INC	593485326	423300

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW INTERNATIONAL HOLDINGS COMPANY	383657644	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW NETHERLANDS HOLDING LLC	770708504	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW DEUTSCHLAND INC (POST -00)	382750231	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW DEUTSCHLAND INC DELAWARE(0339) (POST -00)	000000010	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DENMERCO INC (POST 2002)	383418765	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW CUSTOMS & TRADE LLC	680582252	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW DEUTSCHLAND MANAGEMENT INC	134314579	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
GWN HOLDING INC	753213148	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW INTERNATIONAL TECHNOLOGY CORPORATION	320198434	541990

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
US LABORATORIES INC	341425171	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
TEXAS TRIUMPH SEED CO INC	17511806451	325300

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
10. Gross receipts in Texas (before eliminations): [redacted]
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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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
MONTEREY SEED COMPANY, INC	17526639129	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DAIRYLAND SEED CO INC	13910298713	325300

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
NUVOSUN INC	261793553	339900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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 ☐ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
H HOTEL HOLDING LLC	900647384	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
LIGHTSCAPE MATERIALS INC	264243156	335900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
POLY-CARB INC	32045422998	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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 ☐ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
UNION CARBIDE CORPORATION	11314217305	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted].00	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
UNION CARBIDE CHEMICALS & PLASTICS TECHNOLOGY LLC	061258216	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
PENUELAS TECHNOLOGY PARK LLC (2118)	660622283	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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 ☐ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
UCMG LLC (2074)	061557912	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
AMERCHOL CORPORATION	12221799054	339900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
UNION CARBIDE ETHYLENE OXIDE GLYCOL COMPANY	30113853961	339900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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 ☒ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
BENEFIT CAPITAL MANAGEMENT CORPORATION	061204181	525100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
CALIDRIA CORPORATION	061102281	212390

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
CATALYSTS ADSORBENTS & PROCESS SYSTEMS INC	1900018082 8	541990

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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 ☐ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
GLOBAL INDUSTRIAL CORPORATION	11327985344	541990

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted]	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
UC FINCO INC	061080439	522220

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
SOUTH CHARLESTON SEWAGE TREATMENT COMPANY	550462374	562000

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
SEADRIFT PIPELINE CORPORATION	11361054973	486000

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted] .00	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
UNION CARBIDE POLYOLEFINS DEVELOPMENT COMPANY INC	30114205674	541330

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
TDCC SUBSIDIARY C INC	10610842279	541990

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
UNION CARBIDE WIRE AND CABLE COMPANY INC	132613538	541990

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
UCAR EMULSION SYSTEMS INTERNATIONAL INC	621561414	339900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
UCAR INTERAM INC	11325848742	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted] 00	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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Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
UCAR LOUISIANA PIPELINE COMPANY	132815163	486000

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
UCAR PIPELINE INCORPORATED	11326135370	486000

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
10. Gross receipts in Texas (before eliminations): [redacted] .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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
UMETCO MINERALS CORPORATION	061102283	213110

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
UMETCO MINERALS EXPLORATION CORPORATION	132592312	213110

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
UNION CARBIDE SUBSIDIARY O INC	061554525	488990

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
UNION CARBIDE PAN AMERICA INC	132585077	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

8. Gross receipts subject to throwback in other states (before eliminations): 0 .00
9. Gross receipts everywhere (before eliminations): [redacted]
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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13812851288	2015	THE DOW CHEMICAL COMPANY

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
UNISON TRANSFORMER SERVICES INC	15506567922	541990

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
UNION CARBIDE INTER-AMERICA INC (DELAWARE)	136103754	339900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
BLUE CREEK COAL COMPANY INC	061102285	213110

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
MORTELL COMPANY	13615054858	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
FORBANCO INC	382513537	551111

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW CHEMICAL TELECOMMUNICATIONS CORP	382039834	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
AMERICAN MORTELL CORPORATION	17413956735	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS TEXAS INCORPORATED	17417037615	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted] .00	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS ELECTRONIC MATERIALS LLC	10432526910	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted] .00	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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13812851288	2015	THE DOW CHEMICAL COMPANY

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS ELECTRONIC MATERIALS CMP INC	15101079083	326100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
CVD INCORPORATED	061113497	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS COMPANY	12310283705	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted]	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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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS COLOMBIA, LTDA.	000000011	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS QUIMICA LTDA	980385010	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS HOLDINGS LLC	000000012	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS COMPANY - ASIA BRANCH	000000013	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
OBSIDIAN DEVELOPMENT LLC	471029660	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS EQUITY CORPORATION	510306123	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS DENMARK INVESTMENTS LLC	232881530	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROH VENTURE GMBH	980341224	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS LATIN AMERICA INC	510240844	424600

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS LATIN AMERICA INC - ARGENTINA BRANC	510240844	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010111	113011

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS CHINA INC	510312913	424600

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS CHINA INC. - BEIJING REP OFFICE	000000014	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	042714

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

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 ☐ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
ROHM AND HAAS SHANGHAI TECHNICAL SVC & CONSULTING	980392561	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	031114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS CHINA INC - HONG KONG BRANCH	510312913	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS CHEMICALS LLC	17531752388	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted]	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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Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
ROHM AND HAAS WOOD TREATMENT LLC	141983653	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS CREDIT LLC	510120889	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS CHEMICALS LLC - EUROPEAN BRANCH	000000015	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
MORTON INTERNATIONAL, LLC	13641407989	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
AGROFRESH INC	32015592598	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted]	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
MORTON INTERMEDIATE COMPANY	202003547	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
ROHM AND HAAS CAPITAL CORPORATION	510261234	523900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS INVESTMENT HOLDINGS INC	232849256	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROH MONOMER HOLDING COMPANY	510406654	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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 ☐ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
ROHM AND HAAS SOUTHEAST ASIA INC	510255710	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS SOUTHEAST ASIA INC. - THAILAND	000000016	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS ELECTRONIC MATERIALS HOLDINGS INC	522046864	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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 ☐ 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	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
ROHM AND HAAS ASIA INC	231573175	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS ASIA, INC. - MALAYSIAN BRANCH	000000017	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS INTERNATIONAL HOLDINGS INC	201591794	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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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13812851288	2015	THE DOW CHEMICAL COMPANY

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
ROHM AND HAAS ELECTRONIC MATERIALS CMP HOLDINGS IN	522069283	326100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS ELECTRONIC MATERIALS CMP ASIA INC	510335932	325100

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
ROHM AND HAAS ELECTRONIC MATERIALS CMP ASIA - TAIW	000000018	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
RODEL CHINA REPRESENTATIVE OFFICE	000000019	

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW AGROSCIENCES LLC	13517811181	325300

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted]	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
CHEMTECH II LP	980134598	531120

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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

VE/DE ☐ FM ☐

1023

TX233P01 F4 00 01

TX2015 05-166
Ver. 6.0 (Rev 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
CHEMTECH PORTFOLIO II INC	386082028	525990

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
CHEMTECH PORTFOLIO INC	15218697793	525990

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOW AGROSCIENCES INTERNATIONAL LTD	351781710	561490

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

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TX233P01 F4 00 01

TX2015 05-166
Ver. 6.0 (Rev 9-13/5)

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
13812851288	2015	THE DOW CHEMICAL COMPANY

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
PHYTOGEN SEED COMPANY LLC	13307841430	312130

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐	010114	123114

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

10. Gross receipts in Texas (before eliminations)	11. Cost of goods sold or compensation (before eliminations)
[redacted]	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	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
DOWBRANDS LP	383023157	523900

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☒	010114	123114

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

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

1. Legal name of affiliate	2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code

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 (m m d d y y)	7. Affiliate reporting end date (m m d d y y)
☐	☐		

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

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/.

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TAB 4

Union Carbide Corporation
Catalyst Plant
Calhoun ISD, 313 Application
(Tab 4)

Project Description

This project will design and construct a new Catalyst plant that will produce a range of chemical intermediate and final products. The proposed manufacturing unit is a catalyst manufacturing plant. The plant would produce a catalyst in the production of High Density Polyethylene (HDPE) and Linear Low Density Polyethylene (LLDPE). HDPE is used in a number of applications, including piping and food packaging. LLDPE is used in a number of applications, including medical, hygiene and piping. The Seadrift site has a lot to offer with its workforce, infrastructure and logistics operations.

Site Information

The plant is proposed to be built primarily at the Sea Drift Plant site.

Proposed Improvements

The proposed improvements for this project include: Site improvements such as buildings, pipeways, utilities, foundations and process equipment including reactors, compressors, purification systems, separation equipment, raw material unloading facilities, vessels, pumps, valves, filters, electrical and instrument systems and other miscellaneous equipment.

Construction Timeline

Construction estimated to begin in June, 2017 and be completed by July, 2019

TAB 5

Union Carbide Corporation

School Limitation on Appraised Value
(Tab 5)

November 7, 2016

The Union Carbide Corporation (UCC) has analyzed the property tax liability of constructing a catalyst manufacturing plant in Texas. The Union Carbide Corporation site at Seadrift, Texas is well situated to attract this project. To incentivize this project, the public partnership with the State and Local Governments in Texas is critical.

The investment in and siting of this project is complex, and while no one factor alone can determine site location, there are many factors taken as a group that can. Texas has many economic advantages to attract investments; however one area where Texas is not competitive is in property tax liability. Union Carbide Corporation is a capital intensive company and as such carries a substantial property tax liability. The property taxes for ongoing and particularly new investment can greatly impact the competitiveness of the company. Approval of the 313 agreement is key in creating a more competitive investment environment in Texas. Without approval of the 313 agreement, the company's property tax liability from the new investment will negatively impact the competiveness of the project in Texas.

Property taxes in the State of Texas are levied on Real and Personal property as well as inventory while an alternate location in consideration in the State of Louisiana also taxes the same property types but provides a more competitive tax abatement program. Projected property tax liability to the company based on the same $130 million capital investment in Texas compared to Louisiana, is considerably higher (in Texas) over a 10 year period after considering estimated tax savings from negotiated agreements with State and Local authorities in the two locations.

Union Carbide Corporation

School Limitation on Appraised Value
(Tab 5)

November 7, 2016

The proposed manufacturing plant will use raw materials acquired globally, which is equally desirable for both Texas and Louisiana locations. Finished products are also shipped globally. Both the Texas and Louisiana proposed locations, and potentially other global locations, have the ability to add this manufacturing process as it is not dependent on existing infrastructure.

Approval of the 313 agreement is essential to allow the property tax liabilities in Texas to be as favorable, certain, and competitive as possible for this project. Approval of this school limitation agreement will help ensure the competiveness of the project so the important capital investment decision can be made, bringing growth to the area.

TAB 6

TAB 7 & 8

N/A

Project Description

This project will design and construct a new Catalyst plant that will produce a range of chemical intermediate and final products.

Site Information
The plant is proposed to be built at the Seadrift Plant site.

Proposed Improvements

The proposed improvements for this project include: Site improvements such as buildings, pipeways, utilities, foundations and process equipment including reactors, compressors, purification systems, separation equipment, raw material unloading facilities, storage facilities, vessels, pumps, valves, filters, electrical and instrument systems and other miscellaneous equipment.

Project will also include any other necessary equipment and structures to construct and operate a fully functioning manufacturing plant.

DESCRIPTION OF QUALIFIED PROPERTY

This project provides for the design and construction of a catalyst plant production facility and related raw material conditioning, utilities and logistics improvements. The plant will manufacture catalyst which is used in production of high density polyethylene. The estimated total investment for this project is $130 million.

The proposed catalyst facility will be constructed on a site in the Seadrift plant area of Calhoun County.

Major equipment and facilities provided within the scope of the project may include:

- Heat Exchangers
- Compressors
- Pumps
- Filters
- Chemical Processing Equipment
- Cooling Tower
- Storage Tanks

- Electrical Power Distribution
- Transmitters / Instrumentation
- Computer Control System
- Insulation
- Raw Material unloading

In addition, the project will provide site infrastructure facilities such as:

- Product Storage Building
- Operations Control Building
- In plant Roadway Access
- Site Drainage, Grading and Rainfall Management

TAB 9

CALHOUN COUNTY APPRAISAL DISTRICT
426 West Main Street * P.O. Box 49
Port Lavaca, Texas 77979
Appraisal: (361) 552-8808
Collections: (361) 552-4560
Fax: (361) 552-4787
Website: www.calhouncad.org

Board of Directors
William Swope, Chairman
William Bauer, Vice Chairman
Jessie Rodriguez, Secretary
Vern Lyssy, Board Member
Kevin Hill, Board Member

Chief Appraiser
Jesse W. Hubbell

November 4, 2016

I, Jesse W. Hubbell, Chief Appraiser for the Calhoun County Appraisal District, do herby certify that the 2016 appraised values for the tracts listed below, together with the improvements located thereon, is true and correct. These tracts do not make up the entire value of all land and improvements for Union Carbide, but only for the specific tracts listed below. The individual parcels listed below are part of a larger parcel of land identified by the Calhoun County Appraisal District as being part of property identification number 35743. Parcel ID 35743 does not carry any of the improvement values for Union Carbide on this account. These values were abstracted by taking the land value of $2,995,890, dividing it by the amount of acreage in PID 35743,(998.63 acres), multiplying the result, ($3,000), by the acreage in each tract and adding the value of the improvements,(provided by Capitol Appraisal Group), if any, located on each tract.

Calhoun CAD Property ID	Description of Area	Acreage	Land Value	Improvement Value	Total Value
35743	Warehouse Expansion & Loading Area	1.7249	$ 5,175	$ -	$ 5,175
35743	Catalyst Plant	3.3999	$ 10,200	$ 157,300	$ 167,500
35743	Admin Bldg. 2229 & Parking Area	2.1002	$ 6,301	$ 107,200	$ 113,501
35743	Cylinder Storage Area	3.9313	$ 11,794	$ -	$ 11,794
35743	LP2 Lab Area	0.1232	$ 460	$ 1,119,300	$1,119,760
Total		11.2795	$ 33,930	$ 1,383,800	$1,417,730

Jesse W. Hubbell, Chief Appraiser
Calhoun County Appraisal District

STEPHANIE MICHELLE MEZA
MY COMMISSION EXPIRES
March 29, 2019

Stephanie Michelle Meza 11/4/16

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UNION CARBIDE CORPORATION 2.1005 ACRE TAX ABATEMENT TRACT
ADMINISTRATION BUILDING 2229
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS
PAGE 1 OF 2

ALL THAT CERTAIN 2.1002 ACRE tract of land lying and situated in the Enriquez Rendon League, Abstract 31, Calhoun County, Texas, being a portion of all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation (UCC), as recorded in Volume 81, Page 408 of the Calhoun County Deed Records (C.C.D.R.), said herein described 2.1002 acre Tax Abatement Tract for Administration Building 2229 tract hereby conveyed being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD83), based on National Geodetic Survey, triangulation station Welder Reset 1974, at X=2669122.09 and Y=13394819.98, in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.999967830 4). Union Carbide Corporation, Seadrift Plant coordinate recited herein are based on Seadrift Plant control monument SAT-1 at North = 37+40.00 and West = 50+50.00 and SAT-4 at called North 37+40.00 and West = 31+49.57, as marked or stamped on the brass plate in concrete monument and as referred to in Master Satellite Control System site drawing by Juan M. Canales, Registered Professional Land Surveyor No.4453, file number "U.C. 9", as follows:

COMMENCING at a 4" round concrete monument found marking the northwestern boundary line of the aforementioned all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation, as recorded in Volume 81, Page 408 of the C.C.D.R., being the East corner of all that certain called 197 acre tract of land conveyed by deed on July 2, 2001 from ISP Technologies Inc. to ISP Technologies L.L.C., as recorded in Volume 281, Page 186 of the Calhoun County Official Records (C.C.O.R.) and the East corner of Farm Tract 28 of the 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the Calhoun County Plat Records (C.C.P.R.), same being the South corner of all that certain called 197.649 acre tract of land conveyed by deed on September 30, 1966 from Oscar B. Cassel, et ux to Union Carbide Corporation, as recorded in Volume 227, Page 337 of the C.C.D.R. and the South corner of Farm Tract 27 of the said 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the C.C.P.R., said Point of Commencement being located at Texas State Plane coordinate position X=2683196.84 and Y=13377854.48, UCC Plant coordinates North = 59+37.64 and W = 48+01.70;

THENCE South 52°39'53" West, coincident with the northwestern boundary line of the said Union Carbide and Carbon Corporation called 998.634 acre tract, same being the southeastern boundary line of said ISP Technologies L.L.C. called 197 acre tract, a distance of 2052.06 feet to a point, at position X=2681565.47 and Y=13376610.11;

THENCE South 37°20'07" East, a distance of 905.44 feet to the **POINT OF BEGINNING** of the herein described 2.1002 acre Tax Abatement Tract for Administration Building 2229 tract, located at the edge of asphalt parking area and Plant Roadway, for the most westerly North corner of the herein described 2.1002 acre tract, said Point of Beginning at position X=2682114.53 and Y=13375890.29, UCC Plant coordinates North = 50+35.00 and W = 68+55.00;

THENCE South 37°24'39" East, a distance of 77.00 feet to an interior corner of the herein described 2.1002 acre Tax Abatement Tract for Administration Building 2229 tract, at position X=2682161.31 and Y=13375829.13, UCC Plant coordinates North = 49+58.00 and W = 68+55.00;

THENCE North 52°35'21" East, a distance of 171.00 feet to the most easterly North corner of the herein described 2.1002 acre Tax Abatement Tract for Administration Building 2229 tract, at position X=2682297.11 and Y=13375933.01, UCC Plant coordinates North = 49+58.00 and W = 66+84.00;

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

UNION CARBIDE CORPORATION 2.1005 ACRE TAX ABATEMENT TRACT
ADMINISTRATION BUILDING 2229
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS
PAGE 2 OF 2

THENCE South 37°24'39" East, a distance of 129.00 feet to a point in the northern edge of an existing asphalt plant roadway for the East corner of the herein described 2.1002 acre Tax Abatement Tract for Administration Building 2229 tract, at position X=2682375.48 and Y=13375830.54. UCC Plant coordinates North = 48+29.00 and W = 66+84.00;

THENCE South 52°35'21" West, generally along said asphalt plant roadway, a distance of 171.00 feet to an interior corner of the herein described 2.1002 acre Tax Abatement Tract for Administration Building 2229 tract, at position X=2682239.67 and Y=13375726.67. UCC Plant coordinates North = 48+29.00 and W = 68+55.00;

THENCE South 37°24'39" East, a distance of 74.00 feet to a point in the northern edge of an existing asphalt plant roadway known as Fourth Street, for the most southerly East corner of the herein described 2.1002 acre Tax Abatement Tract for Administration Building 2229 tract, at position X=2682284.63 and Y=13375667.90. UCC Plant coordinates North = 47+55.00 and W = 68+55.00;

THENCE South 52°35'21" West, generally along said asphalt plant roadway known as Fourth Street, a distance of 296.06 feet to point for the South corner of the herein described 2.1002 acre Tax Abatement Tract for Administration Building 2229 tract, at position X=2682049.50 and Y=13375488.06. UCC Plant coordinates North = 47+55.00 and W = 71+51.06;

THENCE North 31°59'58" West, generally along the top bank of a drainage ditch, a distance of 32.32 feet to an angle corner of the herein described 2.1002 acre Tax Abatement Tract for Administration Building 2229 tract, at position X=2682032.37 and Y=13375515.46;

THENCE North 16°57'01" West, generally along the top bank of a drainage ditch, a distance of 132.38 feet to an angle corner of the herein described 2.1002 acre Tax Abatement Tract for Administration Building 2229 tract, at position X=2681993.78 and Y=13375642.08;

THENCE North 9°50'59" West, generally along the top bank of a drainage ditch, a distance of 100.23 feet to an angle corner of the herein described 2.1002 acre Tax Abatement Tract for Administration Building 2229 tract, at position X=2681976.64 and Y=13375740.82;

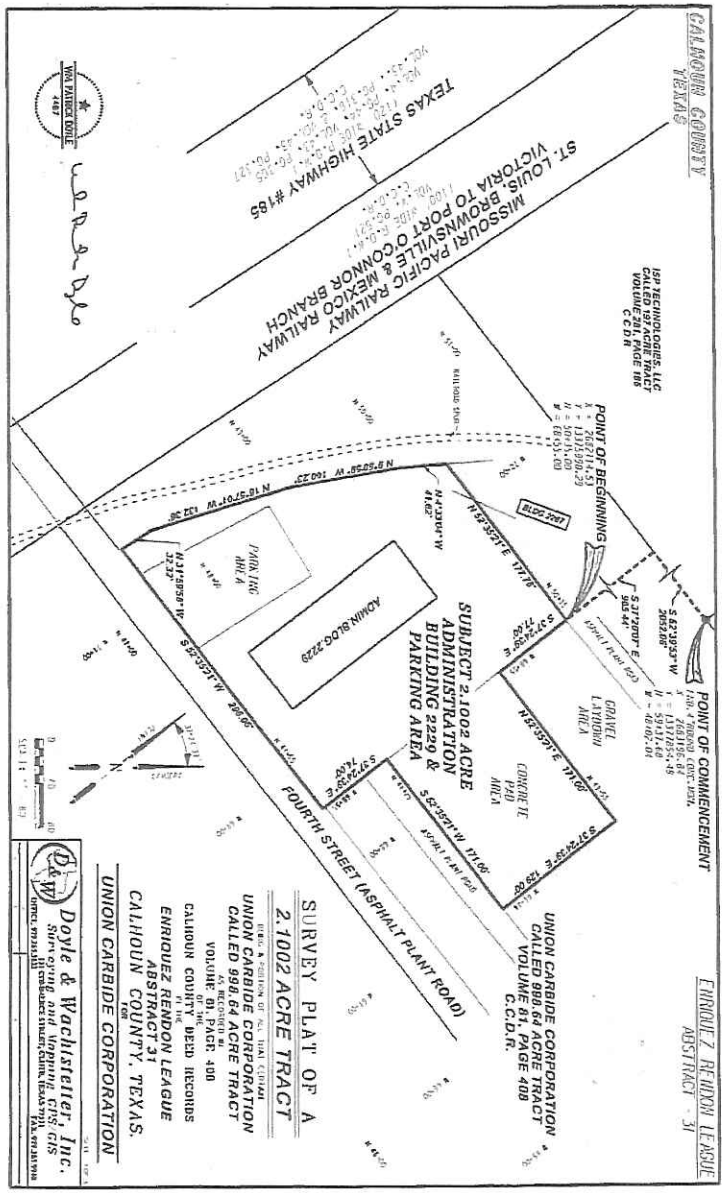
THENCE North 4°33'04" West, generally along the top bank of a drainage ditch, a distance of 41.62 feet to an angle corner of the herein described 2.1002 acre Tax Abatement Tract for Administration Building 2229 tract, at position X=2681973.34 and Y=13375782.30. UCC Plant coordinates North = 50+35.00 and W = 70+32.78;

THENCE North 52°35'21" East, a distance of 177.78 feet to the **POINT OF BEGINNING**, containing 2.1002 acres of land, more or less.

STATE OF TEXAS
REGISTERED
WM. PATRICK DOYLE
4467
PROFESSIONAL
LAND SURVEYOR

Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
May 23, 2015

This description is based on a survey, a plat of which, dated April 15, 2015 is on file in the office of Doyle & Wachtstetter, Inc.
Legal Description Exhibit 2 and Description of A 2.1002 Acre Admin Bldg Tract.doc



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Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

UNION CARBIDE CORPORATION 3.9313 ACRE TAX ABATEMENT TRACT
BLOCK 32 & 33, CYLINDER STORAGE AREA FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS
PAGE 1 OF 2

ALL THAT CERTAIN 3.9313 ACRE tract of land lying and situated in the Enriquez Rendon League, Abstract 31, Calhoun County, Texas, being a portion of all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation (UCC), as recorded in Volume 81, Page 408 of the Calhoun County Deed Records (C.C.D.R.), said herein described 3.9313 acre Tax Abatement Tract for Cylinder Storage area tract hereby conveyed being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD83), based on National Geodetic Survey, triangulation station Welder Reset 1974, at X=2669122.09 and Y=13394819.98, in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.9999678130 4), Union Carbide Corporation, Seadrift Plant coordinate recited herein are based on Seadrift Plant control monument SAT-1 at North = 37+40.00 and West = 50+50.00 and SAT-4 at called North 37+40.00 and West = 31+49.57, as marked or stamped on the brass plate in concrete monument and as referred to in Master Satellite Control System site drawing by Juan M. Canales, Registered Professional Land Surveyor No.4453, file number "U.C. 9", as follows:

COMMENCING at a 4" round concrete monument found marking the northwestern boundary line of the aforementioned all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation, as recorded in Volume 81, Page 408 of the C.C.D.R., being the East corner of all that certain called 197 acre tract of land conveyed by deed on July 2, 2001 from ISP Technologies Inc. to ISP Technologies L.L.C., as recorded in Volume 281, Page 186 of the Calhoun County Official Records (C.C.O.R.) and the East corner of Farm Tract 28 of the 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the Calhoun County Plat Records (C.C.P.R.), same being the South corner of all that certain called 197.649 acre tract of land conveyed by deed on September 30, 1966 from Oscar B. Cassel, et ux to Union Carbide Corporation, as recorded in Volume 227, Page 337 of the C.C.D.R. and the South corner of Farm Tract 27 of the said 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the C.C.P.R., said Point of Commencement being located at Texas State Plane coordinate position X=2683196.84 and Y=13377854.48, UCC Plant coordinates North = 59+37.64 and W = 48+01.70;

THENCE North 52°39'53" East, coincident with the northwestern boundary line of the said Union Carbide and Carbon Corporation called 998.634 acre tract, same being the southeastern boundary line of said Union Carbide Corporation called 197.649 acre tract, a distance of 2292.31 feet to a point, at position X=2685019.21 and Y=13379244.52;

THENCE South 37°20'07" East, a distance of 279.70 feet to the **POINT OF BEGINNING** of the herein described 3.9313 acre Tax Abatement Tract for Cylinder Storage area tract, located in the southwestern edge of asphalt plant roadway known as "J" Street, for the North corner of the herein described 3.9313 acre tract, said Point of Beginning at position X=2685188.82 and Y=13379022.16, UCC Plant coordinates North = 56+55.00 and W = 25+10.00;

THENCE South 37°24'39" East, generally along the southwestern edge of pavement of "J" Street, a distance of 401.00 feet to a point located in the northwestern edge of asphalt plant roadway known as Fifth Street, for the East corner of the herein described 3.9313 acre Tax Abatement Tract for Cylinder Storage area tract, at position X=2685432.40 and Y=13378703.69, UCC Plant coordinates North = 52+54.00 and W = 25+10.00;

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Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

UNION CARBIDE CORPORATION 3.9313 ACRE TAX ABATEMENT TRACT
BLOCK 32 & 33, CYLINDER STORAGE AREA FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS
PAGE 2 OF 2

THENCE South 52°35'21" West, generally along the northwestern edge of pavement of Fifth Street, a distance of 427.00 feet to point for the South corner of the herein described 3.9313 acre Tax Abatement Tract for Cylinder Storage area tract, at position X=2685093.24 and Y=13378444.28, UCC Plant coordinates North = 52+54.00 and W = 29+37.00;

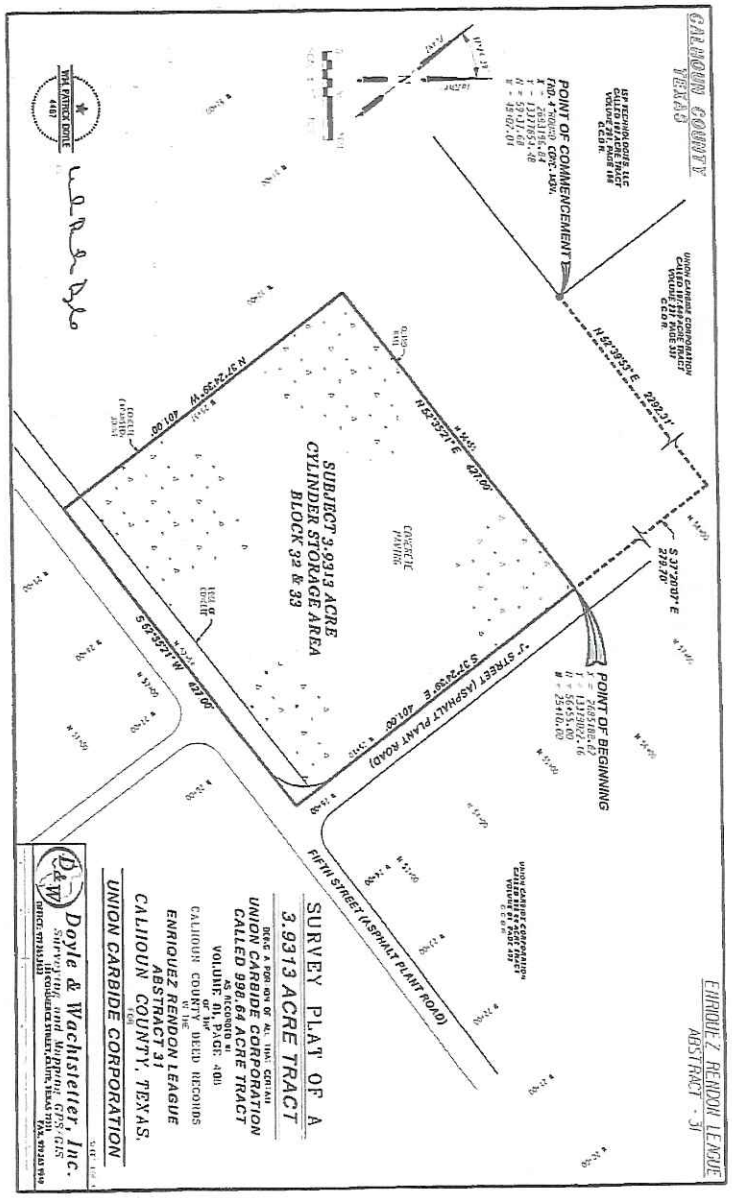
THENCE North 37°24'39" West, generally along the centerline of an expansion joint of a concrete paving area, a distance of 401.00 feet to a point for the West corner of the herein described 3.9313 acre Tax Abatement Tract for Cylinder Storage area tract, at position X=2684849.66 and Y=13378762.75, UCC Plant coordinates North = 56+55.00 and W = 29+37.00;

THENCE North 52°35'21" East, generally along a guard rail on the northwestern edge of a concrete paving area, a distance of 427.00 feet to the POINT OF BEGINNING, containing 3.9313 acres of land, more or less.

STATE OF TEXAS REGISTERED WM. PATRICK DOYLE 4467 PROFESSIONAL LAND SURVEYOR

Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
May 23, 2015

This description is based on a survey, a plat of which, dated April 15, 2015 is on file in the office of Doyle & Wachtstetter, Inc.



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Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

UNION CARBIDE CORPORATION 0.1532 ACRE TAX ABATEMENT TRACT
LP2 LAB BUILDING FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS

ALL THAT CERTAIN 0.1532 ACRE tract of land lying and situated in the Enriquez Rendon League, Abstract 31, Calhoun County, Texas, being a portion of all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation (UCC), as recorded in Volume 81, Page 408 of the Calhoun County Deed Records (C.C.D.R.), said herein described 0.1532 acre Tax Abatement Tract for LP2 Lab building facility tract hereby conveyed being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD83), based on National Geodetic Survey, triangulation station Welder Reset 1974, at X=2669122.09 and Y=13394819.98, in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.99996781304). Union Carbide Corporation, Seadrift Plant coordinate recited herein are based on Seadrift Plant control monument SAT-1 at North = 37+40.00 and West = 50+50.00 and SAT-4 at called North 37+40.00 and West = 31+49.57, as marked or stamped on the brass plate in concrete monument and as referred to in Master Satellite Control System site drawing by Juan M. Canales, Registered Professional Land Surveyor No.4453, file number "U.C. 9", as follows:

COMMENCING at a 4" round concrete monument found marking the northwestern boundary line of the aforementioned all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation, as recorded in Volume 81, Page 408 of the C.C.D.R., being the East corner of all that certain called 197 acre tract of land conveyed by deed on July 2, 2001 from ISP Technologies Inc. to ISP Technologies L.L.C., as recorded in Volume 281, Page 186 of the Calhoun County Official Records (C.C.O.R.) and the East corner of Farm Tract 28 of the 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the Calhoun County Plat Records (C.C.P.R.), same being the South corner of all that certain called 197.649 acre tract of land conveyed by deed on September 30, 1966 from Oscar B. Cussel, et ux to Union Carbide Corporation, as recorded in Volume 227, Page 337 of the C.C.D.R. and the South corner of Farm Tract 27 of the said 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the C.C.P.R., said Point of Commencement being located at Texas State Plane coordinate position X=2683196.84 and Y=13377854.48, UCC Plant coordinates North = 59+37.64 and W = 48+01.70;

THENCE North 52°39'53" East, coincident with the northwestern boundary line of the said Union Carbide and Carbon Corporation called 998.634 acre tract, same being the southeastern boundary line of said Union Carbide Corporation called 197.649 acre tract, a distance of 1201.70 feet to a point, at position X=2684152.18 and Y=13378583.18;

THENCE South 37°20'07" East, a distance of 1422.22 feet to the POINT OF BEGINNING of the herein described 0.1532 acre Tax Abatement Tract for LP2 Lab building facility tract, located at the north corner of building 556, for the North corner of the herein described 0.1532 acre tract, said Point of Beginning at position X=2685014.61 and Y=13377452.53, UCC Plant coordinates North = 45+14.00 and W = 36+02.00;

THENCE South 37°24'39" East, along the northeastern edge of building 556, a distance of 50.00 feet to a point for an interior corner of the herein described 0.1532 acre Tax Abatement Tract for LP2 Lab building facility tract, at position X=2685044.98 and Y=13377412.82, UCC Plant coordinates North = 44+64.00 and W = 36+02.00;

THENCE North 52°35'21" East, along the northwestern edge of building 542, a distance of 12.00 feet to point for an exterior corner of the herein described 0.1532 acre Tax Abatement Tract for LP2 Lab building facility tract, at position X=2685054.51 and Y=13377420.11, UCC Plant coordinates North = 44+64.00 and W = 35+90.00;

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UNION CARBIDE CORPORATION 0.1532 ACRE TAX ABATEMENT TRACT
LP2 LAB BUILDING FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS
PAGE 2 OF 2

THENCE South 37°24'39" East, along the northeastern edge of building 542, a distance of 49.00 feet to a point for the East corner of the herein described 0.1532 acre Tax Abatement Tract for LP2 Lab building facility tract, at position X=2685084.28 and Y=13377281.20. UCC Plant coordinates North = 44+15.00 and W = 35+90.00;

THENCE South 52°35'21" West, along the southeastern edge of building 542, a distance of 84.00 feet to point for a point for the South corner of the herein described 0.1532 acre Tax Abatement Tract for LP2 Lab building facility tract, at position X=2685017.57 and Y=13377330.17. UCC Plant coordinates North = 44+15.00 and W = 36+74.00;

THENCE North 37°24'39" West, along the southwestern edge of building 542, a distance of 41.00 feet to a point for an exterior corner of the herein described 0.1532 acre Tax Abatement Tract for LP2 Lab building facility tract, at position X=2684992.66 and Y=13377362.73. UCC Plant coordinates North = 44+56.00 and W = 36+74.00;

THENCE North 52°35'21" East, along the northwestern edge of building 542, a distance of 18.00 feet to point for an interior corner of the herein described 0.1532 acre Tax Abatement Tract for LP2 Lab building facility tract, at position X=2685006.96 and Y=13377373.67. UCC Plant coordinates North = 44+56.00 and W = 36+56.00;

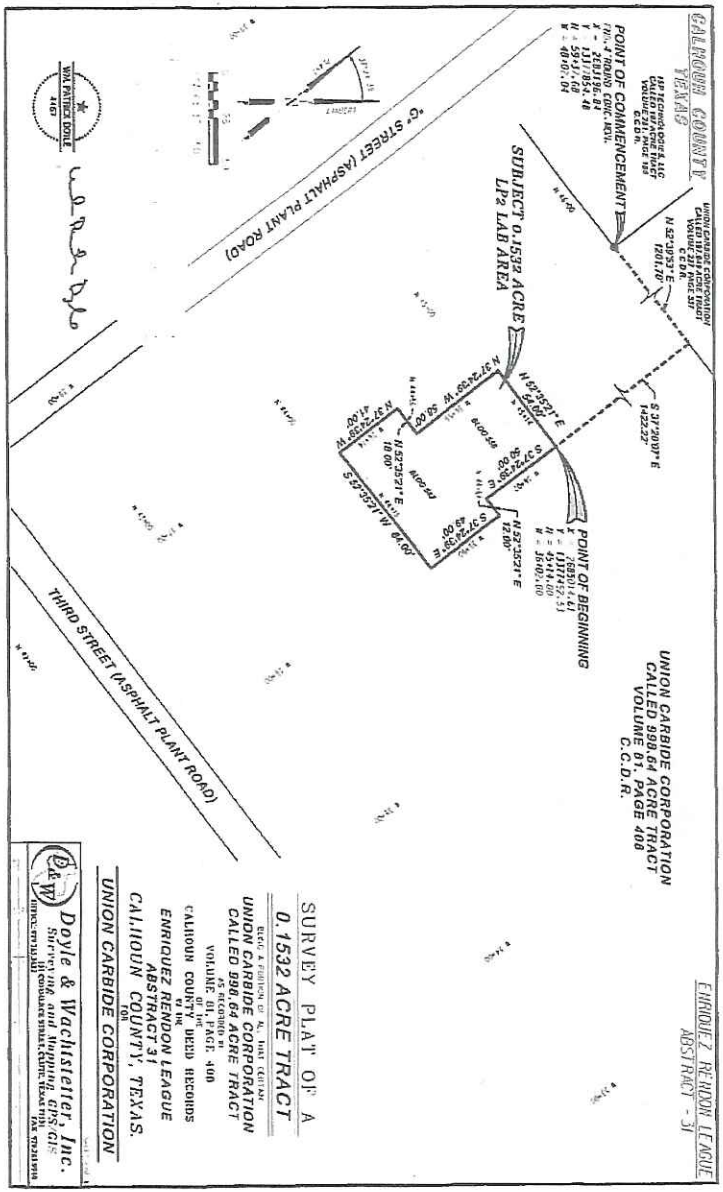
THENCE North 37°24'39" West, along the southwestern edge of building 556, a distance of 58.00 feet to a point for the West corner of the herein described 0.1532 acre Tax Abatement Tract for LP2 Lab building facility tract, at position X=2684971.72 and Y=13377419.73. UCC Plant coordinates North = 45+14.00 and W = 36+56.00;

THENCE North 52°35'21" East, along the northwestern edge of building 556, a distance of 54.00 feet to the POINT OF BEGINNING, containing 0.1532 acres of land, more or less.

STATE OF TEXAS REGISTERED WM. PATRICK DOYLE 4467 PROFESSIONAL LAND SURVEYOR

Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
May 23, 2015

This description is based on a survey, a plan of which, dated April 13, 2015 is on file in the office of Doyle & Wachstetter, Inc.
[illegible]



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Doyle & Wachtstetter, Inc.
Surveying and Mapping • GPS/GIS • Pipeline Integrity
High Density 3D Laser Scanning • Robotic Imaging HD
Aerial Topographic Surveying • RTK/UAV Imagery

UNION CARBIDE CORPORATION 3.3999 ACRE TAX ABATEMENT TRACT
BLOCK 14, CATALYST PLANT FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS

ALL THAT CERTAIN 3.3999 ACRE tract of land lying and situated in the Enriquez Rendon League, Abstract 31, Calhoun County, Texas, being a portion of all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation (UCC), as recorded in Volume 81, Page 408 of the Calhoun County Deed Records (C.C.D.R.), said herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract hereby conveyed being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD83), based on National Geodetic Survey, triangulation station Welder Reset 1974, at X=2669122.09 and Y=13394819.98, in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.99996781304), Union Carbide Corporation, Seadrift Plant coordinate recited herein are based on Seadrift Plant control monument SAT-1 at North = 37+40.00 and West = 50+50.00 and SAT-4 at called North 37+40.00 and West = 31+49.57, as marked or stamped on the brass plate in concrete monument and as referred to in Master Satellite Control System site drawing by Juan M. Canales, Registered Professional Land Surveyor No.4453, file number "U.C. 9", as follows:

COMMENCING at a 4" round concrete monument found marking the northwestern boundary line of the aforementioned all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation, as recorded in Volume 81, Page 408 of the C.C.D.R., being the East corner of all that certain called 197 acre tract of land conveyed by deed on July 2, 2001 from ISP Technologies Inc. to ISP Technologies L.L.C., as recorded in Volume 281, Page 186 of the Calhoun County Official Records (C.C.O.R.) and the East corner of Farm Tract 28 of the 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the Calhoun County Plat Records (C.C.P.R.), same being the South corner of all that certain called 197.649 acre tract of land conveyed by deed on September 30, 1966 from Oscar B. Cassel, et ux to Union Carbide Corporation, as recorded in Volume 227, Page 337 of the C.C.D.R. and the South corner of Farm Tract 27 of the said 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the C.C.P.R., said Point of Commencement being located at Texas State Plane coordinate position X=2683196.84 and Y=13377854.48, UCC Plant coordinates North = 59+37.64 and W = 48+01.70;

THENCE South 52°39'53" West, coincident with the northwestern boundary line of the said Union Carbide and Carbon Corporation called 998.634 acre tract, same being the southeastern boundary line of said ISP Technologies L.L.C. called 197 acre tract, a distance of 262.26 feet to a point, at position X=2682988.33 and Y=13377695.43;

THENCE South 37°20'07" East, a distance of 739.00 feet to the **POINT OF BEGINNING** of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, located in the southwestern edge of asphalt plant roadway known as "E" Street and 30 feet southeast of the southeastern edge of asphalt plant roadway known as Fifth Street, for the North corner of the herein described 3.3999 acre tract, said Point of Beginning at position X=2683436.50 and Y=13377107.87, UCC Plant coordinates North = 51+99.00 and W = 50+65.00;

THENCE South 37°24'39" East, generally along the southwestern edge of pavement of "E" Street, a distance of 443.00 feet to a point in the northwestern edge of asphalt plant roadway known as Fourth Street, for the East corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683705.62 and Y=13376756.02, UCC Plant coordinates North = 47+56.00 and W = 50+65.00;

THENCE South 52°35'21" West, generally along the northwestern edge of pavement of Fourth Street, a distance of 168.00 feet to point for the most southerly South corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683572.21 and Y=13376653.98, UCC Plant coordinates North = 47+56.00 and W = 52+33.00;

THENCE North 37°24'39" West, a distance of 119.00 feet to a point for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683499.92 and Y=13376748.50, UCC Plant coordinates North = 48+75.00 and W = 52+33.00;

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UNION CARBIDE CORPORATION 3.3999 ACRE TAX ABATEMENT TRACT
BLOCK 14, CATALYST PLANT FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS
PAGE 2 OF 2

THENCE South 52°35'21" West, a distance of 187.00 feet to point for an exterior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683351.39 and Y=13376634.89. UCC Plant coordinates North = 48+75.00 and W = 54+20.00;

THENCE North 37°24'39" West, a distance of 81.00 feet to a point for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683302.18 and Y=13376699.22. UCC Plant coordinates North = 49+56.00 and W = 54+20.00;

THENCE South 52°35'21" West, a distance of 220.00 feet to a point located in the northeastern edge of asphalt plant roadway known as "D" Street, for the most westerly South corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683127.46 and Y=13376565.58. UCC Plant coordinates North = 49+56.00 and W = 56+40.00;

THENCE North 37°24'39" West, generally along the northeastern edge of pavement of "D" Street, a distance of 128.00 feet to a point for the West corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683049.70 and Y=13376667.26. UCC Plant coordinates North = 51+84.00 and W = 56+40.00;

THENCE North 52°35'21" East, a distance of 360.00 feet to a point past the end of the railroad spur track to the north, for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683335.61 and Y=13376885.94. UCC Plant coordinates North = 51+84.00 and W = 52+80.00;

THENCE North 37°24'39" West, a distance of 145.00 feet to a point located in the southeastern edge of said asphalt plant roadway known as Fifth Street, for the most northerly West corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683247.53 and Y=13377001.10. UCC Plant coordinates North = 52+29.00 and W = 52+80.00;

THENCE North 52°35'21" East, generally along the southeastern edge of pavement of Fifth Street, a distance of 35.00 feet to a point for an exterior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683275.31 and Y=13377022.34. UCC Plant coordinates North = 52+29.00 and W = 52+45.00;

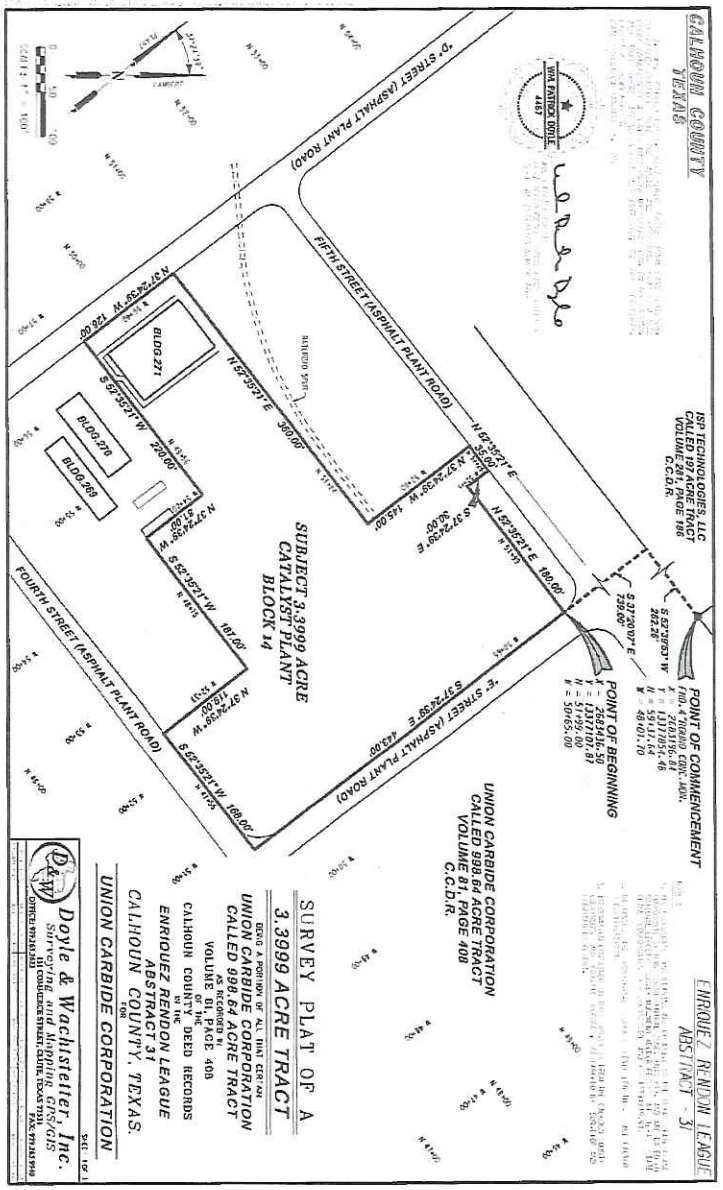
THENCE South 37°24'39" East, a distance of 30.00 feet to a point for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683293.53 and Y=13376998.52. UCC Plant coordinates North = 51+99.00 and W = 52+45.00;

THENCE North 52°35'21" East, a distance of 180.00 feet to the **POINT OF BEGINNING**, containing 3.3999 acres of land, more or less.

STATE OF TEXAS
REGISTERED
WM. PATRICK DOYLE
4467
PROFESSIONAL
LAND SURVEYOR

Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
Revised: February 3, 2016

This description is based on a survey, a plat of which, dated January 28, 2016 is on file in the office of Doyle & Wachtstetter, Inc.
Long/Projects/Catalyst/Legal Description/UCC 3.3999 Acre Catalyst Plant Tract Rev1.doc



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Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

UNION CARBIDE CORPORATION 1.7249 ACRE TAX ABATEMENT TRACT
BLOCK 10, WAREHOUSE & LOADING FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS

ALL THAT CERTAIN 1.7249 ACRE tract of land lying and situated in the Enriquez Rendon League, Abstract 31, Calhoun County, Texas, being a portion of all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation (UCC), as recorded in Volume 81, Page 408 of the Calhoun County Deed Records (C.C.D.R.), said herein described 1.7249 acre Tax Abatement Tract for Warehouse expansion and Loading facility tract hereby conveyed being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD83), based on National Geodetic Survey, triangulation station Welder Reset 1974, at X=2669122.09 and Y=13394819.98, in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.999967811304), Union Carbide Corporation, Seadrift Plant coordinate recited herein are based on Seadrift Plant control monument SAT-1 at North = 37+40.00 and West = 50+50.00 and SAT-4 at called North 37+40.00 and West = 31+49.57, as marked or stamped on the brass plate in concrete monument and as referred to in Master Satellite Control System site drawing by Juan M. Canales, Registered Professional Land Surveyor No.4453, file number "U.C. 9", as follows:

COMMENCING at a 4" round concrete monument found marking the northwestern boundary line of the aforementioned all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation, as recorded in Volume 81, Page 408 of the C.C.D.R., being the East corner of all that certain called 197 acre tract of land conveyed by deed on July 2, 2001 from ISP Technologies Inc. to ISP Technologies L.L.C., as recorded in Volume 281, Page 186 of the Calhoun County Official Records (C.C.O.R.) and the East corner of Farm Tract 28 of the 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the Calhoun County Plat Records (C.C.P.R.), same being the South corner of all that certain called 197.649 acre tract of land conveyed by deed on September 30, 1966 from Oscar B. Cassel, et ux to Union Carbide Corporation, as recorded in Volume 227, Page 337 of the C.C.D.R. and the South corner of Farm Tract 27 of the said 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the C.C.P.R., said Point of Commencement being located at Texas State Plane coordinate position X=2683196.84 and Y=13377854.48, UCC Plant coordinates North = 59+37.64 and W = 48+01.70;

THENCE South 52°39'53" West, coincident with the northwestern boundary line of the said Union Carbide and Carbon Corporation called 998.634 acre tract, same being the southeastern boundary line of said ISP Technologies L.L.C. called 197 acre tract, a distance of 866.55 feet to a point, at position X=2682507.95 and Y=13377329.01;

THENCE South 37°20'07" East, a distance of 1298.92 feet to the POINT OF BEGINNING of the herein described 1.7249 acre Tax Abatement Tract for Warehouse and Loading facility tract, located in the southwestern edge of an existing asphalt plant roadway known as "D" Street, for the North corner of the herein described 1.7249 acre tract, said Point of Beginning at position X=2683295.61 and Y=13376296.37, UCC Plant coordinates North = 46+40.00 and W = 56+70.00;

THENCE South 37°24'39" East, generally along the southwestern edge of pavement of "D" Street, a distance of 363.00 feet to a point for the East corner of the herein described 1.7249 acre Tax Abatement Tract for Warehouse and Loading facility tract, at position X=2683516.13 and Y=13376008.06, UCC Plant coordinates North = 42+77.00 and W = 56+70.00;

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UNION CARBIDE CORPORATION 1.7249 ACRE TAX ABATEMENT TRACT
BLOCK 10, WAREHOUSE & LOADING FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS
PAGE 2 OF 2

THENCE North 52°35'21" East, a distance of 275.00 feet to point at the East corner of an existing concrete loading dock, for the South corner of the herein described 1.7249 acre Tax Abatement Tract for Warehouse and Loading facility tract, at position X=2683297.73 and Y=13375841.01. UCC Plant coordinates North = 42+77.00 and W = 59+45.00;

THENCE North 37°24'39" West, along the northeastern edge of concrete loading dock and warehouse building, a distance of 111.00 feet to a point for the most southerly West corner of the herein described 1.7249 acre Tax Abatement Tract for Warehouse and Loading facility tract, at position X=2683230.29 and Y=13375929.17. UCC Plant coordinates North = 43+88.00 and W = 59+45.00;

THENCE North 52°35'21" West, generally along the northwestern edge of concrete paving area, a distance of 98.00 feet to a point for an interior corner of the herein described 1.7249 acre Tax Abatement Tract for Warehouse and Loading facility tract, at position X=2683308.13 and Y=13375988.70. UCC Plant coordinates North = 43+88.00 and W = 58+47.00;

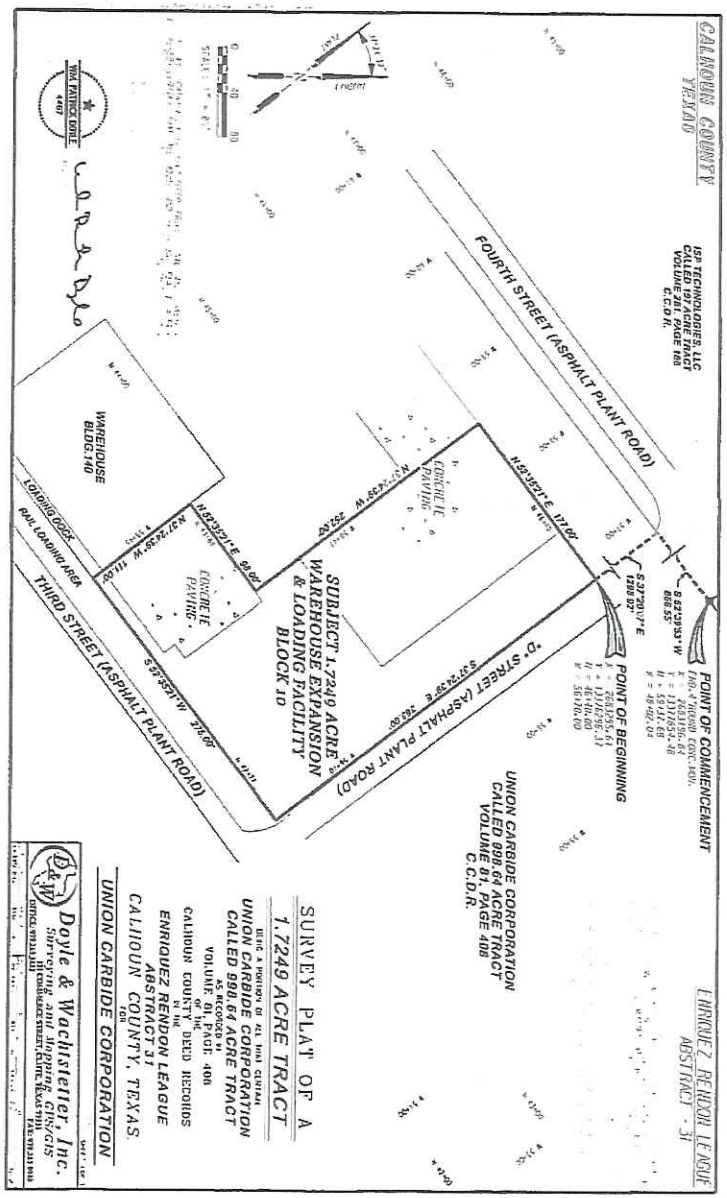
THENCE South 37°24'39" East, generally along the southwestern edge of concrete paving area, a distance of 252.00 feet to a point in the northwestern edge of concrete paving area, for the most northerly West corner of the herein described 1.7249 acre Tax Abatement Tract for Warehouse and Loading facility tract, at position X=2683155.04 and Y=13376188.86. UCC Plant coordinates North = 46+40.00 and W = 58+47.00;

THENCE North 52°35'21" East, generally along the northwestern edge of concrete paving, a distance of 177.00 feet to the **POINT OF BEGINNING**, containing 1.7249 acres of land, more or less.

STATE OF TEXAS REGISTERED WM. PATRICK DOYLE 4467 PROFESSIONAL LAND SURVEYOR

Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
May 23, 2015

This description is based on a survey, a plat of which, dated April 15, 2015 is on file in the office of Doyle & Wachstetter, Inc.



TAB 10

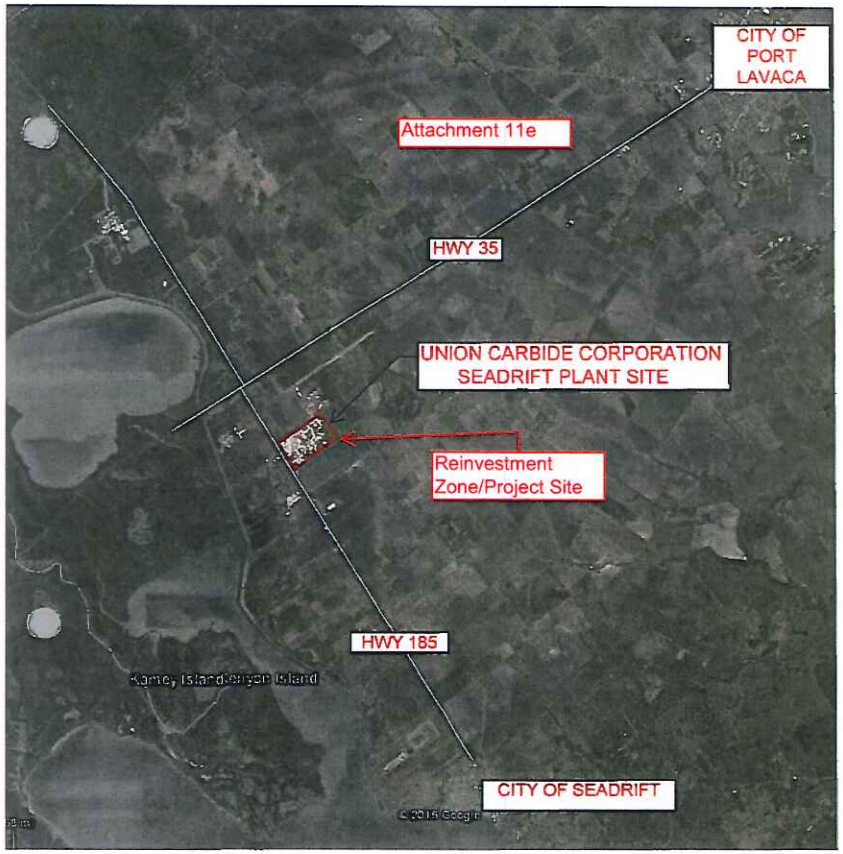
Catalyst Plant
(Tabs 10)

Existing Improvements at propose Reinvestment Zone

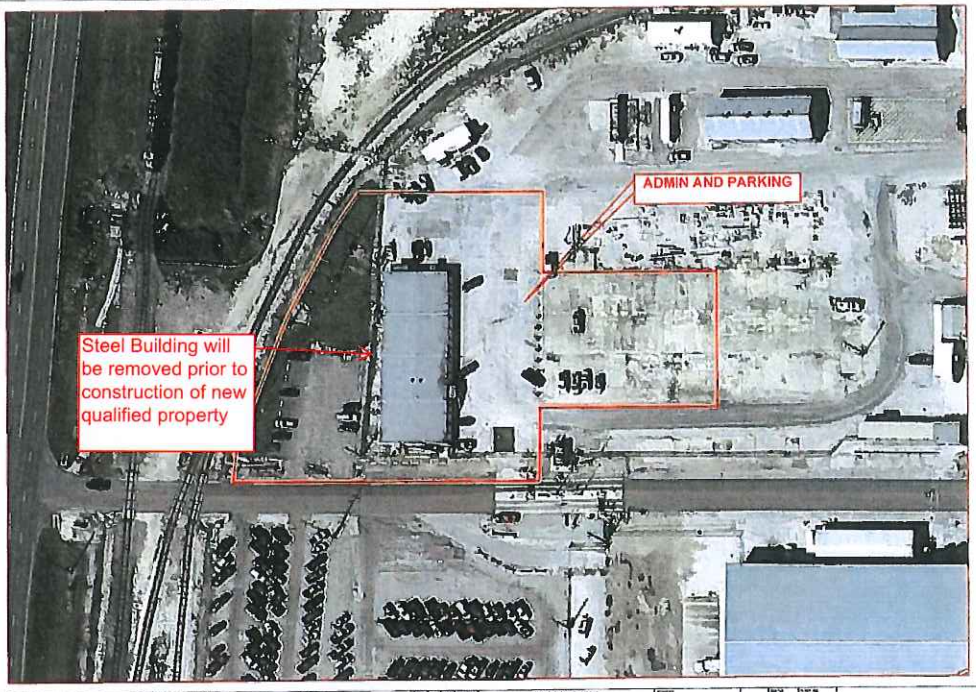
CAD Account #	Description	2016 Assessed Value
35743	Warehouse Expanding & Loading Facility	$0
35743	Catalyst Plant	$157,300
35743	Admin Bldg. 2229 & Parking Area	$107,200
35743	Cylinder Storage Area	$0
35743	LP2 Lab Area	$1,119,300

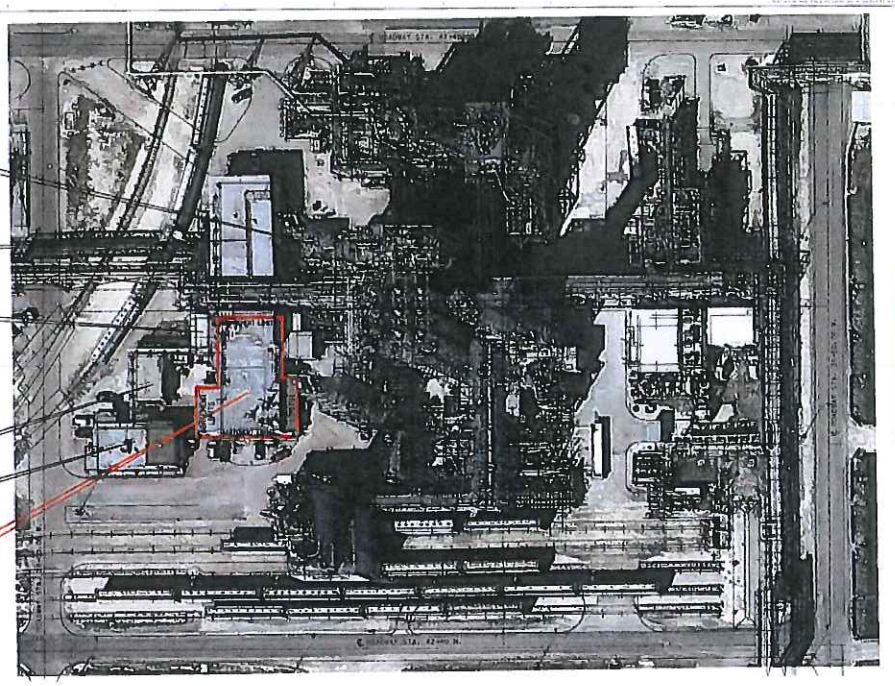
TAB 11

VICINITY MAP
Bloomington ISD
Industrial ISD
Bloomington
Port Lavaca
Project Site
School district boundary
Calhoun County ISD
MATAG
Attachment 11a

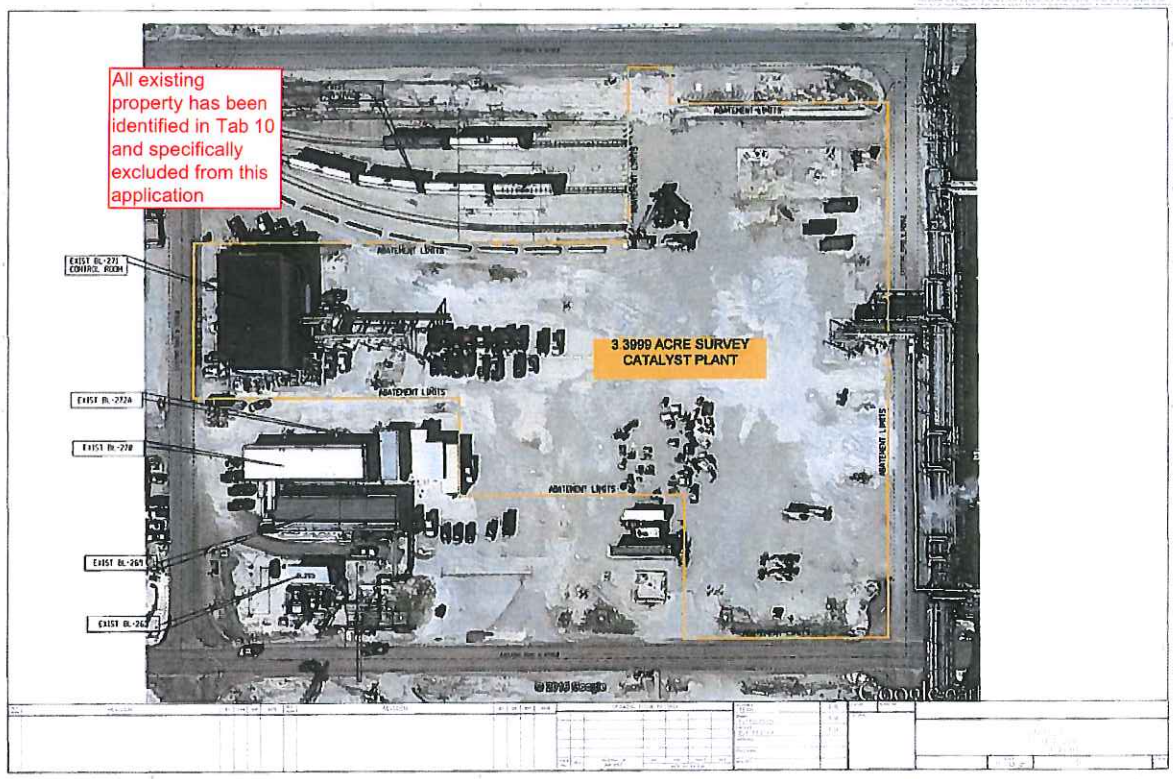

CITY OF PORT LAVACA
Attachment 11e
HWY 35
UNION CARBIDE CORPORATION SEADRIFT PLANT SITE
Reinvestment Zone/Project Site
HWY 185
CITY OF SEADRIFT

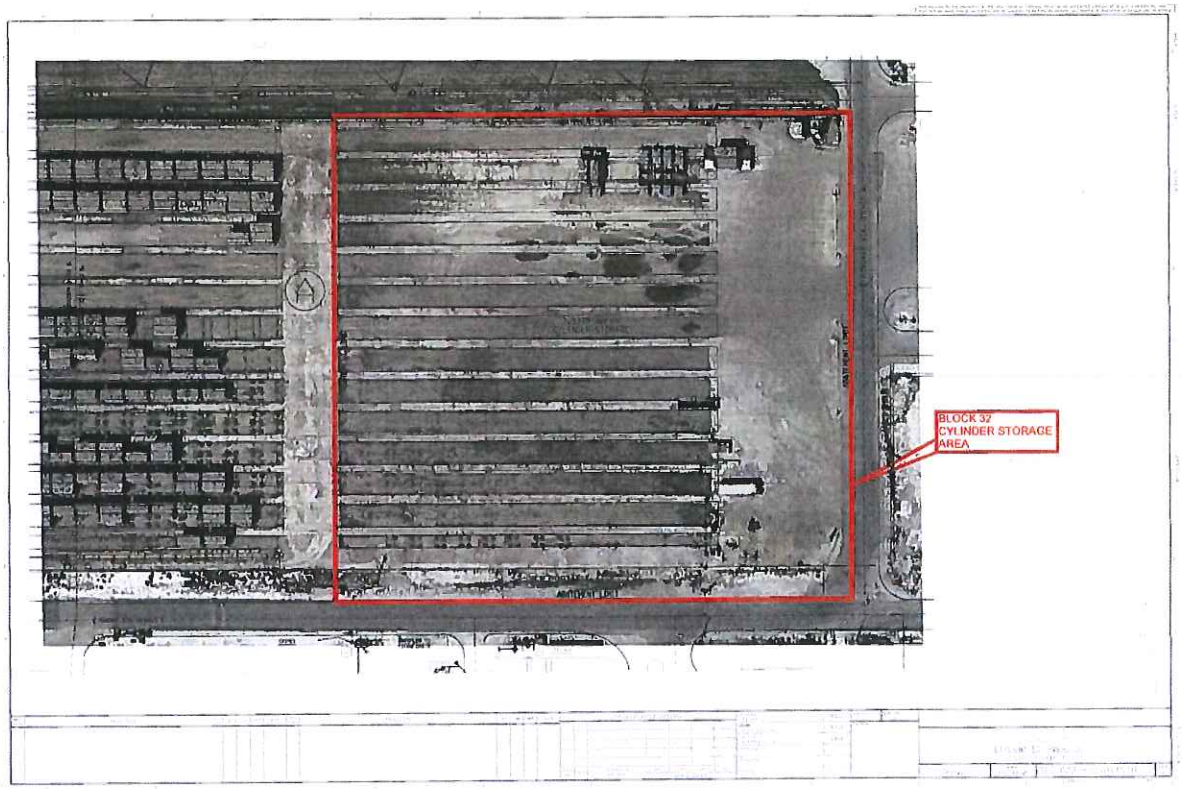
STATE HIGHWAY 35
Areas highlighted in Orange are where the new qualified property/investment will be located. All other property is specfically excluded from this application. All information about the other property has been provided in Tab 10.
JESSE RIGBY ROAD
3.9313 ACRE
CYLINDER STORAGE AREA
BLOCK 32 & 33
0.1532 ACRE
LPZ LAB AREA
3.3998 ACRE
CATALYST PLANT
BLOCK 14
STATE HIGHWAY 185
UNION CARBIDE CORPORATION
SEADRIFT PLANT SITE
2.1002 ACRE
ADMINISTRATION BUILDING 2229
& PARKING AREA
1.7244 ACRE
WAREHOUSE EXPANSION
& LOADING FACILITY
Reinvestment Zone Boundary



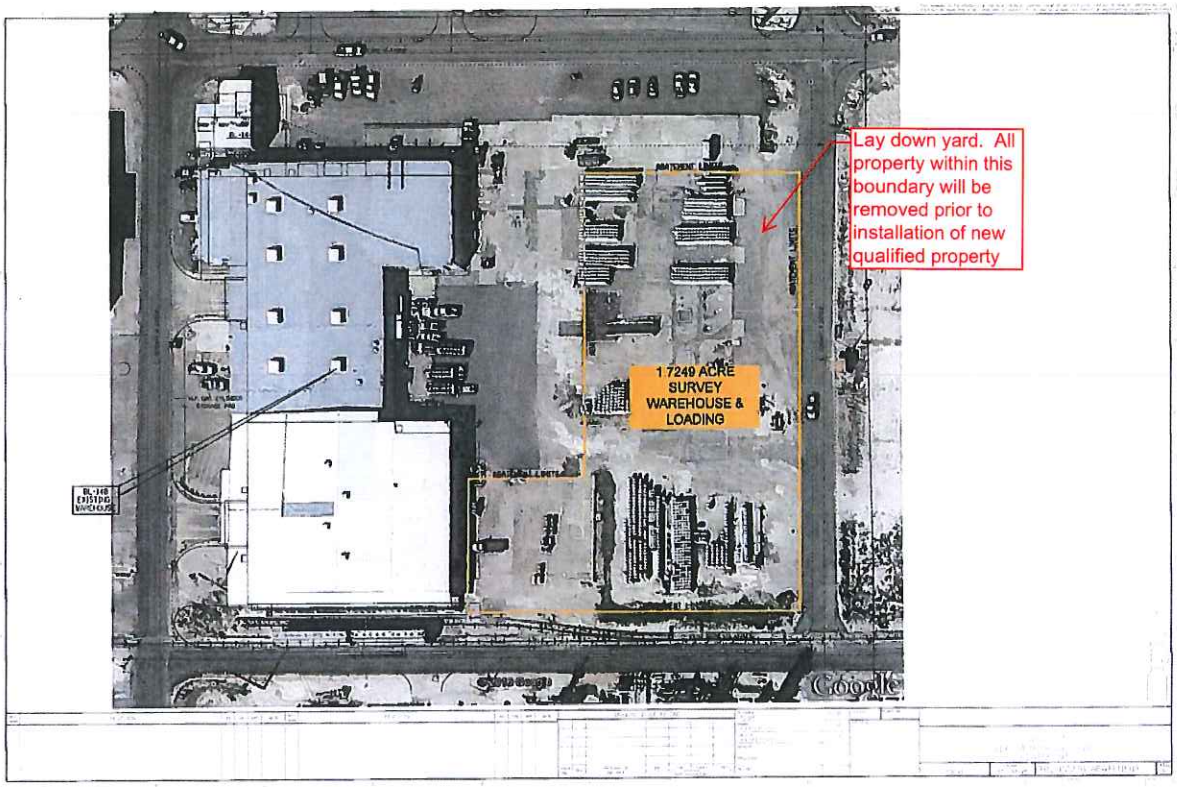


Detailed map of qualified property identified on prior map


All existing property has been identified in Tab 10 and specifically excluded from this application
3 3999 ACRE SURVEY
CATALYST PLANT
ABATEMENT LIMITS
EXIST BL-272A
EXIST BL-270
EXIST BL-269
EXIST BL-267


BLOCK 32
CYLINDER STORAGE
AREA

TAB 12


Lay down yard. All property within this boundary will be removed prior to installation of new qualified property
1.7249 ACRE
SURVEY
WAREHOUSE &
LOADING
Google

TAB 13

N/A

UNION CARBIDE CORPORATION
Catalyst Plant
Calhoun ISD, 313 APPLICATION, TAB 13

Calculations of Wage Information - Based on Most Recent Data Available for Calhoun Co. (as of 11/10/16)

a. **Average Weekly Wage for all jobs (all industries) in the county:**

Year	Period	A.W.Wage	Annualized
2015	3rd Qtr	$ 1,207	$ 62,764
2015	4th Qtr	$ 1,293	$ 67,236
2016	1st Qtr	$ 1,210	$ 62,920
2016	2nd Qtr	$ 1,228	$ 63,856
Average WW (4Qtrs)		$ 1,235	$ 64,194.00

b. **Average Weekly Wage for manufacturing jobs in the county:**

Year	Period	A.W.Wage	Annualized
2015	3rd Qtr	$ 1,720	$ 89,440
2015	4th Qtr	$ 1,788	$ 92,976
2016	1st Qtr	$ 1,804	$ 93,808
2016	2nd Qtr	$ 1,748	$ 90,896
Average WW (4Qtrs)		$ 1,765	$ 91,780
		X 110%	X 110%
		$ 1,941.50	$ 100,958.00

c. **Average Weekly Wage for manufacturing jobs in the region:**

Region	Year	A.W.Wage	Annualized
Golden Crescent	2015	$ 949.25	$ 49,361
		X 110%	X 110%
		$ 1,044.18	$ 54,297.10

*TWC Documentations attached

2015 Manufacturing Average Wages by Council of Government Region
Wages for All Occupations

COG		Wages Hourly	Wages Annual
Texas		$24.41	$50,778
1. Panhandle Regional Planning Commission		$20.64	$42,941
2. South Plains Association of Governments		$17.50	$36,408
3. NORTEX Regional Planning Commission		$23.28	$48,413
4. North Central Texas Council of Governments		$25.03	$52,068
5. Ark-Tex Council of Governments		$18.46	$38,398
6. East Texas Council of Governments		$19.84	$41,270
7. West Central Texas Council of Governments		$19.84	$41,257
8. Rio Grande Council of Governments		$18.32	$38,109
9. Permian Basin Regional Planning Commission		$25.18	$52,382
10. Concho Valley Council of Governments		$18.80	$39,106
11. Heart of Texas Council of Governments		$21.41	$44,526
12. Capital Area Council of Governments		$29.98	$62,363
13. Brazos Valley Council of Governments		$18.78	$39,057
14. Deep East Texas Council of Governments		$17.30	$35,993
15. South East Texas Regional Planning Commission		$30.41	$63,247
16. Houston-Galveston Area Council	110% X $49,361 = $54,297	$26.44	$54,985
✓17. Golden Crescent Regional Planning Commission		$23.73	✓$49,361
18. Alamo Area Council of Governments		$19.96	$41,516
19. South Texas Development Council		$15.87	$33,016
20. Coastal Bend Council of Governments		$25.97	$54,008
21. Lower Rio Grande Valley Development Council		$16.17	$33,634
22. Texoma Council of Governments		$19.04	$39,595
23. Central Texas Council of Governments		$18.04	$37,533
24. Middle Rio Grande Development Council		$22.24	$46,263

Source: Texas Occupational Employment and Wages
Data published: July 2016
Data published annually, next update will be July 31, 2017

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.

Quarterly Employment and Wages (QCEW)

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Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2015	3rd Qtr	Calhoun County	Private	31	2	31-33	Manufacturing	$1,720
2015	4th Qtr	Calhoun County	Private	31	2	31-33	Manufacturing	$1,788

Quarterly Employment and Wages (QCEW)

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Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2016	1st Qtr	Calhoun County	Private	31	2	31-33	Manufacturing	$1,804
2016	2nd Qtr	Calhoun County	Private	31	2	31-33	Manufacturing	$1,748

Quarterly Employment and Wages (QCEW)

Back

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2016	1st Qtr	Calhoun County	Private	00	0	10	Total, All Industries	$1,210
2016	2nd Qtr	Calhoun County	Private	00	0	10	Total, All Industries	$1,228

Quarterly Employment and Wages (QCEW)

Back

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2015	3rd Qtr	Calhoun County	Private	00	0	10	Total, All Industries	$1,207
2015	4th Qtr	Calhoun County	Private	00	0	10	Total, All Industries	$1,293

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

Date 10-Nov-16

Applicant Name Union Carbide Corporation

ISD Name Calhoun ISD

Form 50-296A

(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 of buildings 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 (SEE NOTE)	Column E Total Investment (Sum of Columns A+B+C+D)
Investment made before filing complete application with district	–	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2017	[redacted]				0
Investment made after filing complete application with district, but before final board approval of application				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				$	$ 2,500,000	0	0	$ 2,500,000
Complete tax years of qualifying time period	QTP1	2018-2019	2018	$ 65,068,488	$ 5,349,696	0	0	$ 70,417,576
	QTP2	2019-2020	2019			0	0	
Total Investment through Qualifying Time Period (ENTER this row in Schedule A2)				$ 119,301,819	$ 10,698,181	0	0	$ 130,000,000
Total Qualified Investment (sum of green cells)								

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.

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 313.021(1) but not creating a new improvement as defined by TAC § 1.051. 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

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

11-10-16
DATE

TAB 14

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

10-Nov-16
Union Carbide Corporation
Calhoun ISD

Form 50-296A
Revised May 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property: Estimated Market Value of Land	Qualified Property: Estimated Total Market Value of new buildings or other new improvements	Qualified Property: Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Estimated Taxable Value: Market Value less any exemptions (such as pollution control) and before limitation	Estimated Taxable Value: Final taxable value for I&S after all reductions	Estimated Taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period *Insert as many rows as necessary*	0	2017-2018	2017	67,860	2,500,000	-		2,567,860	2,567,860
Value Limitation Period	1	2018-2019	2018	67,860	5,349,090	65,068,486	70,485,436	70,553,296	30,000,000
	2	2019-2020	2019	67,860	10,698,181	86,757,981	97,524,022	97,524,022	30,000,000
	3	2020-2021	2020	67,860	10,484,217	108,447,476	118,999,553	118,999,553	30,000,000
	4	2021-2022	2021	67,860	10,274,533	104,109,577	114,451,970	114,451,970	30,000,000
	5	2022-2023	2022	67,860	10,069,042	99,945,194	110,082,096	110,082,096	30,000,000
	6	2023-2024	2023	67,860	9,867,662	95,947,386	105,882,908	105,882,908	30,000,000
	7	2024-2025	2024	67,860	9,670,308	92,109,491	101,847,659	101,847,659	30,000,000
	8	2025-2026	2025	67,860	9,476,902	88,425,111	97,969,873	97,969,873	30,000,000
	9	2026-2027	2026	67,860	9,287,364	84,888,107	94,243,331	94,243,331	30,000,000
	10	2027-2028	2027	67,860	9,101,617	81,492,582	90,662,059	90,662,059	30,000,000
Continue to maintain viable presence	11	2028-2029	2028	67,860	8,919,584	78,232,879	87,220,324	87,220,324	87,220,324
	12	2029-2030	2029	67,860	8,741,193	75,103,564	83,912,617	83,912,617	83,912,617
	13	2030-2031	2030	67,860	8,566,369	72,099,421	80,733,650	80,733,650	80,733,650
	14	2031-2032	2031	67,860	8,395,042	69,215,444	77,678,346	77,678,346	77,678,346
	15	2032-2033	2032	67,860	8,227,141	66,446,827	74,741,827	74,741,827	74,741,827
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2033-2034	2033	67,860	8,062,598	63,788,954	71,919,412	71,919,412	71,919,412
	17	2034-2035	2034	67,860	7,901,346	61,237,395	69,206,601	69,206,601	69,206,601
	18	2035-2036	2035	67,860	7,743,319	58,787,900	66,599,079	66,599,079	66,599,079
	19	2036-2037	2036	67,860	7,588,453	56,436,384	64,092,696	64,092,696	64,092,696
	20	2037-2038	2037	67,860	7,436,684	54,178,928	61,683,472	61,683,472	61,683,472
	21	2038-2039	2038	67,860	7,287,950	52,011,771	59,367,581	59,367,581	59,367,581
	22	2039-2040	2039	67,860	7,142,191	49,931,300	57,141,351	57,141,351	57,141,351
	23	2040-2041	2040	67,860	6,999,347	47,934,048	55,001,255	55,001,255	55,001,255
	24	2041-2042	2041	67,860	6,859,360	46,016,686	52,943,907	52,943,907	52,943,907
	25	2042-2043	2042	67,860	6,722,173	44,176,019	50,966,052	50,966,052	50,966,052

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.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

11-10-16
DATE

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

10-Nov-16
Union Carbide Corporation
Calhoun ISD

Form 50-296A
Revised May 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 the 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 the year that will not become Qualified Property [SEE NOTE]	Column D: Other investment made during the year that will become Qualified Property [SEE NOTE]	Column E: Total investment (A+B+C+D)
				Enter amounts from TOTAL row in Schedule A1 in the row below				
Total Investment from Schedule A1*	-	TOTALS FROM SCHEDULE A1		119,301,819	10,698,181			130,000,000
Each year prior to start of value limitation period** *Insert as many rows as necessary*	0	2017-2018	2017	0	0	0	0	0
Value limitation period***	1	2018-2019	2018	0	0			
	2	2019-2020	2019					
	3	2020-2021	2020					
	4	2021-2022	2021					
	5	2022-2023	2022					
	6	2023-2024	2023					
	7	2024-2025	2024					
	8	2025-2026	2025					
	9	2026-2027	2026					
	10	2027-2028	2027					
Total investment made through limitation								
Continue to maintain viable presence	11	2028-2029	2028					
	12	2029-2030	2029					
	13	2030-2031	2030					
	14	2031-2032	2031					
	15	2032-2033	2032					
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2033-2034	2033					
	17	2034-2035	2034					
	18	2035-2036	2035					
	19	2036-2037	2036					
	20	2037-2038	2037					
	21	2038-2039	2038					
	22	2039-2040	2039					
	23	2040-2041	2040					
	24	2041-2042	2041					
	25	2042-2043	2042					

* 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 delaminis 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.
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.

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 313.021(1) but not creating a new improvement as defined by TAC § 1.051 This is proposed property that formerly replaces existing property; is used to maintain, refurbish, remodel, 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

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

11-10-16
DATE

Schedule D: Other Incentives (Estimated)

10-Nov-16
Union Carbide Corporation
Calhoun ISD

Form 50-296A
Revised May 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	Calhoun County	2018	2018-2024	see below	see below	see below
Local Government Code Chapters 380/381	County					
	City					
	Other					
Freeport 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:						
			TOTAL	-	-	-

Additional information on incentives for this project:

Est. Annual Tax Levy without Incentives: 2018 -$89,646, 2019 -$593,519, 2020 -$581,470, 2021 -$569,667, 2022 -$558,102, and 2023 -$546,773... Est. Annual Incentives: 2018 - $251,647, 2019 -$534,167, 2020 -$494,250, 2021 - $427,250, 2022 - $279,051 and 2023 -$135,693....Est Annual Net Tax Levy 2018-$27,961, 2019 -$59,352, 2020 -$87,221, 2021 -$142,417 and 2022 -$410,080

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

11-10-16
DATE

Schedule C: Employment Information

10-Nov-16
Union Carbide Corporation
Calhoun ISD

Form 50-296A
Revised May 2014

				Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Number of Construction (at peak) FTE's or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Average annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period (add lines as many lines as necessary)	0	2017-2018	2017	92 FTE	54,300	0	0	
Value Limitation Period (The qualifying time period could overlap the value limitation period)	1	2018-2019	2018	231 FTE	54,300	2	26	54,300
	2	2019-2020	2019	100 FTE	54,300	2	26	54,300
	3	2020-2021	2020			2	26	54,300
	4	2021-2022	2021			2	26	54,300
	5	2022-2023	2022			2	26	54,300
	6	2023-2024	2023			2	26	54,300
	7	2024-2025	2024			2	26	54,300
	8	2025-2026	2025			2	26	54,300
	9	2026-2027	2026			2	26	54,300
	10	2027-2028	2027			2	26	54,300
Years Following Value Limitation Period	11 through 25					2	26	54,300

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) ☐ Yes ☒ No

If yes, answer the following two questions:

C1a. Will the applicant request a job waiver, as provided under 313.025(f-1)? ☐ Yes ☒ No

C1b. Will the applicant avail itself of the provision in 313.021(3)(F)? ☐ Yes ☒ No

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

11-10-16
DATE

TAB 15

N/A

TAB 16

RESOLUTION OF THE
COMMISSIONERS COURT OF CALHOUN COUNTY, TEXAS
DESIGNATING UNION CARBIDE CORPORATION
REINVESTMENT ZONE NO. 16-01

WHEREAS, Union Carbide Corporation filed an Application with the Commissioners Court of Calhoun County, Texas for designation of a reinvestment zone on April 22, 2016; and

WHEREAS, pursuant to the Property Redevelopment and Tax Abatement Act (Texas Tax Code, Chapter 312) and the Guidelines and Criteria of the Commissioners Court of Calhoun County for Granting Tax Abatement in Reinvestment Zones Created in Calhoun County, (The Guidelines), the Commissioners Court published a Notice of Public Hearing on the Application of Union Carbide Corporation for designation of a reinvestment zone in the Port Lavaca Wave on June 29, 2016: and

WHEREAS, the Commissioners Court convened in open meeting on Thursday, July 28, 2016 at 10:00 o'clock a.m., pursuant to said Notice for the purpose of conducting a Public Hearing on the Application of Union Carbide Corporation for designation of a reinvestment zone, during which hearing representatives of Union Carbide Corporation presented statements and evidence in support of its Application, and whereupon all interested persons in attendance who requested to do so, were given the opportunity to speak and present evidence for or against the designation; and

WHEREAS, upon conclusion of the Public Hearing, the members of the Commissioners Court considered the evidence and upon motion and second, adopted the following resolution:

BE IT RESOLVED by the Commissioners Court of Calhoun County, Texas:

1. The Commissioners Court of Calhoun County, Texas makes the following findings:

(a) That the improvements sought are feasible and practical;

(b) The designation and improvements would be a benefit to the land to be included in the zone, and to the County after the expiration of the tax abatement agreement;

(c) The area will be reasonably likely as a result of the designation to contribute to the retention or expansion of primary employment or to attract major investment in the zone that would be a benefit to the property and that would contribute to the economic development of the County;

(d) The Commissioners Court further finds that the entire 11.3098 acres (more or less) tract of land is located entirely in an unincorporated area of Calhoun County, Texas;

2. Based upon its findings, the Commissioners Court of Calhoun County, Texas concludes that Union Carbide Corporation's Application for Designation of Reinvestment Zone dated April 22, 2016 should be and is hereby approved.

3. A metes and bounds description of the Reinvestment Zone is contained in Exhibit "1," is attached hereto, incorporated by reference and made a part hereof for any and all purposes. Also attached to this Resolution is a plat indicating the boundaries and location of the Reinvestment Zone. The plat is marked Exhibit "1," incorporated by reference and made

a part hereof for any and all purposes.

4. The Reinvestment Zone is hereby designated as eligible for tax abatement, subject to approval of any application for tax abatement by the Commissioners Court.

5. The tract of land containing 11.3098 acres (more or less) is hereby designated as Union Carbide Corporation Reinvestment Zone 16-01 and is eligible for tax abatement.

6. This designation of a reinvestment zone shall expire five years from the date of this resolution.

PASSED, ADOPTED AND APPROVED, on this 28th day of July, 2016.

COMMISSIONERS COURT OF
CALHOUN COUNTY, TEXAS

Michael Pfeifer, County Judge

ATTEST:

By: Gracie Sampson, Deputy
Anna Goodman
Calhoun County Clerk

TAB 17

Economic Development and Analysis
Form 50-296-A

Application for Appraised Value Limitation on Qualified Property

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 ▶ James B Cowley, Ed.D. — Superintendent
Print Name (Authorized School District Representative) — Title

sign here ▶ Dr. James B Cowley — 12-12-16
Signature (Authorized School District Representative) — Date

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 ▶ David Ngo — Tax Manager
Print Name (Authorized Company Representative (Applicant)) — Title

sign here ▶ [signature] — 11/10/16
Signature (Authorized Company Representative (Applicant)) — Date

KAREN K MATCHETT
NOTARY PUBLIC
STATE OF TEXAS
ID 1216512-7
EXP 11-13-2020
(Notary Seal)

GIVEN under my hand and seal of office this, the

10 day of November, 2016

[signature]
Notary Public in and for the State of Texas

My Commission expires: 11/13/2020

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.

For more information, visit our website www.TexasAhead.org/tax_programs/chapter313/

1168-dow-union-amendment001
March 30, 2017

The Dow Chemical Company
Texas Innovation Center
332 SH 332 E
Lake Jackson, TX 77566
U.S.A.

March 30, 2017

Dr. James Cowley, Superintendent
Calhoun County Independent School
525 N. Commerce Street
Port Lavaca, TX 77979

Dear Superintendent Cowley:

Please find the attached application for a tax limitation in Calhoun County Independent School District's jurisdiction on behalf of Union Carbide Corporation. We hope that this tax limitation will prove to be a valuable incentive and entice the proposed $105,000,000 investment to Seadrift.

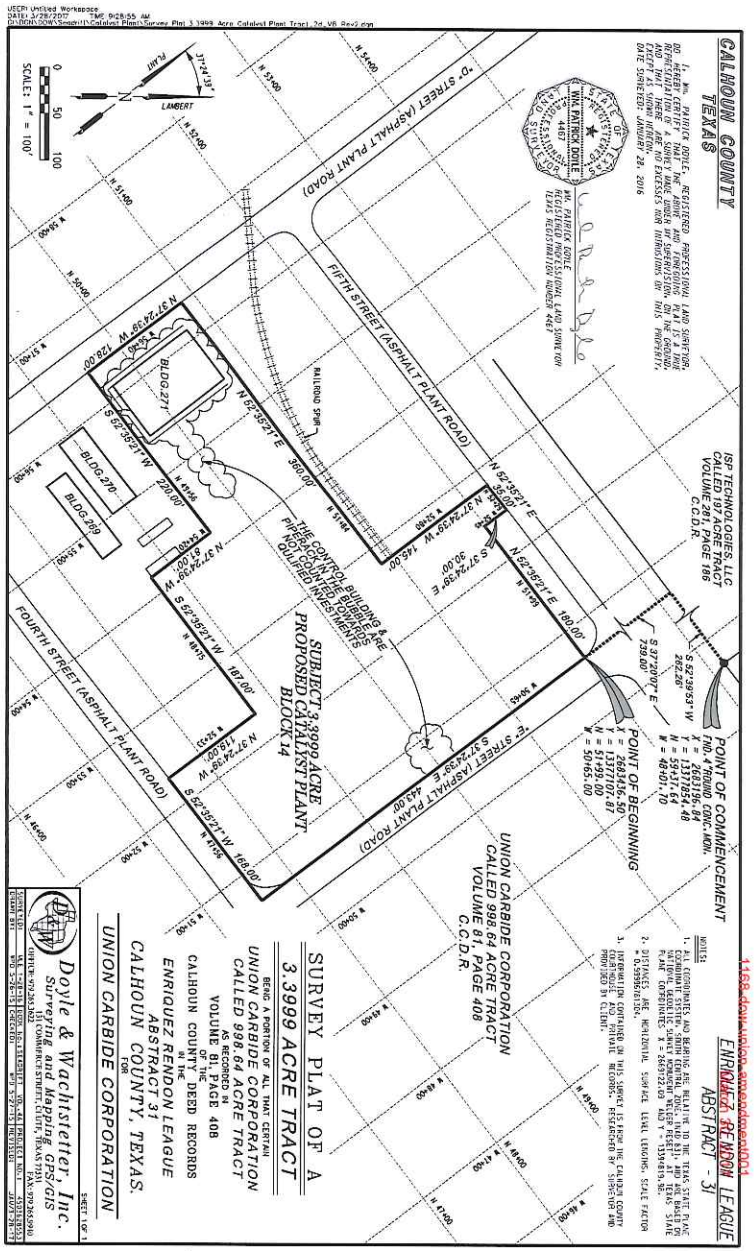
We are submitting this application well in advance of any construction and we ask, per the guidelines, that the tax limitation commencement date be deferred to January 1, 2019. I welcome any questions that you may have and thank you for your continued support of Union Carbide Corporation.

Sincerely,

David Ngo

Tax Manager
The Dow Chemical Company
Tax Department, TXINN APB
332 SH 332 E
Lake Jackson, Texas 77566
(979) 238-0065

WORLDWIDE PARTNER



Doyle & Wachtstetter, Inc.
Surveying and Mapping • GPS/GIS • Pipeline Integrity
High Density 3D Laser Scanning • Robotic Imaging HD
Aerial Topographic Surveying • RTK/UAV Imagery

UNION CARBIDE CORPORATION 3.3999 ACRE TAX ABATEMENT TRACT
BLOCK 14, PROPOSED CATALYST PLANT FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS
PAGE 1 OF 2

ALL THAT CERTAIN 3.3999 ACRE tract of land lying and situated in the Enriquez Rendon League, Abstract 31, Calhoun County, Texas, being a portion of all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation (UCC), as recorded in Volume 81, Page 408 of the Calhoun County Deed Records (C.C.D.R.), said herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract hereby conveyed being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD83), based on National Geodetic Survey, triangulation station Welder Reset 1974, at X=2669122.09 and Y=13394819.98, in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.99996781304), Union Carbide Corporation, Seadrift Plant coordinate recited herein are based on Seadrift Plant control monument SAT-1 at North = 37+40.00 and West = 50+50.00 and SAT-4 at called North 37+40.00 and West = 31+49.57, as marked or stamped on the brass plate in concrete monument and as referred to in Master Satellite Control System site drawing by Juan M. Canales, Registered Professional Land Surveyor No.4453, file number "U.C. 9", as follows:

COMMENCING at a 4" round concrete monument found marking the northwestern boundary line of the aforementioned all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation, as recorded in Volume 81, Page 408 of the C.C.D.R., being the East corner of all that certain called 197 acre tract of land conveyed by deed on July 2, 2001 from ISP Technologies Inc. to ISP Technologies L.L.C., as recorded in Volume 281, Page 186 of the Calhoun County Official Records (C.C.O.R.) and the East corner of Farm Tract 28 of the 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the Calhoun County Plat Records (C.C.P.R.), same being the South corner of all that certain called 197.649 acre tract of land conveyed by deed on September 30, 1966 from Oscar B. Cassel, et ux to Union Carbide Corporation, as recorded in Volume 227, Page 337 of the C.C.D.R. and the South corner of Farm Tract 27 of the said 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the C.C.P.R., said Point of Commencement being located at Texas State Plane coordinate position X=2683196.84 and Y=13377854.48, UCC Plant coordinates North = 59+37.64 and W = 48+01.70;

THENCE South 52°39'53" West, coincident with the northwestern boundary line of the said Union Carbide and Carbon Corporation called 998.634 acre tract, same being the southeastern boundary line of said ISP Technologies L.L.C. called 197 acre tract, a distance of 262.26 feet to a point, at position X=2682988.33 and Y=13377695.43;

THENCE South 37°20'07" East, a distance of 739.00 feet to the **POINT OF BEGINNING** of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, located in the southwestern edge of asphalt plant roadway known as "E" Street and 30 feet southeast of the southeastern edge of asphalt plant roadway known as Fifth Street, for the North corner of the herein described 3.3999 acre tract, said Point of Beginning at position X=2683436.50 and Y=13377107.87, UCC Plant coordinates North = 51+99.00 and W = 50+65.00;

THENCE South 37°24'39" East, generally along the southwestern edge of pavement of "E" Street, a distance of 443.00 feet to a point in the northwestern edge of asphalt plant roadway known as Fourth Street, for the East corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683705.62 and Y=13376756.02, UCC Plant coordinates North = 47+56.00 and W = 50+65.00;

THENCE South 52°35'21" West, generally along the northwestern edge of pavement of Fourth Street, a distance of 168.00 feet to point for the most southerly South corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683572.21 and Y=13376653.98, UCC Plant coordinates North = 47+56.00 and W = 52+33.00;

THENCE North 37°24'39" West, a distance of 119.00 feet to a point for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683499.92 and Y=13376748.50, UCC Plant coordinates North = 48+75.00 and W = 52+33.00;

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THENCE South 52°35'21" West, a distance of 187.00 feet to point for an exterior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683351.39 and Y=13376634.89, UCC Plant coordinates North = 48+75.00 and W = 54+20.00;

THENCE North 37°24'39" West, a distance of 81.00 feet to a point for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683302.18 and Y=13376699.22, UCC Plant coordinates North = 49+56.00 and W = 54+20.00;

THENCE South 52°35'21" West, a distance of 220.00 feet to a point located in the northeastern edge of asphalt plant roadway known as "D" Street, for the most westerly South corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683127.46 and Y=13376565.58, UCC Plant coordinates North = 49+56.00 and W = 56+40.00;

THENCE North 37°24'39" West, generally along the northeastern edge of pavement of "D" Street, a distance of 128.00 feet to a point for the West corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683049.70 and Y=13376667.26, UCC Plant coordinates North = 51+84.00 and W = 56+40.00;

THENCE North 52°35'21" East, a distance of 360.00 feet to a point past the end of the railroad spur track to the north, for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683335.61 and Y=13376885.94, UCC Plant coordinates North = 51+84.00 and W = 52+80.00;

THENCE North 37°24'39" West, a distance of 145.00 feet to a point located in the southeastern edge of said asphalt plant roadway known as Fifth Street, for the most northerly West corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683247.53 and Y=13377001.10, UCC Plant coordinates North = 52+29.00 and W = 52+80.00;

THENCE North 52°35'21" East, generally along the southeastern edge of pavement of Fifth Street, a distance of 35.00 feet to a point for an exterior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683275.31 and Y=13377022.34, UCC Plant coordinates North = 52+29.00 and W = 52+45.00;

THENCE South 37°24'39" East, a distance of 30.00 feet to a point for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683293.53 and Y=13376998.52, UCC Plant coordinates North = 51+99.00 and W = 52+45.00;

THENCE North 52°35'21" East, a distance of 180.00 feet to the **POINT OF BEGINNING**, containing 3.3999 acres of land, more or less.

STATE OF TEXAS
REGISTERED
WM. PATRICK DOYLE
4467
PROFESSIONAL
LAND SURVEYOR

Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
Revised: February 3, 2016

This description is based on a survey, a plat of which, dated January 28, 2016 is on file in the office of Doyle & Wachtstetter, Inc.
Legal/pat/Dow Seadrift/Legal Description UCC 3.3999 Acre Catalyst Plant Tract Rev1.doc

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 2016 (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)? 823

   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? 18
5. What is the number of new non-qualifying jobs you are estimating you will create? 2
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 1,235.00
   b. 110% of the average weekly wage for manufacturing jobs in the county is 1,941.50
   c. 110% of the average weekly wage for manufacturing jobs in the region is 1,044.18
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? 54,297.10
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 54,300.00
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 §313.021(3)(F)? ..... ☐ 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**.

SECTION 9: Projected Timeline

1. Application approval by school board 7/1/2017
2. Commencement of construction 6/1/2017
3. Beginning of qualifying time period 1/2/2017
4. First year of limitation 1/1/2019
5. Begin hiring new employees 4/1/2017
6. Commencement of commercial operations 7/1/2018
7. 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)*? ..... ☐ Yes ☑ No

   Note: Improvements made before that time may not be considered qualified property.
8. When do you anticipate the new buildings or improvements will be placed in service? 8/1/2019

SECTION 10: The Property

1. Identify county or counties in which the proposed project will be located ..... Calhoun
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property ..... Calhoun Central Appraisal Dist.
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: Calhoun, 100% $.4900/$100 *(Name, tax rate and percent of project)*
   City: *(Name, tax rate and percent of project)*
   Hospital District: *(Name, tax rate and percent of project)*
   Water District: Calhoun Water & Cntr Improv $.05650/$100 *(Name, tax rate and percent of project)*
   Other *(describe)*: Calhoun Co Grndwater $.0100/$100 *(Name, tax rate and percent of project)*
   Other *(describe)*: *(Name, tax rate and percent of project)*
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/**.

1. At the time of application, what is the estimated minimum qualified investment required for this school district? 30,000,000.00
2. What is the amount of appraised value limitation for which you are applying? 30,000,000.00

   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 tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period, 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

Union Carbide Corporation

School Limitation on Appraised Value
(Tab 5)

November 7, 2016

The Union Carbide Corporation (UCC) has analyzed the property tax liability of constructing a catalyst manufacturing plant in Texas. The Union Carbide Corporation site at Seadrift, Texas is well situated to attract this project. To incentivize this project, the public partnership with the State and Local Governments in Texas is critical.

The investment in and siting of this project is complex, and while no one factor alone can determine site location, there are many factors taken as a group that can. Texas has many economic advantages to attract investments; however one area where Texas is not competitive is in property tax liability. Union Carbide Corporation is a capital intensive company and as such carries a substantial property tax liability. The property taxes for ongoing and particularly new investment can greatly impact the competitiveness of the company. Approval of the 313 agreement is key in creating a more competitive investment environment in Texas. Without approval of the 313 agreement, the company's property tax liability from the new investment will negatively impact the competiveness of the project in Texas.

Property taxes in the State of Texas are levied on Real and Personal property as well as inventory while an alternate location in consideration in the State of Louisiana also taxes the same property types but provides a more competitive tax abatement program. Projected property tax liability to the company based on the same $105 million capital investment in Texas compared to Louisiana, is considerably higher (in Texas) over a 10 year period after considering estimated tax savings from negotiated agreements with State and Local authorities in the two locations.

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Union Carbide Corporation

School Limitation on Appraised Value
(Tab 5)

November 7, 2016

The proposed manufacturing unit is a catalyst manufacturing plant. The plant would produce a catalyst in the production of High Density Polyethylene (HDPE). HDPE is used in a number of applications, including piping and food packaging. This facility will be a stand-alone facility that will ship its product in portable containers with no reliance on adjacent facilities other than for utility supply. Raw materials come from third party sources external to the site and use of those raw materials is not a driver for site selection as they can be supplied anywhere in the world.

The new capital project investment will occur inside a reinvestment zone that is vacant land at the Seadrift manufacturing site. The capital project investment will be comprised of new process infrastructure and new manufacturing equipment using the most effective technology design not currently at the Seadrift manufacturing site for new catalyst manufacturing.

Approval of the 313 agreement is essential to allow the property tax liabilities in Texas to be as favorable, certain, and competitive as possible for this project. Approval of this school limitation agreement will help ensure the competiveness of the project so the important capital investment decision can be made, bringing growth to the area.

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Catalyst Plant
(Tabs 10)

Existing Improvements at propose Reinvestment Zone

CAD Account #	Description-Survey	2016 Assessed Value
35743	Proposed Catalyst Plant	$157,300

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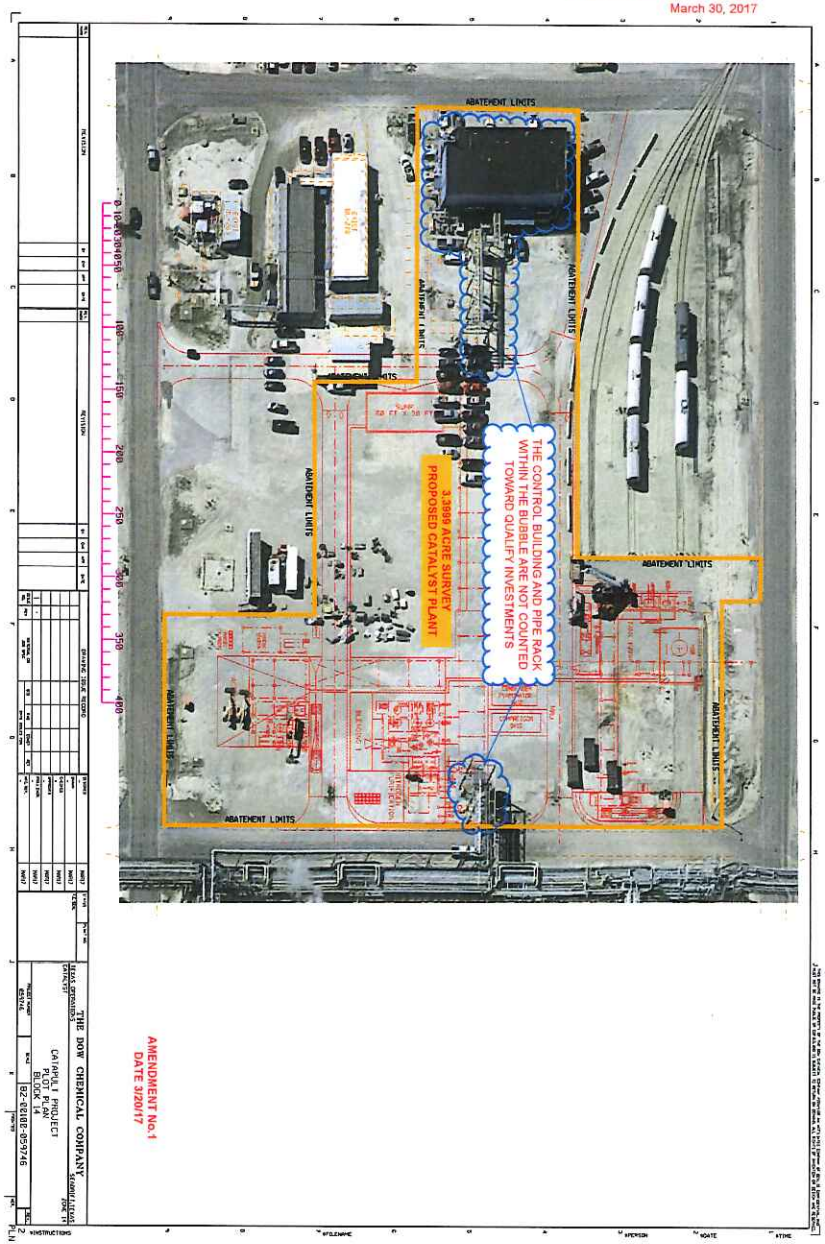


Amendment No. One
3/20/17

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

Date 26-Aug-16
Applicant Name The Dow Chemical Company
ISD Name Calhoun ISD

Form 50-296A
Revised May 2014

(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 of buildings 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 [SEE NOTE]	Column E Total Investment (Sum of Columns A+B+C+D)
Investment made before filing complete application with district	–	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2017	Not eligible to become Qualified Property			0	0
Investment made after filing complete application with district, but before final board approval of application				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					$ 2,500,000	0	0	$ 2,500,000
Complete tax years of qualifying time period	QTP1	2018-2019	2018	$ 35,625,000	$ -	0	0	$ 35,625,000
	QTP2	2019-2020	2019	$ 66,875,000	$ -	0	0	$ 66,875,000
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]				$ 102,500,000	$ 2,500,000	0	0	$ 105,000,000
Total Qualified Investment (sum of green cells)				$ 105,000,000				

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.
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 313.021(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 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.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

Amendment No. One
3/30/17

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

26-Aug-16
The Dow Chemical Company
Calhoun ISD

Form 50-296A
Revised May 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property: Estimated Market Value of Land	Qualified Property: Estimated Total Market Value of new buildings or other new improvements	Qualified Property: Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Estimated Taxable Value: Market Value less any exemptions (such as pollution control) and before limitation	Estimated Taxable Value: Final taxable value for I&S after all reductions	Estimated Taxable Value: Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period *Insert as many rows as necessary*	0	2017-2018	2017	67,860	2,500,000	-		2,567,860	2,567,860
Value Limitation Period	1	2018-2019	2018	67,860	5,349,090	56,581,091	41,041,950	41,109,810	30,000,000
	2	2019-2020	2019	67,860	10,698,181	75,441,455	75,353,153	75,353,153	30,000,000
	3	2020-2021	2020	67,860	10,484,217	94,301,819	94,325,184	94,325,184	30,000,000
	4	2021-2022	2021	67,860	10,274,533	90,529,746	90,659,288	90,659,288	30,000,000
	5	2022-2023	2022	67,860	10,069,042	86,908,556	87,138,993	87,138,993	30,000,000
	6	2023-2024	2023	67,860	9,867,662	83,432,214	83,758,464	83,758,464	30,000,000
	7	2024-2025	2024	67,860	9,670,308	80,094,926	80,512,100	80,512,100	30,000,000
	8	2025-2026	2025	67,860	9,476,902	76,891,129	77,394,537	77,394,537	30,000,000
	9	2026-2027	2026	67,860	9,287,364	73,815,483	74,400,585	74,400,585	30,000,000
	10	2027-2028	2027	67,860	9,101,617	70,862,864	71,525,322	71,525,322	30,000,000
Continue to maintain viable presence	11	2028-2029	2028	67,860	8,919,584	68,028,350	68,763,985	68,763,985	68,763,985
	12	2029-2030	2029	67,860	8,741,193	65,307,216	66,112,014	66,112,014	66,112,014
	13	2030-2031	2030	67,860	8,566,369	62,694,927	63,565,029	63,565,029	63,565,029
	14	2031-2032	2031	67,860	8,395,042	60,187,130	61,118,828	61,118,828	61,118,828
	15	2032-2033	2032	67,860	8,227,141	57,779,645	58,769,378	58,769,378	58,769,378
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2033-2034	2033	67,860	8,062,598	55,468,459	56,512,808	56,512,808	56,512,808
	17	2034-2035	2034	67,860	7,901,346	53,249,720	54,345,401	54,345,401	54,345,401
	18	2035-2036	2035	67,860	7,743,319	51,119,732	52,263,591	52,263,591	52,263,591
	19	2036-2037	2036	67,860	7,588,453	49,074,942	50,263,955	50,263,955	50,263,955
	20	2037-2038	2037	67,860	7,436,684	47,111,945	48,343,207	48,343,207	48,343,207
	21	2038-2039	2038	67,860	7,287,950	45,227,467	46,498,194	46,498,194	46,498,194
	22	2039-2040	2039	67,860	7,142,191	43,418,368	44,725,889	44,725,889	44,725,889
	23	2040-2041	2040	67,860	6,999,347	41,681,634	43,023,386	43,023,386	43,023,386
	24	2041-2042	2041	67,860	6,859,360	40,014,368	41,387,898	41,387,898	41,387,898
	25	2042-2043	2042	67,860	6,722,173	38,413,793	39,816,746	39,816,746	39,816,746

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.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

Amendment No. One
3/30/17

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

26-Aug-16
The Dow Chemical Company
Calhoun ISD

Form 50-296A
Revised May 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 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)
				Enter amounts from TOTAL row in Schedule A1 in the row below				
Total Investment from Schedule A1*	--	TOTALS FROM SCHEDULE A1		102,600,000	2,500,000	-	-	105,000,000
Each year prior to start of value limitation period** *Insert as many rows as necessary*	0	2017-2018	2017	0	0	0	0	0
Value limitation period***	1	2018-2019	2018	0	0		-	-
	2	2019-2020	2019					
	3	2020-2021	2020					
	4	2021-2022	2021					
	5	2022-2023	2022					
	6	2023-2024	2023					
	7	2024-2025	2024					
	8	2025-2026	2025					
	9	2026-2027	2026					
	10	2027-2028	2027					
Total investment made through limitation								-
Continue to maintain viable presence	11	2028-2029	2028					
	12	2029-2030	2029					
	13	2030-2031	2030					
	14	2031-2032	2031					
	15	2032-2033	2032					
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2033-2034	2033					
	17	2034-2035	2034					
	18	2035-2036	2035					
	19	2036-2037	2036					
	20	2037-2038	2037					
	21	2038-2039	2038					
	22	2039-2040	2039					
	23	2040-2041	2040					
	24	2041-2042	2041					
	25	2042-2043	2042					

* 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.
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

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 313.021(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 10, 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.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

1168-dow-union-amendment001
March 30, 2017

Form 50-296-A

Application for Appraised Value Limitation on Qualified Property

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 ▶ James B. Cowley, EdD — Print Name (Authorized School District Representative)
Title: Superintendent

sign here ▶ Dr. James B. Cowley — Signature (Authorized School District Representative)
Date: March 29, 2017

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 ▶ David Ngo — Print Name (Authorized Company Representative (Applicant))
Title: Tax Manager

sign here ▶ [signature] — Signature (Authorized Company Representative (Applicant))
Date: 3/30/17

BELINDA SANCHEZ
NOTARY PUBLIC STATE OF TEXAS
MY COMM. EXP. 5/12/2020
NOTARY ID 1197846-0

(Notary Seal)

GIVEN under my hand and seal of office this, the 30 day of March, 2017

[signature]
Notary Public in and for the State of Texas

My Commission expires: 5-12-2020

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.

For more information, visit our website: www.TexasAhead.org/tax_programs/chapter313/

Amendment No. One
2/30/17

26-Aug-16
The Dow Chemical Company
Calhoun ISD

Form 50-296A
Revised May 2014

Schedule C: Employment Information

			Construction		Non-Qualifying Jobs	Qualifying Jobs	
			Column A	Column B	Column C	Column D	Column E
Each year prior to start of Value Limitation Period (may row as necessary) Insert as	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Number of Construction FTE's or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Average annual wage of new qualifying jobs
	0	2017-2018	2017	40 FTE	54,300	0	0	
Value Limitation Period The qualifying tax period could overlap the value limitation period	1	2018-2019	2018	200 FTE	54,300	2	18	54,300
	2	2019-2020	2019	100 FTE	54,300	2	18	54,300
	3	2020-2021	2020			2	18	54,300
	4	2021-2022	2021			2	18	54,300
	5	2022-2023	2022			2	18	54,300
	6	2023-2024	2023			2	18	54,300
	7	2024-2025	2024			2	18	54,300
	8	2025-2026	2025			2	18	54,300
	9	2026-2027	2026			2	18	54,300
	10	2027-2028	2027			2	18	54,300
Years Following Limitation Period Value	11 through 25					2	18	54,300

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) ☐ Yes ☒ No
If yes, answer the following two questions:

C1a. Will the applicant request a job waiver, as provided under 313.025(f-1)? ☐ Yes ☒ No

C1b. Will the applicant avail itself of the provision in 313.021(3)(F)? ☐ Yes ☒ No

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE _____ DATE _____

1168-dow-union-amendment001
March 30, 2017

The Dow Chemical Company
Texas Innovation Center
332 SH 332 E
Lake Jackson, TX 77566
U.S.A.

March 30, 2017

Dr. James Cowley, Superintendent
Calhoun County Independent School
525 N. Commerce Street
Port Lavaca, TX 77979

Dear Superintendent Cowley:

Please find the attached application for a tax limitation in Calhoun County Independent School District's jurisdiction on behalf of Union Carbide Corporation. We hope that this tax limitation will prove to be a valuable incentive and entice the proposed $105,000,000 investment to Seadrift.

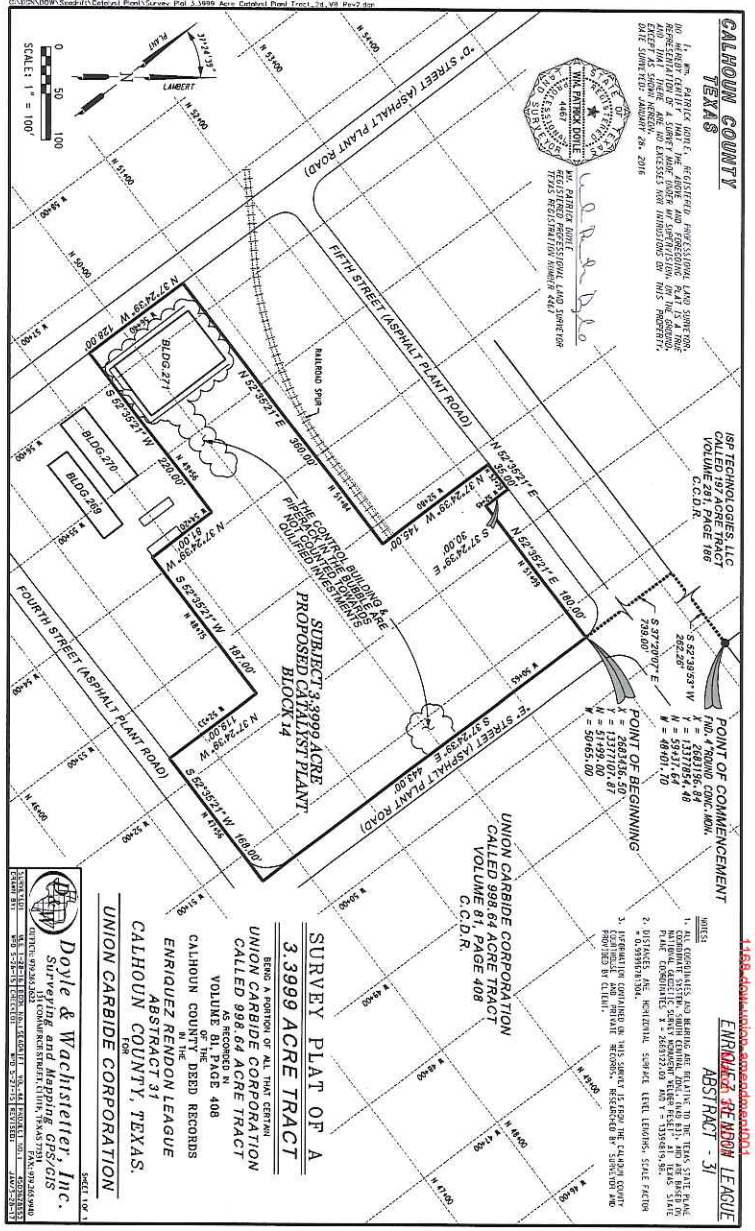
We are submitting this application well in advance of any construction and we ask, per the guidelines, that the tax limitation commencement date be deferred to January 1, 2019. I welcome any questions that you may have and thank you for your continued support of Union Carbide Corporation.

Sincerely,

David Ngo

Tax Manager
The Dow Chemical Company
Tax Department, TXINN APB
332 SH 332 E
Lake Jackson, Texas 77566
(979) 238-0065

WORLDWIDE PARTNER



Doyle & Wachtstetter, Inc.
Surveying and Mapping • GPS/GIS • Pipeline Integrity
High Density 3D Laser Scanning • Robotic Imaging HD
Aerial Topographic Surveying • RTK/UAV Imagery

UNION CARBIDE CORPORATION 3.3999 ACRE TAX ABATEMENT TRACT
BLOCK 14, PROPOSED CATALYST PLANT FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS
PAGE 1 OF 2

ALL THAT CERTAIN 3.3999 ACRE tract of land lying and situated in the Enriquez Rendon League, Abstract 31, Calhoun County, Texas, being a portion of all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation (UCC), as recorded in Volume 81, Page 408 of the Calhoun County Deed Records (C.C.D.R.), said herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract hereby conveyed being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD83), based on National Geodetic Survey, triangulation station Welder Reset 1974, at X=2669122.09 and Y=13394819.98, in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.99996781304), Union Carbide Corporation, Seadrift Plant coordinate recited herein are based on Seadrift Plant control monument SAT-1 at North = 37+40.00 and West = 50+50.00 and SAT-4 at called North 37+40.00 and West = 31+49.57, as marked or stamped on the brass plate in concrete monument and as referred to in Master Satellite Control System site drawing by Juan M. Canales, Registered Professional Land Surveyor No.4453, file number "U.C. 9", as follows:

COMMENCING at a 4" round concrete monument found marking the northwestern boundary line of the aforementioned all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation, as recorded in Volume 81, Page 408 of the C.C.D.R., being the East corner of all that certain called 197 acre tract of land conveyed by deed on July 2, 2001 from ISP Technologies Inc. to ISP Technologies L.L.C., as recorded in Volume 281, Page 186 of the Calhoun County Official Records (C.C.O.R.) and the East corner of Farm Tract 28 of the 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the Calhoun County Plat Records (C.C.P.R.), same being the South corner of all that certain called 197.649 acre tract of land conveyed by deed on September 30, 1966 from Oscar B. Cassel, et ux to Union Carbide Corporation, as recorded in Volume 227, Page 337 of the C.C.D.R. and the South corner of Farm Tract 27 of the said 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the C.C.P.R., said Point of Commencement being located at Texas State Plane coordinate position X=2683196.84 and Y=13377854.48, UCC Plant coordinates North = 59+37.64 and W = 48+01.70;

THENCE South 52°39'53" West, coincident with the northwestern boundary line of the said Union Carbide and Carbon Corporation called 998.634 acre tract, same being the southeastern boundary line of said ISP Technologies L.L.C. called 197 acre tract, a distance of 262.26 feet to a point, at position X=2682988.33 and Y=13377695.43;

THENCE South 37°20'07" East, a distance of 739.00 feet to the **POINT OF BEGINNING** of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, located in the southwestern edge of asphalt plant roadway known as "E" Street and 30 feet southeast of the southeastern edge of asphalt plant roadway known as Fifth Street, for the North corner of the herein described 3.3999 acre tract, said Point of Beginning at position X=2683436.50 and Y=13377107.87, UCC Plant coordinates North = 51+99.00 and W = 50+65.00;

THENCE South 37°24'39" East, generally along the southwestern edge of pavement of "E" Street, a distance of 443.00 feet to a point in the northwestern edge of asphalt plant roadway known as Fourth Street, for the East corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683705.62 and Y=13376756.02, UCC Plant coordinates North = 47+56.00 and W = 50+65.00;

THENCE South 52°35'21" West, generally along the northwestern edge of pavement of Fourth Street, a distance of 168.00 feet to point for the most southerly South corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683572.21 and Y=13376653.98, UCC Plant coordinates North = 47+56.00 and W = 52+33.00;

THENCE North 37°24'39" West, a distance of 119.00 feet to a point for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683499.92 and Y=13376748.50, UCC Plant coordinates North = 48+75.00 and W = 52+33.00;

UNION CARBIDE CORPORATION 3.3999 ACRE TAX ABATEMENT TRACT
BLOCK 14, PROPOSED CATALYST PLANT FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS
PAGE 2 OF 2

THENCE South 52°35'21" West, a distance of 187.00 feet to point for an exterior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683351.39 and Y=13376634.89, UCC Plant coordinates North = 48+75.00 and W = 54+20.00;

THENCE North 37°24'39" West, a distance of 81.00 feet to a point for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683302.18 and Y=13376699.22, UCC Plant coordinates North = 49+56.00 and W = 54+20.00;

THENCE South 52°35'21" West, a distance of 220.00 feet to a point located in the northeastern edge of asphalt plant roadway known as "D" Street, for the most westerly South corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683127.46 and Y=13376565.58, UCC Plant coordinates North = 49+56.00 and W = 56+40.00;

THENCE North 37°24'39" West, generally along the northeastern edge of pavement of "D" Street, a distance of 128.00 feet to a point for the West corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683049.70 and Y=13376667.26, UCC Plant coordinates North = 51+84.00 and W = 56+40.00;

THENCE North 52°35'21" East, a distance of 360.00 feet to a point past the end of the railroad spur track to the north, for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683335.61 and Y=13376885.94, UCC Plant coordinates North = 51+84.00 and W = 52+80.00;

THENCE North 37°24'39" West, a distance of 145.00 feet to a point located in the southeastern edge of said asphalt plant roadway known as Fifth Street, for the most northerly West corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683247.53 and Y=13377001.10, UCC Plant coordinates North = 52+29.00 and W = 52+80.00;

THENCE North 52°35'21" East, generally along the southeastern edge of pavement of Fifth Street, a distance of 35.00 feet to a point for an exterior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683275.31 and Y=13377022.34, UCC Plant coordinates North = 52+29.00 and W = 52+45.00;

THENCE South 37°24'39" East, a distance of 30.00 feet to a point for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683293.53 and Y=13376998.52, UCC Plant coordinates North = 51+99.00 and W = 52+45.00;

THENCE North 52°35'21" East, a distance of 180.00 feet to the **POINT OF BEGINNING**, containing 3.3999 acres of land, more or less.

STATE OF TEXAS
REGISTERED
WM. PATRICK DOYLE
4467
PROFESSIONAL
LAND SURVEYOR

Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
Revised: February 3, 2016

This description is based on a survey, a plat of which, dated January 28, 2016 is on file in the office of Doyle & Wachtstetter, Inc.
Legal\pat\Dow Seadrift\Legal Description UCC 3.3999 Acre Catalyst Plant Tract Rev1.doc

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 2016 (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)? 823

   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? 18

5. What is the number of new non-qualifying jobs you are estimating you will create? 2

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 1,235.00
   b. 110% of the average weekly wage for manufacturing jobs in the county is 1,941.50
   c. 110% of the average weekly wage for manufacturing jobs in the region is 1,044.18

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? 54,297.10

10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 54,300.00

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 §313.021(3)(F)? ..... ☐ 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**.

SECTION 9: Projected Timeline

1. Application approval by school board 7/1/2017
2. Commencement of construction 6/1/2017
3. Beginning of qualifying time period 1/2/2017
4. First year of limitation 1/1/2019
5. Begin hiring new employees 4/1/2017
6. Commencement of commercial operations 7/1/2018
7. 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)*? ..... ☐ Yes ☑ No

   Note: Improvements made before that time may not be considered qualified property.

8. When do you anticipate the new buildings or improvements will be placed in service? 8/1/2019

SECTION 10: The Property

1. Identify county or counties in which the proposed project will be located ..... Calhoun
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property ..... Calhoun Central Appraisal Dist.
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: Calhoun, 100% $.4900/$100 *(Name, tax rate and percent of project)*
   City: *(Name, tax rate and percent of project)*
   Hospital District: *(Name, tax rate and percent of project)*
   Water District: Calhoun Water & Cntr Improv $.05650/$100 *(Name, tax rate and percent of project)*
   Other *(describe)*: Calhoun Co Grndwater $.0100/$100 *(Name, tax rate and percent of project)*
   Other *(describe)*: *(Name, tax rate and percent of project)*

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/**.

1. At the time of application, what is the estimated minimum qualified investment required for this school district? 30,000,000.00
2. What is the amount of appraised value limitation for which you are applying? 30,000,000.00

   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 tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period, 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

Union Carbide Corporation

School Limitation on Appraised Value
(Tab 5)

November 7, 2016

The Union Carbide Corporation (UCC) has analyzed the property tax liability of constructing a catalyst manufacturing plant in Texas. The Union Carbide Corporation site at Seadrift, Texas is well situated to attract this project. To incentivize this project, the public partnership with the State and Local Governments in Texas is critical.

The investment in and siting of this project is complex, and while no one factor alone can determine site location, there are many factors taken as a group that can. Texas has many economic advantages to attract investments; however one area where Texas is not competitive is in property tax liability. Union Carbide Corporation is a capital intensive company and as such carries a substantial property tax liability. The property taxes for ongoing and particularly new investment can greatly impact the competitiveness of the company. Approval of the 313 agreement is key in creating a more competitive investment environment in Texas. Without approval of the 313 agreement, the company's property tax liability from the new investment will negatively impact the competiveness of the project in Texas.

Property taxes in the State of Texas are levied on Real and Personal property as well as inventory while an alternate location in consideration in the State of Louisiana also taxes the same property types but provides a more competitive tax abatement program. Projected property tax liability to the company based on the same $105 million capital investment in Texas compared to Louisiana, is considerably higher (in Texas) over a 10 year period after considering estimated tax savings from negotiated agreements with State and Local authorities in the two locations.

1168-dow-union-amendment001
March 30, 2017

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3/30/17

Union Carbide Corporation

School Limitation on Appraised Value
(Tab 5)

November 7, 2016

The proposed manufacturing unit is a catalyst manufacturing plant. The plant would produce a catalyst in the production of High Density Polyethylene (HDPE). HDPE is used in a number of applications, including piping and food packaging. This facility will be a stand-alone facility that will ship its product in portable containers with no reliance on adjacent facilities other than for utility supply. Raw materials come from third party sources external to the site and use of those raw materials is not a driver for site selection as they can be supplied anywhere in the world.

The new capital project investment will occur inside a reinvestment zone that is vacant land at the Seadrift manufacturing site. The capital project investment will be comprised of new process infrastructure and new manufacturing equipment using the most effective technology design not currently at the Seadrift manufacturing site for new catalyst manufacturing.

Approval of the 313 agreement is essential to allow the property tax liabilities in Texas to be as favorable, certain, and competitive as possible for this project. Approval of this school limitation agreement will help ensure the competiveness of the project so the important capital investment decision can be made, bringing growth to the area.

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Catalyst Plant
(Tabs 10)

Existing Improvements at propose Reinvestment Zone

CAD Account #	Description-Survey	2016 Assessed Value
35743	Proposed Catalyst Plant	$157,300

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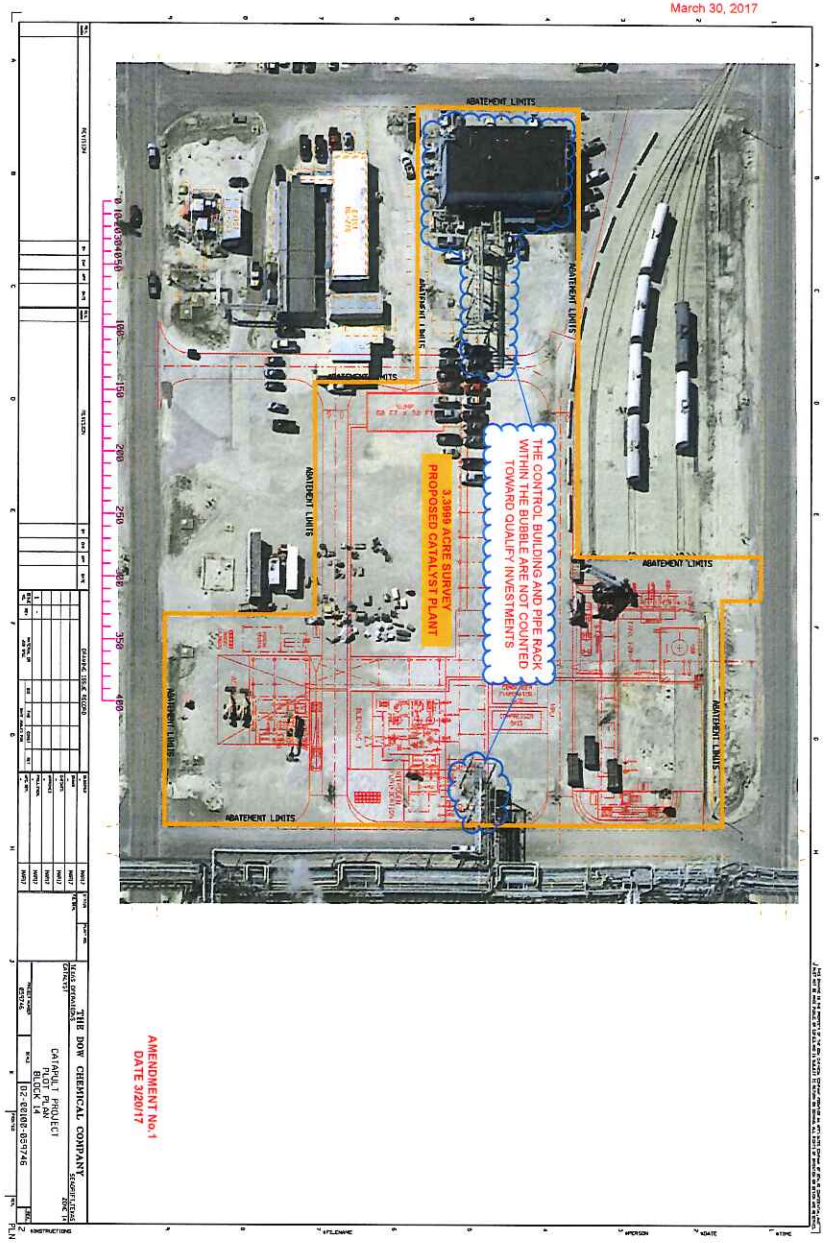
March 30, 2017



Amendment No. One
3/20/17

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

Date 26-Aug-16
Applicant Name The Dow Chemical Company
ISD Name Calhoun ISD

Form 50-296A
Revised May 2014

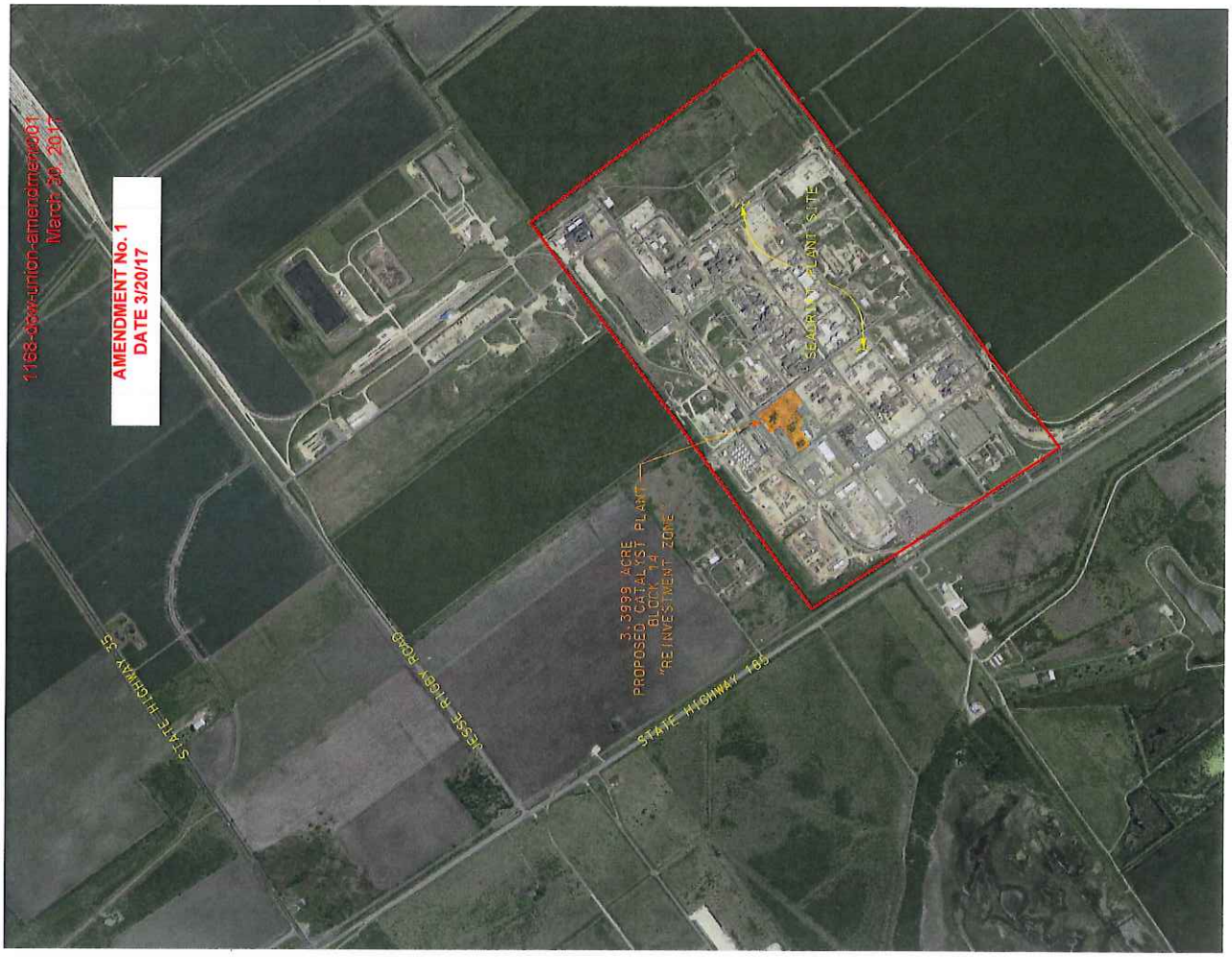
(Estimated Investment in each year. Do not put cumulative totals.)

	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 of buildings 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 [SEE NOTE]	Column E: Total Investment (Sum of Columns A+B+C+D)
Investment made before filing complete application with district	--	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2017	Not eligible to become Qualified Property			0	0
Investment made after filing complete application with district, but before final board approval of application				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					$ 2,500,000	0	0	$ 2,500,000
Complete tax years of qualifying time period	QTP1	2018-2019	2018	$ 35,625,000	$ -	0	0	$ 35,625,000
	QTP2	2019-2020	2019	$ 66,875,000	$ -	0	0	$ 66,875,000
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]				$ 102,500,000	$ 2,500,000	0	0	$ 105,000,000
Total Qualified Investment (sum of green cells)				$ 105,000,000				

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.
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 313.021(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 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.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE



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

26-Aug-16
The Dow Chemical Company
Calhoun ISD

Form 50-296A
Revised May 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property: Estimated Market Value of Land	Qualified Property: Estimated Total Market Value of new buildings or other new improvements	Qualified Property: Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Estimated Taxable Value: Market Value less any exemptions (such as pollution control) and before limitation	Estimated Taxable Value: Final taxable value for I&S after all reductions	Estimated Taxable Value: Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period *Insert as many rows as necessary*	0	2017-2018	2017	67,860	2,500,000	-		2,567,860	2,567,860
Value Limitation Period	1	2018-2019	2018	67,860	5,349,090	56,581,091	41,041,950	41,109,810	30,000,000
	2	2019-2020	2019	67,860	10,698,181	75,441,455	75,353,153	75,353,153	30,000,000
	3	2020-2021	2020	67,860	10,484,217	94,301,819	94,325,184	94,325,184	30,000,000
	4	2021-2022	2021	67,860	10,274,533	90,529,746	90,659,288	90,659,288	30,000,000
	5	2022-2023	2022	67,860	10,069,042	86,908,556	87,138,993	87,138,993	30,000,000
	6	2023-2024	2023	67,860	9,867,662	83,432,214	83,758,464	83,758,464	30,000,000
	7	2024-2025	2024	67,860	9,670,308	80,094,926	80,512,100	80,512,100	30,000,000
	8	2025-2026	2025	67,860	9,476,902	76,891,129	77,394,537	77,394,537	30,000,000
	9	2026-2027	2026	67,860	9,287,364	73,815,483	74,400,585	74,400,585	30,000,000
	10	2027-2028	2027	67,860	9,101,617	70,862,864	71,525,322	71,525,322	30,000,000
Continue to maintain viable presence	11	2028-2029	2028	67,860	8,919,584	68,028,350	68,763,985	68,763,985	68,763,985
	12	2029-2030	2029	67,860	8,741,193	65,307,216	66,112,014	66,112,014	66,112,014
	13	2030-2031	2030	67,860	8,566,369	62,694,927	63,565,029	63,565,029	63,565,029
	14	2031-2032	2031	67,860	8,395,042	60,187,130	61,118,828	61,118,828	61,118,828
	15	2032-2033	2032	67,860	8,227,141	57,779,645	58,769,378	58,769,378	58,769,378
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2033-2034	2033	67,860	8,062,598	55,468,459	56,512,808	56,512,808	56,512,808
	17	2034-2035	2034	67,860	7,901,346	53,249,720	54,345,401	54,345,401	54,345,401
	18	2035-2036	2035	67,860	7,743,319	51,119,732	52,263,591	52,263,591	52,263,591
	19	2036-2037	2036	67,860	7,588,453	49,074,942	50,263,955	50,263,955	50,263,955
	20	2037-2038	2037	67,860	7,436,684	47,111,945	48,343,207	48,343,207	48,343,207
	21	2038-2039	2038	67,860	7,287,950	45,227,467	46,498,194	46,498,194	46,498,194
	22	2039-2040	2039	67,860	7,142,191	43,418,368	44,725,889	44,725,889	44,725,889
	23	2040-2041	2040	67,860	6,999,347	41,681,634	43,023,386	43,023,386	43,023,386
	24	2041-2042	2041	67,860	6,859,360	40,014,368	41,387,898	41,387,898	41,387,898
	25	2042-2043	2042	67,860	6,722,173	38,413,793	39,816,746	39,816,746	39,816,746

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.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

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

26-Aug-16
The Dow Chemical Company
Calhoun ISD

Form 50-296A
Revised May 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 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)
				Enter amounts from TOTAL row in Schedule A1 in the row below				
Total Investment from Schedule A1*	-	TOTALS FROM SCHEDULE A1		102,500,000	2,500,000	-	-	105,000,000
Each year prior to start of value limitation period** *Insert as many rows as necessary*	0	2017-2018	2017	0	0	0	0	0
Value limitation period***	1	2018-2019	2018	0	0		-	-
	2	2019-2020	2019					
	3	2020-2021	2020					
	4	2021-2022	2021					
	5	2022-2023	2022					
	6	2023-2024	2023					
	7	2024-2025	2024					
	8	2025-2026	2026					
	9	2026-2027	2026					
	10	2027-2028	2027					
Total investment made through limitation								-
Continue to maintain viable presence	11	2028-2029	2028					
	12	2029-2030	2029					
	13	2030-2031	2030					
	14	2031-2032	2031					
	15	2032-2033	2032					
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2033-2034	2033					
	17	2034-2035	2034					
	18	2035-2036	2035					
	19	2036-2037	2036					
	20	2037-2038	2037					
	21	2038-2039	2038					
	22	2039-2040	2039					
	23	2040-2041	2040					
	24	2041-2042	2041					
	25	2042-2043	2042					

* 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.
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.

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 313.021(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 #6 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

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

1168-dow-union-amendment001
March 30, 2017

Texas Comptroller of Public Accounts
Form 50-296-A

Application for Appraised Value Limitation on Qualified Property

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 ▶ James B. Cowley, EdD
Print Name (Authorized School District Representative)

Superintendent
Title

sign here ▶ Dr. James B. Cowley
Signature (Authorized School District Representative)

March 29, 2017
Date

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 ▶ David Ngo
Print Name (Authorized Company Representative (Applicant))

Tax Manager
Title

sign here ▶
Signature (Authorized Company Representative (Applicant))

3/30/17
Date

BELINDA SANCHEZ
NOTARY PUBLIC STATE OF TEXAS
MY COMM. EXP. 5/12/2020
NOTARY ID 11693490-0

(Notary Seal)

GIVEN under my hand and seal of office this, the 30 day of March, 2017

Notary Public in and for the State of Texas

My Commission expires: 5-12-2020

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.

For more information, visit our website: www.TexasAhead.org/tax_programs/chapter313/

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Amendment No. One
3/30/17

Schedule C: Employment Information

26-Aug-16
The Dow Chemical Company
Calhoun ISD

Form 50-296A
Revised May 2014

				Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Number of Construction FTE's or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Average annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period *Insert as many rows as necessary*	0	2017-2018	2017	40 FTE	54,300	0	0	
Value Limitation Period *The qualifying time period could overlap the value limitation period*	1	2018-2019	2018	200 FTE	54,300	2	18	54,300
	2	2019-2020	2019	100 FTE	54,300	2	18	54,300
	3	2020-2021	2020			2	18	54,300
	4	2021-2022	2021			2	18	54,300
	5	2022-2023	2022			2	18	54,300
	6	2023-2024	2023			2	18	54,300
	7	2024-2025	2024			2	18	54,300
	8	2025-2026	2025			2	18	54,300
	9	2026-2027	2026			2	18	54,300
	10	2027-2028	2027			2	18	54,300
Years Following Value Limitation Period	11 through 25					2	18	54,300

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) ☐ Yes ☒ No
If yes, answer the following two questions:

C1a. Will the applicant request a job waiver, as provided under 313.025(f-1)? ☐ Yes ☒ No

C1b. Will the applicant avail itself of the provision in 313.021(3)(F)? ☐ Yes ☒ No

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

Attachment B

Franchise Tax Account Status

Franchise Tax Account Status

As of : 06/07/2017 07:28:04

This Page is Not Sufficient for Filings with the Secretary of State

UNION CARBIDE CORPORATION	
Texas Taxpayer Number	11314217305
Mailing Address	7501 STATE HIGHWAY 185 N SEADRIFT, TX 77983
Right to Transact Business in Texas	ACTIVE
State of Formation	NY
Effective SOS Registration Date	12/28/1949
Texas SOS File Number	0001335606
Registered Agent Name	C T CORPORATION SYSTEM
Registered Office Street Address	1999 BRYAN ST., STE. 900 DALLAS, TX 75201

Attachment C

State Comptroller's Certification

GLENN HEGAR TEXAS COMPTROLLER OF PUBLIC ACCOUNTS

P.O. Box 13528 • Austin, TX 78711-3528

May 5, 2017

Dr. James Cowley
Superintendent
Calhoun County Independent School District
525 N. Commerce Street
Port Lavaca, Texas 77979

Re: Certificate for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes by and between Calhoun County Independent School District and Union Carbide Corporation, Application 1168

Dear Superintendent Dr. Cowley:

On April 7, 2017, the Comptroller issued written notice that Union Carbide Corporation (applicant) submitted a completed application (Application 1168) for a limitation on appraised value under the provisions of Tax Code Chapter 313.[1] This application was originally submitted on November 13, 2016, to the Calhoun County Independent School District (school district) by the applicant.

This presents the results of the Comptroller's review of the application and determinations required:

1) under Section 313.025(h) to determine if the property meets the requirements of Section 313.024 for eligibility for a limitation on appraised value under Chapter 313, Subchapter C; and
2) under Section 313.025(d), to issue a certificate for a limitation on appraised value of the property and provide the certificate to the governing body of the school district or provide the governing body a written explanation of the Comptroller's decision not to issue a certificate, using the criteria set out in Section 313.026.

Determination required by 313.025(h)

Sec. 313.024(a)	Applicant is subject to tax imposed by Chapter 171.
Sec. 313.024(b)	Applicant is proposing to use the property for an eligible project.

[1] All Statutory references are to the Texas Tax Code, unless otherwise noted.

Sec. 313.024(d)	Applicant has committed to create the required number of new qualifying jobs and pay all jobs created that are not qualifying jobs a wage that exceeds the county average weekly wage for all jobs in the county where the jobs are located.
Sec. 313.024(d-2)	Not applicable to Application 1168.

Based on the information provided by the applicant, the Comptroller has that the property meets the requirements of Section 313.024 for eligibility for a limitation on appraised value under Chapter 313, Subchapter C.

Certificate decision required by 313.025(d)

Determination required by 313.026(c)(1)

The Comptroller has determined that the project proposed by the applicant is reasonably likely to generate tax revenue in an amount sufficient to offset the school district's maintenance and operations *ad valorem tax* revenue lost as a result of the agreement before the 25th anniversary of the beginning of the limitation period, see Attachment B.

Determination required by 313.026(c)(2)

The Comptroller has determined that the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in this state, see Attachment C.

Based on these determinations, the Comptroller issues a certificate for a limitation on appraised value. This certificate is contingent on the school district's receipt and acceptance of the Texas Education Agency's determination per 313.025(b-1).

The Comptroller's review of the application assumes the accuracy and completeness of the statements in the application. If the application is approved by the school district, the applicant shall perform according to the provisions of the Texas Economic Development Act Agreement (Form 50-826) executed with the school district. The school district shall comply with and enforce the stipulations, provisions, terms, and conditions of the agreement, applicable Texas Administrative Code and Chapter 313, per TAC 9.1054(i)(3).

This certificate is no longer valid if the application is modified, the information presented in the application changes, or the limitation agreement does not conform to the application. Additionally, this certificate is contingent on the school district approving and executing the agreement by December 31, 2017.

Note that any building or improvement existing as of the application review start date of April 7, 2017, or any tangible personal property placed in service prior to that date may not become "Qualified Property" as defined by 313.021(2) and the Texas Administrative Code.

Should you have any questions, please contact Will Counihan, Director, Data Analysis & Transparency, by email at will.counihan@cpa.texas.gov or by phone toll-free at 1-800-531-5441, ext. 6-0758, or at 512-936-0758.

Sincerely,

Mike Reissig
Deputy Comptroller

Enclosure

cc: Will Counihan

Attachment A – Economic Impact Analysis

The following tables summarize the Comptroller's economic impact analysis of Union Carbide Corporation (project) applying to Calhoun County Independent School District (district), as required by Tax Code, 313.026 and Texas Administrative Code 9.1055(d)(2).

Table 1 is a summary of investment, employment and tax impact of Union Carbide Corporation.

Applicant	Union Carbide Corporation
Tax Code, 313.024 Eligibility Category	Manufacturing
School District	Calhoun County ISD
2015-2016 Average Daily Attendance	3,817
County	Calhoun
Proposed Total Investment in District	$105,000,000
Proposed Qualified Investment	$105,000,000
Limitation Amount	$30,000,000
Qualifying Time Period (Full Years)	2018-2019
Number of new qualifying jobs committed to by applicant	18
Number of new non-qualifying jobs estimated by applicant	2
Average weekly wage of qualifying jobs committed to by applicant	$1,044
Minimum weekly wage required for each qualifying job by Tax Code, 313.021(5)	$1,044
Minimum annual wage committed to by applicant for qualified jobs	$54,300
Minimum weekly wage required for non-qualifying jobs	$1,235
Minimum annual wage required for non-qualifying jobs	$64,195
Investment per Qualifying Job	$5,833,333
Estimated M&O levy without any limit (15 years)	$11,998,462
Estimated M&O levy with Limitation (15 years)	$6,758,109
Estimated gross M&O tax benefit (15 years)	$5,240,353

Table 2 is the estimated statewide economic impact of Union Carbide Corporation (modeled).

	Employment			Personal Income		
Year	Direct	Indirect + Induced	Total	Direct	Indirect + Induced	Total
2018	40	52	92	$2,172,000	$4,215,800	$6,387,800
2019	220	316	535.946	$11,965,790	$26,604,310	$38,570,100
2020	120	231	351	$6,535,790	$21,651,010	$28,186,800
2021	20	107	127	$1,105,790	$11,945,510	$13,051,300
2022	20	78	98	$1,105,790	$9,935,910	$11,041,700
2023	20	59	79	$1,105,790	$8,461,710	$9,567,500
2024	20	50	70	$1,105,790	$7,576,210	$8,682,000
2025	20	46	66	$1,105,790	$7,240,010	$8,345,800
2026	20	47	67	$1,105,790	$7,286,410	$8,392,200
2027	20	50	70	$1,105,790	$7,630,810	$8,736,600
2028	20	54	74	$1,105,790	$8,158,810	$9,264,600
2029	20	57	77	$1,105,790	$8,715,010	$9,820,800
2030	20	61	81	$1,105,790	$9,398,910	$10,504,700
2031	20	65	85	$1,105,790	$10,111,710	$11,217,500
2032	20	67	87	$1,105,790	$10,850,610	$11,956,400
2033	20	70	90	$1,105,790	$11,573,810	$12,679,600

Source: CPA REMI, Union Carbide Corporation

Table 3 examines the estimated direct impact on ad valorem taxes to the region if all taxes are assessed.

Year	Estimated Taxable Value for I&S	Estimated Taxable Value for M&O		Calhoun County ISD I&S Tax Levy	Calhoun County ISD M&O Tax Levy	Calhoun County ISD M&O and I&S Tax Levies	Calhoun County Tax Levy	Calhoun County Groundwater District Tax Levy	Calhoun County Water & Control Improvement District #1 Tax Levy	Estimated Total Property Taxes
			Tax Rate	0.2535	1.0401		0.4900	0.0100	0.0565	
2017	$2,567,860	$2,567,860		$6,510	$26,708	$33,218	$12,583	$257	$1,451	$47,508
2018	$41,109,810	$41,109,810		$104,213	$427,583	$531,797	$201,438	$4,111	$23,227	$760,573
2019	$75,353,153	$75,353,153		$191,020	$783,748	$974,768	$369,230	$7,535	$42,575	$1,394,109
2020	$94,325,184	$94,325,184		$239,114	$981,076	$1,220,191	$462,193	$9,433	$53,294	$1,745,110
2021	$90,659,288	$90,659,288		$229,821	$942,947	$1,172,769	$444,231	$9,066	$51,222	$1,677,287
2022	$87,138,993	$87,138,993		$220,897	$906,333	$1,127,230	$426,981	$8,714	$49,234	$1,612,159
2023	$83,758,464	$83,758,464		$212,328	$871,172	$1,083,499	$410,416	$8,376	$47,324	$1,549,615
2024	$80,512,100	$80,512,100		$204,098	$837,406	$1,041,505	$394,509	$8,051	$45,489	$1,489,554
2025	$77,394,537	$77,394,537		$196,195	$804,981	$1,001,176	$379,233	$7,739	$43,728	$1,431,876
2026	$74,400,585	$74,400,585		$188,605	$773,840	$962,446	$364,563	$7,440	$42,036	$1,376,485
2027	$71,525,322	$71,525,322		$181,317	$743,935	$925,252	$350,474	$7,153	$40,412	$1,323,290
2028	$68,763,985	$68,763,985		$174,317	$715,214	$889,531	$336,944	$6,876	$38,852	$1,272,202
2029	$66,112,014	$66,112,014		$167,594	$687,631	$855,225	$323,949	$6,611	$37,353	$1,223,138
2030	$63,565,029	$63,565,029		$161,137	$661,140	$822,277	$311,469	$6,357	$35,914	$1,176,017
2031	$61,118,828	$61,118,828		$154,936	$635,697	$790,633	$299,482	$6,112	$34,532	$1,130,759
2032	$58,769,378	$58,769,378		$148,980	$611,260	$760,241	$287,970	$5,877	$33,205	$1,087,292
2033	$56,512,808	$56,512,808		$143,260	$587,790	$731,050	$276,913	$5,651	$31,930	$1,045,543
			Total	$2,924,344	$11,998,462	$14,922,806	$5,652,578	$115,359	$651,777	$21,342,519

Source: CPA, Union Carbide Corporation

Tax Rate per $100 Valuation

Table 4 examines the estimated direct impact on ad valorem taxes to the school district and Calhoun County, with all property tax incentives sought being granted using estimated market value from the application. The project has applied for a value limitation under Chapter 313, Tax Code and tax abatement with the Calhoun County.

The difference noted in the last line is the difference between the totals in Table 3 and Table 4.

Year	Estimated Taxable Value for I&S	Estimated Taxable Value for M&O		Calhoun County ISD I&S Tax Levy	Calhoun County ISD M&O Tax Levy	Calhoun County ISD M&O and I&S Tax Levies	Calhoun County Tax Levy	Calhoun County Groundwater District Tax Levy	Calhoun County Water & Control Improvement District #1 Tax Levy	Estimated Total Property Taxes
			Tax Rate	0.2535	1.0401		0.4900	0.0100	0.0565	
2017	$2,567,860	$2,567,860		$6,510	$26,708	$33,218	$12,583	$257	$1,451	$47,508
2018	$41,109,810	$41,109,810		$104,213	$427,583	$531,797	$20,144	$4,111	$23,227	$579,278
2019	$75,353,153	$30,000,000		$191,020	$312,030	$503,050	$36,923	$7,535	$42,575	$590,083
2020	$94,325,184	$30,000,000		$239,114	$312,030	$551,144	$69,329	$9,433	$53,294	$683,200
2021	$90,659,288	$30,000,000		$229,821	$312,030	$541,851	$111,058	$9,066	$51,222	$713,197
2022	$87,138,993	$30,000,000		$220,897	$312,030	$532,927	$213,491	$8,714	$49,234	$804,365
2023	$83,758,464	$30,000,000		$212,328	$312,030	$524,358	$307,812	$8,376	$47,324	$887,869
2024	$80,512,100	$30,000,000		$204,098	$312,030	$516,128	$394,509	$8,051	$45,489	$964,178
2025	$77,394,537	$30,000,000		$196,195	$312,030	$508,225	$379,233	$7,739	$43,728	$938,926
2026	$74,400,585	$30,000,000		$188,605	$312,030	$500,635	$364,563	$7,440	$42,036	$914,675
2027	$71,525,322	$30,000,000		$181,317	$312,030	$493,347	$350,474	$7,153	$40,412	$891,385
2028	$68,763,985	$30,000,000		$174,317	$312,030	$486,347	$336,944	$6,876	$38,852	$869,018
2029	$66,112,014	$66,112,014		$167,594	$687,631	$855,225	$323,949	$6,611	$37,353	$1,223,138
2030	$63,565,029	$63,565,029		$161,137	$661,140	$822,277	$311,469	$6,357	$35,914	$1,176,017
2031	$61,118,828	$61,118,828		$154,936	$635,697	$790,633	$299,482	$6,112	$34,532	$1,130,759
2032	$58,769,378	$58,769,378		$148,980	$611,260	$760,241	$287,970	$5,877	$33,205	$1,087,292
2033	$56,512,808	$56,512,808		$143,260	$587,790	$731,050	$276,913	$5,651	$31,930	$1,045,543
			Total	$2,924,344	$6,758,109	$9,682,453	$4,096,844	$115,359	$651,777	$14,546,433
			Diff	$0	$5,240,353	$5,240,353	$1,555,734	$0	$0	$6,796,086
Assumes School Value Limitation and Tax Abatements with the County.										

Source: CPA, Union Carbide Corporation
Tax Rate per $100 Valuation

Disclaimer: This examination is based on information from the application submitted to the school district and forwarded to the comptroller. It is intended to meet the statutory requirement of Chapter 313 of the Tax Code and is not intended for any other purpose.

Attachment B – Tax Revenue before 25th Anniversary of Limitation Start

This represents the Comptroller's determination that Union Carbide Corporation (project) is reasonably likely to generate, before the 25th anniversary of the beginning of the limitation period, tax revenue in an amount sufficient to offset the school district maintenance and operations ad valorem tax revenue lost as a result of the agreement. This evaluation is based on an analysis of the estimated M&O portion of the school district property tax levy directly related to this project, using estimated taxable values provided in the application.

	Tax Year	Estimated ISD M&O Tax Levy Generated (Annual)	Estimated ISD M&O Tax Levy Generated (Cumulative)	Estimated ISD M&O Tax Levy Loss as Result of Agreement (Annual)	Estimated ISD M&O Tax Levy Loss as Result of Agreement (Cumulative)
Limitation Pre-Years	2016	$0	$0	$0	$0
	2017	$26,708	$26,708	$0	$0
	2018	$427,583	$454,291	$0	$0
Limitation Period (10 Years)	2019	$312,030	$766,321	$471,718	$471,718
	2020	$312,030	$1,078,351	$669,046	$1,140,764
	2021	$312,030	$1,390,381	$630,917	$1,771,682
	2022	$312,030	$1,702,411	$594,303	$2,365,984
	2023	$312,030	$2,014,441	$559,142	$2,925,126
	2024	$312,030	$2,326,471	$525,376	$3,450,502
	2025	$312,030	$2,638,501	$492,951	$3,943,453
	2026	$312,030	$2,950,531	$461,810	$4,405,264
	2027	$312,030	$3,262,561	$431,905	$4,837,168
	2028	$312,030	$3,574,591	$403,184	$5,240,353
Maintain Viable Presence (5 Years)	2029	$687,631	$4,262,223	$0	$5,240,353
	2030	$661,140	$4,923,362	$0	$5,240,353
	2031	$635,697	$5,559,059	$0	$5,240,353
	2032	$611,260	$6,170,320	$0	$5,240,353
	2033	$587,790	$6,758,109	$0	$5,240,353
Additional Years as Required by 313.026(c)(1) (10 Years)	2034	$565,247	$7,323,356	$0	$5,240,353
	2035	$543,594	$7,866,949	$0	$5,240,353
	2036	$522,795	$8,389,745	$0	$5,240,353
	2037	$502,818	$8,892,563	$0	$5,240,353
	2038	$483,628	$9,376,190	$0	$5,240,353
	2039	$465,194	$9,841,384	$0	$5,240,353
	2040	$447,486	$10,288,870	$0	$5,240,353
	2041	$430,476	$10,719,346	$0	$5,240,353
	2042	$414,134	$11,133,480	$0	$5,240,353
	2043	$398,349	$11,531,829	$0	$5,240,353

$11,531,829 is greater than **$5,240,353**

Analysis Summary	
Is the project reasonably likely to generate tax revenue in an amount sufficient to offset the M&O levy loss as a result of the limitation agreement?	Yes

NOTE: The analysis above only takes into account this project's estimated impact on the M&O portion of the school district property tax levy directly related to this project.

Source: CPA, Union Carbide Corporation

Disclaimer: This examination is based on information from the application submitted to the school district and forwarded to the comptroller. It is intended to meet the statutory requirement of Chapter 313 of the Tax Code and is not intended for any other purpose.

Attachment C – Limitation as a Determining Factor

Tax Code 313.026 states that the Comptroller may not issue a certificate for a limitation on appraised value under this chapter for property described in an application unless the comptroller determines that "the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in this state." This represents the basis for the Comptroller's determination.

Methodology

Texas Administrative Code 9.1055(d) states the Comptroller shall review any information available to the Comptroller including:

- the application, including the responses to the questions in Section 8 (Limitation as a Determining Factor);
- public documents or statements by the applicant concerning business operations or site location issues or in which the applicant is a subject;
- statements by officials of the applicant, public documents or statements by governmental or industry officials concerning business operations or site location issues;
- existing investment and operations at or near the site or in the state that may impact the proposed project;
- announced real estate transactions, utility records, permit requests, industry publications or other sources that may provide information helpful in making the determination; and
- market information, raw materials or other production inputs, availability, existing facility locations, committed incentives, infrastructure issues, utility issues, location of buyers, nature of market, supply chains, other known sites under consideration.

Determination

The Comptroller has determined that the limitation on appraised value is a determining factor in the Union Carbide Corporation's decision to invest capital and construct the project in this state. This is based on information available, including information provided by the applicant. Specifically, the comptroller notes the following:

- Per Union Carbide Corporation in Tab 5 of their Application for a Limitation on Appraised Value:
  A. "The Union Carbide Corporation (UCC) has analyzed the property tax liability of constructing a catalyst manufacturing plant in Texas. The Union Carbide Corporation site at Seadrift, Texas is well situated to attract this project. To incentivize this project, the public partnership with the State and Local Governments in Texas is critical."
  B. "The investment in and siting of this project is complex, and while no one factor alone can determine site location, there are many factors taken as a group that can. Texas has many economic advantages to attract investments; however one area where Texas is not competitive is in property tax liability. Union Carbide Corporation is a capital intensive company and as such carries a substantial property tax liability. The property taxes for ongoing and particularly new investment can greatly impact the competitiveness of the company."
  C. "Approval of the 313 agreement is key in creating a more competitive investment environment in Texas. Without approval of the 313 agreement, the company's property tax liability from the new investment will negatively impact the competiveness of the project in Texas."

D. "Property taxes in the State of Texas are levied on Real and Personal property as well as inventory while an alternate location in consideration in the State of Louisiana also taxes the same property types but provides a more competitive tax abatement program. Projected property tax liability to the company based on the same $105 million capital investment in Texas compared to Louisiana, is considerably higher (in Texas) over a 10 year period after considering estimated tax savings from negotiated agreements with State and Local authorities in the two locations."

E. "The proposed manufacturing unit is a catalyst manufacturing plant. The plant would produce a catalyst in the production of High Density Polyethylene (HDPE). HDPE is used in a number of applications, including piping and food packaging. This facility will be a stand-alone facility that will ship its product in portable containers with no reliance on adjacent facilities other than for utility supply. Raw materials come from third party sources external to the site and use of those raw materials is not a driver for site selection as they can be supplied anywhere in the world."

F. "The new capital project investment will occur inside a reinvestment zone that is vacant land at the Seadrift manufacturing site. The capital project investment will be comprised of new process infrastructure and new manufacturing equipment using the most effective technology design not currently at the Seadrift manufacturing site for new catalyst manufacturing. Approval of the 313 agreement is essential to allow the property tax liabilities in Texas to be as favorable, certain, and competitive as possible for this project. Approval of this school limitation agreement will help ensure the competiveness of the project so the important capital investment decision can be made, bringing growth to the area."

- According to Commissioner's Court of Calhoun County notice of meeting dated July 28, 2016, "Public hearing regarding the request by Union Carbide Corporation for designation of a Reinvestment Zone. Consider and Take Necessary Action on Resolution of the Commissioners' Court of Calhoun County, Texas Designation Union Carbide Corporation Reinvestment Zone No. 16-02. Consider and Take Necessary Action on Tax Abatement Agreement between Calhoun County, Texas and Union Carbide Corporation."
- According to Calhoun County Board of Trustee's meeting dated December 12, 2016, "Discussion and Possible Action to Accept the Application of Union Carbide Corporation for an Appraised Value Limitation on qualified Property; Authorize the Superintendent to Review the Application for Completeness and Submit to the Comptroller; and Authorize the Superintendent to enter into any Agreement to Extend the Deadline for Board Action beyond 150 Days Subject to Board Ratification. Union Carbide Corporation has submitted an application for an appraised value limitation on qualified property (tax code, Chapter 313). Consultants from Moak, Casey and Associates were present review Application and answer any Board questions."

Supporting Information

a) Section 8 of the Application for a Limitation on Appraised Value
b) Attachments provided in Tab 5 of the Application for a Limitation on Appraised Value
c) Additional information provided by the Applicant or located by the Comptroller

Disclaimer: This examination is based on information from the application submitted to the school district and forwarded to the comptroller. It is intended to meet the statutory requirement of Chapter 313 of the Tax Code and is not intended for any other purpose.

Supporting Information

Section 8 of the Application for a Limitation on Appraised Value

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:
   - ☐ Land has no existing improvements
   - ☑ Land has existing improvements *(complete Section 13)*
   - ☑ Expansion of existing operation on the land *(complete Section 13)*
   - ☐ 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, contracts or letters of intent 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 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. Is the applicant evaluating other locations not in Texas for the proposed project? ☑ Yes ☐ No
8. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities? ☐ Yes ☑ No
9. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project? ☐ Yes ☑ No
10. 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

Chapter 313.026(e) states "the applicant may submit information to the Comptroller that would provide a basis for an affirmative determination under Subsection (c)(2)." If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.

Supporting Information

Attachments provided in Tab 5 of the Application for a Limitation on Appraised Value

Amendment One
3/30/17

Union Carbide Corporation

School Limitation on Appraised Value
(Tab 5)

November 7, 2016

The Union Carbide Corporation (UCC) has analyzed the property tax liability of constructing a catalyst manufacturing plant in Texas. The Union Carbide Corporation site at Seadrift, Texas is well situated to attract this project. To incentivize this project, the public partnership with the State and Local Governments in Texas is critical.

The investment in and siting of this project is complex, and while no one factor alone can determine site location, there are many factors taken as a group that can. Texas has many economic advantages to attract investments; however one area where Texas is not competitive is in property tax liability. Union Carbide Corporation is a capital intensive company and as such carries a substantial property tax liability. The property taxes for ongoing and particularly new investment can greatly impact the competitiveness of the company. Approval of the 313 agreement is key in creating a more competitive investment environment in Texas. Without approval of the 313 agreement, the company's property tax liability from the new investment will negatively impact the competiveness of the project in Texas.

Property taxes in the State of Texas are levied on Real and Personal property as well as inventory while an alternate location in consideration in the State of Louisiana also taxes the same property types but provides a more competitive tax abatement program. Projected property tax liability to the company based on the same $105 million capital investment in Texas compared to Louisiana, is considerably higher (in Texas) over a 10 year period after considering estimated tax savings from negotiated agreements with State and Local authorities in the two locations.

Amendment One
3/30/17

Union Carbide Corporation

School Limitation on Appraised Value
(Tab 5)

November 7, 2016

The proposed manufacturing unit is a catalyst manufacturing plant. The plant would produce a catalyst in the production of High Density Polyethylene (HDPE). HDPE is used in a number of applications, including piping and food packaging. This facility will be a stand-alone facility that will ship its product in portable containers with no reliance on adjacent facilities other than for utility supply. Raw materials come from third party sources external to the site and use of those raw materials is not a driver for site selection as they can be supplied anywhere in the world.

The new capital project investment will occur inside a reinvestment zone that is vacant land at the Seadrift manufacturing site. The capital project investment will be comprised of new process infrastructure and new manufacturing equipment using the most effective technology design not currently at the Seadrift manufacturing site for new catalyst manufacturing.

Approval of the 313 agreement is essential to allow the property tax liabilities in Texas to be as favorable, certain, and competitive as possible for this project. Approval of this school limitation agreement will help ensure the competiveness of the project so the important capital investment decision can be made, bringing growth to the area.

Supporting Information

Additional information provided by the Applicant or located by the Comptroller

NOTICE OF MEETING

The Commissioners' Court of Calhoun County, Texas will meet on Thursday, July 28, 2016 at 10:00 a.m. in the Commissioners' Courtroom in the County Courthouse at 211 S. Ann Street, Port Lavaca, Calhoun County, Texas.

AGENDA

The subject matter of such meeting is as follows:

1. Call meeting to order.

2. Invocation.

3. Pledge of Allegiance.

4. Consider and Take Necessary Action on Independent Audit Report for the year ended December 31, 2015 by Rutledge Crain & Company, PC, Certified Public Accountants. (MP)

5. Consider and Take Necessary Action on Amendment No. 1 to the Agreement for Inmate Telephone Services at the Adult Detention Center. (MP)

6. Consider and Take Necessary Action on 2016/2017 EMS/Trauma Care System Fund payment to Calhoun County EMS in the amount of $6,196.00. (MP)

7. Consider and Take Necessary Action on request to close, abandon and vacate that portion of a 0.106 acre tract of land situated in the Juan Cano Survey, Abstract No. 5, Calhoun County, Texas, and being a portion of Elizabeth Street (an unimproved right of way) of Bayside Beach Unit 2 according to plat recorded in Volume Z, Page 35B of the Plat Records of Calhoun County, Texas. (RG)

8. Consider and Take Necessary Action on Resolution of Commissioners' Court of Calhoun County, Texas Authorizing the County Judge, Commissioners and Office Managers to sign all documents concerning the County Transportation Infrastructure Fund Grant Program. (MP)

9. Consider and Take Necessary Action to approve specifications and authorize the County Auditor to advertise for requests for qualifications and technical proposals for Professional Audit Services for a three-year period (fiscal years 2016-2018) with an option to renew for one-year terms. Qualification statements and proposals will be due Thursday, August 18, 2016 and considered for award on Thursday, September 8, 2016. (MP)

10. Consider and Take Necessary Action on request by Peter DeForest with the Seadrift Volunteer Fire Department to apply for a $25,000 Grant from the M. G. & Lillie A. Johnson Foundation, for equipment to be mounted on Inventory #24-0463 (Humvee) to be utilized as a grass/brush truck. There will be NO grant match from Calhoun County. (KF)

11. Consider and Take Necessary Action on new Insurance rates with Texas Association of Counties/HEBP for the term of October 1, 2016 thru September 30, 2017 and authorize County Judge to sign. (MP)

12. Consider and Take Necessary Action on Change Order No. 1 for the Tyler Technologies contract for Eagle Recorder in the County Clerk's Office and authorize County Judge to sign, (MP)

13. Consider and Take Necessary Action on insurance proceeds from VFIS in the amount of $37,103.43 for damages to an ambulance on April 27, 2016. (MP)

14. Consider and Take Necessary Action on Texas Department of Motor Vehicles Calendar year 2017 Optional County Fees. (MP)

15. Consider and Take Necessary Action on Resolution Authorizing County Grant for food programs provided by the Calhoun County Senior Citizens Association, Inc. (MP)

16. Consider and Take Necessary Action on Resolution naming August 6, 2016 as Coast Guard Appreciation Day in Calhoun County. (MP)

17. Executive Session: The Commissioners' Court shall go into Executive Session as authorized by V.T.C.A. Government Code Chapter 551. Following is the subject matter of the Executive Session and the Specific Section of the Open Meetings Act permitting discussion/deliberation in Executive Session.

    Section 551.087. (1) To Discuss or deliberate regarding commercial or financial information that the governmental body has received from a business prospect that the governmental body seeks to have locate, stay, or expand in or near the territory of the governmental body and with which the governmental body is conducting economic development negotiations; or

    (2) To deliberate the offer of a financial or other incentive to a business prospect described by Subdivision (1).

18. Public hearing regarding the request by Novus International, Inc. for designation of a Reinvestment Zone. (MP)

19. Consider and Take Necessary Action on Resolution of the Commissioners' Court of Calhoun County, Texas Designating Novus International, Inc. Reinvestment Zone No. 16-01. (MP)

20. Consider and Take Necessary Action on Tax Abatement Agreement between Calhoun County, Texas and Novus International, Inc. (MP)

21. Public Hearing regarding the request by Union Carbide Corporation for designation of a Reinvestment Zone. (MP)

22. Consider and Take Necessary Action on Resolution of the Commissioners' Court of Calhoun County, Texas Designating Union Carbide Corporation Reinvestment Zone No. 16-02. (MP)

23. Consider and Take Necessary Action on Tax Abatement Agreement between Calhoun County, Texas and Union Carbide Corporation. (MP)

24. Accept reports of the following County Offices:
    i. Calhoun Tax Assessor/Collector
    ii. County Treasurer
    iii. County Sheriff
    iv. District Clerk
    v. County Clerk
    vi. Justices of Peace
    vii. County Auditor
    viii. Floodplain Administration
    ix. Extension Service
    x. Adult Detention Center SHP Medical
    xi. Calhoun County Library Meeting Room Usage Report

25. Consider and take necessary action to accept donations to Calhoun County.

26. Consider and Take Necessary Action to declare certain items of County Property in the Calhoun County Sheriff's Office as surplus/waste and remove from inventory. (See lists) (MP)

27. Consider and Take Necessary Action to declare certain items of County property in Department 690, Seadrift Fire Dept. as waste and remove from inventory. (KF)

28. Consider and Take Necessary Action to declare certain items of County Property in Department 340, Seadrift Ambulance as Waste and remove from inventory. (KF)

29. Consider and Take Necessary Action to declare certain items of County property at Calhoun County Precinct #3 as surplus/salvage. (See List) (NF)

30. Consider and Take Necessary Action to declare certain items of property at the Calhoun County Precinct #1 as waste and remove from inventory. (RG)

31. Consider and take necessary action on the matter of declaring certain items of County property as surplus/salvage.

32. Consider and Take Necessary Action to transfer the following items of property in the office of the County Sheriff to Six Mile Volunteer Fire Dept:

    1. Inventory Number 565-0526
       10x10 wood frame building located at landfill
       Value $1,115.47

CALHOUN COUNTY INDEPENDENT SCHOOL DISTRICT
MINUTES OF THE CCISD BOARD OF TRUSTEES' MEETING

Regular Meeting
Monday, December 12, 2016
5:30 p.m.

Calhoun County ISD
525 N. Commerce St.
Port O'Connor, Texas

1. CALL TO ORDER — The meeting was called to order by Board President Joe Ortiz at 5:40 p.m.

2. ROLL CALL — The following Board members were present: Joe Ortiz, President; Bill Harvey, Vice President, Janie Delgado, Secretary, Jesse Briseño, Lina Moore and Mike Mueller.
Absent: David Gaskamp; a quorum was established.

3. INVOCATION — The invocation was given by James Cowley.

4. PLEDGES — The group recited the Pledge of Allegiance to the United States Flag and the Salute to the Texas Flag.

5. RECOGNITION OF STUDENT GROUPS AND DISTRICT EMPLOYEES

A. Campus Spotlight – Jackson Roosevelt Elementary

The Campus Spotlight this month was Jackson Roosevelt Elementary. Student in the JR Choir did an awesome performance of Christmas songs from their Christmas Concert.

6. AUDIENCE WITH INDIVIDUALS

The board heard from three individuals regarding the high school girl's basketball program.

7. CONSENT AGENDA

A. Minutes of the November 14, 2016 Board Meeting
B. October 2016 Financial Statement
C. Amendments to 2016-2017 Budget (see attached)
D. Overnight Field Trip for 2016-1027

A motion was made by Mr. Harvey and seconded by Mr. Mueller to approve the consent agenda items.
AYES: Briseño, Delgado, Harvey, Moore, Mueller and Ortiz
NAYS: None
Motion carried 6-0.

8. REGULAR AGENDA

A. Consider/Approve 2015-2016 Financial Audit

The Board Audit Committee consisting of Bill Harvey, Joe Ortiz, Robin Martinez and James Cowley met with Tommy Strealy, auditor with Gowland, Strealy, Morales and Company to review the 2015-2016 financial audit.

The Board heard a review of the audit, presented by Mr. Strealy, during the Board meeting. Mr. Strealy told the Board that CCISD received an unqualified report which is the best audit rating that can be achieved.

A motion was made by Mr. Harvey and seconded by Mrs. Delgado to approve the 2015-2016 financial audit as presented.
AYES: Briseño, Delgado, Harvey, Moore, Mueller and Ortiz
NAYS: None
Motion carried 6-0.

The order of the agenda was changed.

D. Discuss and Take Possible Action on Bond Projects Status and Bond Budget Update

1. Summary of Financial Activity

Director of Finance Robin Martinez provided a summary of financial activity for the month of November and a spreadsheet containing anticipated expenditures for the month of December for the 2013 bond projects. The expenditures for November were not as high as predicted, due to punch list items that will be billed in December. Funds from completed projects have been moved to the miscellaneous balance.

2. Summary of Current Financial Forecast

Director of Maintenance Joe Hernandez provided an updated bond spreadsheet containing current and projected bond projects for each line item on the 2013 bond projects list. The spreadsheet included the description, budgeted amount, encumbrance amounts, previous expenditures, balance, anticipated expenditures for the month and anticipated balance after expenditures for each line item.

3. Summary of Design & Construction Activities and Summary of Planned Activities

The Board received updates from E-Contractors, Gexa Energy, W.P. Moore, Stagelight and Gallagher Construction Company. Jarod Black with BTC was present to give an update on the pier and beam foundation for Travis Middle School. Rawley McCoy with RMA gave an update on the kitchen renovations and cooler/freezer at Travis, classroom renovations at Port O'Connor, foundation at district office, atrium at Calhoun High School, stage lights in the auditorium and parking lot at the high school and final punch list for the tennis courts. Many of the bond items assigned to E-Contractors are near completion.

B. Discussion and Possible Action to Accept the Application of Union Carbide Corporation for an Appraised Value Limitation on qualified Property; Authorize the Superintendent to Review the Application for Completeness and Submit to the Comptroller; and Authorize the Superintendent to enter into any Agreement to Extend the Deadline for Board Action beyond 150 Days Subject to Board Ratification.

Union Carbide Corporation has submitted an application for an appraised value limitation on qualified property (tax code, Chapter 313). Consultants from Moak, Casey and Associates were present review Application and answer any Board questions. As with all previous applications, the Board's decision to consider the

Application does not constitute final approval of a tax limitation. Prior to final action, the application will be reviewed by the Texas Comptroller's office for eligibility, and a Tax Limitation Agreement will be developed by the Board's consultants and counsel. The matter will be presented for final Board consideration, but only after completion of the review and drafting, as well as a presentation to the Board of the full financial implications of the Agreement. The plant will be located at the current DOW location in Seadrift and will be valued at approximated $130,000,000.

A motion was made by Mr. Mueller, seconded by Mr. Briseño to move that pursuant to District Policy CCG (Local) that the Board of Trustees accept the Application of Union Carbide Corporation for an Appraised Value Limitation on Qualified Property; to authorize the Superintendent to review the Application for completeness and submit to the Comptroller; and further, to authorize the Superintendent to enter into any agreement to extend the deadline for Board action beyond 150 days subject to Board ratification.
AYES: Briseño, Delgado, Harvey, Moore, Mueller and Ortiz
NAYS: None
Motion carried 6-0.

C. Discussion and Possible Action to Retain Consultants to Assist the District in Processing op Application for Appraised Value Limitation on Qualified Property from Union Carbide Corporation

A consultant must be retained for processing the application for an appraised value limitation submitted by Union Carbide Corporation.

A motion was made by Mr. Harvey and seconded by Mrs. Delgado to move that pursuant to District Policy CCG (Local) that the Board of Trustees appoint Moak, Casey & Associates and O'Hanlon, McCollom & Demerath as its school finance and legal consultants, respectively, to assist the District in connection with the processing of Application and negotiating an Agreement for Appraised Value Limitation on Qualified Property from Union Carbide Corporation, and further to authorize the Superintendent to enter into agreements with such firms.
AYES: Briseño, Delgado, Harvey, Moore, Mueller and Ortiz
NAYS: None
Motion carried 6-0.

E. Local Policy Changes, Affection Local Policies DNA and FFA; 2nd Reading

DNA (LOCAL): Performance Appraisal Evaluation of Teachers
FFA (LOCAL): Wellness Policy

These policies were reviewed at the November 14th board meeting.
Policy DNA deals with changing the frequency of eligible teachers' appraisals from two years to three years. Policy FFA relates to The Federal Healthy, Hunger-Free Kids Act (HHFKA) of 2010 amended the Child Nutrition and WIC Reauthorization Act of 2004 to expand the requirements for local school wellness policies.

Attachment D

Summary of Financial Impact

Chapter 313 Property Value Limitation Financial Impact of the Proposed Union Carbide Corporation Project in the Calhoun County Independent School District (Project # 1168)

Prepared by

MOAK, CASEY & ASSOCIATES

TEXAS SCHOOL FINANCE EXPERTS

June 5, 2017

Executive Summary

Union Carbide Corporation (Company) has requested that the Calhoun County Independent School District (CCISD) consider granting a property value limitation under Chapter 313 of the Tax Code, also known as the Texas Economic Development Act. In an application submitted to CCISD on November 13, 2016 the Company plans to invest $105 million to construct a chemical manufacturing facility. Moak, Casey & Associates (MCA) has been retained to prepare an analysis of this value limitation and help the district navigate the overall application and agreement process.

The Union Carbide project is consistent with the state's goal to "encourage large scale capital investments in this state." When enacted as House Bill 1200 in 2001, Chapter 313 of the Tax Code granted eligibility to companies engaged in manufacturing, research and development, and renewable electric energy production to apply to school districts for property value limitations. Subsequent legislative changes expanded eligibility to clean coal projects, nuclear power generation and data centers, among others.

Under the provisions of Chapter 313, CCISD may offer a minimum value limitation of $30 million. This value limitation, under the proposed application, will begin in the 2019-20 school year and remain at that level of taxable value for Maintenance and Operations (M&O) tax purposes for ten years. The entire project value will remain taxable for I&S or debt service purposes for the term of the agreement.

MCA's initial school finance analysis is detailed in this report, incorporating the major legislative changes adopted in May. The overall conclusions are as follows, but please read all of the subsequent details in the report below for more information.

Total Revenue Loss Payment owed to CCISD	$0.59 million
Total Savings to Company after Revenue Loss Payment. (This does not include any supplemental benefit payments to the district.)	$4.36 million

Application Process

After the school district has submitted an application to the Comptroller's Office (Comptroller), the Comptroller begins reviewing the application for completeness. The purpose of this review is to ensure all necessary information and attachments are included in the application before moving forward with the formal review process. Following a March 30, 2017 amendment, the Comptroller issued a Completeness Letter to the company and the school district on April 7, 2017.

The issuance of a Completeness Letter is important because it sets the timeline for the rest of process. From the date of issuance, the Comptroller has 90 days to conduct its full review of

the project and provide its certificate for a limitation on appraised value. The Certificate for the project was issued on May 8, 2017.

Each value limitation agreement is unique and to ensure the proper revenue-loss protection and maximum supplemental benefits are in place, an understanding of the school district's finances and a thorough knowledge of the Ch. 313 statute are required. MCA and O'Hanlon, McCollom & Demerath will ensure the best interests of CCISD are secured. A final version of the agreement must be submitted to the Comptroller for review prior to final adoption by the school district's board of trustees. At the final board meeting, the school board will review the Value Limitation Agreement and Findings of Fact that detail the project's conformance with state law.

How the 313 Agreement Interacts with Texas School Finance

M&O funding for Texas schools relies on two methods of finance: local school district property taxes and state aid. State aid consists of three components: Tier I and Tier II. (For more detailed information on the school finance funding system, please review the Texas Education Agency's School Finance 101: Funding of Texas Public Schools.)

Tier I provides state funding based on ADA and special student populations, as well as transportation. The local funds for Tier I are M&O taxes raised at the compressed tax rate—$1.00 per $100 of taxable value for most school districts (less any recapture payments owed to the state from high property-wealth school districts).

Tier II guarantees a specific amount of funding per student in weighted average daily attendance for each penny of a school district's tax effort above a specified level. There are two levels of Tier II funding—funding under the six so-called golden pennies and the eleven so-called copper pennies. Voter approval is required in most cases to access the last two golden pennies and the eleven copper pennies.

For a school district that approves a Chapter 313 value limitation, the first year is often problematic financially. The implementation of the value limitation often results in an M&O revenue loss to the school district in the first year of the limitation that would not be reimbursed by the state, but require some type of compensation from the Company under the revenue protection provisions of the agreement. This is because the general school finance formula system calculates state aid entitlements using the property value for the preceding year as certified by the Comptroller.

In most instances, smaller revenue losses would be anticipated in years 2-10 of the limitation when the state M&O property values are aligned at the minimum value established by the Board on both the local tax roll and the corresponding state property value study. **If the full value of the project increases significantly during the value limitation period, the revenue losses may be greater than originally estimated.**

A taxpayer receiving a value limitation pays M&O taxes on the reduced value for the project in years 1-10 and receives a tax bill for I&S taxes based on the full project value throughout the qualifying and value limitation period (and thereafter).

Future legislative action on school funding could potentially affect the impact of the value limitation on the school district's finances and result in revenue-loss estimates that differ from the estimates presented in this report.

Underlying School District Data Assumptions

A key element in any analysis of the school finance implications of a Chapter 313 agreement is the provision for revenue protection in the agreement between the school district and the applicant. The agreement calls for a calculation of the revenue impact of the value limitation in years 1-10 of the agreement, under whatever school finance and property tax laws are in effect in each of those years. This meets the statutory requirement under Section 313.027(f)(1) of the Tax Code to provide school district revenue-protection language in the agreement. This approach also reduces guess work as to future changes in school finance and property tax laws.

The general approach used here to analyze the future revenue stream of the school district under a value limitation is to maintain static enrollment and property values to isolate the effects of the value limitation under the school finance system. Student enrollment counts are held constant at 3,852 students in average daily attendance (ADA) in analyzing the effects of the project on the finances of CCISD. The District's local tax base reached $3.8 billion for the 2016 tax year (the most recent year available) and is maintained for the forecast period to isolate the effects of the property value limitation. An M&O tax rate of $1.0401 per $100 is used throughout this analysis. The impact of any previously-approved Chapter 313 projects is factored into the M&O tax bases used for both models presented below.

CCISD has estimated 2016-17 state property wealth per weighted ADA or WADA of approximately $682,518. As a result, CCISD is considered a Chapter 41 or recapture district under the school finance system. Table 1 summarizes the enrollment and property value assumptions for the 15 years that are the subject of this analysis. Future calculations will be based on the actual ADA, WADA and property values in each limitation year. For the purposes of the annual limit for supplemental payments, the Agreement will include the 3,852 ADA count shown in the 2016-17 school year Summary of Finances.

Recent legislative changes are incorporated into these estimates. The basic allotment was maintained at $5,140 per WADA, which is used throughout the state aid calculations. The Tier II guaranteed yield level for up to six cents of tax effort was increased to $99.41 for 2017-18 and $106.28 for 2018-19. The $106.28 Tier II level is maintained for future school years.

The M&O tax rate for 2016 is maintained at $1.0401 per $100. Although the impact of the Chapter 313 project value returning to the total tax roll for M&O funding purposes could result in a lower M&O tax rate that analysis is beyond the scope of this revenue report.

Table 1 – Base District Information with Union Carbide Project Value and Limitation Values

Year of Agreement	School Year	ADA	WADA	M&O Tax Rate	I&S Tax Rate	CAD Value with Project	CAD Value with Limitation	CPTD with Project	CPTD With Limitation	CPTD Value with Project per WADA	CPTD Value with Limitation per WADA
QTP1	2017-18	3,852.00	5,277.63	$1.0401	$0.2535	$3,429,111,230	$3,429,111,230	$3,380,889,683	$3,380,889,683	$640,608	$640,608
QTP2	2018-19	3,852.00	5,277.63	$1.0401	$0.2535	$3,505,439,580	$3,505,439,580	$3,383,457,543	$3,383,457,543	$641,094	$641,094
VL1	2019-20	3,852.00	5,277.63	$1.0401	$0.2535	$3,504,683,852	$3,493,574,042	$3,459,785,893	$3,459,785,893	$655,557	$655,557
VL2	2020-21	3,852.00	5,277.63	$1.0401	$0.2535	$3,538,186,582	$3,492,833,429	$3,459,030,165	$3,447,920,355	$655,414	$653,309
VL3	2021-22	3,852.00	5,277.63	$1.0401	$0.2535	$3,586,432,812	$3,522,107,628	$3,492,532,895	$3,447,179,742	$661,762	$653,169
VL4	2022-23	3,852.00	5,277.63	$1.0401	$0.2535	$3,582,055,630	$3,521,396,342	$3,540,779,125	$3,476,453,941	$670,904	$658,715
VL5	2023-24	3,852.00	5,277.63	$1.0401	$0.2535	$3,631,042,276	$3,573,903,283	$3,536,401,943	$3,475,742,655	$670,074	$658,581
VL6	2024-25	3,852.00	5,277.63	$1.0401	$0.2535	$3,623,654,629	$3,569,896,165	$3,585,388,589	$3,528,249,596	$679,356	$668,530
VL7	2025-26	3,852.00	5,277.63	$1.0401	$0.2535	$3,611,760,809	$3,561,248,709	$3,578,000,942	$3,524,242,478	$677,956	$667,770
VL8	2026-27	3,852.00	5,277.63	$1.0401	$0.2535	$3,600,806,979	$3,553,412,442	$3,566,107,122	$3,515,595,022	$675,703	$666,132
VL9	2027-28	3,852.00	5,277.63	$1.0401	$0.2535	$3,590,707,902	$3,546,307,317	$3,555,153,292	$3,507,758,755	$673,627	$664,647
VL10	2028-29	3,852.00	5,277.63	$1.0401	$0.2535	$3,851,636,525	$3,851,636,525	$3,545,054,215	$3,500,653,630	$671,714	$663,301
VP1	2029-30	3,852.00	5,277.63	$1.0401	$0.2535	$3,867,482,860	$3,867,482,860	$3,805,982,838	$3,805,982,838	$721,154	$721,154
VP2	2030-31	3,852.00	5,277.63	$1.0401	$0.2535	$3,843,301,595	$3,843,301,595	$3,821,829,173	$3,821,829,173	$724,157	$724,157
VP3	2031-32	3,852.00	5,277.63	$1.0401	$0.2535	$4,002,830,166	$4,002,830,166	$3,797,647,908	$3,797,647,908	$719,575	$719,575
VP4	2032-33	3,852.00	5,277.63	$1.0401	$0.2535	$3,973,282,215	$3,973,282,215	$3,957,176,479	$3,957,176,479	$749,802	$749,802
VP5	2033-34	3,852.00	5,277.63	$1.0401	$0.2535	$3,945,270,735	$3,945,270,735	$3,927,628,528	$3,927,628,528	$744,204	$744,204

***Basic Allotment: $5,140; AISD Yield: $$99.41 (2017-18) and $106.28; Equalized Wealth: $514,000 per WADA**

QTP=	Qualifying Time Period
VL=	Value Limitation
VP=	Viable Presence

M&O Impact of the Union Carbide project on CCISD

School finance models were prepared for CCISD under these assumptions through the 2033-34 school year. Under the proposed agreement, a model is established to make a calculation of the "Baseline Revenue Model" by adding the total value of the project to the model, but without assuming a value limitation is approved. These model results are detailed in Table 2.

Additionally, a separate model is established to make a calculation of the "Value Limitation Revenue Model" by adding the project's limited value of $30 million to the model. These results are shown in Table 3.

Table 4 displays the results of the comparison between the Baseline Revenue Model and the Value Limitation Revenue Model (Tables 2 and 3). The difference between the two models indicates there will be a total revenue loss of $592,263 over the first three limitation years of the Agreement. Nearly all of the reduction in M&O taxes under the limitation agreement is offset through a reduction in recapture costs owed to the state under current law.

Table 2– "Baseline Revenue Model" --Project Value Added with No Value Limitation

Year of Agreement	School Year	M&O Taxes @ Compressed Rate	State Aid	Additional State Aid-Hold Harmless	Recapture Costs	Additional Local M&O Collections	State Aid from Additional M&O Tax Collections	Recapture from the Additional Local Tax Effort	Homestead Hold Harmless	Other State Aid	Total General Fund
QTP1	2017-18	$32,975,383	$1,001,042	$0	-$5,794,344	$2,018,695	$1,113,763	$0	$0	$120,021	$31,434,560
QTP2	2018-19	$33,708,516	$1,693,033	$0	-$5,943,289	$2,063,576	$1,357,619	$0	$0	$120,021	$32,999,476
VL1	2019-20	$33,703,435	$998,991	$0	-$6,526,543	$2,063,265	$1,280,969	$0	$0	$120,021	$31,640,138
VL2	2020-21	$34,031,940	$1,691,670	$0	-$6,584,446	$2,083,376	$1,294,319	$0	$0	$120,021	$32,636,880
VL3	2021-22	$34,499,063	$997,631	$0	-$6,929,012	$2,111,972	$1,280,500	$0	$0	$120,021	$32,080,175
VL4	2022-23	$34,456,302	$1,690,313	$0	-$7,277,449	$2,109,354	$1,232,697	$0	$0	$120,021	$32,331,238
VL5	2023-24	$34,926,127	$996,953	$0	-$7,344,260	$2,138,116	$1,253,959	$0	$0	$120,021	$32,090,915
VL6	2024-25	$34,854,507	$1,690,313	$0	-$7,686,705	$2,133,732	$1,204,086	$0	$0	$120,021	$32,315,954
VL7	2025-26	$34,739,630	$996,953	$0	-$7,608,267	$2,126,699	$1,206,450	$0	$0	$120,021	$31,581,486
VL8	2026-27	$34,633,808	$1,690,313	$0	-$7,499,390	$2,120,221	$1,215,558	$0	$0	$120,021	$32,280,531
VL9	2027-28	$34,536,220	$996,953	$0	-$7,399,039	$2,114,247	$1,222,076	$0	$0	$120,021	$31,590,478
VL10	2028-29	$37,440,720	$1,690,313	$0	-$7,941,642	$2,292,055	$1,335,413	$0	$0	$120,021	$34,936,880
VP1	2029-30	$37,185,934	$996,953	$0	-$9,795,094	$2,276,458	$1,078,241	$0	$0	$120,021	$31,862,513
VP2	2030-31	$36,953,674	$1,690,313	$0	-$9,840,581	$2,262,239	$1,058,042	$0	$0	$120,021	$32,243,708
VP3	2031-32	$38,485,942	$996,953	$0	-$10,081,415	$2,356,042	$1,123,076	$0	$0	$120,021	$33,000,619
VP4	2032-33	$38,202,135	$1,690,313	$0	-$11,133,726	$2,338,668	$976,265	$0	$0	$120,021	$32,193,676
VP5	2033-34	$37,933,085	$996,953	$0	-$10,850,645	$2,322,197	$993,728	$0	$0	$120,021	$31,515,338

QTP= Qualifying Time Period
VL= Value Limitation
VP= Viable Presence

Table 3– "Value Limitation Revenue Model" --Project Value Added with Value Limit

Year of Agreement	School Year	M&O Taxes @ Compressed Rate	State Aid	Additional State Aid-Hold Harmless	Recapture Costs	Additional Local M&O Collections	State Aid from Additional M&O Tax Collections	Recapture from the Additional Local Tax Effort	Homestead Hold Harmless	Other State Aid	Total General Fund
QTP1	2017-18	$32,975,383	$1,001,042	$0	-$5,794,344	$2,018,695	$1,113,763	$0	$0	$120,021	$31,434,560
QTP2	2018-19	$33,708,516	$1,693,033	$0	-$5,943,289	$2,063,576	$1,357,619	$0	$0	$120,021	$32,999,476
VL1	2019-20	$33,594,547	$998,991	$0	-$6,505,457	$2,056,599	$1,276,670	$0	$0	$120,021	$31,541,371
VL2	2020-21	$33,587,434	$1,691,670	$0	-$6,415,302	$2,056,164	$1,288,040	$0	$0	$120,021	$32,328,027
VL3	2021-22	$33,868,612	$997,631	$0	-$6,463,399	$2,073,377	$1,299,291	$0	$0	$120,021	$31,895,532
VL4	2022-23	$33,861,780	$1,690,313	$0	-$6,681,886	$2,072,959	$1,271,034	$0	$0	$120,021	$32,334,220
VL5	2023-24	$34,366,108	$996,953	$0	-$6,776,030	$2,103,833	$1,290,658	$0	$0	$120,021	$32,101,543
VL6	2024-25	$34,327,620	$1,690,313	$0	-$7,158,847	$2,101,477	$1,240,164	$0	$0	$120,021	$32,320,748
VL7	2025-26	$34,244,561	$996,953	$0	-$7,112,218	$2,096,392	$1,240,468	$0	$0	$120,021	$31,586,177
VL8	2026-27	$34,169,294	$1,690,313	$0	-$7,033,250	$2,091,784	$1,245,613	$0	$0	$120,021	$32,283,775
VL9	2027-28	$34,101,049	$996,953	$0	-$6,961,649	$2,087,606	$1,250,276	$0	$0	$120,021	$31,594,256
VL10	2028-29	$37,033,730	$1,690,313	$0	-$7,503,431	$2,267,140	$1,366,248	$0	$0	$120,021	$34,974,020
VP1	2029-30	$37,185,934	$996,953	$0	-$9,795,094	$2,276,458	$1,078,241	$0	$0	$120,021	$31,862,513
VP2	2030-31	$36,953,674	$1,690,313	$0	-$9,840,581	$2,262,239	$1,058,042	$0	$0	$120,021	$32,243,708
VP3	2031-32	$38,485,942	$996,953	$0	-$10,081,415	$2,356,042	$1,123,076	$0	$0	$120,021	$33,000,619
VP4	2032-33	$38,202,135	$1,690,313	$0	-$11,133,726	$2,338,668	$976,265	$0	$0	$120,021	$32,193,676
VP5	2033-34	$37,933,085	$996,953	$0	-$10,850,645	$2,322,197	$993,728	$0	$0	$120,021	$31,515,338

QTP= Qualifying Time Period
VL= Value Limitation
VP= Viable Presence

Table 4 – Value Limit less Project Value with No Limit

Year of Agreement	School Year	M&O Taxes @ Compressed Rate	State Aid	Additional State Aid-Hold Harmless	Recapture Costs	Additional Local M&O Collections	State Aid from Additional M&O Tax Collections	Recapture from the Additional Local Tax Effort	Homestead Hold Harmless	Other State Aid	Total General Fund
QTP1	2017-18	$0	$0	$0	$0	$0	$0	$0	$0	$0	$0
QTP2	2018-19	$0	$0	$0	$0	$0	$0	$0	$0	$0	$0
VL1	2019-20	-$108,888	$0	$0	$21,086	-$6,666	-$4,299	$0	$0	$0	-$98,767
VL2	2020-21	-$444,506	$0	$0	$169,144	-$27,212	-$6,279	$0	$0	$0	-$308,853
VL3	2021-22	-$630,451	$0	$0	$465,612	-$38,595	$18,791	$0	$0	$0	-$184,643
VL4	2022-23	-$594,522	$0	$0	$595,563	-$36,395	$38,337	$0	$0	$0	$2,983
VL5	2023-24	-$560,019	$0	$0	$568,230	-$34,283	$36,699	$0	$0	$0	$10,627
VL6	2024-25	-$526,887	$0	$0	$527,858	-$32,255	$36,078	$0	$0	$0	$4,794
VL7	2025-26	-$495,069	$0	$0	$496,049	-$30,307	$34,018	$0	$0	$0	$4,691
VL8	2026-27	-$464,514	$0	$0	$466,140	-$28,437	$30,055	$0	$0	$0	$3,244
VL9	2027-28	-$435,171	$0	$0	$437,390	-$26,641	$28,200	$0	$0	$0	$3,778
VL10	2028-29	-$406,990	$0	$0	$438,210	-$24,915	$30,835	$0	$0	$0	$37,140
VP1	2029-30	$0	$0	$0	$0	$0	$0	$0	$0	$0	$0
VP2	2030-31	$0	$0	$0	$0	$0	$0	$0	$0	$0	$0
VP3	2031-32	$0	$0	$0	$0	$0	$0	$0	$0	$0	$0
VP4	2032-33	$0	$0	$0	$0	$0	$0	$0	$0	$0	$0
VP5	2033-34	$0	$0	$0	$0	$0	$0	$0	$0	$0	$0

QTP= Qualifying Time Period
VL= Value Limitation
VP= Viable Presence

M&O Impact on the Taxpayer

Table 5 summarizes the impact of the property value limitation in terms of the potential tax savings to the taxpayer under the property value limitation agreement. The focus of this table is on the M&O tax rate only. A $1.0401 per $100 M&O tax rate is assumed in 2016-17 (the most recent year available) and thereafter, as noted previously.

Under the assumptions used here, the potential tax savings from the value limitation total $4.95 million over the life of the agreement. The CCISD revenue losses are expected to total approximately $592,263 over the course of the agreement. The total potential net tax benefits (after hold-harmless payments are made) are estimated to total $4.36 million, prior to any negotiations with Union Carbide on supplemental payments.

I&S Funding Impact on School District

The project remains fully taxable for debt services taxes, with CCISD currently levying a $0.2535 per $100 I&S rate. While the value of the Union Carbide project is expected to depreciate over the life of the agreement and beyond, local taxpayers should benefit from the addition of the Union Carbide project to the local I&S tax roll.

The project is not expected to affect CCISD in terms of enrollment. Continued expansion of the project and related development could result in additional employment in the area and an increase in the school-age population, but this project is unlikely to have much impact on a stand-alone basis.

Table 5 - Estimated Financial Impact of the Union Carbide Project Property Value Limitation Request Submitted to CCISD at $1.0401 M&O Tax Rate

Year of Agreement	School Year	Project Value	Estimated Taxable Value	Value Savings	Assumed M&O Tax Rate	Taxes Before Value Limit	Taxes after Value Limit	Tax Savings @ Projected M&O Rate	School District Revenue Losses	Estimated Net Tax Benefits
QTP1	2017-18	$2,567,860	$2,567,860	$0	$1.040	$26,708	$26,708	$0	$0	$0
QTP2	2018-19	$5,484,810	$5,484,810	$0	$1.040	$57,048	$57,048	$0	$0	$0
VL1	2019-20	$41,109,810	$30,000,000	$11,109,810	$1.040	$427,583	$312,030	$115,553	-$98,767	$16,786
VL2	2020-21	$75,353,153	$30,000,000	$45,353,153	$1.040	$783,748	$312,030	$471,718	-$308,853	$162,865
VL3	2021-22	$94,325,184	$30,000,000	$64,325,184	$1.040	$981,076	$312,030	$669,046	-$184,643	$484,404
VL4	2022-23	$90,659,288	$30,000,000	$60,659,288	$1.040	$942,947	$312,030	$630,917	$0	$630,917
VL5	2023-24	$87,138,993	$30,000,000	$57,138,993	$1.040	$906,333	$312,030	$594,303	$0	$594,303
VL6	2024-25	$83,758,464	$30,000,000	$53,758,464	$1.040	$871,172	$312,030	$559,142	$0	$559,142
VL7	2025-26	$80,512,100	$30,000,000	$50,512,100	$1.040	$837,406	$312,030	$525,376	$0	$525,376
VL8	2026-27	$77,394,537	$30,000,000	$47,394,537	$1.040	$804,981	$312,030	$492,951	$0	$492,951
VL9	2027-28	$74,400,585	$30,000,000	$44,400,585	$1.040	$773,840	$312,030	$461,810	$0	$461,810
VL10	2028-29	$71,525,322	$30,000,000	$41,525,322	$1.040	$743,935	$312,030	$431,905	$0	$431,905
VP1	2029-30	$68,763,985	$68,763,985	$0	$1.040	$715,214	$715,214	$0	$0	$0
VP2	2030-31	$66,112,014	$66,112,014	$0	$1.040	$687,631	$687,631	$0	$0	$0
VP3	2031-32	$63,565,029	$63,565,029	$0	$1.040	$661,140	$661,140	$0	$0	$0
VP4	2032-33	$61,118,828	$61,118,828	$0	$1.040	$635,697	$635,697	$0	$0	$0
VP5	2033-34	$58,769,378	$58,769,378	$0	$1.040	$611,260	$611,260	$0	$0	$0
						$11,467,720	**$6,514,998**	**$4,952,722**	**-$592,263**	**$4,360,459**

QTP= Qualifying Time Period
VL= Value Limitation
VP= Viable Presence

Note: School district revenue-loss estimates are subject to change based on numerous factors, including:

- **Legislative and Texas Education Agency administrative changes to the underlying school finance formulas used in these calculations.**
- **Legislative changes addressing property value appraisals and exemptions.**
- **Year-to-year appraisals of project values and district taxable values.**
- **Changes in school district tax rates and student enrollment.**

Attachment E

Taxable Value of Property

COMPTROLLER.TEXAS.GOV

Glenn Hegar
Texas Comptroller of Public Accounts

Taxes
Property Tax

School and Appraisal Districts Property Value Study 2015 Report

2015 ISD Summary Worksheet

029/Calhoun

029-901/Calhoun County ISD

Category	Local Tax Roll Value	2015 WTD Mean Ratio	2015 PTAD Value Estimate	2015 Value Assigned
A. Single-Family Residences	976,234,267	.9461	1,031,851,038	976,234,267
B. Multi-Family Residences	24,293,301	N/A	24,293,301	24,293,301
C1. Vacant Lots	126,794,759	.9926	127,740,035	126,794,759
C2. Colonia Lots	0	N/A	0	0
D1. Rural Real(Taxable)	29,155,497	1.2986	22,452,070	29,155,497
D2. Real Prop Farm & Ranch	4,513,812	N/A	4,513,812	4,513,812
E. Real Prop NonQual Acres	65,778,051	N/A	65,778,051	65,778,051
F1. Commercial Real	172,671,712	.9401	183,673,771	172,671,712
F2. Industrial Real	1,764,632,220	N/A	1,764,632,220	1,764,632,220
G. Oil, Gas, Minerals	23,510,317	N/A	23,510,317	23,510,317
J. Utilities	97,656,886	.9540	102,365,709	97,656,886
L1. Commercial Personal	152,728,910	1.0206	149,646,198	152,728,910

L2. Industrial Personal	439,803,531	N/A	439,803,531	439,803,531
M. Other Personal	5,435,146	N/A	5,435,146	5,435,146
N. Intangible Personal Prop	0	N/A	0	0
O. Residential Inventory	17,445,330	N/A	17,445,330	17,445,330
S. Special Inventory	16,249,000	N/A	16,249,000	16,249,000
Subtotal	3,916,902,739		3,979,389,529	3,916,902,739
Less Total Deductions	419,672,391		433,054,004	419,672,391
Total Taxable Value	3,497,230,348		3,546,335,525	3,497,230,348 T2

The taxable values shown here will not match the values reported by your appraisal district

See the ISD DEDUCTION Report for a breakdown of deduction values

Government code subsections 403.302 (J) AND (K) require the Comptroller to certify alternative measures of school district wealth. These measures are reported for taxable values for maintenance and operation (M&O) tax purposes and for interest and sinking fund (I&S) tax purposes. For districts that have not entered into value limitation agreements, T1 through T4 will be the same as T7 through T10.

Value Taxable For M&O Purposes

T1	T2	T3	T4
3,539,708,577	3,497,230,348	3,488,422,862	3,445,944,633

Loss To the Additional $10,000 Homestead Exemption	50% of the loss to the Local Optional Percentage Homestead Exemption
42,478,229	51,285,715

T1 = School district taxable value for M&O purposes before the loss to the additional $10,000 homestead exemption

T2 = School district taxable value for M&O purposes after the loss to the additional $10,000 homestead exemption and the tax
ceiling reduction

T3 = T1 minus 50% of the loss to the local optional percentage homestead exemption

T4 = T2 minus 50% of the loss to the local optional percentage homestead exemption

Value Taxable For I&S Purposes

T7	T8	T9	T10
3,616,159,277	3,573,681,048	3,564,873,562	3,522,395,333

T7 = School district taxable value for I&S purposes before the loss to the additional $10,000 homestead exemption

T8 = School district taxable value for I&S purposes after the loss to the additional $10,000 homestead exemption and the tax
ceiling reduction

T9 = T7 minus 50% of the loss to the local optional percentage homestead exemption

T10 = T8 minus 50% of the loss to the local optional percentage homestead exemption

The PVS found your local value to be valid, and local value was certified

Attachment F

TEA's Facilities Value

Attachment G

Participation Agreement

AGREEMENT FOR LIMITATION ON APPRAISED VALUE OF PROPERTY FOR SCHOOL DISTRICT MAINTENANCE AND OPERATIONS TAXES

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by and between

CALHOUN COUNTY INDEPENDENT SCHOOL DISTRICT

and

UNION CARBIDE CORPORATION

(Texas Taxpayer ID # 11314217305)

Comptroller Application # 1168

Dated

June 12, 2017

AGREEMENT FOR LIMITATION ON APPRAISED VALUE OF PROPERTY FOR SCHOOL DISTRICT MAINTENANCE AND OPERATIONS TAXES

STATE OF TEXAS §

COUNTY OF CALHOUN §

THIS AGREEMENT FOR LIMITATION ON APPRAISED VALUE OF PROPERTY FOR SCHOOL DISTRICT MAINTENANCE AND OPERATIONS TAXES, hereinafter referred to as this "Agreement," is executed and delivered by and between the **CALHOUN COUNTY INDEPENDENT SCHOOL DISTRICT**, hereinafter referred to as the "District," a lawfully created independent school district within the State of Texas operating under and subject to the TEXAS EDUCATION CODE, and **UNION CARBIDE CORPORATION,** Texas Taxpayer Identification Number 11314217305 hereinafter referred to as the "Applicant." The Applicant and the District are hereinafter sometimes referred to individually as a "Party" and collectively as the "Parties."

RECITALS

WHEREAS, on November 13, 2016, the Superintendent of Schools of the Calhoun County Independent School District, acting as agent of the Board of Trustees of the District, received from the Applicant an Application for Appraised Value Limitation on Qualified Property, pursuant to Chapter 313 of the TEXAS TAX CODE;

WHEREAS, on December 12, 2016, the Board of Trustees has acknowledged receipt of the Application, and along with the requisite application fee as established pursuant to Section 313.025(a) of the TEXAS TAX CODE and Local District Policy CCG (Local), and agreed to consider the Application;

WHEREAS, the Application was delivered to the Texas Comptroller's Office for review pursuant to Section 313.025 of the TEXAS TAX CODE;

WHEREAS, the District and the Texas Comptroller's Office have determined that the Application is complete and April 7, 2017, is the Application Review Start Date as that term is defined by 34 TEXAS ADMIN. CODE Section 9.1051;

WHEREAS, pursuant to 34 TEXAS ADMIN. CODE Section 9.1054, the Application was delivered to the Calhoun County Appraisal District established in Calhoun County, Texas (the "Calhoun County Appraisal District"), pursuant to Section 6.01 of the TEXAS TAX CODE;

WHEREAS, the Texas Comptroller's Office reviewed the Application pursuant to Section 313.025 of the TEXAS TAX CODE, conducted an economic impact evaluation pursuant to Section 313.026 of the TEXAS TAX CODE, and on May 5, 2017, issued a certificate for limitation on appraised value of the property described in the Application and provided the certificate to the District;

WHEREAS, the Board of Trustees has reviewed and carefully considered the economic impact evaluation and certificate for limitation on appraised value submitted by the Texas Comptroller's Office pursuant to Section 313.025 of the TEXAS TAX CODE;

WHEREAS, on June 12, 2017 the Board of Trustees conducted a public hearing on the Application at which it solicited input into its deliberations on the Application from all interested parties within the District;

WHEREAS, on June 12, 2017, the Board of Trustees made factual findings pursuant to Section 313.025(f) of the TEXAS TAX CODE, including, but not limited to findings that: (i) the information in the Application is true and correct; (ii) the Applicant is eligible for the limitation on appraised value of the Applicant's Qualified Property; (iii) the project proposed by the Applicant is reasonably likely to generate tax revenue in an amount sufficient to offset the District's maintenance and operations ad valorem tax revenue lost as a result of the Agreement before the 25th anniversary of the beginning of the limitation period; (iv) the limitation on appraised value is a determining factor in the Applicant's decision to invest capital and construct the project in this State; and (v) this Agreement is in the best interest of the District and the State of Texas;

WHEREAS, on June 9, 2017, the Texas Comptroller's Office approved the form of this Agreement for a Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes;

WHEREAS, on June 12, 2017, the Board of Trustees approved the form of this Agreement for a Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes, and authorized the Board President and Secretary to execute and deliver such Agreement to the Applicant; and

NOW, THEREFORE, for and in consideration of the premises and the mutual covenants and agreements herein contained, the Parties agree as follows:

ARTICLE I
DEFINITIONS

Section 1.1 DEFINITIONS. Wherever used in this Agreement, the following terms shall have the following meanings, unless the context in which used clearly indicates another meaning. Words or terms defined in 34 TEXAS ADMIN. CODE Section 9.1051 and not defined in this Agreement shall have the meanings provided by 34 TEXAS ADMIN. CODE Section 9.1051.

"*Act*" means the Texas Economic Development Act set forth in Chapter 313 of the TEXAS TAX CODE, as amended.

"*Agreement*" means this Agreement, as the same may be modified, amended, restated, amended and restated, or supplemented as approved pursuant to Sections 10.2 and 10.3.

"*Applicant*" means Union Carbide Corporation, *(Texas Taxpayer ID #11314217305)* the entity listed in the Preamble of this Agreement and that is listed as the Applicant on the Application as of the Application Approval Date. The term "Applicant" shall also include the Applicant's assigns and successors-in-interest as approved according to Sections 10.2 and 10.3 of this Agreement.

"*Applicant's Qualified Investment*" means the Qualified Investment of the Applicant during the Qualifying Time Period and as more fully described in **EXHIBIT 3** of this Agreement.

"*Applicant's Qualified Property*" means the Qualified Property of the Applicant to which the value limitation identified in the Agreement will apply and as more fully described in **EXHIBIT 4** of this Agreement.

"*Application*" means the Application for Appraised Value Limitation on Qualified Property (Chapter 313, Subchapter B or C of the TEXAS TAX CODE) filed with the District by the Applicant on November 13, 2016. The term includes all forms required by the Comptroller, the schedules attached thereto, and all other documentation submitted by the Applicant for the purpose of obtaining an Agreement with the District. The term also includes all amendments and supplements thereto submitted by the Applicant.

"*Application Approval Date*" means the date that the Application is approved by the Board of Trustees of the District and as further identified in Section 2.3.B of this Agreement.

"*Application Review Start Date*" means the later date of either the date on which the District issues its written notice that the Applicant has submitted a completed Application or the date on which the Comptroller issues its written notice that the Applicant has submitted a completed Application and as further identified in Section 2.3.A of this Agreement.

"*Appraised Value*" shall have the meaning assigned to such term in Section 1.04(8) of the TEXAS TAX CODE.

"*Appraisal District*" means the Calhoun County Appraisal District.

"*Board of Trustees*" means the Board of Trustees of the Calhoun County Independent School District.

"*Commercial Operations*" means substantial completion of the Catalyst Plant described in Exhibit 4 of this Agreement, located at the site described in Exhibit 1 of this Agreement when combined with the transfer of product produced by the plant to one or more of Applicant's customers, or to another operating unit of Applicant or of an affiliate of Applicant.

"*Comptroller*" means the Texas Comptroller of Public Accounts, or the designated representative of the Texas Comptroller of Public Accounts acting on behalf of the Comptroller.

"*Comptroller's Rules*" means the applicable rules and regulations of the Comptroller set

forth in 34 TEXAS ADMIN. CODE Chapter 9, Subchapter F, together with any court or administrative decisions interpreting same.

"*County*" means Calhoun County, Texas.

"*District*" *or* "*School District*" means the Calhoun County Independent School District, being a duly authorized and operating school district in the State, having the power to levy, assess, and collect ad valorem taxes within its boundaries and to which Subchapter C of the Act applies. The term also includes any successor independent school district or other successor governmental authority having the power to levy and collect ad valorem taxes for school purposes on the Applicant's Qualified Property or the Applicant's Qualified Investment.

"*Final Termination Date*" means the last date of the final year in which the Applicant is required to Maintain Viable Presence and as further identified in Section 2.3.E of this Agreement.

"*Force Majeure*" means those causes generally recognized under Texas law as constituting impossible conditions. Each Party must inform the other in writing with proof of receipt within sixty (60) business days of the existence of such Force Majeure or otherwise waive this right as a defense.

"*Land*" means the real property described on **EXHIBIT 2**, which is attached hereto and incorporated herein by reference for all purposes.

"*Maintain Viable Presence*" means (i) the operation during the term of this Agreement of the facility or facilities for which the tax limitation is granted; and (ii) the Applicant's maintenance of jobs and wages as required by the Act and as set forth in its Application.

"*Market Value*" shall have the meaning assigned to such term in Section 1.04(7) of the TEXAS TAX CODE.

"*New Qualifying Jobs*" means the total number of jobs to be created by the Applicant after the Application Approval Date in connection with the project that is the subject of its Application that meet the criteria of Qualifying Job as defined in Section 313.021(3) of the TEXAS TAX CODE and the Comptroller's Rules.

"*New Non-Qualifying Jobs*" means the number of Non-Qualifying Jobs, as defined in 34 TEXAS ADMIN. CODE Section 9.1051(14), to be created by the Applicant after the Application Approval Date in connection with the project which is the subject of its Application.

"*Qualified Investment*" has the meaning set forth in Section 313.021(1) of the TEXAS TAX CODE, as interpreted by the Comptroller's Rules.

"*Qualified Property*" has the meaning set forth in Section 313.021(2) of the TEXAS TAX CODE and as interpreted by the Comptroller's Rules and the Texas Attorney General, as these provisions existed on the Application Review Start Date.

"*Qualifying Time Period*" means the period defined in Section 2.3.C, during which the Applicant shall make investment on the Land where the Qualified Property is located in the amount required by the Act, the Comptroller's Rules, and this Agreement.

"*State*" means the State of Texas.

"*Supplemental Payment*" means any payments or transfers of things of value made to the 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 and that is not authorized pursuant to Sections 313.027(f)(1) or (2) of the TEXAS TAX CODE, and specifically includes any payments required pursuant to Article VI of this Agreement.

"*Tax Limitation Amount*" means the maximum amount which may be placed as the Appraised Value on the Applicant's Qualified Property for maintenance and operations tax assessment in each Tax Year of the Tax Limitation Period of this Agreement pursuant to Section 313.054 of the TEXAS TAX CODE.

"*Tax Limitation Period*" means the Tax Years for which the Applicant's Qualified Property is subject to the Tax Limitation Amount and as further identified in Section 2.3.D of this Agreement.

"*Tax Year*" shall have the meaning assigned to such term in Section 1.04(13) of the TEXAS TAX CODE (*i.e.*, the calendar year).

"*Taxable Value*" shall have the meaning assigned to such term in Section 1.04(10) of the TEXAS TAX CODE.

Section 1.2 NEGOTIATED DEFINITIONS. Wherever used in Articles IV, V, and VI, the following terms shall have the following meanings, unless the context in which used clearly indicates another meaning or otherwise; provided however, if there is a conflict between a term defined in this section and a term defined in the Act, the Comptroller's Rules, or Section 1.1 of Agreement, the conflict shall be resolved by reference to Section 10.9.C.

"*Aggregate Limit*" means, for any Tax Year during the term of this Agreement, the cumulative total of the Annual Limit amount for such Tax Year and all previous Tax Years during the term of this Agreement, less all amounts paid by the Applicant to or on behalf of the District under Article VI.

"*Annual Limit*" means the maximum annual benefit which can be paid directly to the District as a Supplemental Payment under the provisions of Section 313.027(i) of the TEXAS TAX CODE. For purposes of this Agreement, and as further provided in Sections 6.2A and 6.2D, the amount of the Annual Limit shall be equal to the greater of $50,000 or an amount calculated for each calendar year by multiplying by the District's Average Daily Attendance, as calculated pursuant to Section 42.005 of the TEXAS EDUCATION CODE, based upon the District's 2016-2017

posted Average Daily Attendance (LPE) of 3,851.862 (rounded to the nearest whole number = 3,852) times $100, or any larger amount allowed by Section 313.027(i) of the TEXAS TAX CODE, if such limitation is increased for any future year of this Agreement and such increase is effective for purposes of this Agreement. The Annual Limit shall first be computed for Tax Year 2017, which is the Tax Year that includes the date on which the Qualifying Time Period commences under this Agreement as provided in Section 2.3.C.i.

"*Applicable School Finance Law*" means Chapters 41 and 42 of the TEXAS EDUCATION CODE, the Act (Chapter 313 of the TEXAS TAX CODE), Chapter 403, Subchapter M, of the TEXAS GOVERNMENT CODE applicable to the District, and the Constitution and general laws of the State applicable to the independent school districts of the State, the applicable rules and regulations of the agencies of the State having jurisdiction over any matters relating to the public school systems and school districts of the State, and judicial decisions construing or interpreting any of the above. The term includes any amendments or successor statutes that may be adopted in the future which impact or alter the calculation of the Applicant's ad valorem tax obligation to the District, either with or without the limitation of property values made pursuant to this Agreement.

"*Applicant's Stipulated Supplemental Payment Amount*" means, for purposes of Article VI, for any Tax Year during the term of this Agreement, an amount equal to the payments set forth in the schedule in Section 6.4.

"*Cumulative Payments*" means for any Tax Year during the term of this Agreement, the total of all payments, calculated under Article IV, V and VI of this Agreement, for such Tax Year which are paid by or owed by the Applicant to the District, plus all payments, calculated under Article IV, V and VI of this Agreement, paid by or owed by the Applicant for all previous Tax Years during the term of this Agreement.

"*Cumulative Unadjusted Tax Benefit*" means for any Tax Year during the term of this Agreement, the Unadjusted Tax Benefit for such Tax Year added to the Unadjusted Tax Benefit for all previous Tax Years during the term of this Agreement.

"*Maintenance and Operations Revenue*" or "*M&O Revenue*" means (i) those revenues which the District receives from the levy of its annual ad valorem maintenance and operations tax pursuant to Section 45.002 of the TEXAS EDUCATION CODE and Article VII § 3 of the TEXAS CONSTITUTION, plus (ii) all State revenues to which the District is or may be entitled under Chapter 42 of the TEXAS EDUCATION CODE or any other statutory provision as well as any amendment or successor statute to these provisions, plus (iii) any indemnity payments received by the District under other agreements similar to this Agreement to the extent that such payments are designed to replace the District's M&O Revenue lost as a result of such similar agreements, less (iv) any amounts necessary to reimburse the State of Texas or another school district for the education of additional students pursuant to Chapter 41 of the TEXAS EDUCATION CODE.

"*M&O Amount*" has the meaning given such term in Section 4.2.

"*New M&O Revenue*" has the meaning given such term in Section 4.2. A. ii.

"Net Tax Benefit" means, for any Tax Year during the term of this Agreement, an amount equal to (but not less than zero): (i) the amount of maintenance and operations ad valorem taxes which the Applicant would have paid to the District for such Tax Year and all previous Tax Years during the term of this Agreement if this Agreement had not been entered into by the Parties; minus, (ii) an amount equal to the sum of (A) all maintenance and operations ad valorem school taxes actually due to the District or any other governmental entity, including the State of Texas, for such Tax Year and all previous Tax Years during the term of this Agreement, plus (B) any payments due to the District under Articles IV, V and VI under this Agreement for such Tax Year and all previous Tax Years during the term of this Agreement.

"Original M&O Revenue" has the meaning given such term in Section 4.2. A. i.

"*Supplemental Payments*" has the meaning given such term in Section 6.1(a).

"*Unadjusted Tax Benefit*" means, for any Tax Year during the term of this Agreement, the total of all gross tax savings calculated for such Tax Year by multiplying (i) an amount equal to (a) the Taxable Value of the Applicant's Qualified Property used for the District's debt service (interest and sinking fund) property tax purposes for such Tax Year, minus (b) the Tax Limitation Amount (defined in Section 2.4, below, as Thirty Million Dollars ($30,000,000.00)), by (ii) the District's maintenance and operations tax rate for such Tax Year.

ARTICLE II
AUTHORITY, PURPOSE AND LIMITATION AMOUNTS

Section 2.1. AUTHORITY. This Agreement is executed by the District as its written agreement with the Applicant pursuant to the provisions and authority granted to the District in Section 313.027 of the TEXAS TAX CODE.

Section 2.2. PURPOSE. In consideration of the execution and subsequent performance of the terms and obligations by the Applicant pursuant to this Agreement, identified in Sections 2.5 and 2.6 and as more fully specified in this Agreement, the value of the Applicant's Qualified Property listed and assessed by the County Appraiser for the District's maintenance and operation ad valorem property tax shall be the Tax Limitation Amount as set forth in Section 2.4 of this Agreement during the Tax Limitation Period.

Section 2.3. TERM OF THE AGREEMENT.

A. The Application Review Start Date for this Agreement is April 7, 2017, which will be used to determine the eligibility of the Applicant's Qualified Property and all applicable wage standards.

B. The Application Approval Date for this Agreement is June 12, 2017.

C. The Qualifying Time Period for this Agreement:

i. Starts on June 12, 2017, the Application Approval Date;

ii. Ends on December 31, 2019, the last day of the second complete

Tax Year following the Qualifying Time Period start date.

D. The Tax Limitation Period for this Agreement:

i. Starts on January 1, 2019, first complete Tax Year that begins after the date of the commencement of Commercial Operation; and

ii. Ends on December 31, 2028, which is the year the Tax Limitation Period starts as identified in Section 2.3.D.i plus 9 years.

E. The Final Termination Date for this Agreement is December 31, 2033, which is the last year of the Tax Limitation Period as defined in Section 2.3.D.ii. plus 5 years.

F. This Agreement, and the obligations and responsibilities created by this Agreement, shall be and become effective on the Application Approval Date identified in Section 2.3.B. This Agreement, and the obligations and responsibilities created by this Agreement, terminate on the Final Termination Date identified in Section 2.3.E, unless extended by the express terms of this Agreement.

Section 2.4. TAX LIMITATION. So long as the Applicant makes the Qualified Investment as required by Section 2.5, during the Qualifying Time Period, and unless this Agreement has been terminated as provided herein before such Tax Year, on January 1 of each Tax Year of the Tax Limitation Period, the Appraised Value of the Applicant's Qualified Property for the District's maintenance and operations ad valorem tax purposes shall not exceed the lesser of:

A. the Market Value of the Applicant's Qualified Property; or

B. Thirty Million Dollars ($30,000,000), based on Section 313.054 of the TEXAS TAX CODE.

This Tax Limitation Amount is based on the limitation amount for the category that applies to the District on the Application Approval Date, as set out by Section 313.052 or "Subchapter C"of the TEXAS TAX CODE.

Section 2.5. TAX LIMITATION ELIGIBILITY. In order to be eligible and entitled to receive the value limitation identified in Section 2.4 for the Qualified Property identified in Article III, the Applicant shall:

A. have completed the Applicant's Qualified Investment in the amount of $30,000,000 during the Qualifying Time Period;

B. have created and maintained, subject to the provisions of Section 313.0276 of the TEXAS TAX CODE, New Qualifying Jobs as required by the Act; and

C. pay an average weekly wage of at least $1,235.00 for all New Non-Qualifying Jobs created by the Applicant.

Section 2.6. TAX LIMITATION OBLIGATIONS. In order to receive and maintain the limitation authorized by Section 2.4, the Applicant shall:

A. provide payments to the District sufficient to protect future District

revenues through payment of revenue offsets and other mechanisms as more fully described in Article IV;

B. provide payments to the District that protect the District from the payment of extraordinary education- related expenses related to the project, as more fully specified in Article V;

C. provide such Supplemental Payments as more fully specified in Article VI;

D. create and Maintain Viable Presence on or with the Qualified Property and perform additional obligations as more fully specified in Article VIII of this Agreement; and

E. no additional conditions are identified in the certificate for a limitation on appraised value by the Comptroller for this project.

ARTICLE III
QUALIFIED PROPERTY

Section 3.1. LOCATION WITHIN ENTERPRISE OR REINVESTMENT ZONE. At the time of the Application Approval Date, the Land is within an area designated either as an enterprise zone, pursuant to Chapter 2303 of the TEXAS GOVERNMENT CODE, or a reinvestment zone, pursuant to Chapter 311 or 312 of the TEXAS TAX CODE. The legal description, and information concerning the designation, of such zone is attached to this Agreement as **EXHIBIT 1** and is incorporated herein by reference for all purposes.

Section 3.2. LOCATION OF QUALIFIED PROPERTY AND INVESTMENT. The Land on which the Qualified Property shall be located and on which the Qualified Investment shall be made is described in **EXHIBIT 2**, which is attached hereto and incorporated herein by reference for all purposes. The Parties expressly agree that the boundaries of the Land may not be materially changed from its configuration described in **EXHIBIT 2** unless amended pursuant to the provisions of Section 10.2 of this Agreement.

Section 3.3. DESCRIPTION OF QUALIFIED PROPERTY. The Qualified Property that is subject to the Tax Limitation Amount is described in **EXHIBIT 4**, which is attached hereto and incorporated herein by reference for all purposes. Property which is not specifically described in **EXHIBIT 4** shall not be considered by the District or the Appraisal District to be part of the Applicant's Qualified Property for purposes of this Agreement, unless by official action the Board of Trustees provides that such other property is a part of the Applicant's Qualified Property for purposes of this Agreement in compliance with Section 313.027(e) of the TEXAS TAX CODE, the Comptroller's Rules, and Section 10.2 of this Agreement.

Section 3.4. CURRENT INVENTORY OF QUALIFIED PROPERTY. In addition to the requirements of Section 10.2 of this Agreement, if there is a material change in the Qualified Property described in **EXHIBIT 4**, then within 60 days from the date commercial operation begins, the Applicant shall provide to the District, the Comptroller, the Appraisal District or the State Auditor's Office a specific and detailed description of the tangible personal property, buildings, and/or permanent,

nonremovable building components (including any affixed to or incorporated into real property) on the Land to which the value limitation applies including maps or surveys of sufficient detail and description to locate all such described property on the Land.

Section 3.5. QUALIFYING USE. The Applicant's Qualified Property described in Section 3.3 qualifies for a tax limitation agreement under Section 313.024(b)(1) of the TEXAS TAX CODE as property used for manufacturing.

ARTICLE IV
PROTECTION AGAINST LOSS OF FUTURE DISTRICT REVENUES

Section 4.1. INTENT OF THE PARTIES. Subject to the limitations contained in this Agreement (including Section 7.1), it is the intent of the Parties that the District shall, in accordance with the provisions of Section 313.027(f)(1) of the TEXAS TAX CODE, be compensated by the Applicant for any loss that the District incurs in its Maintenance and Operations Revenue in each year of this Agreement for which this Agreement was, in any manner, a producing cause, or which resulted, at least in part, because of, or on account of, the execution of this Agreement~~.~~, after taking into account any payments to be made under this Agreement. Such payments shall be independent of, and in addition to, such other payments as set forth in Articles V and VI of this Agreement. Subject to the limitations contained in this Agreement (including Section 7.1 it is the intent of the Parties that the risk of any and all negative financial consequence to the District's total annual Maintenance and Operations Revenue, to which the execution of this Agreement contributed in any manner, will be borne solely by the Applicant and not by the District.

The Parties expressly understand and agree that, for all Tax Years to which this Agreement may apply, the calculation of negative financial consequences will be defined for each applicable Tax Year in accordance with the Applicable School Finance Law, as defined in Section 1.2 above, and that such definition specifically contemplates that calculations made under this Agreement may periodically change in accordance with changes made from time to time in the Applicable School Finance Law. The Parties further agree that the printouts and projections produced during the negotiations and approval of this Agreement are: (i) for illustrative purposes only, and are not intended to be relied upon, and have not been relied upon, by the Parties as a prediction of future consequences to either Party; (ii) based upon the current Applicable School Finance Law, which is subject to change by statute, by administrative regulation, or by judicial decision at any time; and (iii) may change in future years to reflect changes in the Applicable School Finance Law.

Section 4.2. CALCULATING THE AMOUNT OF LOSS OF REVENUES BY THE DISTRICT. Subject to the provisions of Section 7.1 of this Agreement, the amount to be paid by the Applicant to compensate the District for loss of Maintenance and Operations Revenue resulting from, or on account of, this Agreement for each year starting in the year of the Application Review Start Date and ending on the Final Termination Date (the "M&O Amount") shall be determined in compliance with the Applicable School Finance Law in effect for such year and according to the following formula:

A. Notwithstanding any other provision in this Agreement, the M&O Amount owed by the Applicant to the District means the Original M&O Revenue *minus* the New M&O Revenue; based on the following definitions, where:

i. *"Original M&O Revenue"* means the total State and local Maintenance and Operations Revenue that the District would have received for the school year, under the Applicable School Finance Law for such Tax Year, had this Agreement not been entered into by the Parties and the Applicant's Qualified Property been subject to the District's ad valorem maintenance and operations tax at the District-adopted rate for the applicable Tax Year. For purposes of this calculation, the Third Party (as defined in Section 4.3) will base its calculations upon (1) the total Taxable Values for each applicable Tax Year as certified by the Appraisal District for all taxable accounts in the District for the District's maintenance and operations ad valorem tax purposes, save and except for the Applicant's Qualified Property subject to this Agreement, *plus* (2) the total Taxable Values for such applicable Tax Year as certified by the Appraisal District for the Applicant's Qualified Property subject to this Agreement for the District's debt service (interest and sinking fund) ad valorem tax purposes (which total Taxable Values for the Applicant's Qualified Property subject to this Agreement shall be used in lieu of the total Taxable Values for such applicable Tax Year as certified by the Appraisal District for the Applicant's Qualified Property subject to this Agreement for the District's maintenance and operations ad valorem tax purposes).

ii. "*New M&O Revenue*" means the total State and local Maintenance and Operations Revenue that the District actually received or is accrued to the District in accordance with the provisions of the Applicable School Finance Law for such school year.

B. In making the calculations required by this Section 4.2:

i. The Taxable Value of property for each school year will be determined under the Applicable School Finance Law as that law exists for the year for which the calculation is made.

ii. For purposes of this calculation, the tax collection rate on the Applicant's Qualified Property will be presumed to be one hundred percent (100%).

iii. If, for any year of this Agreement, the difference between the Original M&O Revenue and the New M&O Revenue, as calculated under this Section 4.2, results in a negative number, the negative number will be considered to be zero.

iv. All calculations made for any year during the Tax Limitation Period under

Subsection *ii* of Section 4.2.A will reflect the Tax Limitation Amount for such year.

v. All calculations made under this Section 4.2 shall be made using a methodology which isolates only the revenue impact caused by this Agreement. The Applicant shall not be responsible to reimburse the District for other revenue losses created by other agreements or any other factor not contained in this Agreement.

Section 4.3. **CALCULATIONS TO BE MADE BY THIRD PARTY.** All calculations under this Agreement shall be made annually by an independent third party (the "Third Party") jointly selected and appointed each year by the District and the Applicant. If the Parties cannot agree on the Third Party, then the Third Party shall be selected by a mediator selected in accordance with the procedures set forth in Section 9.3A.

Section 4.4. **DATA USED FOR CALCULATIONS.** The calculations for payments under this Agreement shall be initially based upon the valuations that are placed upon all taxable property in the District, including the Applicant's Qualified Investment and/or the Applicant's Qualified Property by the Appraisal District in its annual certified tax roll submitted to the District pursuant to Texas Tax Code § 26.01 on or about July 25 of each year of this Agreement. Immediately upon receipt of the valuation information by the District, the District shall submit the valuation information to the Third Party selected and appointed under Section 4.3. The certified tax roll data shall form the basis of the calculation of any and all amounts due under this Agreement. All other data utilized by the Third Party to make the calculations contemplated by this Agreement shall be based upon the best available current estimates. The data utilized by the Third Party shall be adjusted from time to time by the Third Party to reflect actual amounts, subsequent adjustments by the Appraisal District to the District's certified tax roll or any other changes in student counts, tax collections, or other data.

Section 4.5. **DELIVERY OF CALCULATIONS.** On or before November 1 of each year for which this Agreement is effective, the Third Party appointed pursuant to Section 4.3 shall forward to the Parties a certification containing the calculations required under this Article IV, Article V, and/or Article VI of this Agreement in sufficient detail to allow the Parties to understand the manner in which the calculations were made. The Third Party shall simultaneously submit his, her or its invoice for fees for services rendered to the Parties, if any fees are being claimed, which fee shall be the sole responsibility of the District, but subject to the provisions of Section 4.6, below. Upon reasonable prior notice, the employees and agents of the Applicant shall have access, at all reasonable times, to the Third Party's calculations, records, and correspondence pertaining to the calculation and fee for the purpose of verification. The Third Party shall maintain supporting data consistent with generally accepted accounting practices, and the employees and agents of the Applicant shall have the right to reproduce and retain for purpose of audit, any of these documents. The Third Party shall preserve all documents pertaining to the calculations until the Final Termination Date. The Applicant shall not be liable for any of the Third Party's costs resulting from a review or audit of the Third Party's books, records, correspondence, or work papers pertaining to the calculations contemplated by this Agreement.

Section 4.6. PAYMENT BY APPLICANT. The Applicant shall pay any amount determined to be due and owing to the District under this Agreement on or before the January 31 next following the tax levy for each year for which this Agreement is effective. By such date, the Applicant shall also pay any amount billed by the Third Party for all calculations under this Agreement under Section 4.5, above, plus any reasonable and necessary legal expenses paid by the District to its attorneys, auditors, or financial consultants for the preparation and filing of any financial reports, disclosures, or other reimbursement applications filed with or sent to the State of Texas which are, or may be required under the terms or because of the execution of this Agreement. Notwithstanding the foregoing, for no Tax Year during the term of this Agreement shall the Applicant be responsible for the payment of an aggregate amount of fees and expenses under this Section 4.6 and Section 4.5 which exceeds Twelve Thousand Dollars ($12,000.00).

Section 4.7. EFFECT OF PROPERTY VALUE APPEAL OR OTHER ADJUSTMENT. If at the time the Third Party selected and appointed under Section 4.3 makes its calculations under this Agreement the Applicant has appealed any matter relating to the valuations placed by the Appraisal District on the Applicant's Qualified Property and/or the Applicant's Qualified Investment and such appeal remains unresolved, the Third Party shall base its calculations upon the values placed upon the Applicant's Qualified Property and/or the Applicant's Qualified Investment, respectively, by the Appraisal District. If as a result of an appeal or for any other reason, the Taxable Value of the Applicant's Qualified Investment and/or the Applicant's Qualified Property is changed, once the determination of the new Taxable Value becomes final, the Parties shall immediately notify the Third Party who shall immediately issue new calculations required by this Agreement for the applicable year or years using the new Taxable Value. Upon completion of the new calculations, the Third Party shall transmit the new calculations to the Parties. In the event the new calculations result in a change in any amount paid or payable by the Applicant under this Agreement, the Party from whom the adjustment is payable shall remit such amounts to the other Party within thirty (30) days of the receipt of the new calculations from the Third Party.

Section 4.8. STATUTORY CHANGES AFFECTING M&O REVENUE. Notwithstanding any other provision in this Agreement, but subject to the limitations contained in Sections 7.1, in the event that, by virtue of statutory changes to the Applicable School Finance Law, administrative interpretations by the Comptroller, the Commissioner of Education, or the Texas Education Agency, or for any other reason attributable to statutory change, District will receive less Maintenance and Operations Revenue, or, if applicable, will be required to increase its payment of funds to the State, because of its participation in this Agreement, the Applicant shall make payments to District, up to the revenue protection amount limit set forth in Section 7.1, that are necessary to offset any such negative impact on District's Maintenance and Operations Revenue,the District as a result of its participation in this Agreement. The calculation of any such payments to the District shall take into account any adjustments to the amount calculated for the current fiscal year that should be made in order to reflect the actual impact on District.

Section 4.9 RESOLUTION OF DISPUTES. Should the Applicant disagree with the certification containing the calculations prepared and/or delivered pursuant to Section 4.5, the Applicant may appeal the findings, in writing, to the Third Party within thirty (30) days following the later of (i)

receipt of the certification, or (ii) the date the Applicant is granted access to the books, records, and other information in accordance with Section 4.5 for purposes of auditing or reviewing the information in connection with the certification. Within ten (10) days of receipt of the Applicant's appeal, the Third Party will issue, in writing, a final determination of the certification containing the calculations. Thereafter, the Applicant may appeal the final determination of the certification containing the calculations to the Board of Trustees. Any such appeal by the Applicant of the final determination of the Third Party may be made, in writing, to the Board of Trustees within thirty (30) days of the Applicant's receipt of the Third Party's final determination of the certification containing the calculations, and shall be without limitation of the Applicant's other rights and remedies available hereunder, at law or in equity.

ARTICLE V
PAYMENT OF EXTRAORDINARY EDUCATION-RELATED EXPENSES

Section 5.1. EXTRAORDINARY EXPENSES. In addition to the amounts determined pursuant to Section 4.2 of this Agreement above, the Applicant on an annual basis shall also indemnify and reimburse the District for all non-reimbursed costs, certified by the District's external auditor to have been incurred by the District for extraordinary education-related expenses related to the project described in the Application that are not directly funded in state aid formulas, including expenses for the purchase of portable classrooms and the hiring of additional personnel to accommodate a temporary increase in student enrollment attributable to such project. The Applicant shall have the right to contest the findings of the District's external auditor in accordance with the procedures set forth in Section 4.9.

ARTICLE VI
SUPPLEMENTAL PAYMENTS

Section 6.1. INTENT OF PARTIES WITH RESPECT TO SUPPLEMENTAL PAYMENTS.

(a) Amounts Exclusive of Indemnity Amounts

In addition to undertaking the responsibility for the payment of all of the amounts set forth under Articles IV and V, and as further consideration for the execution of this Agreement by the District, the Applicant shall also be responsible for the supplemental payments set forth in this Article VI (the "Supplemental Payments"). The Applicant shall not be responsible to the District or to any other person or persons in any form for the payment or transfer of money or any other thing of value in recognition of, anticipation of, or consideration for this Agreement for limitation on appraised value made pursuant to Chapter 313, Texas Tax Code, unless it is explicitly set forth in this Agreement. It is the express intent of the Parties that the Applicant's obligation to make Supplemental Payments under this Article VI is separate and independent of the obligation of the Applicant to pay the amounts described in Articles IV and V; provided, however, that all payments under Articles IV and V and this Article VI are subject to the limitations contained in Sections 7.1, and that all payments under this Article VI are subject to the separate limitations contained in Sections 6.2 and 6.3.

(b) Adherence to Statutory Limits on Supplemental Payments

It is the express intent of the Parties that any Supplemental Payments made to or on behalf of the District by the Applicant under this Article VI shall not exceed either (i) the limit imposed by the provisions of Texas Tax Code §313.027(i), as such limit is allowed to be increased by the Legislature for any future year of this Agreement, (ii) or the amount described in Section 6.3.

Section 6.2. SUPPLEMENTAL PAYMENT LIMITATION. Notwithstanding the foregoing:

A. the total of the Supplemental Payments made pursuant to this Article VI shall: not exceed for any calendar year of this Agreement an amount equal to the greater of One Hundred Dollars ($100.00) per student per year in average daily attendance, as defined by Section 42.005 of the TEXAS EDUCATION CODE, or Fifty Thousand Dollars ($50,000.00) per year times the number of years beginning with the first complete or partial year of the Qualifying Time Period identified in Section 2.3.C and ending with the year for which the Supplemental Payment is being calculated minus all Supplemental Payments previously made by the Applicant;

B. Supplemental Payments may only be made during the period starting the first year of the Qualifying Time Period and ending December 31 of the third year following the end of the Tax Limitation Period÷;

C. the limitation in Section 6.2.A does not apply to amounts described by Section 313.027(f)(1)–(2) of the TEXAS TAX CODE as implemented in Articles IV and V of this Agreement; and

D. for purposes of this Agreement, the calculation of the limit of the annual Supplemental Payment shall be the greater of $50,000 or $100 multiplied by the District's Average Daily Attendance as calculated pursuant to Section 42.005 of the TEXAS EDUCATION CODE, based upon the District's 2016-2017 Average Daily Attendance of 3,852 (rounded to the nearest whole number).

Section 6.3 STIPULATED SUPPLEMENTAL PAYMENT AMOUNT - SUBJECT TO AGGREGATE LIMIT. In addition to the Supplemental Payment limitation set forth in Section 6.2, for any Tax Year during the term of this Agreement, the District shall not be entitled to receive Supplemental Payments that exceed the lesser of:

(a) the "Applicant's Stipulated Supplemental Payment Amount," as such term is defined in Section 1.2, for such Tax Year; or

(b) the "Aggregate Limit," as such term is defined in Section 1.2, for such Tax Year.

Section 6.4. ANNUAL CALCULATION OF STIPULATED SUPPLEMENTAL PAYMENT AMOUNT. The Parties agree that for each Tax Year of this Agreement, beginning with Tax Year 2017, the first year of the qualifying time period specified in Section 2.3(c)(1) of this Agreement, the Stipulated Supplemental Payment amount, described in Section 6.2, above will annually be calculated based upon the then most current estimate of tax savings to the Applicant, which will be

made, based upon assumptions of student counts, tax collections, and other applicable data, in accordance with the following formula:

Taxable Value of the Applicant's Qualified Property for such Tax Year had this Agreement not been entered into by the Parties (i.e., the Taxable Value of the Applicant's Qualified Property used for the District's interest and sinking fund tax purposes for such Tax Year, or school taxes due to any other governmental entity, including the State of Texas, for such Tax Year);

Minus,

The Taxable Value of the Applicant's Qualified Property for such Tax Year after giving effect to this Agreement (i.e., the Taxable Value of the Applicant's Qualified Property used for the District's maintenance and operations tax purposes for such Tax Year, or school taxes due to any other governmental entity, including the State of Texas, for such Tax Year);

Multiplied by,

The District's maintenance and operations tax rate for such Tax Year, or the school tax rate of any other governmental entity, including the State of Texas, for such Tax Year;

Minus,

Any amounts previously paid to the District under Article IV for such Tax Year;

Multiplied by,

The number 0.40;

Minus,

Any amounts previously paid to the District under Sections 6.2 and 6.3, above, with respect to such Tax Year.

In the event that there are changes in the data upon which the calculations set forth herein are made, the Third Party selected pursuant to Section 4.4, above, shall adjust the Stipulated Supplemental Payment amount calculation to reflect any changes in the data.

Section 6.5. PROCEDURES FOR SUPPLEMENTAL PAYMENT CALCULATIONS.

(a) All calculations required by this Article VI, including but not limited to: (i) the calculation of the Applicant's Stipulated Supplemental Payment Amount; (ii) the

determination of both the Annual Limit and the Aggregate Limit; (iii) the effect, if any, of the Aggregate Limit upon the actual amount of Supplemental Payments eligible to be paid to the District by the Applicant; and (iv) the carry forward and accumulation of any of the Applicant's Stipulated Supplemental Payment Amounts unpaid by the Applicant due to the Aggregate Limit in previous years, shall be calculated by the Third Party selected pursuant to Section 4.3.

(b) The calculations made by the Third Party shall be made at the same time and on the same schedule as the calculations made pursuant to Section 4.6.

(c) The payment of all amounts due under this Article VI shall be made at the time set forth in Section 4.7.

Section 6.6. DISTRICT'S OPTION TO DESIGNATE SUCCESSOR BENEFICIARY. At any time during the term of this Agreement, the Board of Trustees may, in its sole discretion, so long as such decision does not result in additional costs to the Applicant under this Agreement, direct that any of the Applicant's payments under this Article VI be made to the District's educational foundation or to a similar entity. Such foundation or entity may only use such funds received under this Article VI to support the educational mission of the District and its students. Any designation of such foundation or entity must be made by recorded vote of the Board of Trustees at a properly posted public meeting of the Board of Trustees. Any such designation will become effective after such public vote and the delivery of notice of said vote to the Applicant in conformance with the provisions of Section 10.1 below. Such designation may be rescinded by the Board of Trustees, by action of the Board of Trustees, at any time, and any such rescission will become effective after delivery of notice of such action to the Applicant in conformance with the provisions of Section 10.1.

Any designation of a successor beneficiary under this Section 6.6 shall not alter the limits on Supplemental Payments described in this Article IV, including Sections 6.2 and 6.3, above.

Notwithstanding the foregoing, any payments made by the Applicant shall be made in the manner and to the Party designated in this Agreement unless the Applicant receives unambiguous written notice from the District that such payments are to be made to a different party.

ARTICLE VII
ANNUAL LIMITATION OF PAYMENTS BY APPLICANT

Section 7.1. ANNUAL LIMITATION. Notwithstanding anything contained in this Agreement to the contrary, and with respect to each Tax Year of the Tax Limitation Period beginning after the first Tax Year of the Tax Limitation Period, in no event shall (i) the sum of the maintenance and operations ad valorem taxes paid by the Applicant to the District for such Tax Year, plus the sum of all payments otherwise due from the Applicant to the District under Articles IV, V, and VI of this Agreement with respect to such Tax Year, exceed (ii) the amount of the maintenance and operations ad valorem taxes that the Applicant would have paid to the District for such Tax Year (determined by using the District's actual maintenance and operations tax rate for such Tax Year)

if the Parties had not entered into this Agreement. The calculation and comparison of the amounts described in clauses (i) and (ii) of the preceding sentence shall be included in all calculations made pursuant to Article IV of this Agreement, and in the event the sum of the amounts described in said clause (i) exceeds the amount described in said clause (ii), then the payments otherwise due from the Applicant to the District under Articles IV, V, and VI shall be reduced until such excess is eliminated.

Section 7.2. OPTION TO TERMINATE AGREEMENT. In the event that any payment otherwise due from the Applicant to the District under Article IV, Article V, or Article VI of this Agreement with respect to a Tax Year is subject to reduction in accordance with the provisions of Section 7.1, then the Applicant shall have the option to terminate this Agreement. The Applicant may exercise such option to terminate this Agreement by notifying the District of its election in writing not later than the July 31 of the year following the Tax Year with respect to which a reduction under Section 7.1 is applicable. Any termination of this Agreement under the foregoing provisions of this Section 7.2 shall be effective immediately prior to the second Tax Year next following the Tax Year in which the reduction giving rise to the option occurred.

In addition to the foregoing, in the event the Applicant determines that it will not commence or complete construction of the Applicant's Qualified Investment, the Applicant shall have the option, during the Qualifying Time Period, to terminate this Agreement by notifying the District in writing of its exercise of such option. Any termination of this Agreement under the immediately preceding sentence shall be effective immediately prior to the beginning of the Tax Year immediately following the Tax Year during which such notification is delivered to the District. Upon any termination this Agreement under this Section 7.2, this Agreement shall terminate and be of no further force or effect; provided, however, that the Parties' respective rights and obligations under this Agreement with respect to the Tax Year or Tax Years (as the case may be) through and including the Tax Year during which such notification is delivered to the District, shall not be impaired or modified as a result of such termination and shall survive such termination unless and until satisfied and discharged.

Section 7.3. EFFECT OF OPTIONAL TERMINATION. Upon the exercise of the option to terminate pursuant to Section 7.2, this Agreement shall terminate and be of no further force or effect; provided, however, that:

A. the Parties respective rights and obligations under this Agreement with respect to the Tax Year or Tax Years (as the case may be) through and including the Tax Year during which such notification is delivered to the District, shall not be impaired or modified as a result of such termination and shall survive such termination unless and until satisfied and discharged; and

B. the provisions of this Agreement regarding payments (including liquidated damages and tax payments), records and dispute resolution shall survive the termination or expiration of this Agreement.

ARTICLE VIII
ADDITIONAL OBLIGATIONS OF APPLICANT

Section 8.1. APPLICANT'S OBLIGATION TO MAINTAIN VIABLE PRESENCE. In order to receive and maintain the limitation authorized by Section 2.4 in addition to the other obligations required by this Agreement, the Applicant shall Maintain Viable Presence in the District commencing at the start of the Tax Limitation Period through the Final Termination Date of this Agreement. Notwithstanding anything contained in this Agreement to the contrary, the Applicant shall not be in breach of, and shall not be subject to any liability for failure to Maintain Viable Presence to the extent such failure is caused by Force Majeure, provided the Applicant makes commercially reasonable efforts to remedy the cause of such Force Majeure.

Section 8.2. REPORTS. In order to receive and maintain the limitation authorized by Section 2.4 in addition to the other obligations required by this Agreement, the Applicant shall submit all reports required from time to time by the Comptroller, listed in 34 TEXAS ADMIN. CODE Section 9.1052 and as currently located on the Comptroller's website, including all data elements required by such form to the satisfaction of the Comptroller on the dates indicated on the form or the Comptroller's website and starting on the first such due date after the Application Approval Date.

Section 8.3. COMPTROLLER'S REPORT ON CHAPTER 313 AGREEMENTS. During the term of this Agreement, both Parties shall provide the Comptroller with all information reasonably necessary for the Comptroller to assess performance under this Agreement for the purpose of issuing the Comptroller's report, as required by Section 313.032 of the TEXAS TAX CODE.

Section 8.4. DATA REQUESTS. Upon the written request of the District, the State Auditor's Office, the Appraisal District, or the Comptroller during the term of this Agreement, the Applicant, the District or any other entity on behalf of the District shall provide the requesting party with all information reasonably necessary for the requesting party to determine whether the Applicant is in compliance with its rights, obligations or responsibilities, including, but not limited to, any employment obligations which may arise under this Agreement.

Section 8.5. SITE VISITS AND RECORD REVIEW. The Applicant shall allow authorized employees of the District, the Comptroller, the Appraisal District, and the State Auditor's Office to have reasonable access to the Applicant's Qualified Property and business records from the Application Review Start Date through the Final Termination Date, in order to inspect the project to determine compliance with the terms hereof or as necessary to properly appraise the Taxable Value of the Applicant's Qualified Property.

A. All inspections will be made at a mutually agreeable time after the giving of not less than forty-eight (48) hours prior written notice, and will be conducted in such a manner so as not to unreasonably interfere with either the construction or operation of the Applicant's Qualified Property.

B. All inspections may be accompanied by one or more representatives of the Applicant, and shall be conducted in accordance with the Applicant's safety, security, and operational standards. Notwithstanding the foregoing, nothing contained in this Agreement shall

require the Applicant to provide the District, the Comptroller, or the Appraisal District with any technical or business information that is proprietary, a trade secret, or is subject to a confidentiality agreement with any third party.

Section 8.6. RIGHT TO AUDIT; SUPPORTING DOCUMENTS; AUTHORITY OF STATE AUDITOR. By executing this Agreement, implementing the authority of, and accepting the benefits provided by Chapter 313 of the TEXAS TAX CODE, the Parties agree that this Agreement and their performance pursuant to its terms are subject to review and audit by the State Auditor as if they are parties to a State contract and subject to the provisions of Section 2262.154 of the TEXAS GOVERNMENT CODE and Section 313.010(a) of the TEXAS TAX CODE. The Parties further agree to comply with the following requirements:

A. The District and the Applicant shall maintain and retain supporting documents adequate to ensure that claims for the Tax Limitation Amount are in accordance with applicable Comptroller and State of Texas requirements. The Applicant and the District shall maintain all such documents and other records relating to this Agreement and the State's property for a period of four (4) years after the latest occurring date of:

i. date of submission of the final payment;
ii. Final Termination Date; or
iii. date of resolution of all disputes or payment.

B. During the time period defined under Section 8.6.A, the District and the Applicant shall make available at reasonable times and upon reasonable notice, and for reasonable periods, all information related to this Agreement; the Applicant's Application; and the Applicant's Qualified Property, Qualified Investment, New Qualifying Jobs, and wages paid for New Non-Qualifying Jobs such as work papers, reports, books, data, files, software, records, calculations, spreadsheets and other supporting documents pertaining to this Agreement, for purposes of inspecting, monitoring, auditing, or evaluating by the Comptroller, State Auditor's Office, State of Texas or their authorized representatives. The Applicant and the District shall cooperate with auditors and other authorized Comptroller and State of Texas representatives and shall provide them with prompt access to all of such property as requested by the Comptroller or the State of Texas. By example and not as an exclusion to other breaches or failures, the Applicant's or the District's failure to comply with this Section shall constitute a Material Breach of this Agreement.

C. In addition to and without limitation on the other audit provisions of this Agreement, the acceptance of tax benefits or funds by the Applicant or the District or any other entity or person directly under this Agreement acts as acceptance of the authority of the State Auditor, under the direction of the legislative audit committee, to conduct an audit or investigation in connection with those funds. Under the direction of the legislative audit committee, the Applicant or the District or other entity that is the subject of an audit or investigation by the State Auditor must provide the State Auditor with access to any information the State Auditor considers relevant to the investigation or audit. The Parties agree that this Agreement shall for its duration be subject to all rules and procedures of the State Auditor acting under the direction of the legislative audit committee.

D. The Applicant shall include the requirements of this Section 8.6 in its subcontract with any entity whose employees or subcontractors are subject to wage requirements under the

Act, the Comptroller's Rules, or this Agreement, or any entity whose employees or subcontractors are included in the Applicant's compliance with job creation or wage standard requirement of the Act, the Comptroller's Rules, or this Agreement.

Section 8.7. False Statements; Breach of Representations. The Parties acknowledge that this Agreement has been negotiated, and is being executed, in reliance upon the information contained in the Application, and any supplements or amendments thereto, without which the Comptroller would not have approved this Agreement and the District would not have executed this Agreement. By signature to this Agreement, the Applicant:

A. represents and warrants that all information, facts, and representations contained in the Application are true and correct to the best of its knowledge;

B. agrees and acknowledges that the Application and all related attachments and schedules are included by reference in this Agreement as if fully set forth herein; and

C. acknowledges that if the Applicant submitted its Application with a false statement, signs this Agreement with a false statement, or submits a report with a false statement, or it is subsequently determined that the Applicant has violated any of the representations, warranties, guarantees, certifications, or affirmations included in the Application or this Agreement, the Applicant shall have materially breached this Agreement and the Agreement shall be invalid and void except for the enforcement of the provisions required by Section 9.2 of this Agreement.

ARTICLE IX
MATERIAL BREACH OR EARLY TERMINATION

Section 9.1. Events Constituting Material Breach of Agreement. The Applicant shall be in Material Breach of this Agreement if it commits one or more of the following acts or omissions (each a "Material Breach"):

A. The Application, any Application Supplement, or any Application Amendment on which this Agreement is approved is determined to be inaccurate as to any material representation, information, or fact or is not complete as to any material fact or representation or such application;

B. The Applicant failed to complete Qualified Investment as required by Section 2.5.A. of this Agreement during the Qualifying Time Period;

C. The Applicant failed to create and maintain the number of New Qualifying Jobs required by the Act;

D. The Applicant failed to create and maintain the number of New Qualifying Jobs specified in Schedule C of the Application;

E. The Applicant failed to pay at least the average weekly wage of all jobs in the county in which the jobs are located for all New Non-Qualifying Jobs created by the Applicant;

F. The Applicant failed to provide payments to the District sufficient to protect future District revenues through payment of revenue offsets and other mechanisms as more fully described in Article IV of this Agreement;

G. The Applicant failed to provide the payments to the District that protect the District from the payment of extraordinary education-related expenses related to the project to the extent and in the amounts that the Applicant agreed to provide such payments in Article V of this Agreement;

H. The Applicant failed to provide the Supplemental Payments to the extent and in the amounts that the Applicant agreed to provide such Supplemental Payments in Article VI of this Agreement;

I. The Applicant failed to create and Maintain Viable Presence on or with the Qualified Property as more fully specified in Article VIII of this Agreement;

J. The Applicant failed to submit the reports required to be submitted by Section 8.2 to the satisfaction of the Comptroller;

K. The Applicant failed to provide the District or the Comptroller with all information reasonably necessary for the District or the Comptroller to determine whether the Applicant is in compliance with its obligations, including, but not limited to, any employment obligations which may arise under this Agreement;

L. The Applicant failed to allow authorized employees of the District, the Comptroller, the Appraisal District, or the State Auditor's Office to have access to the Applicant's Qualified Property or business records in order to inspect the project to determine compliance with the terms hereof or as necessary to properly appraise the Taxable Value of the Applicant's Qualified Property under Sections 8.5 and 8.6;

M. The Applicant failed to comply with a request by the State Auditor's office to review and audit the Applicant's compliance with this Agreement;

N. The Applicant has made any payments to the District or to any other person or persons in any form for the payment or transfer of money or any other thing of value in recognition of, anticipation of, or consideration for this Agreement for limitation on Appraised Value made pursuant to Chapter 313 of the TEXAS TAX CODE, in excess of the amounts set forth in Articles IV, V and VI of this Agreement;

O. The Applicant failed to comply with the conditions included in the certificate for limitation issued by the Comptroller.

Section 9.2. DETERMINATION OF BREACH AND TERMINATION OF AGREEMENT.

A. Prior to making a determination that the Applicant has failed to comply in any material respect with the terms of this Agreement or to meet any material obligation under this Agreement, the District shall provide the Applicant with a written notice of the facts which it believes have caused the breach of this Agreement, and if cure is possible, the cure proposed by the District. After receipt of the notice, the Applicant shall be given ninety (90) days to present any facts or arguments to the Board of Trustees showing that it is not in breach of its obligations under this Agreement, or that it has cured or undertaken to cure any such breach.

B. If the Board of Trustees is not satisfied with such response or that such breach has been cured, then the Board of Trustees shall, after reasonable notice to the Applicant, conduct a hearing called and held for the purpose of determining whether such breach has occurred and, if so,

whether such breach has been cured. At any such hearing, the Applicant shall have the opportunity, together with their counsel, to be heard before the Board of Trustees. At the hearing, the Board of Trustees shall make findings as to:

i. whether or not a breach of this Agreement has occurred;
ii. whether or not such breach is a Material Breach;
iii. the date such breach occurred, if any; and
iv. whether or not any such breach has been cured.

C. In the event that the Board of Trustees determines that such a breach has occurred and has not been cured, it shall at that time determine:

i. the amount of recapture taxes under Section 9.4.C (net of all credits under Section 9.4.C);
ii. the amount of any penalty or interest under Section 9.4.E that are owed to the District; and
iii. in the event of a finding of a Material Breach, whether to terminate this Agreement.

D. After making its determination regarding any alleged breach, the Board of Trustees shall cause the Applicant to be notified in writing of its determination (a "Determination of Breach and Notice of Contract Termination") and provide a copy to the Comptroller.

Section 9.3. DISPUTE RESOLUTION.

A. After receipt of notice of the Board of Trustee's Determination of Breach and Notice of Contract Termination under Section 9.2, the Applicant shall have sixty (60) days in which either to tender payment or evidence of its efforts to cure, or to initiate mediation of the dispute by written notice to the District, in which case the District and the Applicant shall be required to make a good faith effort to resolve, without resort to litigation and within sixty (60) days after the Applicant initiates mediation, such dispute through mediation with a mutually agreeable mediator and at a mutually convenient time and place for the mediation. If the Parties are unable to agree on a mediator, a mediator shall be selected by the senior state district court judge then presiding in Calhoun County, Texas. The Parties agree to sign a document that provides the mediator and the mediation will be governed by the provisions of Chapter 154 of the TEXAS CIVIL PRACTICE AND REMEDIES CODE and such other rules as the mediator shall prescribe. With respect to such mediation, (i) the District shall bear one-half of such mediator's fees and expenses and the Applicant shall bear one-half of such mediator's fees and expenses, and (ii) otherwise each Party shall bear all of its costs and expenses (including attorneys' fees) incurred in connection with such mediation.

B. In the event that any mediation is not successful in resolving the dispute or that payment is not received within the time period described for mediation in Section 9.3.A, either the District or the Applicant may seek a judicial declaration of their respective rights and duties under this Agreement or otherwise, in a judicial proceeding in a state district court in Calhoun County, assert any rights or defenses, or seek any remedy in law or in equity, against the other Party with respect to any claim relating to any breach, default, or nonperformance of any contract, agreement or undertaking made by a Party pursuant to this Agreement.

C. If payments become due under this Agreement and are not received before the expiration of the sixty (60) days provided for such payment in Section 9.3.A, and if the Applicant has not contested such payment calculations under the procedures set forth herein, including judicial proceedings, the District shall have the remedies for the collection of the amounts determined under Section 9.4 as are set forth in Chapter 33, Subchapters B and C, of the TEXAS TAX CODE for the collection of delinquent taxes. In the event that the District successfully prosecutes legal proceedings under this section, the Applicant shall also be responsible for the payment of attorney's fees to the attorneys representing the District pursuant to Section 6.30 of the TEXAS TAX CODE and a tax lien shall attach to the Applicant's Qualified Property and the Applicant's Qualified Investment pursuant to Section 33.07 of the TEXAS TAX CODE to secure payment of such fees.

Section 9.4. CONSEQUENCES OF EARLY TERMINATION OR OTHER BREACH BY APPLICANT.

A. In the event that the Applicant terminates this Agreement without the consent of the District, except as provided in Section 7.2 of this Agreement, the Applicant shall pay to the District liquidated damages for such failure within thirty (30) days after receipt of the notice of breach.

B. In the event that the District determines that the Applicant has failed to comply in any material respect with the terms of this Agreement or to meet any material obligation under this Agreement, the Applicant shall pay to the District liquidated damages, as calculated by Section 9.4.C, prior to, and the District may terminate the Agreement effective on the later of: (i) the expiration of the sixty (60) days provided for in Section 9.3.A, and (ii) thirty (30) days after any mediation and judicial proceedings initiated pursuant to Sections 9.3.A and 9.3.B are resolved in favor of the District.

C. The sum of liquidated damages due and payable shall be the sum total of the District ad valorem taxes for all of the Tax Years for which a tax limitation was granted pursuant to this Agreement prior to the year in which the default occurs that otherwise would have been due and payable by the Applicant to the District without the benefit of this Agreement, including penalty and interest, as calculated in accordance with Section 9.4.E. For purposes of this liquidated damages calculation, the Applicant shall be entitled to a credit for all payments made to the District pursuant to Articles IV, V, and VI. Upon payment of such liquidated damages, the Applicant's obligations under this Agreement shall be deemed fully satisfied, and such payment shall constitute the District's sole remedy.

D. In the event that the District determines that the Applicant has committed a Material Breach identified in Section 9.1, after the notice and mediation periods provided by Sections 9.2 and 9.3, then the District may, in addition to the payment of liquidated damages required pursuant to Section 9.4.C, terminate this Agreement.

E. In determining the amount of penalty or interest, or both, due in the event of a breach of this Agreement, the District shall first determine the base amount of recaptured taxes less all credits under Section 9.4.C owed for each Tax Year during the Tax Limitation Period. The District shall calculate penalty or interest for each Tax Year during the Tax Limitation Period in accordance with the methodology set forth in Chapter 33 of the TEXAS TAX CODE, as if the base amount calculated for such Tax Year less all credits under Section 9.4.C had become due and payable on February 1 of the calendar year following such Tax Year. Penalties on said amounts

shall be calculated in accordance with the methodology set forth in Section 33.01(a) of the TEXAS TAX CODE, or its successor statute. Interest on said amounts shall be calculated in accordance with the methodology set forth in Section 33.01(c) of the TEXAS TAX CODE, or its successor statute.

Section 9.5. LIMITATION OF OTHER DAMAGES. Notwithstanding anything contained in this Agreement to the contrary, in the event of default or breach of this Agreement by the Applicant, the District's damages for such a default shall under no circumstances exceed the amounts calculated under Section 9.4. In addition, the District's sole right of equitable relief under this Agreement shall be its right to terminate this Agreement. The Parties further agree that the limitation of damages and remedies set forth in this Section 9.5 shall be the sole and exclusive remedies available to the District, whether at law or under principles of equity.

Section 9.6. STATUTORY PENALTY FOR INADEQUATE QUALIFIED INVESTMENT. Pursuant to Section 313.0275 of the TEXAS TAX CODE, in the event that the Applicant fails to make $30,000,000 of Qualified Investment, in whole or in part, during the Qualifying Time Period, the Applicant is liable to the State for a penalty. The amount of the penalty is the amount determined by: (i) multiplying the maintenance and operations tax rate of the school district for that tax year that the penalty is due by (ii) the amount obtained after subtracting (a) the Tax Limitation Amount identified in Section 2.4.B from (b) the Market Value of the property identified on the Appraisal District's records for the Tax Year the penalty is due. This penalty shall be paid on or before February 1 of the year following the expiration of the Qualifying Time Period and is subject to the delinquent penalty provisions of Section 33.01 of the TEXAS TAX CODE. The Comptroller may grant a waiver of this penalty in the event of Force Majeure which prevents compliance with this provision.

Section 9.7. REMEDY FOR FAILURE TO CREATE AND MAINTAIN REQUIRED NEW QUALIFYING JOBS. Pursuant to Section 313.0276 of the TEXAS TAX CODE, for any full Tax Year that commences after the project has become operational, in the event that it has been determined that the Applicant has failed to meet the job creation or retention requirements defined in Sections 9.1.C, the Applicant shall not be deemed to be in Material Breach of this Agreement until such time as the Comptroller has made a determination to rescind this Agreement under Section 313.0276 of TEXAS TAX CODE, and that determination is final.

Section 9.8. REMEDY FOR FAILURE TO CREATE AND MAINTAIN COMMITTED NEW QUALIFYING JOBS.

A. In the event that the Applicant fails to create and maintain the number of New Qualifying Jobs specified in Schedule C of the Application, an event constituting a Material Breach as defined in Section 9.1.D, the Applicant and the District may elect to remedy the Material Breach through a penalty payment.

B. Following the notice and mediation periods provided by Sections 9.2 and 9.3, the District may request the Applicant to make a payment to the State in an amount equal to: (i) multiplying the maintenance and operations tax rate of the school district for that Tax Year that the Material Breach occurs by (ii) the amount obtained after subtracting (a) the Tax Limitation Amount identified in Section 2.4.B from (b) the market value of the property identified on the Appraisal District's records for each tax year the Material Breach occurs.

C. In the event that there is no tax limitation in place for the tax year that the Material Breach occurs, the payment to the State shall be in an amount equal to: (i) multiplying the maintenance and operations tax rate of the School District for each tax year that the Material Breach occurs by (ii) the amount obtained after subtracting (a) the tax limitation amount identified in Section 2.4.B from (b) the Market Value of the property identified on the Appraisal District's records for the last Tax Year for which the Applicant received a tax limitation.

D. The penalty shall be paid no later than 30 days after the notice of breach and is subject to the delinquent penalty provisions of Section 33.01 of the TEXAS TAX CODE.

ARTICLE X
MISCELLANEOUS PROVISIONS

Section 10.1. INFORMATION AND NOTICES.

A. Unless otherwise expressly provided in this Agreement, all notices required or permitted hereunder shall be in writing and deemed sufficiently given for all purposes hereof if (i) delivered in person, by courier (*e.g.*, by Federal Express) or by registered or certified United States Mail to the Party to be notified, with receipt obtained, or (ii) sent by facsimile or email transmission, with notice of receipt obtained, in each case to the appropriate address or number as set forth below. Each notice shall be deemed effective on receipt by the addressee as aforesaid; provided that, notice received by facsimile or email transmission after 5:00 p.m. at the location of the addressee of such notice shall be deemed received on the first business day following the date of such electronic receipt.

B. Notices to the District shall be addressed to the District's Authorized Representative as follows:

James Cowley
Superintendent
Calhoun County Independent School District
525 N. Commerce Street
Port Lavaca, TX 77979
Phone: (361) 552-9728
Facsimile: (361) 551-2648
Email: cowleyj@calcoisd.org

or at such other address or to such other facsimile transmission number and to the attention of such other person as a Party may designate by written notice to the other.

C. Notices to the Applicant shall be addressed to its Authorized Representative as follows:

David Ngo
Tax Manager
The Dow Chemical Company
332 SH 332 E
Lake Jackson, Texas 77566
Phone: (979) 238-0065
Facsimile: (979) 235-8121
Email: dngo@dow.com

or at such other address or to such other facsimile transmission number and to the attention of such other person as a Party may designate by written notice to the other.

Section 10.2. AMENDMENTS TO APPLICATION AND AGREEMENT; WAIVERS.

A. This Agreement may not be modified or amended except by an instrument or instruments in writing signed by all of the Parties and after completing the requirements of Section 10.2.B. Waiver of any term, condition, or provision of this Agreement by any Party shall only be effective if in writing and shall not be construed as a waiver of any subsequent breach of, or failure to comply with, the same term, condition, or provision, or a waiver of any other term, condition, or provision of this Agreement.

B. By official action of the District's Board of Trustees, the Application and this Agreement may only be amended according to the following:

i. The Applicant shall submit to the District and the Comptroller:

a. a written request to amend the Application and this Agreement, which shall specify the changes the Applicant requests;

b. any changes to the information that was provided in the Application that was approved by the District and considered by the Comptroller; and

c. any additional information requested by the District or the Comptroller necessary to evaluate the amendment or modification;

ii. The Comptroller shall review the request and any additional information for compliance with the Act and the Comptroller's Rules and provide a revised Comptroller certificate for a limitation within 90 days of receiving the revised Application and, if the request to amend the Application has not been approved by the Comptroller by the end of the 90-day period, the request is denied; and

iii. If the Comptroller has not denied the request, the District's Board of Trustees shall approve or disapprove the request before the expiration of 150 days after the request is filed.

C. Any amendment of the Application and this Agreement adding additional or

replacement Qualified Property pursuant to this Section 10.2 of this Agreement shall:

i. require that all property added by amendment be eligible property as defined by Section 313.024 of the TEXAS TAX CODE; and

ii. clearly identify the property, investment, and employment information added by amendment from the property, investment, and employment information in the original Agreement.

D. The Application and this Agreement may not be amended to extend the value limitation time period beyond its ten-year statutory term.

E. The Comptroller determination made under Section 313.026(c)(2) of the TEXAS TAX CODE in the original certificate for a limitation satisfies the requirement of the Comptroller to make the same determination for any amendment of the Application and this Agreement, provided that the facts upon which the original determination was made have not changed.

F. The Applicant shall amend the Application and this Agreement to identify the changes in the information that was provided in the Application and was approved by the District and as considered by the Comptroller no earlier than 180 days and no later than 90 days prior to the start of the Qualifying Time Period as identified in Section 2.3.C.i of this Agreement.

i. The Applicant shall comply with written requests from the District or the Comptroller to provide additional information necessary to prepare a Comptroller certificate for a limitation for the conditions prior to the start of the Qualifying Time Period; and

ii. If the Comptroller provides its certificate for a limitation with conditions different from the existing agreement, the District shall hold a meeting and determine whether to amend this Agreement to include the conditions required by the Comptroller or terminate this Agreement; or

iii. If the Comptroller withdraws its certificate for a limitation based on the revised Application, the District shall terminate this Agreement.

Section10.3. ASSIGNMENT.

A. Any assignment of any rights, benefits, obligations, or interests of the Parties in this Agreement, other than a collateral assignment purely for the benefit of creditors of the project, is considered an amendment to the Agreement and such Party may only assign such rights, benefits, obligations, or interests of this Agreement after complying with the provisions of Section 10.2 regarding amendments to the Agreement. Other than a collateral assignment to a creditor, this Agreement may only be assigned to an entity that is eligible to apply for and execute an agreement for limitation on appraised value pursuant to the provisions of Chapter 313 of the TEXAS TAX CODE and the Comptroller's Rules.

B. In the event of a merger or consolidation of the District with another school district or other governmental authority, this Agreement shall be binding on the successor school district or other governmental authority.

C. In the event of an assignment to a creditor, the Applicant must notify the District and the Comptroller in writing no later than 30 days after the assignment. This Agreement shall be binding on the assignee.

Section 10.4. MERGER. This Agreement contains all of the terms and conditions of the understanding of the Parties relating to the subject matter hereof. All prior negotiations, discussions, correspondence, and preliminary understandings between the Parties and others relating hereto are superseded by this Agreement.

Section 10.5. GOVERNING LAW. This Agreement and the transactions contemplated hereby shall be governed by and interpreted in accordance with the laws of the State of Texas without giving effect to principles thereof relating to conflicts of law or rules that would direct the application of the laws of another jurisdiction. Venue in any legal proceeding shall be in a state district court in Calhoun County.

Section 10.6. AUTHORITY TO EXECUTE AGREEMENT. Each of the Parties represents and warrants that its undersigned representative has been expressly authorized to execute this Agreement for and on behalf of such Party.

Section 10.7. SEVERABILITY. If any term, provision or condition of this Agreement, or any application thereof, is held invalid, illegal, or unenforceable in any respect under any Law (as hereinafter defined), this Agreement shall be reformed to the extent necessary to conform, in each case consistent with the intention of the Parties, to such Law, and to the extent such term, provision, or condition cannot be so reformed, then such term, provision, or condition (or such invalid, illegal or unenforceable application thereof) shall be deemed deleted from (or prohibited under) this Agreement, as the case may be, and the validity, legality, and enforceability of the remaining terms, provisions, and conditions contained herein (and any other application such term, provision, or condition) shall not in any way be affected or impaired thereby. Upon such determination that any term or other provision is invalid, illegal, or incapable of being enforced, the Parties hereto shall negotiate in good faith to modify this Agreement in an acceptable manner so as to effect the original intent of the Parties as closely as possible so that the transactions contemplated hereby are fulfilled to the extent possible. As used in this Section 10.7, the term "Law" shall mean any applicable statute, law (including common law), ordinance, regulation, rule, ruling, order, writ, injunction, decree, or other official act of or by any federal, state or local government, governmental department, commission, board, bureau, agency, regulatory authority, instrumentality, or judicial or administrative body having jurisdiction over the matter or matters in question.

Section 10.8. PAYMENT OF EXPENSES. Except as otherwise expressly provided in this Agreement, or as covered by the application fee, each of the Parties shall pay its own costs and expenses relating to this Agreement, including, but not limited to, its costs and expenses of the negotiations leading up to this Agreement, and of its performance and compliance with this Agreement.

Section 10.9. INTERPRETATION.

A. When a reference is made in this Agreement to a Section, Article, or Exhibit, such reference shall be to a Section or Article of, or Exhibit to, this Agreement unless otherwise

indicated. The headings contained in this Agreement are for reference purposes only and shall not affect in any way the meaning or interpretation of this Agreement.

B. The words "include," "includes," and "including" when used in this Agreement shall be deemed in such case to be followed by the phrase, "but not limited to". Words used in this Agreement, regardless of the number or gender specifically used, shall be deemed and construed to include any other number, singular or plural, and any other gender, masculine, feminine or neuter, as the context shall require.

C. The provisions of the Act and the Comptroller's Rules are incorporated by reference as if fully set forth in this Agreement. In the event of a conflict, the conflict will be resolved by reference to the following order of precedence:

i. The Act;

ii. The Comptroller's Rules as they exist at the time the Agreement is executed, except as allowed in the definition of Qualified Property in Section 1.1; and

iii. This Agreement and its Attachments including the Application as incorporated by reference.

Section 10.10. EXECUTION OF COUNTERPARTS. This Agreement may be executed in multiple counterparts, each of which shall be deemed an original, and all of which, taken together, shall constitute but one and the same instrument, which may be sufficiently evidenced by one counterpart.

Section 10.11. PUBLICATION OF DOCUMENTS. The Parties acknowledge that the District is required to publish the Application and its required schedules, or any amendment thereto; all economic analyses of the proposed project submitted to the District; and the approved and executed copy of this Agreement or any amendment thereto, as follows:

A. Within seven (7) days of receipt of such document, the District shall submit a copy to the Comptroller for publication on the Comptroller's Internet website;

B. The District shall provide on its website a link to the location of those documents posted on the Comptroller's website;

C. This Section does not require the publication of information that is confidential under Section 313.028 of the TEXAS TAX CODE.

Section 10.12. CONTROL; OWNERSHIP; LEGAL PROCEEDINGS. The Applicant shall immediately notify the District in writing of any actual or anticipated change in the control or ownership of the Applicant and of any legal or administrative investigations or proceedings initiated against the Applicant related to the project regardless of the jurisdiction from which such proceedings originate.

Section 10.13. DUTY TO DISCLOSE. If circumstances change or additional information is obtained regarding any of the representations and warranties made by the Applicant in the Application or this Agreement, or any other disclosure requirements, subsequent to the date of this Agreement,

the Applicant's duty to disclose continues throughout the term of this Agreement.

Section 10.14. CONFLICTS OF INTEREST.

A. The District represents that, after diligent inquiry, each local public official or local government officer, as those terms are defined in Chapters 171 and 176 of the TEXAS LOCAL GOVERNMENT CODE, has disclosed any conflicts of interest in obtaining or performing this Agreement and related activities, appropriately recused from any decisions relating to this Agreement when a disclosure has been made, and the performance of this Agreement will not create any appearance of impropriety. The District represents that it, the District's local public officials or local government officer, as those terms are defined in Chapters 171 and 176 of the TEXAS LOCAL GOVERNMENT CODE, have not given, nor intend to give, at any time hereafter, any future employment, gift, loan, gratuity, special discount, trip, favor, or service to a public servant, employee, or representative of the other Party or the State of Texas in connection with this Agreement.

B. The Applicant represents that, after diligent inquiry, each of its agents, as defined in Chapter 176 of the TEXAS LOCAL GOVERNMENT CODE, involved in the representation of the Applicant with the District has complied with the provisions of Chapter 176 of the TEXAS LOCAL GOVERNMENT CODE. The Applicant represents that it and its agents, as defined in Chapter 176 of the TEXAS LOCAL GOVERNMENT CODE, have not given, nor intend to give, at any time hereafter, any future employment, gift, loan, gratuity, special discount, trip, favor, or service to a public servant, employee, or representative of the other Party or the State of Texas in connection with this Agreement.

C. The District and the Applicant each separately agree to notify the other Party and the Comptroller immediately upon learning of any conflicts of interest.

Section 10.15. PROVISIONS SURVIVING EXPIRATION OR TERMINATION. Notwithstanding the expiration or termination (by agreement, breach, or operation of time) of this Agreement, the provisions of this Agreement regarding payments (including liquidated damages and tax payments), reports, records, and dispute resolution of the Agreement shall survive the termination or expiration dates of this Agreement until the following occurs:

A. all payments, including liquidated damage and tax payments, have been made;

B. all reports have been submitted;

C. all records have been maintained in accordance with Section 8.6.A; and

D. all disputes in controversy have been resolved.

Section 10.16. FACSIMILE OR ELECTRONIC DELIVERY.

A. This Agreement may be duly executed and delivered in person, by mail, or by facsimile or other electronic format (including portable document format (pdf) transmitted by e-mail). The executing Party must promptly deliver a complete, executed original or counterpart of this Agreement to the other executing Parties. This Agreement shall be binding on and enforceable against the executing Party whether or not it delivers such original or counterpart.

B. Delivery is deemed complete as follows:

i. When delivered if delivered personally or sent by express courier service;

ii. Three (3) business days after the date of mailing if sent by registered or certified U.S. mail, postage prepaid, with return receipt requested;

iii. When transmitted if sent by facsimile, provided a confirmation of transmission is produced by the sending machine; or

iv. When the recipient, by an e-mail sent to the e-mail address for the executing Parties acknowledges having received that e-mail (an automatic "read receipt" does not constitute acknowledgment of an e-mail for delivery purposes).

IN WITNESS WHEREOF, this Agreement has been executed by the Parties in multiple originals on this 12th day of June, 2017.

UNION CARBIDE CORPORATION DISTRICT

By: _____

Name: Lowell T. McLaughlin

Title: Authorized Agent

CALHOUN COUNTY INDEPENDENT SCHOOL

By: _____

Dr. Bill Harvey
President, Board of Trustees

ATTEST: _____

~~**Lina Moore**~~ DAVID GASKAMP
~~Secretary~~, Board of Trustees
VP

EXHIBIT 1

DESCRIPTION AND LOCATION OF ENTERPRISE OR REINVESTMENT ZONE

At the time of the Application Approval Date, pursuant to Chapter 312 of the Texas Tax Code, the Calhoun County Commissioner's Court created the *Union Carbide Corporation Reinvestment Zone No. 16-01*. The legal description of the boundaries of the *Union Carbide Corporation Reinvestment Zone No. 16-01* is attached as the next two pages of this **EXHIBIT 1**, and a map of the *Union Carbide Corporation Reinvestment Zone No. 16-01* is attached as the last page of this **EXHIBIT 1** following the legal description of the zone.

Doyle & Wachtstetter, Inc.
Surveying and Mapping • GPS/GIS • Pipeline Integrity
High Density 3D Laser Scanning • Robotic Imaging HD
Aerial Topographic Surveying • RTK/UAV Imagery

UNION CARBIDE CORPORATION 3.3999 ACRE TAX ABATEMENT TRACT
BLOCK 14, PROPOSED CATALYST PLANT FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS
PAGE 1 OF 2

ALL THAT CERTAIN 3.3999 ACRE tract of land lying and situated in the Enriquez Rendon League, Abstract 31, Calhoun County, Texas, being a portion of all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation (UCC), as recorded in Volume 81, Page 408 of the Calhoun County Deed Records (C.C.D.R.), said herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract hereby conveyed being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD83), based on National Geodetic Survey, triangulation station Welder Reset 1974, at X=2669122.09 and Y=13394819.98, in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.99996781304), Union Carbide Corporation, Seadrift Plant coordinate recited herein are based on Seadrift Plant control monument SAT-1 at North = 37+40.00 and West = 50+50.00 and SAT-4 at called North 37+40.00 and West = 31+49.57, as marked or stamped on the brass plate in concrete monument and as referred to in Master Satellite Control System site drawing by Juan M. Canales, Registered Professional Land Surveyor No.4453, file number "U.C. 9", as follows:

COMMENCING at a 4" round concrete monument found marking the northwestern boundary line of the aforementioned all that certain called 998.634 acre tract of land conveyed by general warranty deed on June 30, 1952 from John G. Stofer, et al to Union Carbide and Carbon Corporation, as recorded in Volume 81, Page 408 of the C.C.D.R., being the East corner of all that certain called 197 acre tract of land conveyed by deed on July 2, 2001 from ISP Technologies Inc. to ISP Technologies L.L.C., as recorded in Volume 281, Page 186 of the Calhoun County Official Records (C.C.O.R.) and the East corner of Farm Tract 28 of the 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the Calhoun County Plat Records (C.C.P.R.), same being the South corner of all that certain called 197.649 acre tract of land conveyed by deed on September 30, 1966 from Oscar B. Cassel, et ux to Union Carbide Corporation, as recorded in Volume 227, Page 337 of the C.C.D.R. and the South corner of Farm Tract 27 of the said 28 Units Tenant Purchase Subdivision, as recorded in Volume Z, Page 78 of the C.C.P.R., said Point of Commencement being located at Texas State Plane coordinate position X=2683196.84 and Y=13377854.48, UCC Plant coordinates North = 59+37.64 and W = 48+01.70;

THENCE South 52°39'53" West, coincident with the northwestern boundary line of the said Union Carbide and Carbon Corporation called 998.634 acre tract, same being the southeastern boundary line of said ISP Technologies L.L.C. called 197 acre tract, a distance of 262.26 feet to a point, at position X=2682988.33 and Y=13377695.43;

THENCE South 37°20'07" East, a distance of 739.00 feet to the **POINT OF BEGINNING** of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, located in the southwestern edge of asphalt plant roadway known as "E" Street and 30 feet southeast of the southeastern edge of asphalt plant roadway known as Fifth Street, for the North corner of the herein described 3.3999 acre tract, said Point of Beginning at position X=2683436.50 and Y=13377107.87, UCC Plant coordinates North = 51+99.00 and W = 50+65.00;

THENCE South 37°24'39" East, generally along the southwestern edge of pavement of "E" Street, a distance of 443.00 feet to a point in the northwestern edge of asphalt plant roadway known as Fourth Street, for the East corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683705.62 and Y=13376756.02, UCC Plant coordinates North = 47+56.00 and W = 50+65.00;

THENCE South 52°35'21" West, generally along the northwestern edge of pavement of Fourth Street, a distance of 168.00 feet to point for the most southerly South corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683572.21 and Y=13376653.98, UCC Plant coordinates North = 47+56.00 and W = 52+33.00;

THENCE North 37°24'39" West, a distance of 119.00 feet to a point for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683499.92 and Y=13376748.50, UCC Plant coordinates North = 48+75.00 and W = 52+33.00;

UNION CARBIDE CORPORATION 3.3999 ACRE TAX ABATEMENT TRACT
BLOCK 14, PROPOSED CATALYST PLANT FACILITY
UNION CARBIDE CORPORATION CALLED 998.64 ACRE TRACT
ENRIQUEZ RENDON LEAGUE, ABSTRACT 31
CALHOUN COUNTY, TEXAS

THENCE South 52°35'21" West, a distance of 187.00 feet to point for an exterior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683351.39 and Y=13376634.89, UCC Plant coordinates North = 48+75.00 and W = 54+20.00;

THENCE North 37°24'39" West, a distance of 81.00 feet to a point for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683302.18 and Y=13376699.22, UCC Plant coordinates North = 49+56.00 and W = 54+20.00;

THENCE South 52°35'21" West, a distance of 220.00 feet to a point located in the northeastern edge of asphalt plant roadway known as "D" Street, for the most westerly South corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683127.46 and Y=13376565.58, UCC Plant coordinates North = 49+56.00 and W = 56+40.00;

THENCE North 37°24'39" West, generally along the northeastern edge of pavement of "D" Street, a distance of 128.00 feet to a point for the West corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683049.70 and Y=13376667.26, UCC Plant coordinates North = 51+84.00 and W = 56+40.00;

THENCE North 52°35'21" East, a distance of 360.00 feet to a point past the end of the railroad spur track to the north, for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683335.61 and Y=13376885.94, UCC Plant coordinates North = 51+84.00 and W = 52+80.00;

THENCE North 37°24'39" West, a distance of 145.00 feet to a point located in the southeastern edge of said asphalt plant roadway known as Fifth Street, for the most northerly West corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683247.53 and Y=13377001.10, UCC Plant coordinates North = 52+29.00 and W = 52+80.00;

THENCE North 52°35'21" East, generally along the southeastern edge of pavement of Fifth Street, a distance of 35.00 feet to a point for an exterior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683275.31 and Y=13377022.34, UCC Plant coordinates North = 52+29.00 and W = 52+45.00;

THENCE South 37°24'39" East, a distance of 30.00 feet to a point for an interior corner of the herein described 3.3999 acre Tax Abatement Tract for Catalyst Plant facility tract, at position X=2683293.53 and Y=13376998.52, UCC Plant coordinates North = 51+99.00 and W = 52+45.00;

THENCE North 52°35'21" East, a distance of 180.00 feet to the **POINT OF BEGINNING**, containing 3.3999 acres of land, more or less.

STATE OF TEXAS
REGISTERED
WM. PATRICK DOYLE
4467
PROFESSIONAL
LAND SURVEYOR

Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
Revised: February 3, 2016

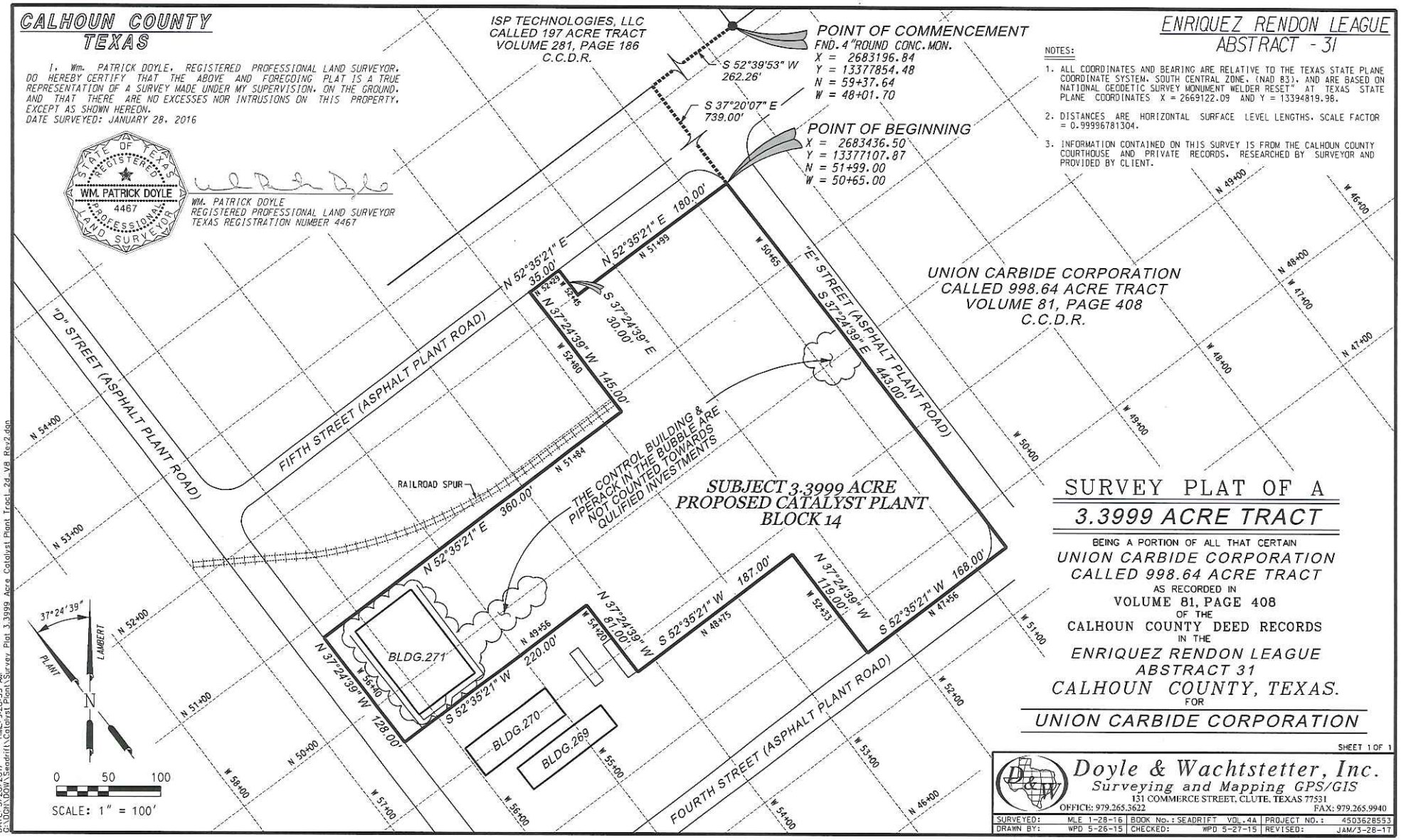
This description is based on a survey, a plat of which, dated January 28, 2016 is on file in the office of Doyle & Wachtstetter, Inc.
Legal\pat\Dow Seadrift\Legal Description UCC 3.3999 Acre Catalyst Plant Tract Rev1.doc

CALHOUN COUNTY
TEXAS

I, Wm. PATRICK DOYLE, REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY CERTIFY THAT THE ABOVE AND FOREGOING PLAT IS A TRUE REPRESENTATION OF A SURVEY MADE UNDER MY SUPERVISION, ON THE GROUND, AND THAT THERE ARE NO EXCESSES NOR INTRUSIONS ON THIS PROPERTY, EXCEPT AS SHOWN HEREON.
DATE SURVEYED: JANUARY 28, 2016

STATE OF TEXAS REGISTERED WM. PATRICK DOYLE 4467 PROFESSIONAL LAND SURVEYOR

WM. PATRICK DOYLE
REGISTERED PROFESSIONAL LAND SURVEYOR
TEXAS REGISTRATION NUMBER 4467



ENRIQUEZ RENDON LEAGUE
ABSTRACT - 31

NOTES:

1. ALL COORDINATES AND BEARING ARE RELATIVE TO THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE, (NAD 83), AND ARE BASED ON NATIONAL GEODETIC SURVEY MONUMENT WELDER RESET" AT TEXAS STATE PLANE COORDINATES X = 2669122.09 AND Y = 13394819.98.
2. DISTANCES ARE HORIZONTAL SURFACE LEVEL LENGTHS. SCALE FACTOR = 0.99996781304.
3. INFORMATION CONTAINED ON THIS SURVEY IS FROM THE CALHOUN COUNTY COURTHOUSE AND PRIVATE RECORDS, RESEARCHED BY SURVEYOR AND PROVIDED BY CLIENT.

SURVEY PLAT OF A
3.3999 ACRE TRACT

BEING A PORTION OF ALL THAT CERTAIN
UNION CARBIDE CORPORATION
CALLED 998.64 ACRE TRACT
AS RECORDED IN
VOLUME 81, PAGE 408
OF THE
CALHOUN COUNTY DEED RECORDS
IN THE
ENRIQUEZ RENDON LEAGUE
ABSTRACT 31
CALHOUN COUNTY, TEXAS.
FOR
UNION CARBIDE CORPORATION

SHEET 1 OF 1

Doyle & Wachtstetter, Inc.
Surveying and Mapping GPS/GIS
131 COMMERCE STREET, CLUTE, TEXAS 77531
OFFICE: 979.265.3622 FAX: 979.265.9940

SURVEYED:	MLE 1-28-16	BOOK No.: SEADRIFT VOL.4A		PROJECT NO.:	4503628553
DRAWN BY:	WPD 5-26-15	CHECKED:	WPD 5-27-15	REVISED:	JAM/3-28-17

USER: Untitled Workspace
DATE: 3/28/2017 TIME: 9:28:55 AM
C:\Dgn\DOW\Seadrift\Catalyst Plant\Survey Plat 3.3999 Acre Catalyst Plant Tract_2d_V8 Rev2.dgn

EXHIBIT 2

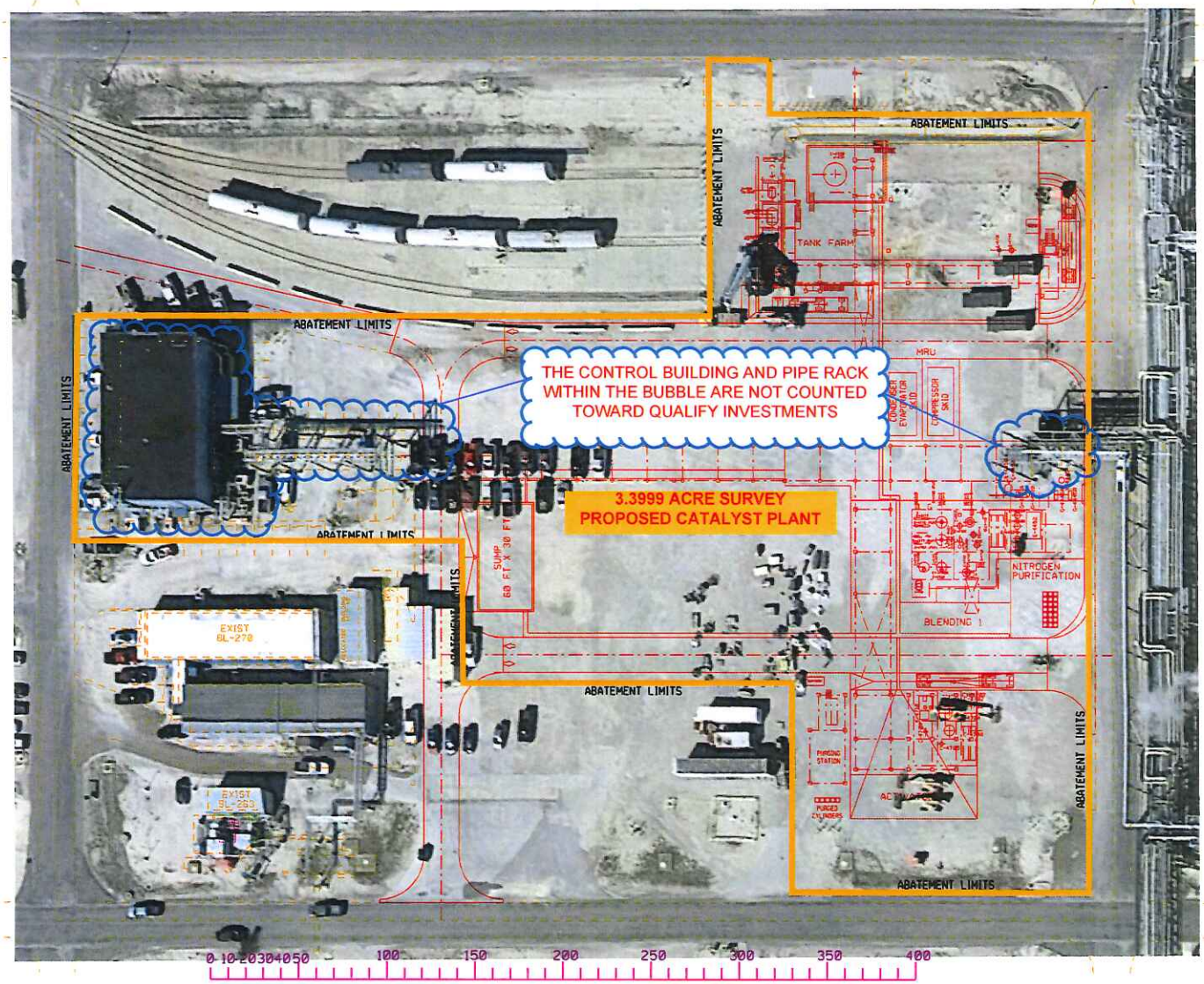
DESCRIPTION AND LOCATION OF LAND

See **Exhibit 1.**

EXHIBIT 3

APPLICANT'S QUALIFIED INVESTMENT

Applicant's Qualified Investment shall be all tangible personal property first placed in service after June 12, 2017, owned by the Applicant, as more fully described in Tab 7 of the Application, and located within the boundaries of the Calhoun County Independent School District and the map attached to **Exhibit 1**.



AMENDMENT No.1
DATE 3/20/17

REV. MARK	REVISION	BY	CHK	APP	DATE	REV. MARK	REVISION	BY	CHK	APP	DATE

DRAWING ISSUE RECORD

ISSUE NO.	REV	MATERIAL OR JOB SPEC	BID	FAB	CONST	REF
1	-					

DATE ISSUED FOR

DESIGNED -	MAR17
DRAWN -	MAR17
CHECKED -	MAR17
APPROVED -	MAR17
PROJ. ENGR. -	MAR17
MFG. REP. -	MAR17

STATUS | PLANT NO.
P.E. SEAL

THE DOW CHEMICAL COMPANY
TEXAS OPERATIONS — SEADRIFT, TEXAS
CATALYST — ZONE 14

CATAPULT PROJECT
PLOT PLAN
BLOCK 14

PROJECT NUMBER 059746 | SCALE | B2-00100-059746 | REV.

PRINTED | VER.

PLN

EXHIBIT 4

DESCRIPTION AND LOCATION OF QUALIFIED PROPERTY

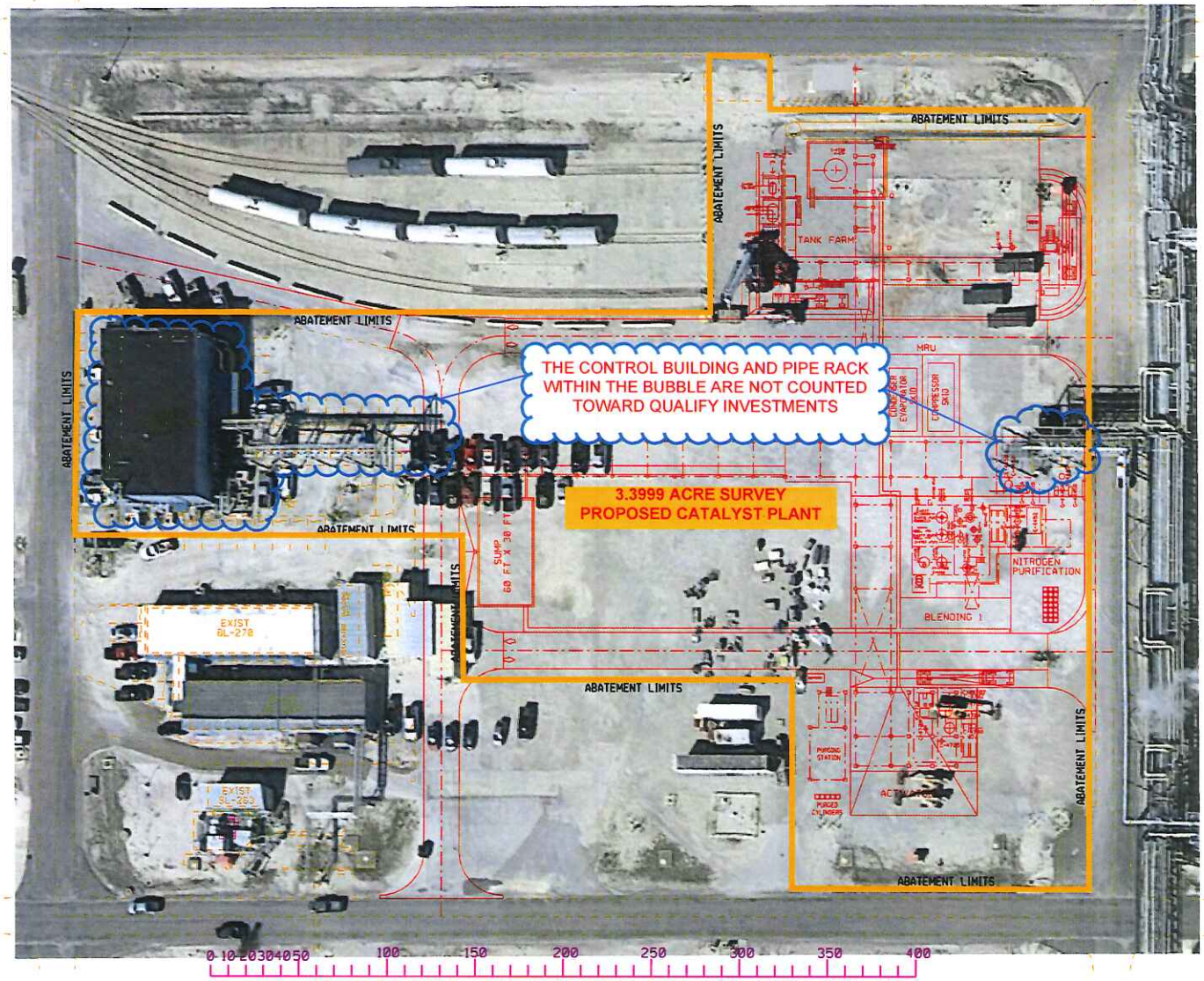
This Agreement covers all qualified property within Calhoun County ISD necessary for the commercial operations of a new catalyst plant production facility and related material conditioning, utilities and logistics improvements, as more fully described in Tab 4 of the Application. Furthermore, all Qualified Property will be located within the boundaries indicated on the map attached on the last page of this **Exhibit 4**. Major equipment and facilites provided within the scope of the project may include, but is not limted to, the following:

- Heat Exchangers
- Compressors
- Pumps
- Filters
- Chemical Processing Equipment
- Cooling Tower
- Storage Tanks
- Electrical Power Distribution
- Transmitters/Instrumentation
- Computer Control System
- Insulation
- Raw Material Unloading

In addition, the project will provide site infrastruction facilities such as:

- Product Storage Building
- Operations Control Building
- In plant Roadway Access
- Site Drainage, Grading and Rainfall Management

THIS DRAWING IS THE PROPERTY OF THE DOW CHEMICAL COMPANY (DOW) OR AN AFFILIATED COMPANY OF DOW, IS CONFIDENTIAL, AND MUST NOT BE MADE PUBLIC OR COPIED, AND IS SUBJECT TO RETURN ON DEMAND. ALL RIGHTS OF INVENTION OR DESIGN ARE RESERVED.



AMENDMENT No.1
DATE 3/20/17

REV. MARK	REVISION	BY	CHK	APP	DATE	REV. MARK	REVISION	BY	CHK	APP	DATE

DRAWING ISSUE RECORD

ISSUE NO.	REV	MATERIAL OR JOB SPEC	BID	FAB	CONST	REF
1	-					

DATE ISSUED FOR

DESIGNED	-	MAR17
DRAWN	-	MAR17
CHECKED	-	MAR17
APPROVED	-	MAR17
PROJ. ENGR.	-	MAR17
MFG. REP.	-	MAR17

STATUS | PLANT NO. | P.E. SEAL

THE DOW CHEMICAL COMPANY
TEXAS OPERATIONS — SEADRIFT, TEXAS
CATALYST — ZONE 14

CATAPULT PROJECT
PLOT PLAN
BLOCK 14

PROJECT NUMBER 059746 | SCALE | B2-00100-059746 | REV. 2

PRINTED | VER. | PLN

#TIME #DATE #PERSON #FILENAME #INSTRUCTIONS

Attachment J

Conflict Of Interest Disclosure

Conflicts of Interest Disclosure Procedure

In its recent audits of Chapter 313 Agreements, The Texas State Auditor's Office has required documentation of inquiries concerning Board Member conflicts of interest at critical junctions in the Chapter 313 approval process. A local public official or a person related to a local public official in the first degree by either affinity or consanguinity has a substantial interest in a business entity or in real property, the local public official, before a vote or decision on any matter involving the business entity or the real property, is required to file an affidavit with an official Board record keeper stating the nature and extent of the interest and shall abstain from further participation in the matter if:

1. In the case of a substantial interest in a business entity, the action on the matter will have a special economic effect on the business entity that is distinguishable from the effect on the public; or
2. In the case of a substantial interest in real property, it is reasonably foreseeable that an action on the matter will have a special economic effect on the value of the property, distinguishable from its effect on the public.
3. A person has a substantial interest in a business entity if:

   The person owns at least:

   a. Ten percent of the voting stock or shares of the business entity, or

   b. Either ten percent or $15,000 of the fair market value of the business entity; or

   c. Funds received by the person from the business entity exceed ten percent of the person's gross income for the previous year.
4. In the case of a substantial interest in real property, it is reasonably foreseeable that an action on the matter will have a special economic effect on the value of the property, distinguishable from its effect on the public.

The Board may contract with a business entity in which a Trustee has a substantial interest if the Trustee follows the disclosure and abstention procedure set out above.

Does any Board Member have a conflict of interest as defined above?

If so, has the required Affidavit, set forth at District Policy BBFA (Exhibit) been filed?

Please have the answers to the foregoing 2 questions and a copy of this Procedure included in the minutes of this meeting.

Attachment I

Agreement Review Letter

Attachment H

Consultant Verification Letter

MOAK, CASEY & ASSOCIATES
SCHOOL FINANCE & ACCOUNTABILITY EXPERTS

LYNN M. MOAK, PARTNER DANIEL T. CASEY, PARTNER

June 7, 2017

President and Members
Board of Trustees
Calhoun County Independent School District
525 North Commerce Street
Port Lavaca, Texas 77979

Re: Recommendations and Findings of the firm Concerning Application of Union Carbide Corporation for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes

Dear President and Members of the Board of Trustees:

Please accept this letter as formal notification of the completion of due diligence research on behalf of the Calhoun County Independent School District, with respect to the pending Application of Union Carbide Corporation for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes. Since our engagement on behalf of the District, we have been actively engaged in reviewing the pending Application and verifying its contents. Based upon our review, we have drawn the following conclusions:

1. All statements of current fact contained in the Application are true and correct.

2. The project proposed in the Application meets all applicable eligibility criteria of Chapter 313 of the Texas Tax Code.

3. The Applicant has the current means and ability to complete the proposed project.

4. All applicable school finance implications arising from the contemplated Agreement have been explored.

5. The proposed Agreement contains adequate revenue protection provisions to protect the interests of the District over the course of the Agreement.

As a result of the foregoing it is our recommendation that the Board of Trustees approve the Application of Union Carbide Corporation for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes.

Sincerely,

Daniel T. Casey

www.moakcasey.com

Phone 512-485-7878 400 W. 15th Street★Suite 1410★Austin, TX 78701-1648 Fax 512-485-7888

O'HANLON, MCCOLLOM & DEMERATH

ATTORNEYS AND COUNSELORS AT LAW

808 WEST AVENUE
AUSTIN, TEXAS 78701
TELEPHONE: (512) 494-9949
FACSIMILE: (512) 494-9919

KEVIN O'HANLON
CERTIFIED, CIVIL APPELLATE
CERTIFIED, CIVIL TRIAL

LESLIE MCCOLLOM
CERTIFIED, CIVIL APPELLATE
CERTIFIED, LABOR AND EMPLOYMENT
TEXAS BOARD OF LEGAL SPECIALIZATION

JUSTIN DEMERATH

June 8, 2017

President and Members
Of the Board of Trustees
Calhoun County Independent School District
525 North Commerce Street
Port Lavaca, Texas 77979

Re: Recommendations and Findings of the Firm Concerning Application of Union Carbide Corporation for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes

Dear President and Members of the Board of Trustees:

Please accept this letter as formal notification of the completion of due diligence research on behalf of the Calhoun County Independent School District, with respect to the pending Application of Union Carbide Corporation for a Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes. Since our engagement on behalf of the District, we have been actively engaged in reviewing the pending Application and verifying its contents. We have also negotiated an Agreement between the District and Union Carbide Corporation. Based upon our review we have drawn the following conclusions:

1. All statements of current fact contained in the Application are true and correct.

2. The project proposed in the Application meets all applicable eligibility criteria of Chapter 313 of the Texas Tax Code.

3. The Applicant has the current means and ability to complete the proposed project.

4. All applicable school finance implications arising from the contemplated Agreement have been explored.

5. The proposed Agreement contains adequate legal provisions so as to protect the interests of the District.

As a result of the foregoing conclusions it is our recommendation that the Board of Trustees approve the Application of Union Carbide Corporation for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes.

Sincerely,

Kevin O'Hanlon
For the Firm