



Biennial Progress Report for Texas Economic Development Act

INTRODUCTION

- You have been assigned an application number. Please verify this number on the website prior to completing the form. This form will indicate the sections you need to complete based on application number.
- This form must be filled out by each applicant that is party to a limitation agreement.
- If the original application was made by a group of two or more companies, each company must complete this form.
- If the original applicant split into two or more applicants after the original agreement, all current agreement holders must complete this form.
- Applicants should only complete the information for their years as an agreement holder, noting what year they were formed after the original agreement was approved.
- Each agreement holder should respond as a current agreement holder in Section 2.
- Applicants should report their proportionate share of required employment and investment information.
- In addition to the Biennial Progress Report required from each applicant that is a party to an agreement, a separate Biennial Progress Report summarizing the combined applicants' data for the entire agreement must be completed.
- If one of the applicants cannot provide this information, a summarization report must be completed by the school district and signed by the superintendent.
- Projects spanning more than one school district must complete forms for each school district.
- Please return signed hard copy forms and electronic spreadsheets to the school district before May 15 of each even-numbered year.

Note:

- The school district that is a party to the Chapter 313 agreement is collecting the data required by Chapter 313.032 on this form for the Comptroller of Public Accounts (CPA).
- The CPA requests companies complete the electronic spreadsheet version of the form. Please submit both an *electronic version* and a *signed hard copy version* of the spreadsheet (with any attachments) to the district. Please contact CPA if you have questions about the form. The spreadsheet version of this form can be downloaded at: www.texasahead.org/tax_programs/chapter313/forms.php.
- After ensuring that all forms are complete, the school district will forward that data to the CPA for inclusion in a statutorily required report to the Texas Legislature.

SECTION 1: Applicant Information

1. Application number 172
2. Name of school district BRAZOSPORT INDEPENDENT SCHOOL DISTRICT
3. Name of central appraisal district (CAD) appraising the qualified property in this school district BRAZORIA COUNTY APPRAISAL DIST.
4. Name of project on original application (or short description of facility) CHLORINE SEVEN
5. Name of applicant on original application THE DOW CHEMICAL COMPANY
6. Name of company entering into original agreement with district THE DOW CHEMICAL COMPANY
7. If you are one of two or more companies originally applying for a limitation, list all other applicants here and describe their relationships. (Use attachments if necessary.)

SECTION 4: Value Limitation Details

- 1 Minimum limitation amount per Agreement (for entire agreement): 30,000,000.00
- 2 Amount of qualified investment during the qualifying time period the recipient committed to spend or allocate for this project on application (not total investment): 96,000,000.00
- 3 Total qualified investment made from the beginning of the qualifying time period through the end of the qualifying time period or the last complete tax year, if still in the qualifying time period. 797,672,564.00
- 4 Has the size and/or scope of the project changed, resulting in a material change in qualified property from that in the application? Yes No
 - 4a. If yes, please describe on an attachment how the actual qualified property — for which you are providing actual and estimated market values on subsequent pages — differs from that property described in the agreement. Include only property located in this school district.
- 5 What was the number of permanent existing jobs at this facility prior to application? 4,564
(See guidelines for definition of existing job.)

SECTION 5: Job Details

- 1 For agreements before Jan. 1, 2014, does the agreement includes a definition of "new job" other than TAC §9.1051(14)(C), as the rule existed at the time of application? Yes No
 - 1a. If yes, please provide the definition of "new job" as used in the agreement. (Use attachments if needed.)

SECTION 6: Authorized Signature

After this report and charts are complete, they should be reviewed and certified to be complete by a company employee authorized to sign on behalf of the company listed in Section 2.

By signing below, I certify that I am an employee of Olin Chlorine 7, LLC, a current agreement holder of a limitation on appraised value who is authorized to sign on behalf of the company. I attest that the contents of this form and attachments are true and correct to the best of my knowledge and belief and have determined that the electronic copy is identical to the hard copy of this report.

print here → STEPHEN C. CURLEY VP & TREASURER 314-480-1406
 Print Name of Company Employee Title Phone

sign here →  5/13/16
 Signature of Company Employee Date

NOTE: If you amend your report, you will need to resign and resubmit this section with your forms, charts or attachments.

Biennial Progress Report for Texas Economic Development Act
CHART A1: Job Data for Applications 1 through 999

Form 50-773A
 Revised May 2014

App Number **172** Date **5/13/2016**
 District Name Brazosport ISD 1st Yr. of Qualifying Time Period **2014**
 Company Name Olin Chlorine 7, LLC

	Tax year (YYYY)	Limitation Period										Viable Presence Period						
		Year 1 (First Complete Tax Year)	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10	Year 11	Year 12	Year 13				
1	Number of qualifying jobs ¹ applicant committed to create on application (cumulative)	2014*	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8	8
2	Number of qualifying jobs ¹ applicant actually created (cumulative)		13	14	14	14	14	14	14	14	14	14	14	14	14	14	14	14
3	Number of new jobs ² created (cumulative)		14	16	16	16	16	16	16	16	16	16	16	16	16	16	16	16
4	Median annual wage of new jobs applicant created		\$73,994	\$75,504	\$77,014	\$78,554	\$81,728	\$83,363	\$85,030	\$86,730	\$88,465	\$90,234	\$92,039	\$93,880				
5	Total wages for new jobs applicant created		\$1,035,915	\$1,192,094	\$1,232,225	\$1,256,870	\$1,282,007	\$1,307,647	\$1,333,800	\$1,360,476	\$1,387,686	\$1,415,440	\$1,443,748	\$1,472,623	\$1,502,076			

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

Notes:

- Jobs meeting all of the requirements of Tax Code §313.021(3) as the statute existed before Jan. 1, 2014. Do not include construction jobs in counts of qualifying jobs.
- For new job definition see TAC §9.1051(14) as rules existed before Jan. 1, 2014.

* Olin Corporation acquired Dow-Mitsui Chlor Alkali, LLC ("DMCA") from The Dow Chemical Company in October 2015. DMCA was renamed Olin Chlorine 7, LLC in October 2015. The wage data for Tax Year 2014 presented above is estimated assuming two percent difference between 2014 and 2015.

The CPA requests companies complete the electronic spreadsheet version of the form and submit identical electronic and hard copy versions of the spreadsheet (with any attachments) to the district.

Biennial Progress Report for Texas Economic Development Act
CHART A2: Investment and Market Values for Applications 1 through 999

Form 50-773A
 Revised May 2014

Date **5/4/2016**
 Application Number **172**
 Current Agreement Holder Name **Olin Chlorine 7, LLC**
 ISD Name **Brazosport ISD**

CHART A2 - Only complete this for applications 1 through 999.

Year	School Year (YYYY-YYYY)	Tax Year (actual tax year) YYYY	Total Investment ¹ (cumulative)	Market value of qualified property on Jan. 1 BEFORE any exemptions ²	Market value less any exemptions (such as pollution control) and before limitation ³	Taxable value of qualified property for purposes of M&O
Prior to start of value limitation period	1	2014-2015	\$ 895,025,444	\$ 426,111,750	\$ 426,111,750	\$ 426,111,750
	2	2015-2016	\$ 896,685,495	\$ 795,963,180	\$ 795,963,180	\$ 795,963,180
	3	2016-2017	\$ 896,685,495	\$ 764,124,653	\$ 764,124,653	\$ 30,000,000
	4	2017-2018	\$ 896,685,495	\$ 733,559,667	\$ 733,559,667	\$ 30,000,000
	5	2018-2019	\$ 896,685,495	\$ 704,217,280	\$ 704,217,280	\$ 30,000,000
	6	2019-2020	\$ 896,685,495	\$ 676,048,589	\$ 676,048,589	\$ 30,000,000
	7	2020-2021	\$ 896,685,495	\$ 649,006,645	\$ 649,006,645	\$ 30,000,000
Value limitation period	8	2021-2022	\$ 896,685,495	\$ 623,046,379	\$ 623,046,379	\$ 30,000,000
	9	2022-2023	\$ 896,685,495	\$ 598,124,524	\$ 598,124,524	\$ 30,000,000
	10	2023-2024	\$ 896,685,495	\$ 574,199,543	\$ 574,199,543	\$ 30,000,000
Viable presence period	11	2024-2025	\$ 896,685,495	\$ 551,231,562	\$ 551,231,562	\$ 551,231,562
	12	2025-2026	\$ 896,685,495	\$ 529,182,299	\$ 529,182,299	\$ 529,182,299
	13	2026-2027	\$ 896,685,495	\$ 508,015,007	\$ 508,015,007	\$ 508,015,007

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

Notes.

1. Total investment is all investment at original cost, including land acquired after filing of application. Investments made in a year should be reflected in the subsequent year's market value.
2. Use appraisal values from CAD as available. For future years, use market value that the entity estimates will approximate the market value for ad valorem tax purposes in that year.
3. This amount is typically the taxable value for the purpose of I&S fund or debt service reserve fund.

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ATTACHMENT A



February 12, 2013

The Dow Chemical Company
2301 N. Brazosport Blvd
Freeport, Texas 77541-3257

Dr. Karin Holacka
Superintendent
Brazosport Independent School District
P. O. Drawer Z
Freeport, TX 77542

Tax Limitation Assignment Request

Dear Dr. Holacka

Pursuant to Section 8.4 of the Participation Agreement for Limitation on Appraised Value between the Brazosport Independent School District and The Dow Chemical Company dated January 4, 2011, we respectfully request assignment of this agreement from The Dow Chemical Company to a newly formed joint venture company, Dow-Mitsui Chlor-Alkali, LLC. This new company's Texas taxpayer ID# is: 1-80-0638104-2 and the contact information for communications related to this agreement remains unchanged.

We are also pleased to inform you that this project is progressing as planned and aside from this assignment, there are no material changes to report in any of our data or projections as submitted in our original application. We hope this request is viewed as a positive development and appreciate our partnership as we continue to invest in the Brazosport area. Please contact me with any questions you may have in this regard and thank you for your approval of this request.

Sincerely,

A handwritten signature in black ink, appearing to read "John Nichols".

John Nichols
Tax Director
(979) 238-3560

cc. Dan Schaefer – Chief Financial Officer, BISSD

ATTACHMENT B



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

December 18, 2015

Mr. Danny Massey
Superintendent
Brazosport Independent School District
P.O. Drawer Z
Freeport, TX 77542

Tax Limitation - Notification of Change in Ownership

Dear Mr. Massey:

Pursuant to Sections 8.1 and 8.4 of the Participation Agreement for Limitation on Appraised Value between the Brazosport Independent School District and The Dow Chemical Company dated January 4, 2011 and subsequently assigned to Dow-Mitsui Chlor-Alkali, LLC on February 12, 2013 ("Agreement"), we respectfully inform you that Olin Corporation acquired all ownership interests in Dow-Mitsui Chlor-Alkali, LLC on October 5, 2015 from The Dow Chemical Company. Olin Corporation will provide a written notification of the new entity name for Dow-Mitsui Chlor-Alkali, LLC. Please note that the entity, formerly known as Dow-Mitsui Chlor-Alkali, LLC, will retain the same Texas Taxpayer Identification Number: 1-80-0638104-2. Olin Corporation will also provide Brazosport Independent School District, the Brazoria County Appraisal District and the Brazoria County Tax Office with written notification of the new contact information for communications related to this agreement.

We hope this notification is viewed positively and appreciate our partnership as we continue to invest in the Brazosport Area. Please contact me with any questions you may have in this regard.

Yours sincerely,

A handwritten signature in black ink, appearing to read "David Ngo".

David Ngo
Authorized Agent
The Dow Chemical Company

Copy to: Mr. Daniel Schaefer, Chief Financial Officer, Brazosport Independent School District
Ms. Cheryl Evans, Chief Appraiser, Brazoria County Appraisal District
Ms. Ro'Vin Garrett, Tax Assessor-Collector, Brazoria County Tax Office
Mr. Lowell McLaughlin, State and Local Tax Director, The Dow Chemical Company
Mr. Daniel Wornack, Regional Government Affairs, The Dow Chemical Company
Mr. Matt Meister, Director, Domestic Tax Planning & Compliance, Olin Corporation
Ms. Poonam Mahale, Ernst & Young LLP
Mr. Andrew Sloss, Ernst & Young LLP



ATTACHMENT C



Franchise Tax Account Status

As of: 04/06/2016 01:30:05 PM

This Page is Not Sufficient for Filings with the Secretary of State

OLIN CHLORINE 7, LLC	
Texas Taxpayer Number	18006381042
Mailing Address	2030 DOW CTR MIDLAND, MI 48674-2030
Right to Transact Business in Texas	ACTIVE
State of Formation	DE
Effective SOS Registration Date	03/08/2011
Texas SOS File Number	0801394643
Registered Agent Name	C T CORPORATION SYSTEM
Registered Office Street Address	1999 BRYAN ST., STE. 900 DALLAS, TX 75201