

UNDERWOOD

JAMES WESTER
Phone: 806.379.0354
Fax: 806.379.0316
www.uwlaw.com
James.Wester@uwlaw.com

ADDRESS:
500 S. Taylor Street
Suite 1200, LB 233
Amarillo, TX 79101-2446
MAILING ADDRESS:
P.O. Box 9158
Amarillo, TX 79105-9158

November 1, 2017

John Villarreal
Stephanie Jones
Michelle Luera
Economic Development and Analysis Division
Texas Comptroller of Public Accounts
111 E. 17th St.
Austin, TX 78774

Via Email and Federal Express

Re: 313 Application – Fort Bend Solar LLC

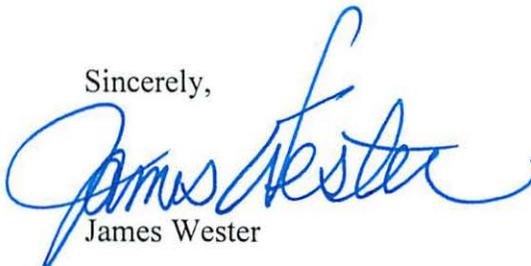
Dear John, Stephanie and Michelle:

Enclosed please find an application for appraised value limitation on qualified property submitted to Brazos ISD by Fort Bend Solar LLC on October 25, 2017, along with the schedules in Excel format. A CD containing these documents is also enclosed.

The Brazos ISD Board elected to accept the application on October 25, 2017. The application was determined to be complete on November 1, 2017. We ask that the Comptroller's Office prepare the economic impact report for this development.

A copy of the application will also be submitted to the Fort Bend County Appraisal District in accordance with 34 Tex. Admin. Code §9.1054. Please feel free to contact me if you have any questions or concerns.

Sincerely,



James Wester

Encl.
LU77TZ2B0D7490

cc: Chief Appraiser, Fort Bend County Appraisal District *via US Mail*
Ross Meterskey, Project Development Director *via email: ross.metersky@lendlease.com*

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 comptroller.texas.gov/economy/local/ch313/. 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

October 25, 2017

Date Application Received by District

Brian

First Name

Thompson

Last Name

Superintendent

Title

Brazos Independent School District

School District Name

227 Educator Lane

Street Address

Mailing Address

Wallis

City

979-478-6551

Phone Number

Mobile Number (optional)

Texas

State

979-478-6413

Fax Number

bthompson@brazosisd.net

Email Address

77485

ZIP

2. Does the district authorize the consultant to provide and obtain information related to this application?

Yes

No

SECTION 1: School District Information (continued)

3. Authorized School District Consultant (If Applicable)

<u>Fred</u> First Name	<u>Stormer</u> Last Name
<u>Attorney</u> Title	
<u>Underwood Law Firm, PC</u> Firm Name	
<u>806-379-0306</u> Phone Number	<u>806-379-0316</u> Fax Number
	<u>fred.stormer@uwlaw.com</u> Email Address
<u>Mobile Number (optional)</u>	

4. On what date did the district determine this application complete? November 1, 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)

<u>Craig</u> First Name	<u>Carson</u> Last Name
<u>Authorized Agent</u> Title	<u>Fort Bend Solar LLC</u> Organization
<u>909 Lake Carolyn Parkway STE 260</u> Street Address	
<u>Irving</u> City	<u>Texas</u> State
<u>214-773-9069</u> Phone Number	<u>75039</u> ZIP
<u>Mobile Number (optional)</u>	<u>214-773-9069</u> Fax Number
	<u>craig.carson@lendlease.com</u> Business Email Address

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.

<u>Ross</u> First Name	<u>Metersky</u> Last Name
<u>Project Development Director</u> Title	<u>Lendlease Energy Development LLC</u> Organization
<u>909 Lake Carolyn Parkway STE 260</u> Street Address	
<u>Irving</u> City	<u>Texas</u> State
<u>214-773-9069</u> Phone Number	<u>75039</u> ZIP
<u>Mobile Number (optional)</u>	<u>214-773-9069</u> Fax Number
	<u>ross.metersky@lendlease.com</u> Business Email Address

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

SECTION 6: Eligibility Under Tax Code Chapter 313.024

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

SECTION 7: Project Description

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

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

SECTION 8: Limitation as Determining Factor

1. Does the applicant currently own the land on which the proposed project will occur? Yes No
2. Has the applicant entered into any agreements, 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 Q2 2018
- 2. Commencement of construction Q3 2019
- 3. Beginning of qualifying time period Q2 2018
- 4. First year of limitation 2020
- 5. Begin hiring new employees Q1 2020
- 6. Commencement of commercial operations Q3 2020
- 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? Q3 2020

SECTION 10: The Property

- 1. Identify county or counties in which the proposed project will be located Fort Bend County
- 2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property Fort Bend Central Appraisal District
- 3. Will this CAD be acting on behalf of another CAD to appraise this property? Yes No
- 4. List all taxing entities that have jurisdiction for the property, the portion of project within each entity and tax rates for each entity:
 County: Fort Bend Cty. Gen. Fund, \$0.4580, 100% City: N/A
(Name, tax rate and percent of project) (Name, tax rate and percent of project)
 Hospital District: N/A Water District: N/A
(Name, tax rate and percent of project) (Name, tax rate and percent of project)
 Other (describe): FB Emer. Svcs. Dist. #3, \$0.10, 100% Other (describe): Fort Bend Cty. Drainage, \$0.016, 100%
(Name, tax rate and percent of project) (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 comptroller.texas.gov/economy/local/ch313/.

- 1. At the time of application, what is the estimated minimum qualified investment required for this school district? 10,000,000.00
- 2. What is the amount of appraised value limitation for which you are applying? 20,000,000.00
Note: The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
- 3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? Yes No
- 4. Attach a description of the qualified investment [See §313.021(1).] The description must include:
 - a. a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (**Tab 7**);
 - b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your minimum qualified investment (**Tab 7**); and
 - c. a detailed map of the qualified investment showing location of 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? January 31, 2018

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

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

4. Total estimated market value of existing property (that property described in response to question 1): \$ _____ 0.00
5. In Tab 10, include an appraisal value by the CAD of all the buildings and improvements existing as of a date within 15 days of the date the application is received by the school district.

6. Total estimated market value of proposed property not eligible to become qualified property
(that property described in response to question 2): \$ _____ 0.00

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

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 _____
(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)? 0
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? 2

5. What is the number of new non-qualifying jobs you are estimating you will create? 0

6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? Yes No
 - 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.

7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).
 - a. Average weekly wage for all jobs (all industries) in the county is 967.00
 - b. 110% of the average weekly wage for manufacturing jobs in the county is 1,584.00
 - c. 110% of the average weekly wage for manufacturing jobs in the region is 1,211.00

8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? §313.021(5)(A) or §313.021(5)(B)

9. What is the minimum required annual wage for each qualifying job based on the qualified property? 63,000.00

10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 63,000.00

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 <i>(if applicable)</i>
4	Detailed description of the project
5	Documentation to assist in determining if limitation is a determining factor
6	Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor <i>(if applicable)</i>
7	Description of Qualified Investment
8	Description of Qualified Property
9	Description of Land
10	Description of all property not eligible to become qualified property <i>(if applicable)</i>
11	<p>Maps that clearly show:</p> <ul style="list-style-type: none"> 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 <p>Note: Electronic maps should be high resolution files. Include map legends/markers.</p>
12	Request for Waiver of Job Creation Requirement and supporting information <i>(if applicable)</i>
13	Calculation of three possible wage requirements with TWC documentation
14	Schedules A1, A2, B, C and D completed and signed Economic Impact <i>(if applicable)</i>
15	Economic Impact Analysis, other payments made in the state or other economic information <i>(if applicable)</i>
16	<p>Description of Reinvestment or Enterprise Zone, including:</p> <ul style="list-style-type: none"> 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* <p>* To be submitted with application or before date of final application approval by school board</p>
17	Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative <i>(applicant)</i>

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

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

TAB 3

Documentation from Texas Comptroller’s Franchise Tax Division to demonstrate combined group membership

Identifiers for Entities Referred to Below

Entity	FEIN	Texas SOS File Number	Texas Taxpayer Number
Lendlease (US) Construction, Inc.	56-0315630	0004917406	15603156306
Lendlease Energy Development LLC	47-4350464	802334722	32058859581
Fort Bend Solar LLC	82-2853725	802833360	32065072806
Lendlease Americas Holdings, Inc.	94-3161010	NONE	19431610104

Fort Bend Solar LLC is a Delaware limited liability company formed on September 19, 2017, initially named “Staley Solar LLC”. Staley Solar LLC filed a Certificate of Amendment of Certificate of Formation with the Secretary of State of Delaware changing its name to “Fort Bend Solar LLC” on October 5, 2017. On October 9, 2017, Fort Bend Solar LLC was certified by the Secretary of State of Texas as a foreign limited liability company and its Texas Taxpayer number is 32065072806.

Fort Bend Solar LLC has one member with 100% ownership. The 100% owner is Lendlease Energy Development LLC, a Delaware limited liability company formed on June 10, 2015. Lendlease Energy Development LLC is registered in the State of Texas as a foreign limited liability company, and its Texas Taxpayer number is 32058859581.

Fort Bend Solar LLC will be included as an affiliate entity on the combined group Texas franchise tax report that will be filed by Lendlease (US) Construction Inc. for Report Year 2018.

A copy of franchise tax report form 05-166 for Lendlease Americas Holdings, Inc. for Report Year 2017 is attached. This form lists both Lendlease (US) Construction, Inc. and Lendlease Energy Development LLC as a franchise tax affiliate.

The Report Year 2018 will be the first year that Lendlease (US) Construction Inc. shall file for the combined franchise tax group, rather than Lendlease Americas Holdings, Inc. The form 05-166 filled by Lendlease (US) Construction Inc. for Report Year 2018 will show both Lendlease Energy Development LLC and Fort Bend Solar LLC (as well as various other Lendlease entities active in Texas) as members of the Lendlease (US) Construction Inc. combined franchise tax group.

Contact information for Fort Bend Solar LLC is as follows:

Contact – Ross Metersky

Phone – (214) 773-9069

email – ross.metersky@lendlease.com

The following document is attached to this Tab 3:

- Texas Franchise Tax Report form 05-166 from the Report Year 2017 franchise tax report filed by Lendlease Americas Holdings, Inc. (Texas Taxpayer number 19431610104).

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 19431610104
 Report year: 2017
 Reporting entity taxpayer name: LENDLEASE AMERICAS HOLDINGS, INC AND SUBSIDI

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 LENDLEASE AMERICAS HOLDINGS , INC.		2. Affiliate taxpayer number (if none, use FEI number) 19431610104		3. Affiliate NAICS code 236200	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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1. Legal name of affiliate ACTUS ATD, INC.		2. Affiliate taxpayer number (if none, use FEI number) 205196983		3. Affiliate NAICS code 236110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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1. Legal name of affiliate BOVIS INTERNATIONAL, INC. DE		2. Affiliate taxpayer number (if none, use FEI number) 510354416		3. Affiliate NAICS code 236200	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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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.comptroller.texas.gov/franchise/. 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	<input type="checkbox"/>	FM	<input type="checkbox"/>
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1023

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 19431610104
 Report year: 2017
 Reporting entity taxpayer name: LENDLEASE AMERICAS HOLDINGS, INC AND SUBSIDI

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 LENDLEASE US CONSTRUCTION HOLDINGS, INC.		2. Affiliate taxpayer number (if none, use FEI number) 133483721		3. Affiliate NAICS code 236200	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 139456 .00
10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00

1. Legal name of affiliate LENDLEASE US CONSTRUCTION LMB, INC.		2. Affiliate taxpayer number (if none, use FEI number) 11329867425		3. Affiliate NAICS code 236200	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	

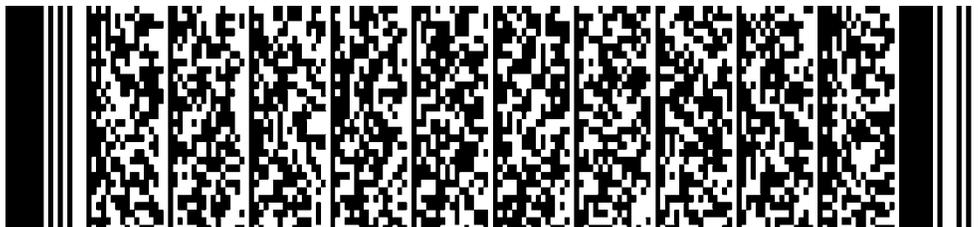
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 1456274376 .00
10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 1426513471 .00

1. Legal name of affiliate LENDLEASE US CONSTRUCTION, INC.		2. Affiliate taxpayer number (if none, use FEI number) 15603156306		3. Affiliate NAICS code 236200	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 1216172447 .00
10. Gross receipts in Texas (before eliminations) 22123442 .00	11. Cost of goods sold or compensation (before eliminations) 1203101311 .00

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1023

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 19431610104
Report year: 2017
Reporting entity taxpayer name: LENDLEASE AMERICAS HOLDINGS, INC AND SUBSIDI

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 LENDLEASE US CAPITAL, INC.		2. Affiliate taxpayer number (if none, use FEI number) 202942416		3. Affiliate NAICS code 522298	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115	7. Affiliate reporting end date m m d d y y 063016		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 13234522 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
1. Legal name of affiliate LENDLEASE AMERICAS, INC.		2. Affiliate taxpayer number (if none, use FEI number) 582364939		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115	7. Affiliate reporting end date m m d d y y 063016		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 1270000 .00			
10. Gross receipts in Texas (before eliminations) 1270000 .00		11. Cost of goods sold or compensation (before eliminations) 212606 .00			
1. Legal name of affiliate LENDLEASE US SERVICES, INC.		2. Affiliate taxpayer number (if none, use FEI number) 11339618529		3. Affiliate NAICS code 541219	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115	7. Affiliate reporting end date m m d d y y 063016		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 43092062 .00			
10. Gross receipts in Texas (before eliminations) 278386 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			

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1023

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 19431610104
 Report year: 2017
 Reporting entity taxpayer name: LENDLEASE AMERICAS HOLDINGS, INC AND SUBSIDI

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 LENDLEASE US PPP, INC.		2. Affiliate taxpayer number (if none, use FEI number) 582462634		3. Affiliate NAICS code 236110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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1. Legal name of affiliate LENDLEASE DEVELOPMENT, INC.		2. Affiliate taxpayer number (if none, use FEI number) 510372069		3. Affiliate NAICS code 531390	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 42955212 .00
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10. Gross receipts in Texas (before eliminations) 12930 .00	11. Cost of goods sold or compensation (before eliminations) 25906675 .00
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1. Legal name of affiliate LENDLEASE INVESTMENTS, INC.		2. Affiliate taxpayer number (if none, use FEI number) 582364940		3. Affiliate NAICS code 531390	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 19431610104
 Report year: 2017
 Reporting entity taxpayer name: LENDLEASE AMERICAS HOLDINGS, INC AND SUBSIDI

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 LENDLEASE ICT SERVICES, INC.		2. Affiliate taxpayer number (if none, use FEI number) 581571819		3. Affiliate NAICS code 518210	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 15752719 .00
10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00

1. Legal name of affiliate LENDLEASE RESIDUAL CORP.		2. Affiliate taxpayer number (if none, use FEI number) 15822043525		3. Affiliate NAICS code 531390	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	

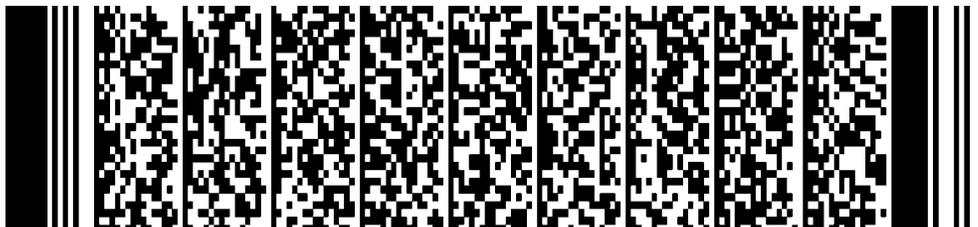
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 2309783 .00
10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00

1. Legal name of affiliate ML BOVIS HOLDINGS, LTD.		2. Affiliate taxpayer number (if none, use FEI number) 133267090		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 6 .00
10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00

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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 19431610104
 Report year: 2017
 Reporting entity taxpayer name: LENDLEASE AMERICAS HOLDINGS, INC AND SUBSIDI

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 SCHAL BOVIS, INC.		2. Affiliate taxpayer number (if none, use FEI number) 362854729		3. Affiliate NAICS code 236200	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115	7. Affiliate reporting end date m m d d y y 063016		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 536552 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
1. Legal name of affiliate LENDLEASE US PUBLIC PARTNERSHIPS LLC		2. Affiliate taxpayer number (if none, use FEI number) 16804373187		3. Affiliate NAICS code 236110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115	7. Affiliate reporting end date m m d d y y 063016		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 176284456 .00			
10. Gross receipts in Texas (before eliminations) 38816686 .00		11. Cost of goods sold or compensation (before eliminations) 125084017 .00			
1. Legal name of affiliate FHFH BUSINESS MANAGEMENT LLC		2. Affiliate taxpayer number (if none, use FEI number) 32035959124		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115	7. Affiliate reporting end date m m d d y y 063016		
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			

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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

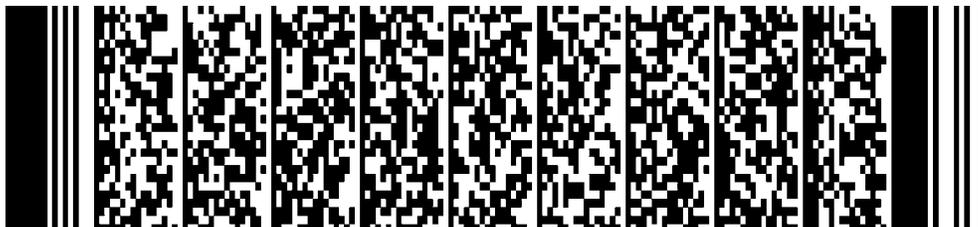
Reporting entity taxpayer number: 19431610104
 Report year: 2017
 Reporting entity taxpayer name: LENDLEASE AMERICAS HOLDINGS, INC AND SUBSIDI

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 FHFH DEVELOPMENT MANAGEMENT LLC		2. Affiliate taxpayer number (if none, use FEI number) 32035959132		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	
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			
1. Legal name of affiliate FHFH, INC.		2. Affiliate taxpayer number (if none, use FEI number) 19433648243		3. Affiliate NAICS code 531110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 30123 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			
1. Legal name of affiliate LENDLEASE MEDICAL REAL ESTATE TEXAS LLC		2. Affiliate taxpayer number (if none, use FEI number) 32024553995		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			

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1023

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number: 19431610104
 Report year: 2017
 Reporting entity taxpayer name: LENDLEASE AMERICAS HOLDINGS, INC AND SUBSIDI

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 LENDLEASE HEALTHCARE DEVELOPMENT LLC		2. Affiliate taxpayer number (if none, use FEI number) 16509409849		3. Affiliate NAICS code 531390	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	
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			

1. Legal name of affiliate MILITARY HOUSING PROPERTY MANAGEMENT LLC		2. Affiliate taxpayer number (if none, use FEI number) 32003857995		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	
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			

1. Legal name of affiliate RE ASSET MANAGEMENT LLC		2. Affiliate taxpayer number (if none, use FEI number) 32039993954		3. Affiliate NAICS code 531390	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			

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Reporting entity taxpayer number: 19431610104
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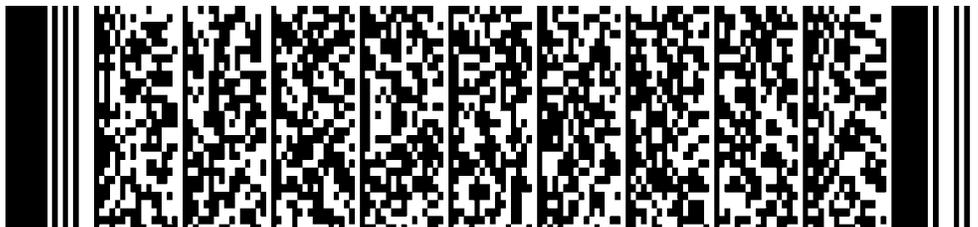
1. Legal name of affiliate RE DEVELOPMENT MANAGEMENT LLC		2. Affiliate taxpayer number (if none, use FEI number) 32039988392		3. Affiliate NAICS code 531390	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	
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			

1. Legal name of affiliate LENDLEASE US INFRASTRUCTURE LLC		2. Affiliate taxpayer number (if none, use FEI number) 32054877595		3. Affiliate NAICS code 236200	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	
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			

1. Legal name of affiliate LENDLEASE ENERGY DEVELOPMENT LLC		2. Affiliate taxpayer number (if none, use FEI number) 32058859581		3. Affiliate NAICS code 531390	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 070115		7. Affiliate reporting end date m m d d y y 063016	
8. Gross receipts subject to throwback in other states (before eliminations) 0 .00		9. Gross receipts everywhere (before eliminations) 0 .00			
10. Gross receipts in Texas (before eliminations) 0 .00		11. Cost of goods sold or compensation (before eliminations) 0 .00			

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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
19431610104	2017	LENDLEASE AMERICAS HOLDINGS, INC AND SUBSIDI

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 LENDLEASE MULTI SITE GROUP LLC		2. Affiliate taxpayer number (if none, use FEI number) 32062105658		3. Affiliate NAICS code 236200	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 103116		7. Affiliate reporting end date m m d d y y 103116	

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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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 <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y		7. Affiliate reporting end date m m d d y y	

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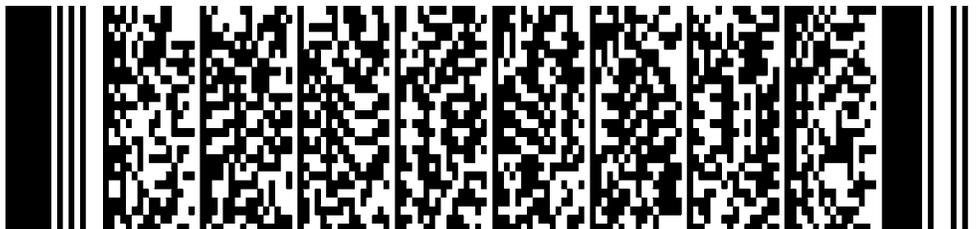
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin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

8. Gross receipts subject to throwback in other states (before eliminations) 0 .00	9. Gross receipts everywhere (before eliminations) 0 .00
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10. Gross receipts in Texas (before eliminations) 0 .00	11. Cost of goods sold or compensation (before eliminations) 0 .00
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TAB 4

Description of Proposed Project

Fort Bend Solar LLC is developing a solar photovoltaic facility designed to use solar power to generate electricity. The Project will be capable of generating approximately 200 MW. The exact capacity and specific technology will be determined during the design process and so the exact location of the improvements cannot be specified at this time. The qualified property and qualified investment may include, but will not be limited to, the following: solar modules/panels, metal mounting system with tracking capabilities, underground conduit, communications cables and electric system wiring, combiner boxes, a project substation including breakers, a transformer and meters, overhead transmission lines, inverter boxes, an operations and maintenance facility, fencing for safety and security, telephone and internet communication system, and meteorological equipment to measure solar irradiation and weather conditions. All of the property for which Fort Bend Solar LLC is seeking a limitation of appraised value will be owned by the Applicant.

The Project site lies entirely within Fort Bend County and Brazos ISD.

Fort Bend Solar LLC will seek establishment of a Reinvestment Zone by Fort Bend County Commissioners to include all land within Fort Bend County and Brazos ISD that may be utilized for the Project. The land utilized for the Project will remain privately owned and will be secured via a long-term lease by the Applicant. The land currently hosts farming operations; there is no oil and gas activity on the land at this time.

Once in operation, the Project may operate for twenty-five years or longer.

TAB 5

Documentation to Assist in Determining if Limitation is a Determining Factor

The Applicant for this Project has entered into a number of contracts related to the Project, including long-term lease option agreements with area landowners, contracts with environmental consultants to assess the suitability of the site, and a request for studies leading to an interconnection agreement with the transmission provider. The Project is in the middle stages of development as of the date of this application. The Project was selected as a candidate for development based on the favorable solar data, nearby access to the electric grid, and favorable tax incentives under Texas Tax Code chapters 312 and 313. Obtaining a value limitation agreement is critical to the economic and competitive viability of this Project.

None of the current Project agreements firmly commit the Applicant to the development of the Project. A number variables remain undetermined at this stage, including the approval of this application. The Applicant could still elect to devote resources to other projects that it has in development. Without the available tax incentives, the economics of the Project become far less attractive and the likelihood of selling the electricity at a competitive price will decrease.

The Applicant is a national real estate and solar developer with the ability to locate projects of this type and other types of real estate projects in other states within the United States. The Applicant is actively assessing and developing other projects that are competing for limited investment funds. The appraised value limitation is critical to the ability of the Project to move forward as currently sited. Examples of the Applicant's other projects that are competing with the Project for funding include:

1. Nazareth Solar – 200 MW, Swisher County, Texas
2. Hudson Solar – 85 MW, Fresno County, California
3. Firehawk Solar & Storage – 75 MW + 75MW 4-Hr, Kern County, California
4. Island Palm Communities – 35-Yr Military Housing Project, US Army Garrison, Hawaii
5. Clippership Wharf – 485,000 sq. ft. urban renewal, Boston, Massachusetts

TAB 6

Additional Information on Project Scope & Size

The Project site lies within Fort Bend County and Brazos ISD. Below is a detailed list of the major project facilities and where they will be located (also as shown on the maps included in Tab 11):

PV Solar Panels: Approximately 200 MW in Fort Bend County/Brazos ISD

Project Substation: Fort Bend County/Brazos ISD

Interconnection Equipment: Fort Bend County/Brazos ISD (the interconnection site will be located near CenterPoint Energy's 138 kV Orchard substation in Fort Bend County)

Overhead Transmission Line: Fort Bend County/Brazos ISD

TAB 7

Description of Qualified Investment

The Applicant anticipates constructing a solar photovoltaic electric generating facility with an operating capacity of approximately 200 MW. The exact capacity and specific technology components will be determined during the development and design process. The facility may include the following improvements:

- Solar modules/panels
- Metal mounting system with tracking capabilities
- Underground conduit, communications cables, and electric collection system wiring
- Combiner boxes
- A project substation including breakers, a transformer and meters
- Overhead transmission lines
- Inverter boxes on concrete pads
- Operations and maintenance facility
- Fencing for safety and security
- Telephone and internet communications system
- Meteorological equipment to measure solar irradiation and weather conditions

The Project site lies within Fort Bend County and Brazos ISD. Only the qualified property located in Fort Bend County and Brazos ISD will be considered qualified investment for this application.

TAB 8

Description of Qualified Property

Please refer to TAB 7

TAB 9

Description of Land

[General Note: The Land described in this Tab 9 includes all of the Land for the Project site.]

Land that is included in the Project for the location of all Project facilities including the overhead transmission line.

Tracts being situated in Fort Bend County, Texas, and being more fully described as follows:

- 96.9 acres in the HG Taylor Survey, Abstract 336 owned by Buls Estate Partnership
- 19.5 acres in the B.B.B. and C.R.R. Company Survey, Abstract 120 owned by Buls Estate Partnership
- 92.6 acres in the B.B.B. and C.R.R. Company Survey, Abstract 120 owned by 89 Oliver LLC
- 115.2 acres in the B.B.B. and C.R.R. Company Survey, Abstract 120 owned by Don C. Guntle
- 4.0 acres in the William Goodman Survey, Abstract 185 owned by Eddie P. Compean
- 4.0 acres in the William Goodman Survey, Abstract 185 owned by Saint Gabriel Cemetery Corp
- 4.0 acres in the William Goodman Survey, Abstract 185 owned by Alden Guntle
- 4.0 acres in the William Goodman Survey, Abstract 185 owned by Tedri Pyle
- 4.3 acres in the William Goodman Survey, Abstract 185 owned by Vicki Gail Guntle Morris
- 4.8 acres in the William Goodman Survey, Abstract 185 owned by Ted C. Guntle
- 6.8 acres in the William Goodman Survey, Abstract 185 owned by Ted Guntle
- 36.0 acres in the SA and MG Survey, Abstract 327 owned by Guntle Farming Company
- 3.5 acres in the William Goodman Survey, Abstract 185 owned by Guntle Farming Company
- 16.0 acres in the William Goodman Survey, Abstract 185 owned by Don C. Guntle
- 1,334 acres in the Mark Smith Survey, Abstract 314 owned by J.F.D. Moore Heirs
- 320 acres in the B.B.B. and C.R.R. Company, Abstract 119 owned by McNeill Wade Exempt Unitrust
- 320 acres in the B.B.B. and C.R.R. Company, Abstract 119 owned by Ivy Moore Morrison Heirs
- 1,280 acres in the James Frazier Survey, Abstract 173 owned by Ivy Moore Morrison Heirs
- 280 acres in the William Goodman Survey, Abstract 185 owned by Ivy Moore Morrison Heirs
- 437 acres in the German Emigration Company Survey, Abstract 180 owned by Ivy Moore Morrison Heirs

TAB 10

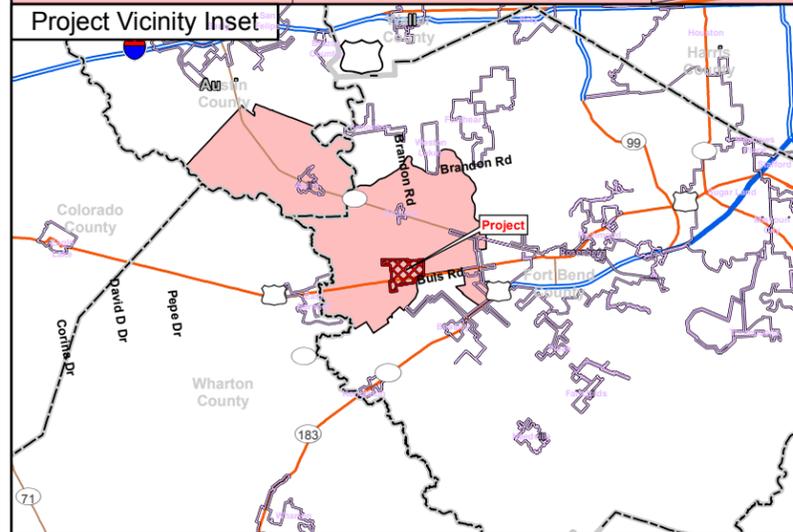
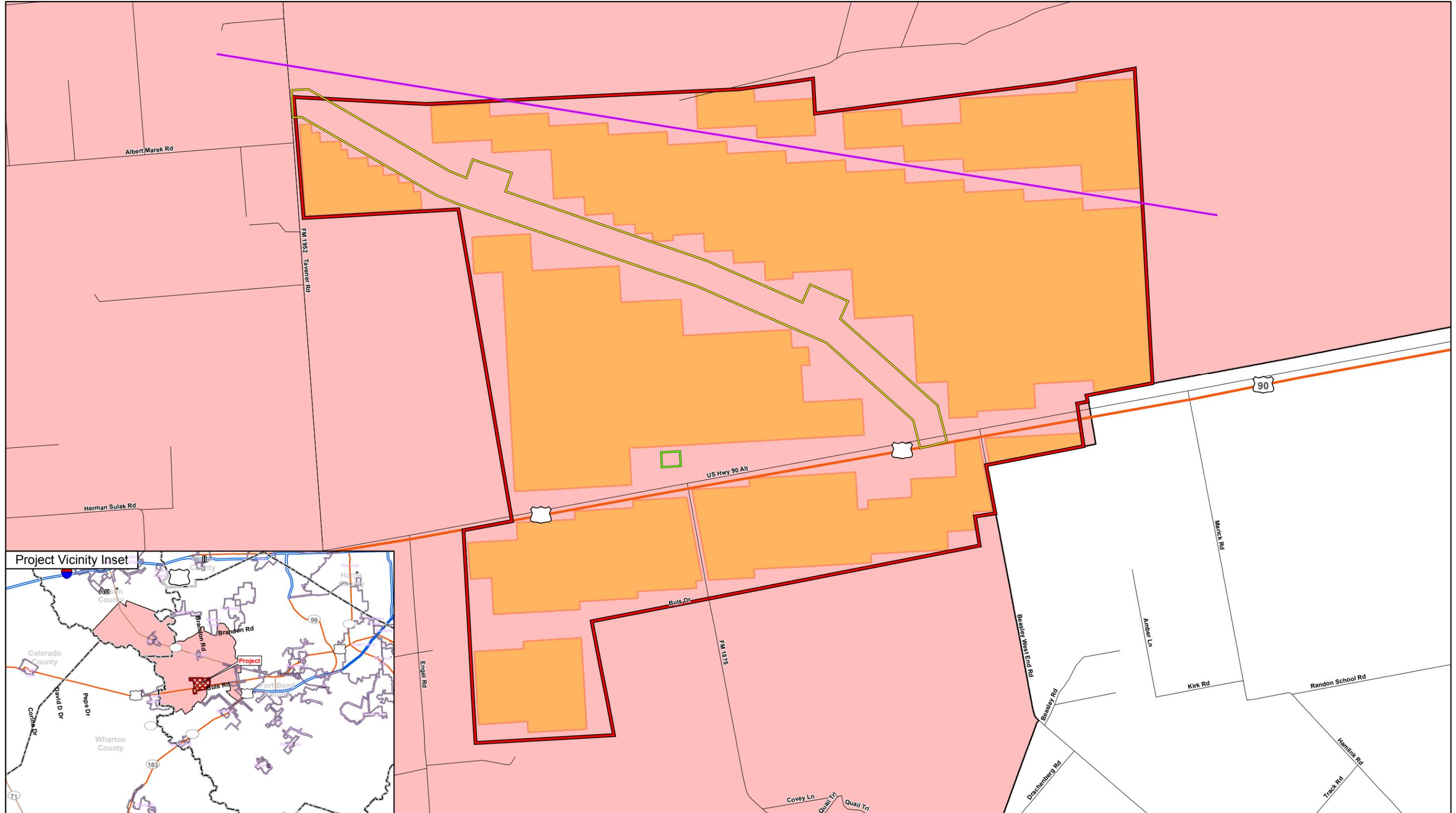
Description of All Property Not Eligible to Become Qualified Property

Not Applicable

TAB 11

Map Showing Project Vicinity and

Land Figure 1- Project and Vicinity Map



Data Source(s): Westwood (2017); ESRI WMS World Streets Basemap (Accessed 2017); ESRI (Various Dates); Census Bureau (Various Dates); TxDOT (2016). Data and map are approximate.

Westwood
 Toll Free (888) 937-5150 westwoodps.com
 Westwood Professional Services, Inc.



Legend

- Project Boundary
- Existing Pipeline
- Interstate Highway
- Brazos School District
- Project Substation
- US Highway
- Solar Panel Area
- Reserved Area
- State Highway
- Road



Fort Bend Solar Project
 Fort Bend County, Texas

Project Overview

November 1, 2017

Map Document: N:\0013485\GIS\ReinvestmentZone\Map_1701101.mxd 11/1/2017 12:08:54 PM radevilo

TAB 12

Job Waiver Request Letter



October 25, 2017

Superintendent Brian Thompson
Brazos Independent School District
227 Educator Lane
Wallis, TX 77485

Re: Chapter 313 Job Waiver Request

Dear Superintendent Thompson:

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

The governing body of a school district may waive the new jobs creation requirement in Section 313.021(2)(A)(iv)(b) or 313.051(b) and approve an application if the governing body makes a finding that the jobs creation requirement exceeds the industry standard for the number of employees reasonably necessary for the operation of the facility of the property that is described in this application. Solar energy projects create a large number of full-time jobs during the construction phase, but these jobs are temporary by nature. Once the project is in operation, a small crew of full-time employees will maintain and operate the facility. Based upon our experience in the solar industry, we expect that two (2) employees would be needed to operate a 200 MW facility, and we can commit to creating two (2) full-time positions to fill those needs. Both would be qualifying jobs as described in Section 313.021(3) of the Texas Tax Code.

The applicant requests that the Brazos ISD's Board of Trustees make such a finding and waive the job creation requirement. This waiver request is in line with the industry standards for the job requirements for a solar facility of this size, as evidenced by limitation agreement applications that have been filed by other solar developers, and by documentation related to the development and operation of solar generation facilities.

The project stands to provide significant benefits to the community with respect to increased tax base and the ongoing royalty payments it will make to local landowners.

Yours sincerely,

A handwritten signature in blue ink, appearing to read "Ross Metersky".

Ross Metersky
Project Development Director
Fort Bend Solar LLC

ross.metersky@lendlease.com
(214) 773-9069

TAB 13

Wage Requirement Calculation

1. Average Weekly Wages for All Jobs (All Industries) in Fort Bend County, Q2 2016 – Q1 2017

Category	Area	Period	Avg. Weekly Wage
All Industries	Fort Bend County	Q2 2016	\$906
All Industries	Fort Bend County	Q3 2016	\$950
All Industries	Fort Bend County	Q4 2016	\$979
All Industries	Fort Bend County	Q1 2017	\$1,031
		AVERAGE	\$967

Quarterly Employment and Wages (QCEW)

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Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2016	1st Qtr	Fort Bend County	Private	00	0	10	Total, all industries	\$991
2016	2nd Qtr	Fort Bend County	Private	00	0	10	Total, all industries	\$916
2016	3rd Qtr	Fort Bend County	Private	00	0	10	Total, all industries	\$950
2016	4th Qtr	Fort Bend County	Private	00	0	10	Total, all industries	\$979
2017	1st Qtr	Fort Bend County	Private	00	0	10	Total, all industries	\$1,031

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2. Average Weekly Wages for Manufacturing Jobs in Fort Bend County, Q2 2016 – Q1 2017

Category	Area	Period	Avg. Weekly Wage
Manufacturing	Fort Bend County	Q2 2016	\$1,373
Manufacturing	Fort Bend County	Q3 2016	\$1,390
Manufacturing	Fort Bend County	Q4 2016	\$1,382
Manufacturing	Fort Bend County	Q1 2017	\$1,615
		AVERAGE	\$1,440
		110% OF AVERAGE	\$1,584

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	Fort Bend County	Private	31	2	31-33	Manufacturing	\$1,519
2016	2nd Qtr	Fort Bend County	Private	31	2	31-33	Manufacturing	\$1,373
2016	3rd Qtr	Fort Bend County	Private	31	2	31-33	Manufacturing	\$1,390
2016	4th Qtr	Fort Bend County	Private	31	2	31-33	Manufacturing	\$1,382
2017	1st Qtr	Fort Bend County	Private	31	2	31-33	Manufacturing	\$1,615

3. Average Weekly Wages for Manufacturing Jobs in Houston-Galveston Area, 2016

Category	Area	Period	Avg. Weekly Wage
Manufacturing	Houston-Galveston	2016	\$1,101
		110% OF AVERAGE	\$1,211

2016 Manufacturing Average Wages by Council of Government Region Wages for All Occupations

COG	Wages	
	Hourly	Annual
Texas	\$25.41	\$52,850
1. Panhandle Regional Planning Commission	\$22.52	\$46,834
2. South Plains Association of Governments	\$18.27	\$38,009
3. NORTEX Regional Planning Commission	\$24.14	\$50,203
4. North Central Texas Council of Governments	\$26.06	\$54,215
5. Ark-Tex Council of Governments	\$19.07	\$39,663
6. East Texas Council of Governments	\$20.52	\$42,677
7. West Central Texas Council of Governments	\$20.31	\$42,242
8. Rio Grande Council of Governments	\$19.32	\$40,188
9. Permian Basin Regional Planning Commission	\$26.00	\$54,079
10. Concho Valley Council of Governments	\$18.78	\$39,066
11. Heart of Texas Council of Governments	\$21.14	\$43,962
12. Capital Area Council of Governments	\$30.06	\$62,522
13. Brazos Valley Council of Governments	\$17.66	\$36,729
14. Deep East Texas Council of Governments	\$18.06	\$37,566
15. South East Texas Regional Planning Commission	\$33.42	\$69,508
16. Houston-Galveston Area Council	\$27.52	\$57,246
17. Golden Crescent Regional Planning Commission	\$26.38	\$54,879
18. Alamo Area Council of Governments	\$21.67	\$45,072
19. South Texas Development Council	\$15.02	\$31,235
20. Coastal Bend Council of Governments	\$27.85	\$57,921
21. Lower Rio Grande Valley Development Council	\$17.55	\$36,503
22. Texoma Council of Governments	\$20.98	\$43,648
23. Central Texas Council of Governments	\$18.65	\$38,783
24. Middle Rio Grande Development Council	\$23.05	\$47,950

Source: Texas Occupational Employment and Wages
Data published: July 2017
Data published annually, next update will be July 31, 2018

Note: Data is not supported by the Bureau of Labor Statistics (BLS).
Wage data is produced from Texas OES data, and is not to be compared to BLS estimates.
Data intended for TAC 313 purposes only.

TAB 14

Schedules

Schedules A1, A2, B, C and D

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 new investment made during this year that will <u>not</u> 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	2017	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			[The only other investment made before filing complete application with district that may become Qualified Property is land.]	0
Investment made after filing complete application with district, but before final board approval of application				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				0	0	0	0	0
Complete tax years of qualifying time period	QTP1	2018-2019	2018	1,944,551	0	0	0	1,944,551
	QTP2	2019-2020	2019	114,728,528	0	0	0	114,728,528
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]				116,673,079	0	0	0	116,673,079
				Enter amounts from TOTAL row above in Schedule A2				
Total Qualified Investment (sum of green cells)				116,673,079				

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.

PROPERTY INVESTMENT AMOUNTS									
(Estimated Investment in each year. Do not put cumulative totals.)									
				Column A	Column B	Column C	Column D	Column E	
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other investment made during this year that will <u>not</u> become Qualified Property [SEE NOTE]	Other investment made during this year that will become Qualified Property {SEE NOTE}	Total Investment (A+B+C+D)	
Total Investment from Schedule A1*	--	TOTALS FROM SCHEDULE A1		Enter amounts from TOTAL row in Schedule A1 in the row below					
				\$116,673,079	\$0	\$0	\$0	\$116,673,079	
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>	0	2017-2018	2017	\$0	\$0	\$0	\$0	\$0	
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>	0	2018-2019	2018	\$1,944,551	\$0	\$0	\$0	\$1,944,551	
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>	0	2019-2020	2019	\$114,728,528	\$0	\$0	\$0	\$114,728,528	
Value limitation period***	1	2020-2021	2020	\$77,782,053	\$0	\$0	\$0	\$77,782,053	
	2	2021-2022	2021	\$0	\$0	\$0	\$0	\$0	
	3	2022-2023	2022	\$0	\$0	\$0	\$0	\$0	
	4	2023-2024	2023	\$0	\$0	\$0	\$0	\$0	
	5	2024-2025	2024	\$0	\$0	\$0	\$0	\$0	
	6	2025-2026	2025	\$0	\$0	\$0	\$0	\$0	
	7	2026-2027	2026	\$0	\$0	\$0	\$0	\$0	
	8	2027-2028	2027	\$0	\$0	\$0	\$0	\$0	
	9	2028-2029	2028	\$0	\$0	\$0	\$0	\$0	
	10	2029-2030	2029	\$0	\$0	\$0	\$0	\$0	
Total Investment made through limitation				\$194,455,132	\$0	\$0	\$0	\$194,455,132	
Continue to maintain viable presence	11	2030-2031	2030			\$0		\$0	
	12	2031-2032	2031			\$0		\$0	
	13	2032-2033	2032			\$0		\$0	
	14	2033-2034	2033			\$0		\$0	
	15	2034-2035	2034			\$0		\$0	
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2035-2036	2035			\$0		\$0	
	17	2036-2037	2036			\$0		\$0	
	18	2037-2038	2037			\$0		\$0	
	19	2038-2039	2038			\$0		\$0	
	20	2039-2040	2039			\$0		\$0	
	21	2040-2041	2040			\$0		\$0	
	22	2041-2042	2041			\$0		\$0	
	23	2042-2043	2042			\$0		\$0	
	24	2043-2044	2043			\$0		\$0	
	25	2044-2045	2044			\$0		\$0	

* 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 #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.

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

10/25/2017
Fort Bend Solar LLC
Brazos ISD

Form 50-296A

Revised May 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Estimated Taxable Value		
				Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for I&S after all reductions	Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2017-2018	2017	\$0	\$0	\$0	\$0	\$0	\$0
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2018-2019	2018	\$0	\$0	\$1,944,551	\$1,944,551	\$1,944,551	\$1,944,551
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2019-2020	2019	\$0	\$0	\$116,673,079	\$116,673,079	\$116,673,079	\$116,673,079
Value Limitation Period	1	2020-2021	2020	\$0	\$0	\$194,455,131	\$194,455,132	\$194,455,132	\$20,000,000
	2	2021-2022	2021	\$0	\$0	\$186,676,926	\$186,676,926	\$186,676,926	\$20,000,000
	3	2022-2023	2022	\$0	\$0	\$178,898,721	\$178,898,721	\$178,898,721	\$20,000,000
	4	2023-2024	2023	\$0	\$0	\$171,120,516	\$171,120,516	\$171,120,516	\$20,000,000
	5	2024-2025	2024	\$0	\$0	\$163,342,310	\$163,342,311	\$163,342,311	\$20,000,000
	6	2025-2026	2025	\$0	\$0	\$155,564,105	\$155,564,105	\$155,564,105	\$20,000,000
	7	2026-2027	2026	\$0	\$0	\$147,785,900	\$147,785,900	\$147,785,900	\$20,000,000
	8	2027-2028	2027	\$0	\$0	\$140,007,695	\$140,007,695	\$140,007,695	\$20,000,000
	9	2028-2029	2028	\$0	\$0	\$132,229,489	\$132,229,489	\$132,229,489	\$20,000,000
	10	2029-2030	2029	\$0	\$0	\$124,451,284	\$124,451,284	\$124,451,284	\$20,000,000
Continue to maintain viable presence	11	2030-2031	2030	\$0	\$0	\$116,673,079	\$116,673,079	\$116,673,079	\$116,673,079
	12	2031-2032	2031	\$0	\$0	\$108,894,874	\$108,894,874	\$108,894,874	\$108,894,874
	13	2032-2033	2032	\$0	\$0	\$101,116,668	\$101,116,668	\$101,116,668	\$101,116,668
	14	2033-2034	2033	\$0	\$0	\$93,338,463	\$93,338,463	\$93,338,463	\$93,338,463
	15	2034-2035	2034	\$0	\$0	\$85,560,258	\$85,560,258	\$85,560,258	\$85,560,258
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2035-2036	2035	\$0	\$0	\$77,782,053	\$77,782,053	\$77,782,053	\$77,782,053
	17	2036-2037	2036	\$0	\$0	\$70,003,847	\$70,003,847	\$70,003,847	\$70,003,847
	18	2037-2038	2037	\$0	\$0	\$62,225,642	\$62,225,642	\$62,225,642	\$62,225,642
	19	2038-2039	2038	\$0	\$0	\$58,336,539	\$58,336,539	\$58,336,539	\$58,336,539
	20	2039-2040	2039	\$0	\$0	\$58,336,539	\$58,336,539	\$58,336,539	\$58,336,539
	21	2040-2041	2040	\$0	\$0	\$58,336,539	\$58,336,539	\$58,336,539	\$58,336,539
	22	2041-2042	2041	\$0	\$0	\$58,336,539	\$58,336,539	\$58,336,539	\$58,336,539
	23	2042-2043	2042	\$0	\$0	\$58,336,539	\$58,336,539	\$58,336,539	\$58,336,539
	24	2043-2044	2043	\$0	\$0	\$58,336,539	\$58,336,539	\$58,336,539	\$58,336,539
	25	2044-2045	2044	\$0	\$0	\$58,336,539	\$58,336,539	\$58,336,539	\$58,336,539

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.

10/25/2017

Fort Bend Solar LLC

Brazos ISD

Schedule C: Employment Information

Form 50-296A

Revised May 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
				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 <i>Insert as many rows as necessary</i>	0	2017-2018	2017	0	0	0	0	n/a
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2018-2019	2018		\$0	0	0	n/a
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	2019-2020	2019	150 FTE avg; 300 FTE peak	\$70,000	0	2	n/a
Value Limitation Period <i>The qualifying time period could overlap the value limitation period.</i>	1	2020-2021	2020	200 FTE avg;500 FTE peak	\$70,000	0	2	\$63,000
	2	2021-2022	2021	0	n/a	0	2	\$63,000
	3	2022-2023	2022	0	n/a	0	2	\$63,000
	4	2023-2024	2023	0	n/a	0	2	\$63,000
	5	2024-2025	2024	0	n/a	0	2	\$63,000
	6	2025-2026	2025	0	n/a	0	2	\$63,000
	7	2026-2027	2026	0	n/a	0	2	\$63,000
	8	2027-2028	2027	0	n/a	0	2	\$63,000
	9	2028-2029	2028	0	n/a	0	2	\$63,000
	10	2029-2030	2029	0	n/a	0	2	\$63,000
Years Following Value Limitation Period	11 through 25	2029-2045	2029-2044	0	n/a	0	2	\$63,000

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?
qualifying jobs in Subchapter B districts, 10 qualifying jobs in Subchapter C districts) (25) 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

10/25/2017
 Fort Bend Solar LLC
 Brazos ISD

Schedule D: Other Incentives (Estimated)
 10/25/2017

Fort Bend Solar LLC
 Brazos 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	County: Fort Bend County	2021	Ten years (2021-2030)	\$918,276	\$600,981	\$183,655
	City: n/a					
	Other: Fort Bend Emer. Svcs. Dist. #3	2021	Ten years (2021-2030)	\$204,527	\$133,856	\$40,905
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				\$ 1,122,802.51	\$ 734,836.76	\$ 224,560.50

Additional information on incentives for this project:

1. Calculations above use estimated Taxable Value for 2020 and current tax rates. All calculations on Schedule D should be considered estimates. Ten-year, 100% abatements with corresponding PILOT payments anticipated for both Fort Bend County and Fort Bend Emergency Services District #3.

TAB 15

Economic Impact Analysis

Fort Bend Solar LLC will not be including an economic impact analysis

TAB 16

Description of Reinvestment Zone

Fort Bend Solar LLC is seeking the designation of a Reinvestment Zone by The Fort Bend County Commissioners' Court to encompass the entire Project site. It is anticipated this designation will be available by January 31, 2018.

Following designation of the Reinvestment Zone, Fort Bend Solar LLC will provide:

- A copy of the Fort Bend County Commissioners' Court decision designating the Reinvestment Zone, which will contains a description of the land included in the Reinvestment Zone
- A copy of the Fort Bend County Guidelines and Criteria for Granting Tax Abatements that gave the Commissioners' Court the authority to designate Reinvestment Zone

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 Brian Thompson
Print Name (Authorized School District Representative)

Superintendent
Title

sign here Brian Thompson
Signature (Authorized School District Representative)

10-26-17
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 Craig Carson
Print Name (Authorized Company Representative (Applicant))

Senior Vice President
Title

sign here [Signature]
Signature (Authorized Company Representative (Applicant))

10-24-2017
Date



(Notary Seal)

GIVEN under my hand and seal of office this, the

24th day of October, 2017

Teri L Clark
Notary Public in and for the State of Texas

My Commission expires: 11-20-2018

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.