

STATE OF TEXAS §
 §
 COUNTY OF FORT BEND §

FIRST AMENDMENT TO TAX ABATEMENT AGREEMENT BETWEEN
 FORT BEND COUNTY DRAINAGE DISTRICT AND STARGAZER BESS LLC
 Fort Bend County Reinvestment Zone No. 32

This FIRST AMENDMENT to the Tax Abatement Agreement (the "First Amendment") is made and entered into by and between FORT BEND COUNTY DRAINAGE DISTRICT (hereinafter referred to as "Drainage District"), acting by and through its Board of Directors, and STARGAZER BESS LLC (hereinafter referred to as "Owner").

RECITALS

WHEREAS, the Parties entered into a Tax Abatement Agreement dated May 28, 2024 (the "Agreement") for Fort Bend County Reinvestment Zone No. 32 which is incorporated by reference; and

WHEREAS, pursuant to Section V(B)(1)(a) of the Agreement, Owner is required to complete construction and commence Commercial Operations not later than June 30, 2027 and

WHEREAS, Owner has submitted a request to Amend the Agreement, as documented in the attached letter dated October 21, 2025 which is incorporated for reference purposes only;

WHEREAS, the Parties now agree to amend the Agreement to extend the deadlines for commencement of construction and commencement of Commercial Operations by two-years, making the new deadline to commence construction June 30, 2027, and the new deadline to commence Commercial Operations June 30, 2029; and

WHEREAS, this specific two-year extension is being mutually agreed upon now, superseding the need for the conditional one-year extension provision in Section V(B)(1)(b) for this specific extension event; and

WHEREAS, this First Amendment is executed in accordance with the Property Redevelopment and Tax Abatement Act, Chapter 312, Texas Property Tax Code and the Fort Bend County Tax Abatement Guidelines and Criteria adopted by Commissioners Court on June 10, 2025.

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

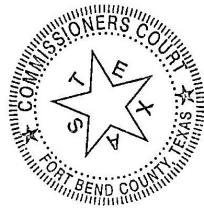
- I. Amendment to Section V(B)(1)(a) – Construction and Completion Deadline:
 Section V(B)(1)(a) of the Agreement, under Performance Criteria, is hereby deleted in its entirety and replaced with the following:
 Owner shall commence construction of the Project no later than June 30, 2027 and

shall complete the construction and commence Commercial Operations not later than June 30, 2029.

- II. No Amendment to Abatement Period:
The parties acknowledge and agree that this First Amendment modifies only the Construction and Completion Deadlines and does not modify the definition or duration of the "Abatement Period" as defined in Section II(B), nor does it alter the PILOT TABLE in Section V(B)(3).
- III. Owner shall remit the required application fee pursuant to the Fort Bend County Tax Abatement Guidelines and Criteria adopted by Commissioners Court on June 10, 2025.
- IV. Except as modified herein, all other terms and conditions of the original Tax Abatement Agreement remain in full force and effect. In the event of any conflict between the terms of the original Agreement and the terms of this First Amendment, the terms of this First Amendment shall prevail.
- V. The Parties respectively represent and covenant that this First Amendment has, by proper action, been duly authorized, executed and delivered by the Parties.

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

"County"
FORT BEND COUNTY DRAINAGE DISTRICT



By: KP George
KP George, County Judge

Date: November 24, 2025

ATTEST:

Laura Richard
Laura Richard, County Clerk

"Owner"
By: [Signature]

Name: Forrest Forster

Title: Senior Vice President, Development

Date: Nov. 4, 2025

REVIEWED: [Signature]
By: _____

Carlos Guzman
Director Economic Opportunity & Development

Date: 11-03-2025

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**

Certificate Number:
2025-1381399

Date Filed:
10/24/2025

Date Acknowledged:
11/25/2025

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.
Stargazer BESS LLC
Austin, TX United States

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.
Stargazer BESS LLC
First Amendment Tax Abatement

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary
	Hajabed, Moe	Austin, TX United States	X	
	Littlefield, Sam	Austin, TX United States	X	
	Metelo, Joao	Austin, TX United States	X	
	Atlas, Marc	Austin, TX United States	X	
	Kneteman, Christie	Austin, TX United States	X	
	Santelli, Daniel	Austin, TX United States	X	
	Fagan, Timothy	Austin, TX United States	X	
	Cedar Holdco LLC	Austin, TX United States	X	
	K&L Gates LLP	Dallas, TX United States		X

5 Check only if there is NO Interested Party.

6 UNSWORN DECLARATION

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

My address is _____, _____, _____, _____, _____.
(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)