



May 6, 2021

Board of Directors
Fort Bend Grand Parkway Toll Road Authority
c/o The Muller Law Group, PLLC
202 Century Square Blvd.
Sugar Land, TX 77478

Re: Limited Contract Tax and Subordinate Lien Toll Road Revenue Bonds, Series 2021

Dear Board Members,

The Fort Bend Grand Parkway Toll Road Authority (the "Authority") has engaged Post Oak Municipal Advisors LLC ("Post Oak") as its municipal advisor pursuant to an existing Municipal Advisor Engagement Letter dated May 15, 2019 (the "Existing Contract"). The Authority has approved the plan of finance for the above referenced bonds and Post Oak desires to include Hilltop Securities Inc. as a co-municipal advisor on the transaction, with no modification to the total fees to be paid for municipal advisory services. The municipal advisory fees will be calculated according to the terms of the Existing Contract and will be divided between the municipal advisor firms as follows:

Post Oak Municipal Advisors LLC	75%
Hilltop Securities Inc.	25%

Please indicate your agreement with the above by signing below and returning this letter at your earliest convenience. If you have any questions, please don't hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "C. Terrell Palmer", written over a horizontal line.

C. Terrell Palmer
Post Oak Municipal Advisors LLC

Cc: Carmen Best, Hilltop Securities Inc.
Ed Sturdivant, Fort Bend County Auditor's Office
Francine Stefan, Post Oak Municipal Advisors LLC

AGREED AND ACCEPTED:

Signed:  _____

Date: May 19, 2021

EFFECTIVE DATE

THIS AGREEMENT IS EFFECTIVE ON THE DATE IT IS APPROVED BY THE FORT BEND COUNTY COMMISSIONERS COURT, AND IF NOT SO APPROVED SHALL BE NULL AND VOID.

DATE OF COMMISSIONERS COURT APPROVAL: _____

AGENDA ITEM NO.: _____