

O'HANLON, DEMERATH & CASTILLO

ATTORNEYS & COUNSELORS AT LAW

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April 30, 2019

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

RE: (1276) Value Limitation Agreement between Ector County Independent School District and Oberon Solar LLC

To the Local Government Assistance & Economic Analysis Division:

Ector County ISD has received a request to amend the assignment of Oberon Solar LLC Value Limitation Agreement to Oberon Solar IA, LLC. Attached is the agreement assignment information sheet.

Please do not hesitate to call with any questions.

Sincerely,

William Eggleston
Assistant to Kevin O'Hanlon
School District Consultant

Cc:

Chapter 313 Agreement Assignment Information Sheet

Section 1: Assignor Information

1. Authorized Company Representative (Assignor)	
a. First Name	Henry
b. Last Name	Yun
c. Title	President
d. Organization	Hanwha Energy USA Holdings Corporation d/b/a 174 Power Global
e. Street Address	300 Spectrum Center Drive, Suite 1020
f. Mailing Address	300 Spectrum Center Drive, Suite 1020
g. City State ZIP	Irvine, CA 92618
h. Phone Number	(949) 748 5970
i. Fax Number	
j. Mobile Number (optional)	
k. Business Email Address	henry.yun@174powerglobal.com

2. Agreement associated with this Request for Assignment	
a. School District	Ector County Independent School District
b. Legal Name of Original Applicant/ Counterparty	Oberon Solar LLC
c. Application #	1276
d. Agreement Execution Date	December 18, 2018
e. Business Email Address	legal@174powerglobal.com

a. Attach the agreement to be assigned as Tab 1.

3. Is the Assignor eligible to assign the Agreement.	Yes
4. Does the Assignor represent that this assignment is being made free of encumbrances or additional PILOT payments not covered in the Agreement?	Yes

Section 2: Assignee Information

5. Authorized Company Representative (Assignee)	
a. First Name	Henry
b. Last Name	Yun
c. Title	President
d. Organization	Hanwha Energy USA Holdings Corporation d/b/a 174 Power Global
e. Street Address	300 Spectrum Center Drive, Suite 1020
f. Mailing Address	300 Spectrum Center Drive, Suite 1020
g. City State ZIP	Irvine, CA 92618
h. Phone Number	(949) 748 5970
i. Fax Number	
j. Mobile Number (optional)	
k. Business Email Address	henry.yun@174powerglobal.com

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

a. First Name	
b. Last Name	
c. Title	
d. Organization	
e. Street Address	
f. Mailing Address	
g. City State ZIP	
h. Phone Number	
i. Fax Number	
j. Mobile Number (optional)	
k. Business Email Address	

7. Does the assignee authorize the consultant to provide and obtain information related to this application? Yes or No	No
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8. Authorized Company Consultant (If Applicable)	
a. First Name	
b. Last Name	
c. Title	
d. Organization	
e. Street Address	
f. Mailing Address	
g. City State ZIP	
h. Phone Number	
i. Fax Number	
j. Mobile Number (optional)	
k. Business Email Address	

Section 3: Business Applicant Information

1. What is the legal name of the assignee under which this assignment is made?	Oberon Solar IA, LLC
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits)	32068876120
3. List the NAICS code	221114
4. Is the assignee a party to any other pending or active Chapter 313 agreements?	No

- a. If yes, please list application number, name of school district and year of agreement:

Section 4: Assignee Business Structure

1. Identify Business Organization of Assignee (corporation, limited liability corporation, etc)	Limited liability company
2. Is assignee a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)? (Yes or No?)	Yes

- a. If yes, attach 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 assignee's combined group membership and contact information. Please make sure to list the reporting number for the entities. All entities have attested to compliance with the agreement to date.

3. Is the assignee current on all tax payments due to the State of Texas?	Yes
4. Are all members of the assignee's combined group current on all tax payments due to the State of Texas?	Yes
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.	

Section 5: Assignee Eligibility Under Tax Code Chapter 313.024

1. Is the assignee an entity subject to the tax under Tax Code, Chapter 171? Yes or No	Yes
2. The property will be used for which one of the following activities	
a. Manufacturing	
b. research and development	
c. a clean coal project, as defined by Section 5.001, Water Code	
d. an advanced clean energy project, as defined by Section 382.003, Health and Safety Code	
e. renewable energy electric generation	X
f. electric power generation using integrated gasification combined cycle technology	
g. nuclear electric power generation	
h. 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 (a) through (h)	
i. a Texas Priority Project, as defined by 313.024(e)(7) and TAC 9.1051	

<Signature Page Follows>

Authorized Signatures:

1) Authorized School District Representative

Name: Jim Nelson Title: Interim Superintendent
Signature: *Jim Nelson* Date: 4/29/19

2) Assignor:

The information contained in this application is true and correct to the best of my knowledge and belief:

Name: Henry Yun Title: President

Signature: *Henry Yun* Date: 4/29/2019

Notary: _____ Given under my hand and seal of office this, the _____ day of _____

see attached

Notary Public in and for the State of _____

My Commission Expires: _____

(Notary Seal)

3) Assignee:

The information contained in this application is true and correct to the best of my knowledge and belief:

Name: Henry Yun Title: President

Signature: *Henry Yun* Date: 4/29/2019

Notary: _____ Given under my hand and seal of office this, the _____ day of _____

see above

Notary Public in and for the State of _____

My Commission Expires: _____

(Notary Seal)

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of Orange

On April 29, 2019 before me, Julija Baldwin, Notary Public

personally appeared Henry Yuen Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/hers/their authorized capacity(ies), and that by his/hers/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature [Handwritten Signature] Signature of Notary Public

Place Notary Seal and/or Stamp Above

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document:

Document Date: Number of Pages:

Signer(s) Other Than Named Above:

Capacity(ies) Claimed by Signer(s)

Signer's Name: Signer's Name:

Corporate Officer - Title(s): Corporate Officer - Title(s):

Partner - Limited General Partner - Limited General

Individual Attorney in Fact Individual Attorney in Fact

Trustee Guardian of Conservator Trustee Guardian of Conservator

Other: Other:

Signer is Representing: Signer is Representing:

Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual

■ Reporting entity taxpayer number 32063786480	■ Report year 2018	Reporting entity taxpayer name 174 POWER GLOBAL CORPORATION
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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 174 POWER GLOBAL CORPORATION		■ 2. Affiliate taxpayer number (if none, use FEI number) 32063786480		■ 3. Affiliate NAICS code 325900	
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 010117		■ 7. Affiliate reporting end date m m d d y y 123117	
■ 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 MIDWAY HOLDCO, LLC.		■ 2. Affiliate taxpayer number (if none, use FEI number) 300952238		■ 3. Affiliate NAICS code 561110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	■ 6. Affiliate reporting begin date m m d d y y 010117		■ 7. Affiliate reporting end date m m d d y y 123117	
■ 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 MIDWAY SOLAR, LLC.		■ 2. Affiliate taxpayer number (if none, use FEI number) 32052568550		■ 3. Affiliate NAICS code 561110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	■ 6. Affiliate reporting begin date m m d d y y 010117		■ 7. Affiliate reporting end date m m d d y y 123117	
■ 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			

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/taxes/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.

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

■ Tcode **13253 Annual**

■ Reporting entity taxpayer number 32063786480	■ Report year 2018	Reporting entity taxpayer name 174 POWER GLOBAL CORPORATION
----------------------------------------------------------	------------------------------	-----------------------------------------------------------------------

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

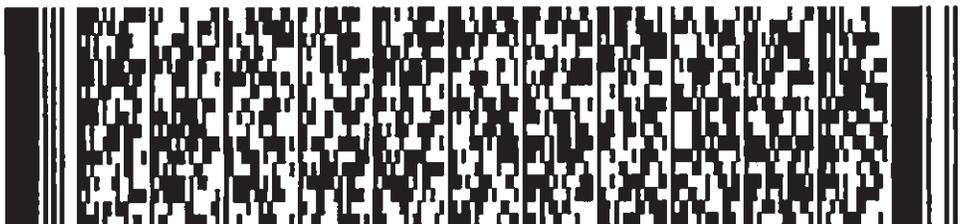
1. Legal name of affiliate OBERON SOLAR LLC		2. Affiliate taxpayer number (if none, use FEI number) 32063848157		3. Affiliate NAICS code 561110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 052417	
				7. Affiliate reporting end date m m d d y y 123117	
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 174 POWER GLOBAL EPC, LLC		2. Affiliate taxpayer number (if none, use FEI number) 32065450523		3. Affiliate NAICS code 561110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>		5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>		6. Affiliate reporting begin date m m d d y y 111617	
				7. Affiliate reporting end date m m d d y y 123117	
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		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	
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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/taxes/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.

Comptroller Office



VE/DE <input type="checkbox"/>	FM <input type="checkbox"/>
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