

STATE OF TEXAS §
 §
 COUNTY OF FORT BEND §

SECOND AMENDMENT TO
 TAX ABATEMENT AGREEMENT BETWEEN FORT BEND COUNTY DRAINAGE
 DISTRICT AND CUTLASS SOLAR II LLC
 FORT BEND COUNTY REINVESTMENT ZONE 23

This SECOND AMENDMENT of the Tax Abatement Agreement is made and entered into by and between FORT BEND COUNTY DRAINAGE DISTRICT (hereinafter referred to as “District”), a body politic, acting herein by and through its BOARD and CUTLASS SOLAR II LLC (hereinafter referred to as “Owner”).

RECITALS

WHEREAS, on or about September 28, 2021, the Parties entered into the TAX ABATEMENT AGREEMENT BETWEEN FORT BEND COUNTY DRAINAGE DISTRICT AND CUTLASS SOLAR II LLC, FORT BEND COUNTY REINVESTMENT ZONE 23 (hereinafter the “Agreement”) and was amended on December 13, 2022, all documents incorporated by reference;

WHEREAS, the Agreement was executed as authorized by and in accordance with the Property Redevelopment and Tax Abatement Act, Chapter 312, TEXAS PROPERTY TAX CODE, and the current Guidelines and Criteria for Granting Tax Abatements in Reinvestment Zones located in Fort Bend County Drainage District; (hereinafter the “Guidelines and Criteria”) and

WHEREAS, the Parties now desire to amend certain portions of the Agreement as allowed by Texas Tax Code Section 312.208 and Section VII of the Guidelines and Criteria;

WHEREAS Notice for this Second Amended Agreement was provided as required by Texas Tax Code Sec. 312.207.

NOW THEREFORE, for and in consideration of the mutual benefits to be derived by the parties hereto, District, and Owner agree as follows:

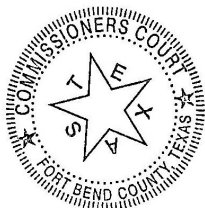
A. Amendments as to Dates:

| Agreement Reference | Original Agreement | First Amended | Now Amended |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Page 3. IV. A. Term and Termination (two references) | Dec 31, 2032 | Dec 31, 2034 | Dec 31, 2033 |
| Page 4. V. Value of Abatement (ten references on the chart under the 'Tax Year' Column) | 2023-2032 | Tax Year Year 1 (2025) Year 2 (2026) Year 3 (2027) Year 4 (2028) Year 5 (2029) Year 6 (2030) Year 7 (2031) Year 8 (2032) Year 9 (2033) Year 10 (2034) | Tax Year Year 1 (2024) Year 2 (2025) Year 3 (2026) Year 4 (2027) Year 5 (2028) Year 6 (2029) Year 7 (2030) Year 8 (2031) Year 9 (2032) Year 10 (2033) |
| Page 5. VI. A, Responsibilities: Performance Measures; (on the chart under the 'Criteria' Column): Date by which Eligible Property will be delivered or constructed | Dec 31, 2023 | Dec 31, 2024 | May 15, 2024 |
| Page 5. VI. Responsibilities: Performance Measure; (on the chart under the 'Required Deliverable' Column): Minimum total project costs with respect to the Eligible Property by | Dec 31, 2023 | Dec 31, 2024 | May 15, 2024 |

- C. Any further amendments to this Agreement shall be in accordance with the most recently adopted Guidelines and Criteria for Granting Tax Abatements in Fort Bend County Drainage District. This requirement applies even if this Amendment was executed under a prior set of Guidelines and Criteria.
- D. Except as modified herein, any prior executed document remain in full force and effect and has not been modified or amended. In the event of conflict, the contents of this Second Amendment shall prevail.
- E. Owner agrees to follow the provisions of Section 302.004 of the Texas Utilities Code in removing the solar power facilities from the Project location at the end of the Project's useful life and to perform removal in such a manner that will not result in the imposition of costs upon the County.

F. Execution

IN TESTIMONY OF WHICH, THIS AMENDMENT shall be effective upon execution of all parties.



ATTEST:

Sandra Richard
County Clerk

"District"

FORT BEND COUNTY DRAINAGE DISTRICT

By: *Kell George*
County Judge

Date: 4.23.2024

"Owner"

By: *Atilla Akarsu*

Name: Atilla Akarsu

Title: Treasurer

Date: 04/16/2024

ATTEST:

Ilker Araci, Secretary
Name

Date: 04/16/2024

SECOND AMENDMENT TO TAX ABATEMENT AGREEMENT BETWEEN FORT BEND COUNTY
DRAINAGE DISTRICT AND CUTLASS SOLAR II LLC FORT BEND COUNTY REINVESTMENT ZONE 23

Reviewed:



By:

Carlos Guzman

Fort Bend Economic Opportunity & Development Director

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CERTIFICATE OF INTERESTED PARTIES

FORM 1295

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.
Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

OFFICE USE ONLY CERTIFICATION OF FILING

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.

Cutlass Solar II LLC
Austin, TX United States

Certificate Number:
2024-1146833

Date Filed:
04/15/2024

Date Acknowledged:
04/24/2024

2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.

Fort Bend County Drainage District

3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.

Cutlass Solar II LLC
Second Amendment Tax Abatement

| 4 | Name of Interested Party | City, State, Country (place of business) | Nature of interest (check applicable) | |
|---|--------------------------|------------------------------------------|------------------------------------------|--------------|
| | | | Controlling | Intermediary |
| | Sabancı Renewables Inc. | Austin, TX United States | X | |
| | Cummings Westlake, LLC | Tomball, TX United States | | X |
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5 Check only if there is NO Interested Party.

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6 UNSWORN DECLARATION

My name is _____, and my date of birth is _____.

My address is _____, _____, _____, _____, _____.
(street) (city) (state) (zip code) (country)

I declare under penalty of perjury that the foregoing is true and correct.

Executed in _____ County, State of _____, on the _____ day of _____, 20____.
(month) (year)

Signature of authorized agent of contracting business entity
(Declarant)